
Invitation to the
Annual General Meeting 2018

First Sensor AG, Berlin

Invitation to the Annual General Meeting of First Sensor AG, May 23, 2018

We invite our shareholders
to the annual general Meeting
of First Sensor AG.

It takes place

on Wednesday, May 23, 2018,
at 10:00 am
at Pentahotel Berlin-Köpenick,
Grünauer Strasse 1, 12557 Berlin.

FIRST SENSOR AG, Berlin
ISIN: DE0007201907
WKN: 720190

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| 1. Presentation of the adopted annual financial statements of First Sensor AG and the approved consolidated financial statements, each as of December 31, 2017, the management report of First Sensor AG and the Group for the financial year from January 1, 2017, to December 31, 2017 (including the explanatory report from the Executive Board under Section 176 Para. 1 Sentence 1 AktG (Stock Corporation Act), regarding the legal information about the acquisition under Section 289a Para. 1, Section 315a Para. 1 HGB (German Commercial Code), and the explanatory report from the Executive Board on the primary characteristics of the internal control and risk management system with regard to the accounting process under Section 289 Para. 4, Section 315 Para. 4 HGB and the report by the Supervisory Board for the 2017 financial year | 4 |
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I. Agenda

1. Presentation of the adopted annual financial statements of First Sensor AG and the approved consolidated financial statements, each as of December 31, 2017, the management report of First Sensor AG and the Group for the financial year from January 1, 2017, to December 31, 2017 (including the explanatory report from the Executive Board under Section 176 Para. 1 Sentence 1 AktG (Stock Corporation Act), regarding the legal information about the acquisition under Section 289a Para. 1, Section 315a Para. 1 HGB (German Commercial Code), and the explanatory report from the Executive Board on the primary characteristics of the internal control and risk management system with regard to the accounting process under Section 289 Para. 4, Section 315 Para. 4 HGB and the report by the Supervisory Board for the 2017 financial year

Starting on the date of the notice of the Annual General Meeting, the aforementioned documents will be made accessible at the business premises of First Sensor AG, Peter-Behrens-Straße 15, 12459 Berlin, for review by the shareholders and also provided on the internet at www.first-sensor.com in the "Investor Relations" section under "General Meeting." They will also be provided at the Annual General Meeting for review by the shareholders.

The Supervisory Board approved the annual financial statements and consolidated financial statements prepared by the Executive Board on March 15, 2018. Thus, the annual financial statements have been adopted under Section 172 AktG. The documents listed under this agenda item must be submitted to the Annual General Meeting, without requiring a resolution by the Annual General Meeting.

2. Resolution on the use of the company's net retained profits for the 2017 financial year

The Executive Board and Supervisory Board propose to use the net retained profits of First Sensor AG from the 2017 financial year, totaling EUR 4,062,168.12, as follows:

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| Distribution of a dividend of EUR 0.16 per no-par-value share entitled to a dividend for the 2017 financial year: | EUR 1,634,623.36 |
| Profit brought forward: | EUR 2,427,544.76 |

If the number of no-par-value shares entitled to a dividend for the 2017 financial year changes before the Annual General Meeting, an accordingly modified proposed resolution will be put to the vote at the Annual General Meeting, stipulating an unchanged dividend of EUR 0.16 per no-par-value share entitled to a dividend and accordingly adjusted amounts for the total distribution and the profit brought forward.

In accordance with section 58 (4) sentence 2 of the German Stock Corporation Act (Aktiengesetz, AktG), the entitlement to the dividend falls due on the third business day after the Annual General Meeting's resolution, i.e. on May 28, 2018.

3. Resolution on the approval of the actions of the members of the Executive Board for the 2017 financial year ending December 31, 2017

The Executive Board and Supervisory Board propose to approve the actions of the members of the Executive Board who served in the 2017 financial year.

4. Resolution on the approval of the actions of the members of the Supervisory Board for the 2017 financial year ending December 31, 2017

The Executive Board and Supervisory Board propose to approve the actions of the members of the Supervisory Board who served in the 2017 financial year.

