

To all
shareholders of GRAMMER AG



Your shares – your votes for GRAMMER

Dear shareholder,

It is our pleasure to invite you to GRAMMER AG's Annual General Meeting, which is taking place on May 24, 2017, in Amberg and is the most important shareholder meeting in the Company's history.

As you have presumably already gathered from the many media reports, the Hastor family holds more than 20% of GRAMMER AG's capital via its two investment vehicles Cascade International Investment GmbH and Halog GmbH and wants to gain control of the Supervisory Board and, hence, of the GRAMMER Group at the Annual General Meeting.

Via Cascade, the Hastor family has among others submitted a motion to replace several shareholder representatives on the Supervisory Board with people who are closely related to it and its automotive components supplier Prevent. In GRAMMER's view, the persons proposed in no way satisfy the requirements of independence.

If these demands were to be accepted, this would ultimately result in a minority shareholder assuming control to the detriment of all other shareholders, thus posing a material threat to the Company's future.

Cascade has accused the Executive Board and the Supervisory Board of GRAMMER AG of insufficient commitment and of unsatisfactory profitability. Such statements clearly show that Cascade has not bothered to study GRAMMER's corporate strategy. Over the last few years, the Executive Board and the Supervisory Board have transformed the GRAMMER Group extensively by systematically implementing the growth and internationalization strategy, turning it into an innovative global supplier. There are not many automotive suppliers that have been as successful as GRAMMER AG in operating and strategic development over the last few years. The Company is now reaping the benefits of the consequent implementation of this strategy: Thus, GRAMMER posted record revenue and earnings in 2016 and also in the first quarter of 2017, accompanied by a substantial increase in profitability and dividends. Consequently, the foundations have been laid for further growth and gains in profitability and sustainable enterprise value.

The Executive Board, the Supervisory Board, the employee representatives, customers and politicians consider attempts by the Hastor family to gain control or to exert influence over the Company to constitute an existential threat to its future performance.

We therefore urge you to vote in favor of management's motions and to reject the proposals submitted by Cascade. If you are unable to attend the Annual General Meeting in person, please send us your voting instructions or make use of the various opportunities for voting by proxy.

Please refer to the invitation to the Annual General Meeting and our website for further information or call our shareholder hotline on **+49 9621 662100**.

We thank you for your support. Yours sincerely

Handwritten signature of Hartmut Müller in black ink.

Hartmut Müller

Handwritten signature of Gérard Cordonnier in black ink.

Gérard Cordonnier

Handwritten signature of Manfred Pretscher in black ink.

Manfred Pretscher