

**AD HOC ANNOUNCEMENT** purs. to § 15 WpHG (Securities Trading Act)  
**by Schaltbau Holding AG, Munich**  
**WKN 717030 – ISIN DE0007170300**

▪ **Schaltbau subsidiary PINTSCH BAMAG wants to take over Dutch Vialis Railway Systems**

*Munich / Dinslaken, 6 December 2012* – PINTSCH BAMAG Antriebs- und Verkehrstechnik GmbH, based in Dinslaken ("PINTSCH BAMAG"), a wholly owned subsidiary of Schaltbau Holding AG (ISIN DE0007170300), is currently in advanced negotiations regarding the acquisition of railway infrastructure specialist Vialis Railway Systems B.V. ("Vialis Railway Systems") of Haarlem, the Netherlands. Vialis Railway Systems B.V. is a part of Vialis B.V. Vialis B.V. designs, implements and maintains innovative mobility solutions and provides an important contribution to the accessibility of urban regions and economic nodes in the Netherlands, Belgium and in selected regions elsewhere. Vialis B.V. is a subsidiary of VolkerWessels, a Dutch construction group with 16,000 employees in 120 operating companies.

The takeover is still subject to a number of pre-conditions, including the finalising of a legally binding purchase contract, receipt of a positive advice from the Vialis works council and the approval of the boards. The purchase price will be in the low double-digit millions range.

In 2012 Vialis Railway Systems expects to achieve sales figures in the region of € 23 million with around 75 employees. Due to integration costs and other expenses, the acquisition is not expected to have a significant impact on the Schaltbau Group's net profit in 2013.

After taking over train marshalling equipment and signals specialist Tiefenbach GmbH, Sprockhövel, at the beginning of 2012, with this further acquisition PINTSCH BAMAG is looking to additionally bolster its current market position in the Benelux countries as specialist for signalling and level crossing technology. The respective business activities of the PINTSCH BAMAG Group and Vialis Railway Systems in the field of railway signal systems are ideally compatible with each other. The combination of the businesses will therefore mean much more than a continuation of the companies' individual business activities to date. The new configuration with Pintsch Tiefenbach and Vialis Railway Systems will open up a whole new range of options for expansion.

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