

**To the Shareholders of
DDM Holding AG, Baar**

Baar, 25 May 2016

I N V I T A T I O N

to the Annual General Meeting of Shareholders of

DDM Holding AG

28 June 2016 at 2 p.m. (CEST)
at Parkhotel Zug, Industriestrasse 14, CH-6302 Zug, Switzerland

Agenda

1. 2015 Annual Report, the Parent Company's 2015 Financial Statements and the Group's 2015 Consolidated Financial Statements
 - 1.1 Presentation of the 2015 Annual Report, the Parent Company's 2015 Financial Statements, the Group's 2015 Consolidated Financial Statements and the Corresponding Auditors' Reports
 - 1.2 Approval of the 2015 Annual Report, the Parent Company's 2015 Financial Statements and the Group's 2015 Consolidated Financial Statements
2. Discharge of the Acts of the Members of the Board of Directors and the Management Team
3. Allocation of Results
4. Elections
 - 4.1 Re-election of Members to the Board of Directors
 - 4.1.1 Re-election of Kent Hansson as Member of the Board of Directors
 - 4.1.2 Re-election of Torgny Hellström as Member of the Board of Directors
 - 4.1.3 Re-election of Dr. Manuel Vogel as Member of the Board of Directors
 - 4.1.4 Re-election of Fredrik Waker as Member of the Board of Directors
 - 4.2 Election of Dovilė Burgienė as new Member to the Board of Directors
 - 4.3 Election of the Independent Auditors

Agenda and Proposals of the Board of Directors

The Board of Directors of DDM Holding AG (the **Company**) submits the following items and the following proposals to the Annual General Meeting of Shareholders:

1. 2015 Annual Report, the Parent Company's 2015 Financial Statements and the Group's 2015 Consolidated Financial Statements

1.1 Presentation of the 2015 Annual Report, the Parent Company's 2015 Financial Statements, the Group's 2015 Consolidated Financial Statements and the Corresponding Auditors' Reports

1.2 Approval of the 2015 Annual Report, the Parent Company's 2015 Financial Statements and the Group's 2015 Consolidated Financial Statements

Proposal of the Board of Directors:

The Board of Directors proposes that the 2015 Annual Report, the Parent Company's 2015 financial statements and the Group's 2015 consolidated financial statements be approved.

2. Discharge of the Acts of the Members of the Board of Directors and the Management Team

Proposal of the Board of Directors:

The Board of Directors proposes that the acts of the Members of the Board of Directors and the Management Team in the 2015 financial year be discharged.

3. Allocation of Results

A Proposal of the Board of Directors:

The Board of Directors proposes to carry forward the loss of CHF 354,626 (comprising retained profits of CHF 196,539 carried forward from the previous year(s) and the loss for 2015 of CHF 551,165 be carried forward to new account.

B Explanations of the Board of Directors:

The result of the Company for the financial year 2015 is a loss of CHF 551,165. All retained losses can be carried forward to the new account.

(Amounts in CHF)

| | |
|---|-----------|
| Profit / (loss) for the financial year 2015 | (551,165) |
| Retained profit from previous year(s) | 196, 539 |
| Balance (loss) | (354,626) |

4. Elections

4.1 Re-election of Members to the Board of Directors

Four (4) of the five (5) Members of the Board of Directors are standing for re-election. One new Member of the Board of Directors is to be elected.

4.1.1 Re-Election of Kent Hansson as Member of the Board of Directors

A Proposal of the Board of Directors:

The Board of Directors proposes to re-elect Mr Kent Hansson as member of the Board of Directors for the term of one year.

B Explanations of the Board of Directors:

Kent Hansson is the founder of DDM, was the CEO of the Company from 2007 – 2013 and has been Chairman of the Board of Directors since the 2013.

4.1.2 Re-Election of Torgny Hellström as Member of the Board of Directors

A Proposal of the Board of Directors:

The Board of Directors proposes to re-elect Mr Torgny Hellström as member of the Board of Directors for the term of one year.

B Explanations of the Board of Directors:

Torgny Hellström has been a member of the Board of Directors since the Extraordinary General Meeting of Shareholders held on November 12, 2014.

4.1.3 Re-Election of Dr. Manuel Vogel as Member of the Board of Directors

A Proposal of the Board of Directors:

The Board of Directors proposes to re-elect Dr. Manuel Vogel as member of the Board of Directors for the term of one year.

B Explanations of the Board of Directors:

Dr. Manuel Vogel has been a member of the Board of Directors since 2010.

4.1.4 Re-Election of Fredrik Waker as Member of the Board of Directors

A Proposal of the Board of Directors:

The Board of Directors proposes to re-elect Mr Fredrik Waker as member of the Board of Directors for the term of one year.

B Explanations of the Board of Directors:

Fredrik Waker has been a member of the Board of Directors since 2013.

4.2 Election of a new Member to the Board of Directors

A Proposal of the Board of Directors:

The Board of Directors proposes to elect Mrs Divilé Burgiené as member of the Board of Directors for the term of one year.

