



Logwin AG
Stock Company
Registered Office: 6776 Grevenmacher,
Luxembourg,
ZIR Potaschberg,
5, an de Laengten
Luxembourg Commercial Register No. B 40.890

Notice to all Shareholders

All shareholders of Logwin AG (“The Company”) are hereby given notice that an

Ordinary Annual General Meeting
will be held on April 14, 2010, at 10.00 a.m. (CET)

and an

Extraordinary Annual General Meeting
will be held on April 14, 2010, at 13.00 a.m. (CET)

in

L-1615 Luxembourg, Plateau de Kirchberg,
7, rue Alcide de Gasperi, Chambre de Commerce

Agenda for the 2010 Ordinary Annual General Meeting of Logwin AG

1 | Presentation of the annual financial statements and the consolidated financial statements for the fiscal year ended December 31, 2009.

2 | Presentation of the reports of the Board of Directors for the fiscal year ended December 31, 2009.

3 | Presentation of the auditor's report (réviseur d'entreprises) for the fiscal year ended December 31, 2009.

4 | Approval of the annual financial statements and the consolidated financial statements for the fiscal year ended December 31, 2009, and the report of the Board of Directors and the auditor's report.

The Board of Directors proposes that the annual financial statements and the consolidated financial statements for the fiscal year ended December 31, 2009, and the report of the Board of Directors and the auditor's report for 2009 are approved.

5 | Resolution concerning the appropriation of the result for the fiscal year ended December 31, 2009, which is to be used as follows:

The Board of Directors proposes that the loss in the amount of 60,734,321 EUR is set against the capital reserve.

6 | Discharge of the members of the Board of Directors for the exercise of their mandates during the fiscal year ended December 31, 2009.

The Board of Directors proposes that the members of the Board of Directors are discharged for the execution of their mandates during the fiscal year ended December 31, 2009.

7 | Appointment of the auditor (réviseur d'entreprises) for fiscal year 2010.

The Board of Directors proposes that the auditing firm of Ernst & Young S.A., with head offices in L-5365 Munsbach, 7, Parc d'Activité Syrdall, is appointed auditor for fiscal year 2010.

8 | Remuneration for the non-executive members of the Board of Directors.

The Board of Directors proposes that the compensation for the non-executive members of the Board of Directors for fiscal year 2009 be set at 180,000 EUR.

Attendance and majority requirements

The Ordinary Annual General Meeting does not require a majority of shareholders to be present. The resolutions of the Ordinary Annual General Meeting shall be carried with a simple majority of the present and represented shareholders.

Registered share capital and voting rights

At the point of convening of the Ordinary Annual General Meeting the Company's registered (subscribed) capital equals 139,343,733.75 EUR, and it is divided into 111,474,987 no-par shares, all of which are fully paid up.

Registration procedures

Only the shareholders are entitled to vote on the various items on the agenda who have deposited their share certificate by, at the latest, April 7, 2010, at the company headquarters or with the Central Deposit Office for shareholders, the Commerzbank AG, represented by dwpbank AG, Dep.: WDHHV, Wildunger Straße 14, 60487 Frankfurt/Main, Germany.

In lieu of depositing shares with the Central Depository Agent, the shares can be deposited with another credit institution – with the consent of the Central Depository Agent – until the Ordinary Annual General Meeting is over.

Deposit of the share certificate with the above mentioned bank institute is sufficient to grant the shareholder the right to attend in the Ordinary Annual General Meeting but, however, only on the condition that the bank institute issues a certificate confirming deposit of the share certificate and their being blocked by the bank institute up to the day after the Ordinary Annual General Meeting.

Shareholders who cannot take part personally in the Ordinary Annual General Meeting are requested to deposit a proxy, which has been issued and signed according to the legal requirements with its depository bank by April 13, 2010, the latest. The depository bank is authorized to delegate proxies.

Proxy voting representatives

In order to simplify the execution of their voting rights, Logwin AG provides the option of appointing a proxy voting representative named by the Company and bound by the instructions of the shareholder prior to the meeting. Shareholders who wish to appoint the proxy voting representative named by the Company to vote on their behalf will require an admission ticket to the Ordinary Annual General Meeting. To ensure timely receipt of the admission ticket, the custodian bank should receive the appointment as early as possible.

With the admission ticket, shareholders will receive a form for awarding proxy and instructions for voting on the agenda items. This form must be completed and signed and must be received at the following address by April 13, 2010:

Logwin AG
c/o Haubrok Corporate Events GmbH
Landshuter Allee 10
80637 Munich
Germany

The proxy forms are to be issued in written form. If a proxy named by the Company is authorized, that person must also

be given instructions for exercising the voting rights. Without such instructions, the proxy is invalid. The proxy voting representative is required to vote in accordance with the instructions given.

Authorization of the voting right representatives of the Company can be submitted via internet. To do this, go to the Investor Relations site on www.logwin-logistics.com and click on the feature “Annual General Meeting 2010”, via the link “Voting Right Representation”.

