

Nabaltec



Invitation to the Annual General Meeting 2015

Nabaltec AG, Schwandorf

We hereby invite our
shareholders to attend our

Annual General Meeting

**to be held at 10.00 a.m. on
Tuesday, June 30, 2015**

in the Amberger Congress
Centrum, Schießstätteweg 8,
92224 Amberg

ISIN: DE000A0KPPR7

Agenda

1. Presentation of the approved Annual Financial Statements, the Management Report, the Consolidated Financial Statements, the Group Management Report and the Report of the Supervisory Board for the 2014 financial year

2. Appropriation of distributable profit

The Management Board and the Supervisory Board propose that the distributable profit of the 2014 financial year amounting to EUR 4,774,474.41 will be used as follows: An amount of EUR 960,000.00 will be distributed to the shareholders by payment of a dividend of EUR 0.12 per share on the 8,000,000 no par value shares entitled to dividend payments for the 2014 financial year. The remainder in the amount of EUR 3,814,474.41 will be carried forward.

3. Approval of the actions of the Management Board

The Management Board and the Supervisory Board propose that the actions of the members of the Management Board during the 2014 financial year be approved.

4. Approval of the actions of the Supervisory Board

The Management Board and the Supervisory Board propose that the actions of the members of the Supervisory Board during the 2014 financial year be approved.

5. Election of the auditor for the 2015 financial year

The Supervisory Board proposes that Deloitte & Touche GmbH Wirtschaftsprüfungsgesellschaft, Nuremberg, be elected as auditor for the 2015 financial year.

Shareholder motions

Countermotions to any of the proposals made by the Management and/or Supervisory Board should be sent, enclosing documentary evidence of shareholder status, exclusively to Nabaltec AG, Management Board, Alustraße 50 - 52, 92421 Schwandorf, fax: +49 9431 53-260. Countermotions received by the company at the latest fourteen days prior to the date of the General Meeting, without taking into account the day of the General Meeting and the day of receipt, i.e. on Monday, June 15, 2015, at the latest, and meeting the requirements set out in Section 126 AktG [*German Stock Corporation Act*] will be published on the internet site of the company (www.nabaltec.de).

Number of shares and voting rights

Upon the convening of the General Meeting, the company's share capital consists of 8,000,000 no par value shares. Each share entitles its holder to one vote at the General Meeting. The number of voting rights therefore also amounts to 8,000,000.

Conditions governing participation

Only those shareholders who register prior to the General Meeting and who forward evidence of their shareholding in text form (Section 126 b BGB [*German Civil Code*]) in German or English at the following address shall be entitled to participate in and exercise their voting rights at the General Meeting:

Nabaltec AG
c/o PR IM TURM HV-Service AG
Römerstraße 72 - 74
68259 Mannheim
Germany
fax: +49 621 7177213
e-mail: eintrittskarte@pr-im-turm.de

As evidence of the shareholding a special confirmation issued by the custodian bank shall be sufficient which refers to the beginning of the 21st day prior to the General Meeting, i.e. to Tuesday, June 9, 2015, 00.00 a.m., and has to be received together with the registration at the latest on Tuesday, June 23, 2015, at the address mentioned above. Shareholders who submit the registration and the aforementioned evidence of shareholding in correct form and in time will be forwarded admission tickets to the General Meeting. Shareholders

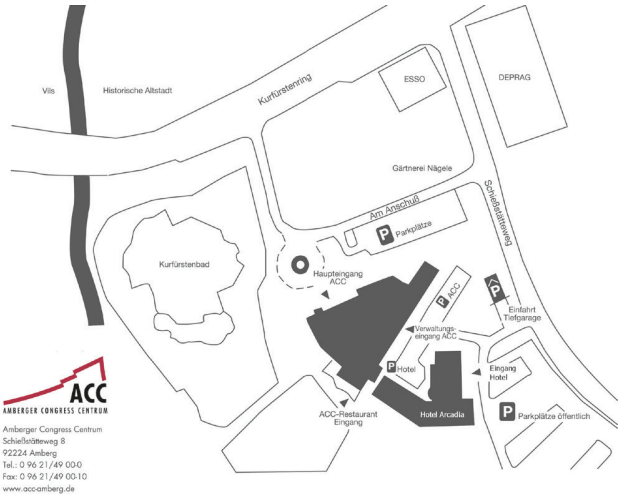
are asked to ensure that the registration and the aforementioned evidence of shareholding are submitted at their earliest convenience in order to ensure that they receive the admission tickets in good time.