B Explanations of the Board of Directors:

Divilé Burgiené is attorney-at-law specializing in different fields of law, including M&A, corporate governance, reorganization and project finance. Her experience includes advising on M&A deals representing clients such as private equity houses, strategic investors and companies expanding their business. Mrs. Burgiené has additionally extensive business experience co-ordinating complex business negotiations in Eastern Europe. She is independent of the company and major shareholders.

4.3 Election of the Independent Auditors

A Proposal of the Board of Directors:

The Board of Directors proposes the election of PricewaterhouseCoopers AG, Luzern, as independent auditors for a further term of one year.

B Explanations of the Board of Directors:

PricewaterhouseCoopers AG has confirmed to the Board of Directors that it has the required independence to exercise such a mandate and that it meets the independence requirements set by Nasdaq First North.

Documentation

The 2015 Annual Report, the Parent Company's 2015 financial statements, the Group's 2015 consolidated financial statements, and the reports of the statutory auditors on the financial statements and consolidated financial statements have been available for inspection at the headquarters of the Company, Schochenmühlestrasse 4, CH-6340 Baar, Switzerland, since 31 March 2016. Shareholders may request to be sent a copy of the documentation available for inspection. This documentation has also been available on the Company's website www.ddm-group.ch since 31 March 2016.

Materials for the Annual General Meeting of Shareholders, including the registration/proxy form (the **Registration/Proxy Form**), are also available on the Company's website www.ddm-group.ch.

Language

The Annual General Meeting of Shareholders will be held in English and information and material will be available in English.

Attendance Procedures

1. Holders of SIX SIS Registered DDM Shares

The following information is to Shareholders who hold their shares in the Company (the **DDM Shares**) through SIX SAG AG.

Shareholders who wish to participate in the Annual General Meeting of Shareholders and to exercise their voting rights must be registered in the share register (the **Share Register**) of the Company with voting rights and obtain an admission card by completing the Registration/Proxy Form in accordance with the instructions set out below.

Registration in the Share Register of DDM Holding AG:

Only persons registered in the Share Register are deemed to be shareholders of the Company. In order to be entitled to participate to, and exercise voting rights at, the Annual General Meeting of Shareholders, holders of DDM Shares who are not already registered in the Share Register must request to be registered with their DDM Shares in the Share Register arriving prior to 21 June 2016 (the **Record Date**) as follows:

- Shareholders must instruct their custodian bank to register them as Shareholders in the Share Register with voting rights by sending an application for registration to DDM Holding AG, c/o SIX SAG AG, Share Register, Baslerstrasse 90, CH-4601 Olten, Switzerland.

Please note that the registration process may take time and must be completed by the Record Date. To ensure their registration in time for the Annual General Meeting of Shareholders, Shareholders are kindly invited to issue instructions to their custodian bank as soon as possible.

No entries will be made in the Share Register from 22 to 28 June 2016.

Admission Card:

Shareholders entered in the Share Register until the Record Date will receive the invitation to the Annual General Meeting of Shareholders and the Registration/Proxy Form by regular mail.

In order to obtain an admission card, Shareholders must complete and return the Registration/Proxy Form to DDM Holding AG, c/o SIX SAG AG, Postfach, 4609 Olten, Switzerland, arriving prior to 21 June 2016 using the enclosed response envelope.

Owners of DDM Shares who sell their DDM Shares prior to the Annual General Meeting of Shareholders will no longer be eligible to vote. Shareholders who sell or buy portions of their DDM Shares are kindly requested to have their admission card replaced at the information desk on the day of the Annual General Meeting of Shareholders.

Representation/Proxy:

Shareholders who cannot personally attend the Annual General Meeting of Shareholders may be represented:

- by a third person: Shareholders must order an admission card for the proxy by completing and signing the Registration/Proxy Form and returning it to DDM Holding AG, c/o SIX SAG AG, Postfach, CH-4609 Olten, Switzerland, arriving prior to 21 June 2016; or
- by the independent proxy, Mr. Daniel Bill, Rechtsanwalt und Notar: Shareholders must complete and sign the Registration/Proxy Form and return it to Mr. Daniel Bill, Rechtsanwalt und Notar, Schochenmühlestrasse 4, CH-6340 Baar, Switzerland, prior to the Annual General Meeting of Shareholders. To the extent that no specific instructions are provided in the Registration/Proxy Form, signature of the form grants general authorization to the independent proxy to vote in favor of the proposals submitted by the Board of Directors.

2. Holders of Euroclear Registered DDM Shares

The following information is to Shareholders who hold their DDM Shares through Euroclear Sweden AB, whose shares trade on the Nasdaq First North (the **Euroclear Registered DDM Shares**).

Holders of Euroclear Registered DDM Shares who wish to participate in the Annual General Meeting of Shareholders and to exercise their voting rights must be registered in the register of shareholders kept by Euroclear Sweden AB (the **Register of Shareholders**) and must complete the Registration/Proxy Form in accordance with the instructions set out below.

