This press release or the information contained therein is not being issued and may not be distributed, directly or indirectly, in the United States of America, Canada, Australia, Japan or any other jurisdiction where it would be unlawful to do so, and does not constitute an offer of securities for sale in such countries.



## **Press release**

## Shareholders of AFG Arbonia-Forster-Holding AG approve ordinary capital increase

Arbon, 11 September 2015 – In the course of the Extraordinary Shareholders' Meeting on 11 September 2015, the shareholders of AFG Arbonia-Forster-Holding AG approved the proposals of the Board of Directors to conduct an ordinary capital increase with gross proceeds of CHF 206.7 million as well as to amendments to the Articles of Association.

The Extraordinary Shareholders' Meeting of AFG has approved the proposal of the Board of Directors to increase the current share capital of CHF 76,547,532.60 by CHF 107,166,549 to CHF 183,714,081.60 through the issuance of 25,515,845 new registered shares. The shareholders will therefore be offered for every 5 existing registered shares held 7 new registered shares at a subscription price of CHF 8.10. The subscription period as well as the subscription rights trading are expected to start on 15 September 2015. The subscription rights trading is expected to end on the 21 September 2015 and the subscription period on the 22 September at 12:00 noon (CEST). The first day of trading of the newly issued registered shares is expected to be 23 September 2015.

Furthermore, the Extraordinary Shareholders' Meeting approved the proposal to amendments to the Articles of Association for extending the scope of the regulation regarding the maximum number of mandates outside of the Company for the members of the Board of Directors.

The approval of the capital increase by the Extraordinary Shareholders' Meeting has ensured that AFG will meet the necessary financial requirements for implementing the announced restructuring and repositioning measures on 13 August 2015 and further assures the medium-term strategic and financial flexibility of the company.

## Contact

Alexander von Witzleben
CEO and Delegate of the Board of Directors

Felix Bodmer CFO T +41 71 447 45 51

felix.bodmer@afg.ch

This press release and further information on AFG can be found on our website at www.afg.ch.

**AFG** is a leading technology-driven, internationally active construction materials and machinery group that supplies innovative solutions and services in the fields of **energy efficiency, safety & security and well-being.** AFG has its head office in Arbon, in the canton of Thurgau (Switzerland), and is quoted on the Swiss Stock Exchange (SIX). It is active worldwide with over 40 distribution companies as well as offices and partners in more than 70 countries. Its 12 main production sites are located in Switzerland, Germany, the Czech Republic, Poland, Slovakia, and Italy. AFG employs a total workforce of around 6000.

The various business units/companies making up AFG offer an almost complete spectrum of products and services for the outer envelope and interior design of buildings. In this core sector, AFG companies convert around 2,700,000 m2 of glass for windows and shower enclosures (the equivalent of more than 370 football pitches), 83,000 doors, 3,000 km of steel profiles, 15,000 km of wood and PVC profiles for windows, more than 2.5 million radiators and more than 100,000 fan coils and terminals.

## Disclaimer

This publication is intended for the information of the shareholders of AFG-Arbonia-Forster-Holding AG about the proposed capital increase and the resolutions to be taken in connection therewith by the extraordinary shareholders' meeting to be held on 11 September 2015.

This publication 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.

This publication constitutes neither an offer to sell nor a solicitation to buy securities of the Company and it does not constitute a prospectus within the meaning of article 652a and/or 1156 of the Swiss Code of Obligations or a listing prospectus within the meaning of the listing rules of the SIX Swiss Exchange. The offer will be made solely by means of, and on the basis of, an offering circular and listing prospectus which is to be published. An investment decision regarding the publicly offered securities of the Company should only be made on the basis of the offering circular and listing prospectus. The offering circular and listing prospectus is expected to be published on 15 September 2015 and will be available free of charge at AFG Arbonia-Forster-Holding AG.