

**Siltronic AG
Munich**

Security ID Number [WKN]: WAF300
ISIN: DE000WAF3001

Invitation to the Ordinary Annual General Meeting 2017

Dear Shareholders

We hereby invite Siltronic's shareholders to attend our Ordinary Annual General Meeting on Tuesday, May 9, 2017, starting at 10:00 a.m. CET at

Haus der Bayerischen Wirtschaft
Max-Joseph-Str. 5
80333 Munich, Germany.

Agenda

- 1. Presentation of the adopted Annual Financial Statements and the approved Consolidated Financial Statements as well as of the Combined Management Report for Siltronic AG and Siltronic Group as per December 31, 2016, the 2016 Supervisory Board Report and the Executive Board's Explanatory Report on the information pursuant to Section 289, Subsection 4, and Section 315, Subsection 4 of the German Commercial Code (HGB).**

The aforementioned documents are published on Siltronic AG's homepage at www.siltronic.com ("Investor Relations/Annual General Meeting") and will also be made accessible to shareholders at the Annual General Meeting. These are part of the Annual Report 2016 apart from the approved Annual Financial Statement.

The Supervisory Board has already approved the Annual Financial Statements and the Consolidated Financial Statements prepared by the Executive Board. The Annual Financial Statements are thus adopted. In accordance with the applicable legal provisions, no resolution on Agenda Item 1 is therefore proposed to be adopted.

- 2. Resolution on the Ratification of the Actions of the Executive Board**

The Executive Board and the Supervisory Board propose that the acts of the members of the Executive Board in fiscal year 2016 be ratified for that period.

- 3. Resolution on the Ratification of the Actions of the Supervisory Board**

The Executive Board and the Supervisory Board propose that the acts of the members of the Supervisory Board members for fiscal year 2016 be ratified for that period.

- 4. Election of Auditor**

On the basis of its Audit Committee's recommendation, the Supervisory Board proposes KPMG AG Wirtschaftsprüfungsgesellschaft, Munich, be appointed to serve as independent auditors of the Annual Financial Statements and the Consolidated Financial Statements for the fiscal year 2017 and be appointed to serve as auditors for the review of the condensed Financial Statements and the Interim Management Report for the Group for the first half of fiscal year of 2017.

Number of shares and voting rights

At the time of giving notice of the Annual General Meeting, the Company's capital stock is divided into 30,000,000 no-par-value shares with an identical number of votes. At that this point in time, the Company does not hold treasury shares.

Prerequisites for attending the Annual General Meeting and exercising voting rights

Only those shareholders who are registered in the Company's Shareholder Register on the day of the Annual General Meeting and registered in time for the Annual General Meeting are permitted to – in person or via proxy – attend the Annual General Meeting and to exercise their voting rights. Registration in text form (Section 126b of the German Civil Code, BGB) in German or English language must have been received by the Company at the following address by midnight (24:00 hours) of **May 2, 2017** (last registration day) at the latest:

Siltronic AG

c/o Computershare Operations Center
80249 Munich, Germany
Fax: +49 89 30 90 37 46 75
Email: anmeldestelle@computershare.de

Credit institutions, shareholders' associations and persons, financial service institutions or companies of equal status pursuant to Section 135 (8) or Section 135 (10) in connection with Section 125 (5) of the German Stock Corporation Act (AktG) can only vote for the shares that do not belong to them, but for which they are entered in the share register, with the authorization of the shareholder.

Registration for the Annual General Meeting does not affect the transferability of the shares in question. Please note, however, that in terms of the relationship to the Company as a shareholder, only shareholders who are registered as such in the share register are considered shareholders (Section 67 (2) Sentence 1 of the German Stock Corporation Act (AktG)). Therefore, the entry status in the share register on the day of the Annual General Meeting is of relevance for the right to participate as well as for the number of voting rights.

Further please note that, for organizational reasons, no transfer entries can be made in the share register between May 3, 2017, 00.00 am, and midnight of May 9, 2017, due to a so-called entry freeze (Technical Record Date. All purchasers of shares that are not yet registered in the share register are thus asked in their own interest to apply for a change of registration as soon as possible.

