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The German version is legally binding

Warimpex Finanz- und Beteiligungs Aktiengesellschaft

Invitation

to the

22nd Annual General Meeting

of shareholders

on Thursday, 29 May 2008, at 11.00 am

at 1210 Vienna, „Floridotower“ Floridsdorfer Hauptstraße 1, 30th floor

with the following

A g e n d a:

1. Presentation of the approved annual financial statements and consolidated financial statements for the financial year 2007, as well as the Management Report prepared by the Management Board and the Report of the Supervisory Board.
2. Resolution on the use of the balance sheet profit as shown in the annual financial statements.
3. Resolution on the discharge of the Management Board and the Supervisory Board from liability for the financial year 2007.
4. Resolution on remuneration for the members of the Supervisory Board for the financial year 2007.
5. Appointment of members of the Supervisory Board.
6. Appointment of the auditor for the financial year 2008.
7. Resolution in accordance with section 65 para 1 No 8 as well as para 1a and 1b of the Austrian Stock Corporation Act (*Aktiengesetz*) regarding the authorization

of the Management Board to acquire the Company's own shares, not exceeding ten percent of the Company's nominal capital, which will be valid for a period of 30 months beginning on the date of this resolution, regarding the lowest and the highest consideration to be paid for the acquisition of the own shares, regarding the fact that the buy-back may be carried out over the stock exchange or in a trade sale, and regarding the buy-back conditions. The Management Board shall, pursuant to the legal provisions, publish the Management Board's resolution and the buy-back program including its duration. The authorization can be exercised in total or in part, by pursuing one or more purposes of the Company, can be exercised by its subsidiary (section 228 para 3 UGB) or by third parties for the account of the Company. Trading in its own shares shall be excluded as purpose of the acquisition.

The Management Board shall be authorized, in accordance with section 65 para 1 No 8 of the Austrian Stock Corporation Act (*Aktiengesetz*), to redeem the Company's own shares without any further resolution of the Shareholders' Meeting. The Supervisory Board shall be authorized to amend the articles of association, as required due to the redemption of shares.

Shareholders are entitled to attend the Annual General Meeting provided that they deposit their shares (interim certificates) with the Company, the paying agent Bank Austria Creditanstalt AG, an Austrian notary public or, the main branch office of an Austrian bank, no later than 23 May 2008, and provided they leave their shares in deposit until the end of the Annual General Meeting. The depository offices will provide the Company with the confirmation of all deposits no later than one day after the end of the deposit period.

For the purposes of well functioning of the Annual General Meeting, questions which require detailed answers shall be sent, in writing, to the Management Board prior to the Annual General Meeting in order to allow preparation.

The annual financial statements, the consolidated financial statements and the Management Report for the financial year 2007 and the report of the Supervisory Board will be available to the shareholders for their inspection starting from the 3 May 2008 at the Company seat at 1210 Vienna, Floridsdorfer Hauptstraße 1.

The annual financial statements and the business report (*Geschäftsbericht*) for the financial year 2007 are available at the Company seat, as well as at the Bank Austria Creditanstalt AG, the paying agent, at 1030 Vienna, Vordere Zollamtsstraße 13 and in electronic form on the website at www.warimpex.com for public inspection.

Vienna, May 2008

The Management Board