

## Invitation to the 2007 Annual General Meeting of Ascom Holding AG

Berne, March 2007

Dear Shareholder

It is our pleasure to invite you to the Annual General Meeting of Ascom Holding AG for the financial year 2006, to be held on

**Monday, 16 April 2007, at 3:30 pm at the BEA bern expo Convention Centre,  
Mingerstrasse 6, 3014 Berne.**

### Agenda

**1. 2006 Annual Report and Financial Statements of Ascom Holding AG,  
Report of the Statutory Auditors**

Proposal of the Board of Directors:

To approve the 2006 Annual Report and Financial Statements.

**2. 2006 Consolidated Financial Statements, Report of the Group Auditors**

Proposal of the Board of Directors:

To approve the 2006 Consolidated Financial Statements.

**3. Appropriation of Available Earnings for 2006**

Proposal of the Board of Directors:

Prior period retained earnings brought forward	80 688 459
Profit for the year 2006	7 147 979
<b>Profit available for distribution</b>	<b>87 836 438</b>
<b>Balance carried forward</b>	<b>87 836 438</b>

**4. Discharge of the Board of Directors**

Proposal of the Board of Directors:

To grant the discharge.

## **5. Elections**

### **5.1 Board of Directors**

Proposal of the Board of Directors:

To re-elect Mr. Juhani Anttila

for a term of one year, i.e., until the 2008 Annual General Meeting.

### **5.2 Statutory Auditors and Group Auditors**

Proposal of the Board of Directors:

To re-elect PricewaterhouseCoopers Ltd. for a further year.

## **6. Miscellaneous**

## **Documents**

The Annual Report including the Balance Sheet, Income Statement, Report of the Statutory Auditors, Consolidated Financial Statements and Report of the Group Auditors is available for inspection at the company's registered office. The Annual Report will be sent to shareholders upon request.

## Proxy Form

Along with this invitation, you have received a reply form for ordering the admission ticket required to attend the meeting or for appointing as your proxy:

a) another shareholder (use proxy form or back of admission ticket request)

b) our company

If you sign the proxy form (use reply form or back of admission ticket request) and return it to our company without voting instructions, we will make sure that your vote is cast in favour of the proposals of the Board of Directors (by its representative, Dr. Daniel Lack, General Secretary).

c) the independent proxy

Under Art. 689c of the Swiss Code of Obligations, you may authorize Mr. Franz Müller, Attorney and Notary, Casinoplatz 8, Postbox, 3000 Berne 7, to serve as your proxy (use reply form or back of admission ticket request). Mr. Müller will vote in accordance with your instructions (please use the reverse side of the reply form or the admission ticket request). In the absence of instructions, he will vote in favour of the proposals of the Board of Directors. This will also apply should amendments or additions to proposals be made at the AGM. You should send the reply form giving written voting instructions to Mr. Müller by 10 April 2007 at the latest.

Proxy holders of deposited shares under Art. 689d of the Swiss Code of Obligations are requested to notify the company regarding the number and nominal value of shares held by them as soon as possible but by 16 April 2007 3:00 pm at the latest, upon admission to the meeting. Institutions subject to the Swiss Banking Law and commercial asset managers shall qualify as proxy holders of deposited shares.

The shareholders' ledger will be closed on 10 April 2007. Shareholders who sell their shares after this date will no longer be entitled to vote at the General Meeting.

## Practical Information

After the General Meeting, you are cordially invited to attend a reception within the BEA bern expo facility.

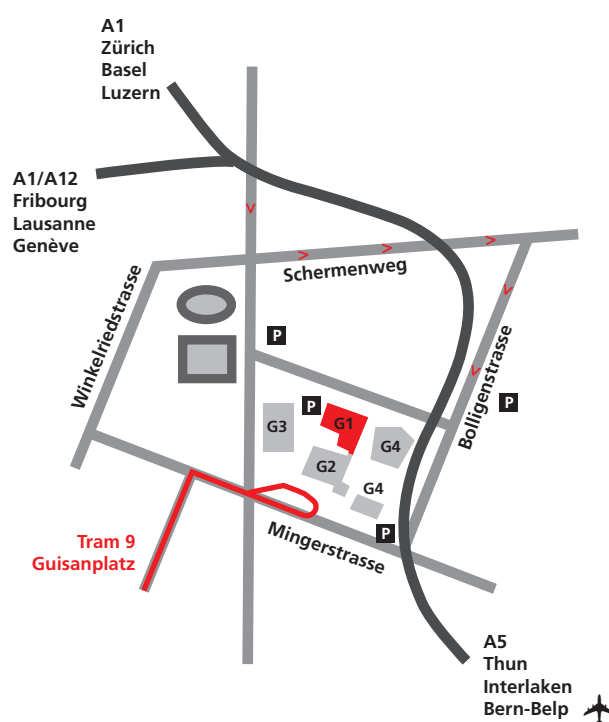
You can reach the BEA bern expo Convention Centre (G1) by taking tram line 9 from the main station to the final stop, 'Guisanplatz.' Parking spaces are also available on site, subject to payment of a charge.

Ascom Holding AG

For the Board of Directors



Juhani Anttila



### Enclosures

Reply form and order for Annual Report

Return envelope addressed to Ascom Holding AG

Return envelope addressed to the independent proxy

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