

Notification as of 22 February 2008

Swiss Life Beteiligungs GmbH

Munich

**Notification pursuant to Section 23(1)
sentence 1 no. 1 of the German Securities Acquisition and Takeover Act
(Wertpapiererwerbs- und Übernahmegesetz, WpÜG)**

On 14 January 2008, Swiss Life Beteiligungs GmbH, Munich, ("Offeror") has published the offer document regarding its voluntary public takeover offer ("Offer") to the shareholders of AWD Holding AG, Hanover, ("AWD Holding AG") for the acquisition of all their non-par value bearer shares of AWD Holding AG (ISIN DE0005085906 / WKN 508 590) ("AWD Shares"). The acceptance period ends on 22 February 2008, 24:00 hrs (Central European Time), unless it is extended pursuant to the statutory provisions of the WpÜG.

As of 21 February 2008, 18:00 hrs (Central European Time) ("Reference Date"), the Offer has been accepted for 16,951,428 AWD Shares. This corresponds to approximately 43.87% of the share capital and of the voting rights of AWD Holding AG.

Furthermore, as of the Reference Date, the Offeror held 1,034,120 AWD Shares, corresponding to approximately 2.68 % of the share capital and of the voting rights of AWD Holding AG. No voting rights attaching to AWD Shares are attributable to it. Swiss Life Holding, of which the Offeror is a one hundred per cent subsidiary, held 4,949,274 AWD Shares, as of the Reference Date. This corresponds to approximately 12.81 % of the share capital and of the voting rights of AWD Holding AG. Additionally, the voting rights attaching to the 1,034,120 AWD Shares held by the Offeror are attributable to Swiss Life Holding pursuant to Section 30(1) sentence 1 no. 1 WpÜG. Thus, the voting rights of Swiss Life Holding in AWD Holding AG amount to a total of 5,983,394, which corresponds to 15.49 % of the share capital in AWD Holding AG as well as of the voting rights.

As of the Reference Date, the total number of AWD Shares for which the Offer has been accepted as well as of AWD Shares which are already held by the Offeror as well as of AWD Shares which are already held by Swiss Life Holding therefore amounts to 22,934,822 AWD Shares. This corresponds to approximately 59.36% of the share capital and of the voting rights of AWD Holding AG.

Other than the shareholdings mentioned above, neither the Offeror nor any persons acting in concert with the Offeror and their subsidiaries hold any AWD Shares as of the Reference Date, nor are there any other voting rights attaching to AWD Shares attributable to them as of the Reference Date.

Munich, 22 February 2008

Swiss Life Beteiligungs GmbH