



**This press release and the information it contains must not be published or distributed in the United States of America, Canada, Australia or Japan, and do not constitute an offer to buy securities in these countries.**

## **Press release**

### **Outcome of the SCHMOLZ + BICKENBACH AG Annual General Meeting of April 17, 2014**

- **The SCHMOLZ+BICKENBACH AG Annual General Meeting resolves to adapt its articles of association to the Swiss Ordinance on Excessive Remuneration of Listed Limited Companies (VegüV)**
- **Consensus on the creation of approved and conditional capital**
- **Re-election of the Board of Directors including its chairman, Edwin Eichler**

Emmenbrücke, Switzerland, April 17, 2014. – The Annual General Meeting of SCHMOLZ + BICKENBACH AG, a global market leader in special steel (such as tool steel, stainless steel, and engineering steel) listed on the SIX Swiss Exchange (SIX: STLN), followed the motion of its Board of Directors and approved by a large majority the amendment of its articles of association to bring it in line with the Swiss Ordinance on Excessive Remuneration of Listed Limited Companies (VegüV). The General Meeting also approved the annual report and the annual and Group financial report as well as the proposal not to distribute any dividend. The members of the Board of Directors and the Executive Board received formal approval for the financial year 2013. Ernst & Young were confirmed as auditors for another year. The agency Burger&Müller from Lucerne were chosen as an independent proxy.

The General Meeting approved by a large majority the motions of the Board of Directors to create an authorised capital of up to CHF 236,250,000 and a conditional capital of up to CHF 110,000,000. The company had the authorised capital in reserve in the articles of association for many years, in order to be able to issue shares in the short term for acquisitions and investments. This gives the company increased flexibility, and a management participation programme can be serviced from the conditional capital. Both resolutions are purely anticipatory, as currently no acquisitions are planned and there are no plans to make use of the approvals.



Furthermore, the General Meeting re-elected by a large majority the Board of Directors, made up of the following members: Michael Büchter, Edwin Eichler, Dr Vladimir V. Kuznetsov, Marco Musetti, Dr Heinz Schumacher, Dr Oliver Thum and Hans Ziegler. Edwin Eichler was re-elected as Chairman of the Board of Directors.

For more information, please contact:

Dr Andreas Knaut, Director Corporate Communications, tel. +41 41 209 50 32,

Stefanie Steiner, Head of Investor Relations, tel. +41 41 209 50 42.

#### **About SCHMOLZ + BICKENBACH**

Today, the SCHMOLZ + BICKENBACH Group is one of the world's leading providers of customised solutions in the special long steel products business. A global name in tool steel and stainless long steel, the Group is one of three largest companies in Europe for alloy and high-alloy special and engineering steel. With around 10 000 employees at its own production and distribution companies in over 35 countries across five continents, the Company supports and supplies customers wherever they operate. Besides the comprehensive Production and Sales & Services portfolio, customers benefit from the Company's technological expertise, consistent high quality worldwide and in-depth knowledge of local markets.

#### **Forward-looking statement**

Information in this release may involve guidance, expectations, beliefs, plans, intentions or strategies regarding the future. These forward-looking statements involve risks and uncertainties. All forward-looking statements included in this release are based on information available to SCHMOLZ + BICKENBACH AG as of the date of this release, and we assume no duty to update any such forward-looking statements. The forward-looking statements in this release are not guarantees of future performance and actual results could differ materially from our current expectations. Numerous factors could cause or contribute to such differences. Factors that could affect the Company's forward-looking statements include, among other things: national and global GDP trends; changes in regulation relevant to the steel industry; intense competition in the markets in which the Company operates; integration of acquired companies; changes in the Company's ability to attract and retain qualified internal and external personnel or clients; the potential impact of disruptions related to IT; any adverse developments in existing commercial relationships, disputes or legal and tax proceedings.

#### **Disclaimer**

This publication constitutes neither a prospectus within the meaning of article 652a and/or 1156 of the Swiss Code of Obligations nor a listing prospectus within the meaning of the listing rules of the SIX Swiss Exchange. This publication constitutes neither an offer to sell nor a solicitation to buy securities of Schmolz+Bickenbach. The securities have already been sold.

This document shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of securities referred to herein in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration, exemption from registration or qualification under the securities laws of any such jurisdiction. The securities referred to herein have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act"), and may not be offered or sold in the United States or to U.S. persons (as such term is defined in Regulation S under the Securities Act) absent registration or an exemption from registration under the Securities Act. The issuer of the securities has not registered, and does not intend to register, any portion of the offering in the United States, and does not intend to conduct a public offering of securities in the United States.

**Not for release, publication or distribution in the United States of America, Canada, Japan or Australia**