5. Resolution on the choice of auditor of the financial statements and auditor of the consolidated financial statements, along with the auditor for the audit review of the consolidated interim financial report for the 2018 financial year ending on December 31, 2018

The Supervisory Board proposes Ebner Stolz GmbH & Co. KG Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Hanover, as auditor of the annual financial statements and consolidated financial statements for the 2018 financial year, and as auditor for the audit review of the consolidated interim financial report for the 2018 financial year, if any.

6. Resolution on an amendment to the Articles of Association

Article 15 still refers to the "electronic" German Federal Gazette. The word "electronic" is to be deleted. On this basis, the Executive Board and Supervisory Board propose the following resolution:

Article 15 of the Articles of Association will be reworded as follows:

"The Annual General Meeting is to be convened within the statutory time limits, specifying the agenda, by way of announcement in the German Federal Gazette (Bundesanzeiger)."

7. Resolution on the approval of the system for remuneration of the Executive Board members

The German Act on the Appropriateness of Executive Board Remuneration (VorstAG) from July 31, 2009, allows the Annual General Meeting to resolve on the approval of the system for remuneration of the Executive Board members (section 120 (4) AktG).

A report on the system for remuneration of the Executive Board members of First Sensor AG is included in the company's Annual Report published on March 22, 2018, under the heading "Remuneration report" and is available online at www.first-sensor.com in the "Investor Relations" section under "General Meeting" from the time the Annual General Meeting is convened.

The Executive Board and Supervisory Board propose to approve the system for remuneration of the Executive Board members of First Sensor AG.

II. Other information and notes

1. Total number of shares and voting rights at the time the meeting is convened

The company's share capital amounts to EUR 51,081,980.00 and is divided into 10,216,396 no-par value bearer shares each with a notional interest in the share capital of EUR 5.00. The company currently holds no treasury shares. At the time of the notice of the Annual General Meeting, the total number of shares of the company is therefore 10,216,396 and the total number of voting rights is 10,216,396.

2. Requirements for attendance at the Annual General Meeting and the exercise of voting rights

Under Article 16 of our company's Articles of Association, shareholders are entitled to take part in the Annual General Meeting if they register for the Annual General Meeting and can document to the company that they are entitled to take part in the meeting and to exercise voting rights. Registration for attendance at the meeting must be sent to the company no later than six days before the Annual General Meeting; the date of receipt and the date of meeting do not count. To demonstrate entitlement to take part, documentation in text form (Section 126b BGB) from the custodian institute is needed and must refer to the relevant time period under AktG (record date). Under Section 123 Para. 4 Sentence 2 AktG, documentation must refer to the start of the 21st day before the Annual General Meeting, i.e. the start of **May 2, 2018**. Registration and proof of authorization must be sent to the company at this address:

First Sensor AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Telefax: +49 (0)89/21027-289
E-Mail: inhaberaktien@linkmarketservices.de

by no later than the end of **May 16, 2018**.

The registration and documentation of entitlement must be made in text form (Section 126b BGB) and must be in German or English.

With regard to the company, the only shareholders entitled to participate in the meeting and exercise voting rights are those who provide proof of the shares they hold. The entitlement to attend the meeting and the scope of voting rights depends only on the stake of the shareholder as of the Record Date. The Record Date does not include a lock-out for selling a stake. Even in the event of full or partial sale of the stake after the Record Date, the participation and scope of voting rights depends only on the shareholder's stake on the Record Date, i.e. the sale of shares after the Record Date will have no effect on the entitlement to attendance and the scope of the voting rights. The same applies to the purchase of additional shares after the Record Date. Persons who do not yet hold shares as of the Record Date and become a shareholder later on are not entitled to attend or cast votes. The Record Date has no effect on entitlement to dividends.

After timely receipt of the registration and documentation of the shares held to the above address, the entitled shareholders will be sent admission tickets for attendance at the Annual General Meeting. Unlike registration for the Annual General Meeting, the admission tickets are for organizational purposes only and are not a requirement to attend the Annual General Meeting or exercise voting rights. To ensure timely receipt of the admission tickets, we ask that shareholders request an admission ticket as soon as possible from their custodian bank. The required registration and documentation of shares held will be handled in this case directly by the custodian bank. Therefore, shareholders that have requested an admission ticket in a timely manner from their custodian bank do not need to do anything further.

