



RENK AG, Augsburg, Germany
ISIN: DE0007850000

We hereby invite our stockholders to attend the

104th annual general meeting

held on Tuesday, May 22, 2007, at 4:00 p.m.,

at Augsburger Kongresshalle (Mozartsaal), Augsburg, Gögginger Str. 10.

Agenda and proposed resolutions

- (1) Presentation of RENK AG's adopted financial statements and its consolidated financial statements as of Dec. 31, 2006, the management reports for fiscal 2006, as well as the Supervisory Board's report**
- (2) Vote on the appropriation of RENK AG's net earnings**

The adopted financial statements report net earnings of €12,682,499.59.

The Executive and Supervisory Boards propose to appropriate such net earnings as follows:

- | | |
|---|--|
| ▪ Dividend distribution to stockholders:
for 7,000,000 no-par shares = total | €1.80 per no-par share;
€2,600,000.00 |
| ▪ Profit carryover | €2,499.59 |

If, when profit appropriation is voted on, the Company holds any shares of treasury stock, which according to Art. 71b German Stock Corporation Act ("AktG") do not rank for dividend, €1.80 per treasury share will be added to the profit carryover, the total distributed to stockholders decreasing accordingly.

Cash dividend payment will commence May 23, 2007.

- (3) Official discharge of Executive and Supervisory Board members**

The Executive and Supervisory Boards propose that the acts and omissions of their respective members in fiscal 2006 be formally approved.

- (4) Election of a Supervisory Board alternate member**

Composition and election of Supervisory Board members are governed by Art. 7 of RENK AG's bylaws in conjunction with Arts. 96(1) and 101 AktG, as well as Arts. 1 and 4 Supervisory Board Composition Act ("DrittelbetG").

Dr. Ferdinand Graf von Ballestrem died September 30, 2006, thus retiring from the Supervisory Board. In his stead and as successor, Dr. h.c. Karlheinz Hornung was appointed Supervisory Board member with effect as from November 1, 2006, pursuant to Art. 7(3) clause 1 of the Company's bylaws. Dr. h.c. Hornung's appointment to the Supervisory Board is now on the agenda for approval by the general meeting.

The Supervisory Board proposes to elect

Dr. h.c. Karlheinz Hornung, Munich,
Executive Board member of MAN AG,

as Supervisory Board member for the remaining term of office.

His membership in other statutory supervisory boards

MAN Roland Druckmaschinen AG*

MAN Nutzfahrzeuge AG*

MAN Ferrostaal AG*

MAN Diesel SE*

MAN TURBO AG*

Demag Cranes AG

His membership in comparable German or foreign boards

MAN Capital Corporation, USA (chairman)*

* Intragroup office

The general meeting is not bound by this slate.

(5) Bylaw amendment

The German Transparency Directive Implementation Act ("TUG"), enacted on January 20, 2007, requires inter alia that the transmittal of information (such as invitations to stockholders' meetings) by electronic telecommunication means be approved by the general meeting even if a stockholder has expressly consented thereto. An amendment to our bylaws to permit the transmittal to stockholders of information by electronic telecommunications means will enable us to inform our stockholders in digital format, too.

Therefore, the Executive and Supervisory Boards propose that the following amendment to the bylaws be formally approved:

The title of Art. 3 of the bylaws is amended, the previously sole sentence of Art. 3 turns into a first paragraph, and a second paragraph is added as follows:

"Art. 3
Notices and information

Unless the law prescribes a different form, notices will be published in the digital Federal Gazette.

Wherever permitted by the law, information may also be sent to holders of listed RENK AG securities through electronic media.”

(6) Election of statutory auditor for fiscal 2007

The Supervisory Board proposes that KPMG Deutsche Treuhand-Gesellschaft AG, Wirtschaftsprüfungsgesellschaft, Munich, be elected as statutory auditor for fiscal 2007.

Counterproposals or nominations of candidates by stockholders acc. to Arts. 126/127 AktG

Any counterproposals to the Executive Board on any specific business on this agenda, as well as any nomination of candidates by stockholders under the terms of Arts. 126/127 AktG shall **exclusively** be addressed to:

RENK AG
Legal Affairs
Gögginger Str. 73
86159 Augsburg, Germany
Fax: (+49-821) 5700-621

Subject to Arts. 125 et seq. AktG, any properly submitted counterproposal or nomination of candidates will be disclosed to stockholders on the Internet at www.renk.eu after the submitter has duly proved to be a RENK AG stockholder.

Participation in the general meeting

Out of the total 7,000,000 no-par shares of RENK stock issued, 6,800,097 are voting shares outstanding as of the date of this invitation, the remaining 199,903 being treasury shares and hence nonvoting.

Attending, and voting at, the general meeting are contingent on the stockholders having registered with, and substantiated their stock ownership to, the Company **on or before the close of May 15, 2007 (midnight CEDT)**.

The proof of stock ownership shall refer to stock held at the **beginning of April 30, 2007 (00:00 a.m. CEDT)**. Registration and stock ownership proof require to be issued in written form as reproducible document in German or English pursuant to Art. 126b German Civil Code (“BGB”) and shall be received by the Company at this address:

RENK AG
c/o LEW Service & Consulting GmbH
ERS-R-B
Schaezlerstr. 3
86150 Augsburg, Germany
Fax (+49-821) 328-333-1743

Voting proxies

Stockholders not personally attending the general meeting may appoint a voting proxy (including a bank or a stockholder association).

This year, too, we offer our stockholders the option of using the services of RENK-appointed voting proxies who will ensure at the meeting the exercise of the voting rights of, in strict accordance with instructions issued by, stockholders as principals. Prior to the general meeting, power of attorney and voting instructions for RENK-appointed voting proxies may be issued in writing **on or before May 18, 2007**.

The written power of attorney for a RENK-appointed voting proxy is also conditional on the timely registration and submittal of the proof of stock ownership and requires an AGM admission ticket which will be mailed to stockholders once the registration form and stock ownership proof have been received by the Company (see above).

Stockholders wishing to exercise their voting right through a proxy may use the blank power of attorney enclosed with this invitation.

Augsburg, March 15, 2007

RENK AG
The Executive Board