Please appreciate that only two admission tickets to the Annual General Meeting can be issued for each shareholder. Admission tickets are purely for organizational purposes and do not represent any additional prerequisites for attending the Annual General Meeting.

Voting by Proxy and the Voting Procedure for Authorized Parties

Voting rights can also be exercised by an authorized representative, e.g. by a financial institution, shareholder association or by a voting proxy designated by the Company. In this case as well, the shareholder must be registered in the Company's Shareholder Register on the day of the Annual General Meeting and or the shareholder or his proxy must register in time to attend the Annual General Meeting.

In case the shareholder authorizes more than one person, the Company is entitled to reject one or more of these proxies.

Proxy

If no credit institution, shareholders' association, or other person, financial service institution or company of equal status pursuant to Section 135 (8) or (10) in connection with Section 125 (5) of the German Stock Corporation Act (AktG) have been authorized to vote, the granting and revocation of proxy authorization and proof of the authorization must be submitted to the Company in text form. Granting of proxy authorization can be effected using the proxy form sent to shareholders along with the admission tickets.

Granting and revoking of power of attorney can be done by giving notice to the Company or to the proxy to be authorized. If proxy is issued to the proxy holder, however, this authorization is to be documented in text form to the Company. Shareholders and their authorized representatives may transmit proof of authorization or withdrawal of authorization to the Company by sending it to the address, fax number or email address in the preceding section on registration. This evidence can also be provided at the entry control to the Annual General Meeting on the day of the Meeting.

If proxy assignment is made to a credit institution or shareholder' association, or to a person, financial service institution or company of equal status pursuant to Section 135 (8) or (10) in connection with Section 125 (5) of the German Stock Corporation Act (AktG), then the special requirements pursuant to Section 135 of the German Stock Corporation Act do apply. In such cases, proxy assignment has to be verifiable. Therefore, there could be exceptions to the text form requirement. The proxy recipients set partly specific rules for their authorization that must be followed. We therefore recommend timely coordination with the respective proxy recipients on determining the respective form and the process of authorization.

The personal attendance of the shareholder at the Annual General Meeting shall be automatically deemed as revocation of a proxy previously issued to a third party.

Voting by proxy via company's representatives bound by instructions

As a special service for shareholders, the Company has appointed representatives to exercise voting rights for shareholders in accordance with their instructions. Our proxies may only vote bound to instructions. For this reason, you must give instructions on how to vote. Please note that proxies may therefore only exercise voting rights on the agenda items for which you have given instructions, and that proxies may not accept instructions on procedural motions either before or during the Annual General Meeting. No instructions may be given either on requests to speak, requests to object to resolutions, ask questions or propose motions.

Shareholders who wish to grant the authority to vote to the Company-appointed proxies can use the form for authorizing the Company-appointed proxies which will be sent to the shareholders directly. Proxy voting rights and instructions to a Company-appointed proxy must be sent to the contact details mentioned under section "Prerequisites for attending the Annual General Meeting and exercising voting rights" no later than midnight (24:00 hours; time of receipt) on May 7, 2017.

On the day of the Annual General Meeting proxy voting rights and instructions to the Company-appointed proxies as well as any changes and revocations can be effected in writing directly at the entrance and exit inspection of the Annual General Meeting.

Personal attendance by a shareholder or a person authorized by him to attend the Meeting is automatically deemed revocation of a proxy previously granted to the Company's proxies.

**Inquiries, motions, election proposals, requests for information
(Information on the rights of shareholders pursuant to Sections 122 (2), 126 (1), 127, 131 (1) of
the German Stock Corporation Act (AktG))**

**Requests for Additions to the Agenda pursuant to Section 122 (2) of the German Stock
Corporation Act (AktG)**

Shareholders whose combined shares reach the nominal amount of €500,000 of the company's share capital (equivalent to 125,000 no-par-value shares) may request that items be added to the agenda and be published. Each new item must be accompanied by an explanation or a draft proposal. Requests must be directed to the Executive Board of Siltronic AG in writing and be received at least 30 days in advance of the Annual General Meeting, i.e. no later than midnight (24:00 hours) on **April 8, 2017**. Requests can be sent to the following address:

Siltronic AG
Executive Board
Attn: Investor Relations
Hanns-Seidel-Platz 4
81737 München, Germany

Persons submitting a request must prove that they have held the shares for at least 90 days before the date the request is received and that they hold the shares until the Executive Board decides on the request, with Section 70 of the German Stock Corporation Act (AktG) being applicable when calculating the time for which shares have been held. The day on which the request is received shall not be counted. Any move from a Sunday, Saturday or public holiday to a preceding or subsequent business day shall not be possible. Sections 187 to 193 of the German Civil Code (BGB) shall not be applied accordingly.