Registration Process for Voting Rights:

Direct-registered Holders:

Holders of Euroclear Registered DDM Shares who hold their Euroclear Registered DDM Shares on an account directly with Euroclear Sweden AB (the **Direct-registered Holders**), a CSD-account (Sw: Vp-konto), will be automatically included in the Register of Shareholders and do not have to perform any registration regarding voting rights.

Nominee-registered Holders:

To be registered and entitled to vote at the Annual General Meeting of Shareholders, Shareholders who hold Euroclear Registered DDM Shares via a nominee (the **Nominee-registered Holders**) must act in accordance with the instructions set out below:

- Nominee-registered Holders must request the nominee to register their Euroclear Registered DDM Shares temporarily in their own name in the Register of Shareholders.
- The registration in the Register of Shareholders will start on 8 June 2016, 20 calendar days prior to the Annual General Meeting of Shareholders.
- The registration must be completed at 4:00 p.m. (CEST) on 21 June 2016 (*i.e.*, the Record Date) at the latest.

Nominee-registered Holders with Non-affiliated Nominees:

To be registered and entitled to vote at the Annual General Meeting of Shareholders, Nominee-registered Holders who hold their Euroclear Registered DDM Shares on custody accounts with nominees that are not affiliated directly as nominees to Euroclear Sweden AB (the **Non-affiliated Nominee**) must follow the instructions below:

- Nominee-registered Holders with Non-affiliated Nominees must request their custodian bank or their nominee to register their Euroclear Registered DDM Shares temporarily in their own name in the Register of Shareholders. To do so, you must instruct the institution where you have your account to forward the registration request to Euroclear Sweden AB through its own custodians and/or nominees.

- The registration in the Register of Shareholders will start on 8 June 2016, 20 calendar days prior to the Annual General Meeting of Shareholders.
- The registration in the Register of Shareholders must be completed at 4:00 p.m. (CEST) at the Record Date at the latest.

Please note that the registration process may take time and must be completed by the Record Date. To ensure their registration in time for the Annual General Meeting of Shareholders, Shareholders are kindly invited to issue instructions to their Non-affiliated Nominees as soon as possible.

Admission Card:

Direct-registered Holders and Nominee-registered Holders:

Direct-registered Holders and Nominee-registered Holders entered in the Register of Shareholders until the Record Date will receive the invitation to the Annual General Meeting of Shareholders and the Registration/Proxy Form by regular mail.

In order to obtain an admission card, Direct-registered Holders and Nominee-registered Holders must complete and return the Registration/Proxy Form to DDM Holding AG, c/o SIX SAG AG, Postfach, CH-4609 Olten, Switzerland, arriving prior to 21 June 2016 using the enclosed response envelope.

Nominee-registered Holders with Non-affiliated Nominees:

In order to attend the Annual General Meeting of Shareholders, Nominee-registered Holders with Non-affiliated Nominees must:

- download the Registration/Proxy Form from the website www.ddm-group.ch. The form will be available from 1 June 2016.
- print and fill out the Registration/Proxy Form downloaded from www.ddm-group.ch and return it signed to DDM Holding AG, c/o SIX SAG AG, Postfach, CH-4609 Olten, Switzerland, arriving prior to 21 June 2016.

Additional Instructions for Non-affiliated Nominees:

Non-affiliated Nominees are urged to forward the above information to their custody-account holders holding Euroclear Registered DDM Shares.

Holders of Euroclear Registered DDM Shares who sell their Euroclear Registered DDM Shares prior to the Annual General Meeting of Shareholders will no longer be eligible to vote. Those who sell or buy portions of their Euroclear Registered DDM Shares are kindly requested to have their admission card replaced at the information desk on the day of the Annual General Meeting of Shareholders.

Representation/Proxy Voting:

Holders of Euroclear Registered DDM Shares who cannot personally attend the Annual General Meeting of Shareholders may be represented:

- by a third person: Holders of Euroclear Registered DDM Shares must order an admission card for the proxy by completing and signing the Registration/Proxy Form and returning it to DDM Holding AG, c/o SIX SAG AG, Postfach, CH-4609 Olten, Switzerland, arriving prior to 21 June 2016; or
- by the independent proxy, Mr. Daniel Bill, Rechtsanwalt und Notar,: Holders of Euroclear Registered DDM Shares must complete and sign the Registration/Proxy Form and return it to Mr. Daniel Bill, Rechtsanwalt und Notar, Postfach Schochenmühlestrasse 4, CH-6340 Baar, Switzerland, prior to the Annual General Meeting of Shareholders. To the extent that no specific instructions are provided in the Registration/Proxy Form, signature of the form grants general authorization to the independent proxy to vote in favor of the proposals submitted by the Board of Directors.

DDM Holding AG

On behalf of the Board of Directors

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke extending to the right.

Kent Hansson