



**Ahlers AG**  
Herford

ISIN DE0005009708 (WKN 500970)  
ISIN DE0005009732 (WKN 500973)  
ISIN DE0005009740 (WKN 500974)

**Invitation to the Annual Shareholders' Meeting**

We hereby invite our shareholders to the Annual Shareholders' Meeting on

**Wednesday, May 3, 2017, 11:00 a.m.,**

at Industrie-Club e.V. Düsseldorf, Elberfelder Straße 6, 40213 Düsseldorf.

**Agenda (abbreviated)**

- 1. Submission of the approved separate financial statements and the consolidated financial statements of Ahlers AG as of November 30, 2016, the management reports of Ahlers AG and the Group, and the Supervisory Board report for the fiscal year 2015/16, as well as the explanatory report by the Management Board concerning the information pursuant to section 289 para. 4 and section 315 para. 4 of the German Commercial Code (HGB)**
- 2. Resolution regarding the appropriation of profits**
- 3. Resolution to discharge the members of the Management Board from liability for the fiscal year 2015/16**
- 4. Resolution to discharge the members of the Supervisory Board from liability for the fiscal year 2015/16**
- 5. Resolution on the appointment of the auditors for the separate financial statements and the consolidated financial statements for the fiscal year 2016/17**
- 6. Resolution on the authorisation to acquire and use own shares pursuant to section 71 para. 1 no. 8 of the German Stock Corporation Act (AktG) as well as on the exclusion of the pre-emptive tender right in the acquisition and the exclusion of subscription rights in conjunction with the use**
- 7. Resolution on the creation of new authorised capital (section 4 para. 2 of the statutes) with the possibility of excluding subscription rights as well as the corresponding amendment of the statutes**

**Total number of shares and voting rights at the time the Annual Shareholders' Meeting is convened**

At the time the meeting is convened, the share capital of Ahlers AG amounts to EUR 43,200,000 and is divided into 13,681,520 no-par shares (7,599,814 common bearer shares, 500 registered common shares and 6,081,206 non-voting preferred bearer shares), each of which represents EUR 3.1575 of the share capital. The total number of voting shares amounts to 7,600,314 at the time the meeting is convened.

**Additional information**

The invitation including the full text of the agenda will be published in the electronic Federal Gazette at [www.bundesanzeiger.de](http://www.bundesanzeiger.de) on March 16, 2017. From this date, it will also be published on the company's website at [www.ahlers-ag.com](http://www.ahlers-ag.com), "Investor Relations", "Annual Shareholders' Meeting/Corporate Events", where additional information pursuant to section 124a of the German Stock Corporation Act (AktG), the preconditions for participation and for exercising the voting right, the voting procedure and the procedure for participation by proxy as well as further explanations regarding shareholders rights pursuant to sections 122 para. 2, 126 para. 1, 127 and 131 para. 1 of the German Stock Corporation Act (AktG) can also be found. The complete agenda is also available free of charge from Ahlers AG, c/o Commerzbank AG, GS-MO 3.1.1 General Meetings, 60261 Frankfurt, Germany, telefax: +49 69 136-26351, e-mail: [hv-eintrittskarten@commerzbank.com](mailto:hv-eintrittskarten@commerzbank.com).

Herford, March 2017

The Management Board



**Ahlers AG**  
Herford

ISIN DE0005009732 (WKN 500973)

**Invitation to the Special Meeting of Preference Shareholders**

We hereby invite our preference shareholders to the Special Meeting of Preference Shareholders on

**Wednesday, May 3, 2017,**

following the Annual Shareholders' Meeting of our company, but not before 2.00 p.m.,  
at Industrie-Club e.V. Düsseldorf, Elberfelder Straße 6, 40213 Düsseldorf.

The Special Meeting of Preference Shareholders may start somewhat later, depending on the time required for the Annual Shareholders' Meeting, which is scheduled to start at 11.00 a.m.

**Agenda (abbreviated)**

- 1. Announcement of the resolution adopted by the Annual Shareholders' Meeting of May 3, 2017 in conjunction with item 7 of the agenda concerning the creation of new authorised capital with the possibility of excluding subscription rights as well as the corresponding amendment of the statutes**

Item 7 of the agenda of the Annual Shareholders' Meeting of May 3, 2017 including resolution proposal and report of the Management Board pursuant to sections 203 para. 2 sentence 2, 186 para. 4 sentence 2 of the German Stock Corporation Act (AktG) reads as follows:

**Resolution on the creation of new authorised capital (section 4 para. 2 of the statutes) with the possibility of excluding subscription rights as well as the corresponding amendment of the statutes**

- 2. Special resolution to be adopted by the non-voting preference shareholders consenting to the resolution adopted by the Annual Shareholders' Meeting on May 3, 2017 in conjunction with item 7 of the agenda concerning the creation of new authorised capital (section 4 para. 2 of the statutes) with the possibility of excluding subscription rights as well as the corresponding amendment of the statutes**

**Total number of shares and voting rights at the time the Annual Shareholders' Meeting is convened**

At the time the meeting is convened, the share capital of Ahlers AG amounts to EUR 43,200,000 and is divided into 13,681,520 no-par shares (7,599,814 common bearer shares, 500 registered common shares and 6,081,206 non-voting preferred bearer shares), each of which represents EUR 3.1575 of the share capital. At the time the Special Meeting is convened, the company holds no own preferred shares. The total number of preferred shares entitled to participate in and vote at the Special Meeting consequently amounts to 6,081,206 at the time the meeting is convened.

**Additional information**

The invitation including the full text of the agenda will be published in the electronic Federal Gazette at [www.bundesanzeiger.de](http://www.bundesanzeiger.de) on March 16, 2017. From this date, it will also be published on the company's website at [www.ahlers-ag.com](http://www.ahlers-ag.com), "Investor Relations", "Annual Shareholders' Meeting/Corporate Events", where additional information pursuant to section 124a of the German Stock Corporation Act (AktG), the preconditions for participation and for exercising the voting right, the voting procedure and the procedure for participation by proxy as well as further explanations regarding shareholders rights pursuant to sections 122 para. 2, 126 para. 1, 127 and 131 para. 1 of the German Stock Corporation Act (AktG) can also be found. The complete agenda is also available free of charge from Ahlers AG, c/o Commerzbank AG, GS-MO 3.1.1 General Meetings, 60261 Frankfurt, Germany, telefax: +49 69 136-26351, e-mail: [hv-eintrittskarten@commerzbank.com](mailto:hv-eintrittskarten@commerzbank.com).

Herford, March 2017

The Management Board