



**WACKER
NEUSON**

(Extract from full agenda of AGM)

Shareholders' rights regarding counter-proposals / nominations for election

Each shareholder is entitled to submit counter-proposals to specific agenda items and nominate candidates for election as Supervisory Board members (agenda item 5) or auditors / Group auditors (agenda item 11).

All such counter-proposals or nominations for election must be submitted by post, fax or e-mail to the following address only. Proposals or nominations sent to other addresses will not be taken into consideration.

Wacker Neuson SE
Investor Relations
Preussenstrasse 41
80809 Munich, Germany
Fax 089 / 35402-203
E-mail: IR@wackerneuson.com

Shareholders are required to provide proof of their status as shareholders when submitting counter-proposals or election proposals.

Provided they are legally permissible, counter-proposals to a proposed resolution for a specific agenda item accompanied by substantiation, as well as nominations for election from shareholders that are received by the company at least 14 days prior to the AGM (i.e. no later than midnight on Thursday, May 13, 2010) by post, fax or e-mail at the above-mentioned address will be published immediately online at <http://www.wackerneuson.com/agm> together with the shareholder's name. Any comments from management will also be published here.

Under the conditions cited in Section 126 (2) AktG, the company may decide not to publish a counter-proposal and its substantiation. The substantiation of a counter-proposal, for example, does not have to be published if it comprises more than 5,000 characters. Furthermore, nominations for election are only published if they contain the name, occupation and town/city of residence of the nominee and, in the case of nominations for membership in the Supervisory Board, further information on membership in other statutory supervisory boards or equivalent domestic or foreign supervisory bodies.

Counter-proposals can only be taken into consideration if they are put forward verbally during the AGM. The right of each shareholder to put forward counter-proposals to various agenda

items during the AGM, even if they have not been previously submitted by the specified deadline, remains unaffected.

Please submit any requests for further documentation or general queries regarding the AGM by post, fax or e-mail to the address given above.

Shareholders' rights to information

The Executive Board is obliged to provide all shareholders with information on the company's affairs upon request, provided that the information is necessary for correctly assessing a specific agenda item. This information includes legal and business relations of Wacker Neuson SE to affiliated companies as well as information on the position of the Group and all companies included in the Consolidated Financial Statements. Requests for information must always be made verbally at the AGM during the general discussion. The Executive Board may decide not to provide information for reasons set down in Section 131 (3) AktG (a request can be turned down in order to protect industrial secrets, for example). Furthermore, the chairperson of the AGM is also authorized to place appropriate time restrictions on the rights of shareholders to ask questions and make statements, in line with Section 19 (2) of the Articles of Incorporation.

Requests for additions to the agenda

Shareholders whose individual or combined holdings correspond to a pro-rata amount of EUR 500,000 of the share capital (equivalent to 500,000 shares) may request that items are added to the agenda and published. Each new item must be accompanied by a substantiation or proposed resolution. Requests must be made in writing, addressed to the Executive Board and submitted to the postal address listed under Section 3 (Shareholders' rights regarding counter-proposals / nominations for election). Requests for additions to the agenda must be received by the company by no later than midnight on Tuesday, April 27 April 2010. Shareholders requesting an addition to the agenda must prove that they have held their shares for at least three months prior to the day the request was received by the company.

Total number of shares and voting rights at the time of convening the AGM

At the time of convening the AGM, 70,140,000 registered shares, each representing a proportionate amount of the share capital of EUR 1.00, have been issued; each share entitles its holder to one vote. The company does not currently hold any treasury shares. All shares issued carry full participation and voting rights. At the time of convening the AGM, the 70,140,000 registered shares therefore correspond to a total of 70,140,000 votes.