3. Procedures for voting by proxy

The shareholders can exercise their voting rights at the Annual General Meeting through proxies, e.g. a credit institute, a shareholders' association or another person of their choice. Here as well, timely registration of the shares held with the documentation is required. Proxies can be issued at any time, even during the Annual General Meeting.

Issuing or revoking a proxy and documentation of proxy to the company must be made in text form (Section 126 b BGB). To send a notice of proxy to the company and provide documentation of authorization issued to a proxy, the address, fax number and e-mail provided for registration can be used.

The issue of proxy to credit institutions, shareholders' associations or similar persons or institutions under Section 135 Para. 8 or Para. 10 in conjunction with Section 125 Para. 5 AktG are subject to the special requirements of Section 135 AktG, which require, among other things, that the proxy be documented in a verifiable manner. Therefore, exceptions concerning the general text form requirement may apply. However, the relevant proxies may set special rules for their own authorization. Thus, the shareholders are asked to coordinate in good time with any proxies about the form and method of authorization.

Forms for issuing proxies and instructions are included with every admission ticket and can be found on the website of First Sensor AG at www.first-sensor.com under "Investor Relations" and "General Meeting." They will be sent in text form to anyone with voting rights upon request. The issue and revocation of this authorization can be made by declaration to the company and declaration to the intended proxy.

As a special service to its shareholders, the company allows them to authorize a proxy (appointed by the company), subject to instructions before the Annual General Meeting. Authorizations to the proxy appointed by the company must be made in text form (Section 126b BGB). In this case, instructions must be given for exercising voting rights when the proxy is authorized. Instructions to the proxy for exercising voting rights also must be made in written form; without these instructions, the proxy cannot cast a vote. The proxies must vote as instructed. Proxies appointed by the company cannot be ordered to file objections or to file motions or ask questions.

We also allow shareholders who have properly registered on time and who appear at the Annual General Meeting to authorize the proxy appointed by the company to exercise their voting rights in the Annual General Meeting. A form available at the Annual General Meeting can be used to issue proxy and instructions at the Annual General Meeting. Shareholders wishing to grant authorization to the proxies appointed by the company will also have to register on time for the Annual General Meeting.

The necessary documents and information (including authorization forms for authorizing a proxy appointed by the company and for authorizing a proxy to be determined by the shareholder) will be sent to the shareholders along with the admission ticket; they are also available for download online at www.first-sensor.com under "Investor Relations" and "General Meeting." Under the same web address, the company offers an online service for authorizing and instructing a proxy. For this, shareholders need an admission ticket for the Annual General Meeting (i.e. they must register in time before the Annual General Meeting).

4. Information on shareholders' rights under Section 122 Para. 2, Section 126 Para. 1, Section 127, Section 131 Para. 1 AktG

a) Requested additions to the agenda under Section 122 Para. 2 AktG

The shareholders whose shares together account for a twentieth of the share capital or of EUR 500,000.00 (corresponds to 100,000 shares) can demand under Section 122 Para. 2 AktG that items are added to the agenda and announced. Every new item must include a reason or draft resolution. The request must be received by the company by the end of **April 22, 2018**. Please send requests to:

First Sensor AG
The Executive Board
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich

The applicants must prove that they have been shareholders for at least 90 days before the date the request was received, and that they will hold the shares until the Management Board decides on the motion; Section 70 AktG will apply when calculating the length of the shareholding period. The date of receipt of the request is not counted. No delay is possible from a Sunday, Saturday or holiday to an earlier or later business day. Sections 187 to 193 BGB do not apply.

Additions to the agenda to be announced will be published immediately after receipt of the request in the Federal Gazette and sent to media that is assumed to disseminate the information throughout the European Union. They will also be placed on the website of First Sensor AG under www.first-sensor.com, "Investor Relations" and "General Meeting" and communicated to shareholders under Section 125 Para. 1 Sentence 3 AktG.

b) Counter motions and nominations from shareholders under Section 126 Para. 1 and Section 127 AktG

All shareholders are entitled to send counter motions on the proposed resolutions from the Supervisory Board and Executive Board on the items of the agenda and election nominations. Such requests (including the reason) and nominations must be sent only to:

First Sensor AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Telefax: +49 (0)89/21027-298
E-Mail: antraege@linkmarketservices.de

Counter motions and nominations sent elsewhere will not be considered.

