

**A-TEC INDUSTRIES AG**  
**Wien, FN 216262 h**

We herewith invite our shareholders to our

**Extraordinary General Assembly of A-TEC INDUSTRIES AG**

held September 28, 2011, at 11:00 AM in Rainers Hotel, 1100 Vienna, Gudrunstrasse 184, AUSTRIA.

**AGENDA of the Extraordinary General Assembly**

The board of directors and the supervisory board of A-TEC INDUSTRIES AG present to the General Assembly the following measure of directors, intended in accordance with § 103 (2) and § 237 AktG (Austrian Stock Companies Act), and propose to conclude the following resolution:

**The General Assembly of the shareholders acclaims the acceptance of the offer structured by Contor Industries GmbH dtd. June 30, 2011 by accepting the following offers to finance the 47%-quota for the creditors necessary in accordance with the plan of the restructuring-proceedings of the company.**

- (i) The offer of Wolong Holding Ltd, having its legal seat in Shan-gyu, China, #1801 West Remin Road, Shangyu 312300 Zhejiang, China, dtd. 29.6.2011 concerning the takeover of all 10,773,457 shares held by the company on ATB Austria Antriebstechnik AG (approx. 97.94% of equity capital) and of all company shares held in ATB Antriebstechnik GmbH, will be accepted and the already concluded, suspending conditioned purchase agreement dtd. 15.7.2011 between Wolong Holding Ltd. and A-TEC Industries AG concerning (a) the acquisition of all 10,773,457 shares held by the company on ATB Austria Antriebstechnik AG (approx. 97.94% of equity capital) and of all company shares held in ATB Antriebstechnik GmbH as well as the company shares held in ATB Motorentchnik GmbH by Wolong Holding Ltd. or a special purpose company to be named by Wolong Holding Ltd. At a preliminary price of totally EUR 11.500.000,00, as well as (b) the purchase of receivables held by A-TEC Industries AG or affiliates of A-TEC Industries AG or third parties

against ATB Austria Antriebstechnik AG or affiliates of ATB Antriebstechnik AG, at a preliminary price of EUR 89.000.000,00 will be approved. The payment of 90 % of the *preliminary purchase price*, this amounts to EUR 90,45 Mio, has to arrive on the escrow-account of the trustee, RA Dr. M. Schmidt.

(ii) The offer to conclude a purchase agreement placed by Solstice International Investments Inc., c/o Chartwell Asset Management Services S.A., a Chartwell & Partners Company, 20 Chemin du Velours, 1231 Conches/Genève dtd. 15.6.2011, precised 14.7.2011 and completed later on (such as 20/23.8.2011 and 4.9.2011) concerning the purchase of all company shares held by A-TEC Industries AG on A-TEC Minerals & Metals Holding GmbH as well as the purchase of all company shares held by A-TEC Industries AG on Montanwerke Brixlegg AG to a purchasing price of totally EUR 90 Mio. Will be accepted and the closing of a purchasing agreement based on this offer will be accepted. The payment of the amount mentioned has to arrive on the escrow-account of the trustee, RA Dr. M. Schmidt.

(iii) The offer to conclude a purchase agreement between A-TEC Beteiligungs GmbH, Wächtergasse 1/3/1, 1010 Wien and PalmSquare International FZC, P.O. Box 51571, Hamriyah Free Zone, Sharjah, United Arabian Emirates concerning the selling of the power plant of Voitsberg at a price of EUR 20 Mio. will be accepted and the closing of a purchasing agreement based on this offer will be accepted. The payment of the amount mentioned has to arrive on the escrow-account of the trustee, RA Dr. M. Schmidt.

**LEGAL REMARKS / LEGAL DISCLAIMER**

**THIS INVITATION and AGENDA IS ONLY A ROUGH INDICATION DONE TO INFORM SHAREHOLDERS ABOUT THE CONTENT OF THE GENERAL ASSEMBLY HELD ON September 28, 2011. AND IS ONLY AN ENGLISH TRANSLATION OF A DOCUMENT WRITTEN IN GERMAN LANGUAGE, DONE AS A SERVICE FOR SHAREHOLDERS. IN CASE OF ANY DISCREPANCIES, THE GERMAN VERSION WILL PREVAIL, AS LONG AS NOT OTHERWISE DECLARED BY THE COMPANY.**