



To the Shareholders of Straumann Holding AG

## Invitation to the Annual General Meeting

Friday, 30 March 2007, at 10:30 a.m. (doors open at 9:30 a.m) in the Kongresszentrum Messe Basel, Saal San Francisco, Messeplatz 21, Basel, Switzerland

### Agenda and Proposals of the Board of Directors

- 1. Presentation of the 2006 Business Report and the Reports of the Auditors and Group Auditors**
- 2. Approval of the 2006 Annual Report, Annual Financial Statements and Consolidated Financial Statements**

The Board of Directors proposes that the 2006 Annual Report, Financial Statements and Consolidated Financial Statements be approved.

- 3. Vote on the Appropriation of available earnings**

The Board of Directors proposes that the 2006 available earnings of CHF 335'029'239, consisting of the 2006 full-year profit of CHF 130'365'115 and retained earnings from the preceding year of CHF 219'640'006, less an increase reserve for treasury shares of CHF 14'975'882 be used as follows:

Distribution of a dividend of CHF 3.00 (gross) per share on the existing share capital of CHF 1'561'598 as per 31 December 2006	CHF	46'847'934
and on the share capital created from contingent share capital since 1 January 2007, at maximum	CHF	474'693
Retained earnings, at least	<u>CHF</u>	<u>287'706'612</u>
Available earnings 2006	<u>CHF</u>	<u>335'029'239</u>

- 4. Discharge of the Board of Directors**

The Board of Directors proposes that its members be granted discharge for their activities in the 2006 business year.

- 5. Election of Directors**

The Board of Directors proposes that Mr Dominik Ellenrieder and Dr h.c. Thomas Straumann be reelected for a term of three years.

## **6. Appointment of Auditors and Group Auditors for 2007**

The Board of Directors proposes the reappointment of PricewaterhouseCoopers, Basel, as Statutory Auditors and Group Auditors for a term of one year.

Basel, 28 February 2007

**STRAUMANN HOLDING AG**

Chairman of the Board of Directors



Dr. h.c. Rudolf Maag



## **Explanations**

## **Documents**

The Business Report 2006 and the Reports of the Auditors and Group Auditors are available for inspection at the legal domicile of the company. Shareholders can be sent these documents at their request.

## **Admission Card and Voting Materials**

The shareholders listed as of February 28th, 2007 in the shareholders' register as eligible to vote receive a registration card along with their invitation. The card is for ordering an admission card and voting materials. Please return the enclosed registration card by March 15, 2007 at the latest.

## **Representation and Mandating**

Shareholders who do not attend our Annual General Meeting in person may be represented by proxy by a third party/shareholder, by our company or by Dr. Stephan Frey, attorney, Hirschgässlein 30, P.O. Box 558, CH-4010 Basel, as an independent proxy within the meaning of Article 689c of the Swiss Code of Obligations. They are asked to sign the enclosed proxy form and to forward it, together with the voting materials and any instructions, to the proxy donee. Unless express instructions to the contrary have been received, the company and the independent proxy will vote in favour of the proposals submitted by the Board of Directors to the Annual General Meeting.

## **Transfer of Shares**

In the event of transfer of any part from the shares listed on the admission card, the shareholder shall no longer have voting rights for those shares. The admission card and the voting materials are to be amended at one of the admission desks before the Annual General Meeting. No entries will be made in the shareholder register in the period between March 9, 2007 and the end of the Annual General Meeting.

## **Depositaries**

Institutions governed by the Swiss Federal Law on Banks and Savings Banks, and professional asset managers are asked to inform the company as soon as possible of the number of shares for which they hold proxy, and on the day of the Annual General Meeting at the latest, by application at one of the admission desks.