Requests for additions to the agenda that need to be published shall be announced immediately after receipt in the Bundesanzeiger (Germany's Federal Gazette). Furthermore, they will be made available to shareholders at the web address www.siltronic.com ("Investor Relations/Annual General Meeting"), and will be sent to all shareholders registered in the Shareholder Register pursuant to Section 125 (2) and (1) Sentence 3 of the German Stock Corporation Act (AktG).

**Countermotions and election proposals pursuant to Section 126 (1), and Section 127 of the
German Stock Corporation Act (AktG)**

Any shareholder of the Company is entitled to submit countermotions to proposals of the Executive Board and/or Supervisory Board concerning certain items of the agenda and to submit election proposals for the Supervisory Board or the auditor.

Countermotions (accompanied by the reasons for the motion) and election proposals are to be sent exclusively to:

Siltronic AG
Investor Relations
Hanns-Seidel-Platz 4
81737 München, Germany
Fax: +49 89 8564 3904
Email: investor.relations@siltronic.com

We will publish countermotions and election proposals that have to be made accessible and have been received by the Company by no later than 14 days before the Meeting, in other words by midnight (24.00 hours) April 24, 2017, immediately upon receipt, including the shareholder's name, reasons to be made

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available – where applicable together with additional content in accordance with Section 127 (4) of the German Stock Corporation Act (AktG) – on www.siltronic.com (“Investor Relations/Annual General Meeting”). Any statements by the management will also be published on Siltronic AG’s website.

Furthermore, countermotions will only be published if they contain the reasons. While election proposals require no reasons, they do not need to be published if the proposal does not contain the information required by Sections 124 (3) Sentence 4 and 125 (1) 5 of the German Stock Corporation Act (AktG) (name, profession and residence of the auditor or Supervisory Board candidates and information on membership of the Supervisory Board candidates in other statutory Supervisory Boards).

The Company may also waive making a countermotion or election proposal available in the cases of Section 126 (2) or (3) of the German Stock Corporation Act (AktG).

Please note that countermotions and election proposals will only be considered at the Annual General Meeting if they are (again) presented orally, even if they were already sent to the Company. The right of shareholders to make and submit countermotions to agenda items or to submit election proposals during the Meeting without prior submission to the Company remains unaffected.

Shareholders’ rights to obtain information pursuant to Section 131 (1) of the German Stock Corporation Act (AktG)

At the Annual General Meeting, each shareholder shall upon request be provided with information by the Executive Board regarding the Company’s affairs, to the extent that such information is necessary to permit a proper evaluation of the relevant item on the agenda and that there is no legal right to withhold such information. The Executive Board has to also disclose information with regard to the Company’s legal and business relation with any affiliated enterprise as well as to the position of the consolidated group and any enterprise included in the consolidated financial statements. Requests for information must be made orally during the Annual General Meeting as part of the debate. The Chairman of the Annual General Meeting may set an appropriate time limit with respect to the right of shareholders to speak and ask questions pursuant to Section 16 (2) Sentence 3 of the Articles of Incorporation of the Company.

Information published on Siltronic’s website (Section 124a AktG)

The notice of the Annual General Meeting, the documents and shareholder motions to be made accessible as required by law, and additional information and detailed explanations on the shareholders’ rights pursuant to Section 122 (2), Section 126 (1), Section 127 and Section 131 (1) of the German Stock Corporation Act, will also be available on Siltronic’s website at www.siltronic.com (“Investor Relations/Annual General Meeting”).

The mandatory documents to be made accessible will also be available for review at the Annual General Meeting.

The voting results will be published on the Company’s website after the Annual General Meeting.

Munich, March 2017

Siltronic AG
Executive Board

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