Counter motions and nominations by shareholders that must be communicated and are received by the company by no later than the end of **May 8, 2018**, will be published immediately according to the legal regulations on the internet at www.first-sensor.com under "Investor Relations" and "General Meeting." Any responses by management on the counter motions and nominations will also be published online at www.first-sensor.com under "Investor Relations" and "General Meeting."

The company does not need to publish a counter motion and its reasons or a nomination if one of the reasons for disqualification under Section 126 Para. 2 AktG applies, e.g. because the nomination or counter motion would result in a resolution of the Annual General Meeting that violates the law or the Articles of Association, or the primary reasons contain clearly incorrect or misleading information. A nomination does not have to be published if it does not include the name, profession and domicile of the person nominated. Reasons for a counter motion do not have to be published if they are more than 5,000 characters.

Note: counter motions and nominations, even if sent to the company in good time, will be acknowledged in the Annual General Meeting only if they are expressed verbally or communicated there. This is without prejudice to the rights of all shareholders during the Annual General Meeting to submit counter motions on the agenda items or nominations without having sent these in advance to the company.

c) Shareholder information rights under Section 131 Para. 1 AktG

During the Annual General Meeting, any shareholder or shareholder representative can request information from the Executive Board about company matters under Section 131 Para. 1 AktG if it is needed to properly assess the subject of the agenda. The duty of information also applies to the legal and business relationships of the company with an affiliated company and on the Group's situation and the companies included in the consolidated financial statements. The information must meet the principles of conscientious and proper reporting. Section 131 Para. 3 AktG lists the requirements under which the Executive Board can refuse to provide information.

Under Section 18 Para. 3 Sentence 1 of the Articles of Association of First Sensor AG, the meeting chair can limit the time for shareholders to ask questions and speak.

Further explanations on shareholder rights under Section 122 Para. 2, Section 126 Para. 1, Section 127, Section 131 Para. 1 AktG are made public on the website of First Sensor AG at www.first-sensor.com under „Investor Relations“ and „General Meeting.“

5. Website where the information can be found under Section 124a AktG

This invitation to the Annual General Meeting, the documents to be made available to the Annual General Meeting and other information relating to the Annual General Meeting will be available on the website of First Sensor AG at www.first-sensor.com under “Investor Relations” and “General Meeting” from the time that notice of the Annual General Meeting is given.

The documents to be provided will also be available at the business premises of First Sensor AG, Peter-Behrens-Straße 15, 12459 Berlin, for review by the shareholders and will also be provided during the Annual General Meeting on May 23, 2018.

Any countermotions, nominations and additional requests from shareholders that are received by First Sensor AG and must be published will also be made available at the above website. After the Annual General Meeting, the voting results will also be published.

Berlin, in April 2018

First Sensor AG

The Executive Board

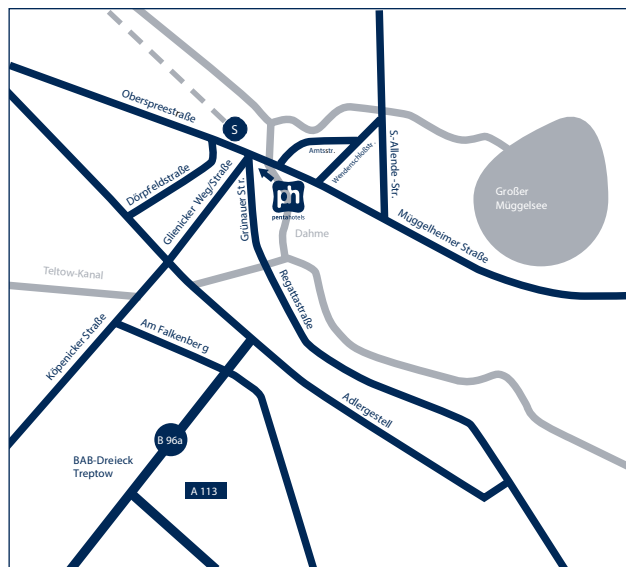
III. Contact

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Source: Pentahotel Berlin-Köpenick