Shareholders who supply their registration and the aforementioned evidence of shareholding in correct form and in time and who do not wish to participate in the General Meeting in person may be represented at the General Meeting and in the exercising of their voting rights by an authorised representative (proxy), as well as by a bank or a shareholder association. If the authorised party is a bank or another shareholder representative named in Section 135 AktG, the statutory provisions with regard to form and proof of the power of attorney shall apply. Any other authorised parties will be required to identify themselves by presenting the admission ticket of the shareholder and a power of attorney. Forms for the issuing of such powers of attorney will be enclosed with the admission tickets and may be ordered from the company as well.

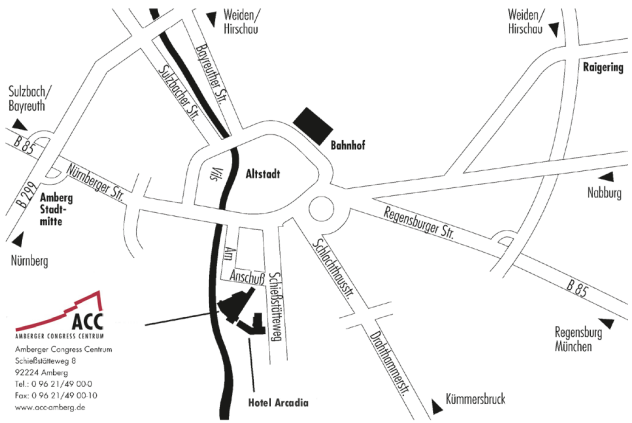
Furthermore, the company provides its shareholders with the possibility of being represented at the General Meeting by a voting proxy appointed by the company to act as an authorised representative. If authorised to do so, the voting proxy appointed by the company exercises the voting rights in accordance with shareholders' instructions. The voting proxy appointed by the company will abstain if shareholders' instructions are missing or are ambiguous. The voting proxy appointed by the company cannot be empowered to raise objections against resolutions of the General Meeting, to speak and to raise questions or to submit motions. Shareholders wishing to issue powers of attorney to the voting proxy appointed by the company will require admission tickets to the General Meeting which will be forwarded in accordance with the procedures outlined above. Details concerning the issuing of powers of attorney and voting instructions to the voting proxy appointed by the company are included in the documents sent out to the shareholders together with the admission tickets.

Schwandorf, May 2015
The Management Board

Notes:



ACC
AMBERGER CONGRESS CENTRUM
 Amberger Congress Centrum
 Schießstienweg 8
 92224 Amberg
 Tel.: 0 96 21/49 00-0
 Fax: 0 96 21/49 00-10
 www.acc-amberg.de



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Getting to the Amberg Convention Center

BY CAR

From the **west** and **north**, take A6 (Nuremberg-Heilbronn), get out at the Amberg-Stadtmitte exit and continue on Federal Highway B299.

From the **south**, take the A93 (Regensburg-Hof), get out at the Schwandorf/Amberg exit and continue on B 85.

Once you get to Amberg, follow the signs to Stadmitte/ACC

Note for drivers with GPS:

Enter „Amberg/Schießstätteweg 8“.

BY TRAIN

Amberg's train station is served by Deutsche Bahn's ICE network. The ACC is about 7 minutes from the train station by foot.

BY PLANE

The ACC is a 40-minute drive from Nuremberg Airport.

Parking

Please note that free public parking is available in the vicinity of the ACC.

Further parking areas (chargeable):
Schießstätteweg parking lot,
Kurfürstenbad parking garage

Nabaltec AG will not be able to reimburse you for the cost of parking.

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