For further information you can contact the service provider, Haubrok Corporate Events GmbH, by dialling +49 (0) 89 210 27 222 (Mon. - Fri. - excepting holiday - 9:00 a.m. to 5:00 p.m. CET).

Shareholders, who wish to be represented by another proxy than the proxy voting representative named by the Company, are requested – according to § 30a paragraph 1 No. 5 of the German Securities Trading Act (WpHG) – to authorize a proxy by completing the form on the reverse side of the admission ticket, which will be sent to the shareholders in accordance with the above-described registration procedures.

Audiovisual Transmission

The Ordinary General Meeting is transmitted via live streaming on the internet until the end of the official statements of the Board of Directors. The transmission can be followed at www.logwin-logistics.com.

Luxembourg, March 26, 2010

Logwin AG
Board of Directors

Agenda for the 2010 Extraordinary Annual General Meeting of Logwin AG

1 | Report of the Board of Directors concerning the reduction in the registered capital through the transfer of an amount of 39,343,733.75 EUR (“Thirty-nine million three hundred and forty-three thousand seven hundred and thirty three euros and seventy-five cents”) to a reserve that can be set off against losses and that can only be disbursed in accordance with rules applicable to a reduction in capital, and the creation of new authorized capital with the authorisation of the Board of Directors to increase subscribed capital up to a maximum amount of this new authorized capital.

2 | Resolution of the General Shareholders' Meeting to fix the amount of registered (subscribed) capital of the Company at 100,000,000 EUR ("One hundred million euros") divided into 111,474,987 (“One hundred and eleven million four hundred and seventy-four thousand nine hundred and eighty-seven”) no-par shares which are fully paid up and to transfer the amount of 39,343,733.75 EUR ("Thirty-nine million three hundred and forty-three thousand seven hundred and thirty three euros and seventy-five cents") to a reserve that can be set off against losses and that can only be disbursed in accordance with rules applicable to a reduction in capital.

The Board of Directors proposes that the amount of registered (subscribed) capital of the Company be fixed at 100,000,000 EUR (“One hundred million euros”) divided into 111,474,987 (“One hundred and eleven million four hundred and seventy-four thousand nine hundred and eighty-seven”) no-par shares which are fully paid up and that the amount of 39,343,733.75 EUR (“Thirty-nine million three hundred and forty-three thousand seven hundred and thirty three euros and seventy-five cents”) be transferred to a reserve that can be set off against losses and that can only be disbursed in accordance with rules applicable to a reduction in capital.

3 | Resolution of the General Shareholders' Meeting to create new authorized capital totalling an additional 100,000,000 EUR (“One hundred million euros”) which is divided into an additional 111,474,987 (“One hundred and eleven million four hundred and seventy-four thousand nine hundred and eighty-seven”) no-par shares.

The Board of Directors proposes that new authorized capital totalling an additional 100,000,000 EUR (“One hundred million euros”) be created which is divided into an additional 111,474,987 (“One hundred and eleven million four hundred and seventy-four thousand nine hundred and eighty-seven”) no-par shares.

4 | Authorization for the Board of Directors to increase the Company's registered capital fully or partially in accordance with the terms listed in the Company's Articles and Memorandum of Association relating to registered capital excluding shareholders' pre-emptive rights until March 31, 2015.

The Board of Directors proposes that the Board of Directors be authorized to increase the Company's registered capital fully or partially in accordance with the terms listed in the Company's Articles and Memorandum of Association relating to registered capital excluding shareholders' pre-emptive rights until March 31, 2015.

5 | Amendment to Article 5 of the Company's Articles and Memorandum of Association in line with Agenda items 2, 3 and 4.

The Board of Directors proposes that the wording of Article 5 of the Articles and Memorandum of Association be as follows:

(1) The Company's registered (subscribed) capital equals 100,000,000 EUR (“One hundred million euros”). It is divided into 111,474,987 (“One hundred and eleven million four hundred and seventy-four thousand nine hundred and eighty-seven”) no-par shares which are fully paid up.

(2) In addition to the subscribed capital in paragraph 1 of this article, the Company has authorized capital totalling 100,000,000 EUR (“One hundred million euros”) divided into a further 111,474,987 (“One hundred and eleven million four hundred and seventy-four thousand nine hundred and eighty-seven”) no-par shares which are fully paid up.

(3) The Board of Directors is authorized until March 31, 2015 to increase the Company’s registered capital by issuing on one or more occasions up to 111,474,987 (“One hundred and eleven million four hundred and seventy-four thousand nine hundred and eighty-seven”) new no-par bearer shares with or without an issue premium (“prime d’émission”) in exchange for cash and/or non-cash capital contributions. Shareholders have no pre-emptive rights on such capital increases. The provisions of paragraph 5 apply with respect to capital increases made in exchange for cash contributions.

(4) The Board of Directors is authorized to stipulate the further content of rights under the shares and the terms and conditions of the share issue. The Board of Directors may also issue convertible bonds and stipulate their conditions.

(5) With respect to the new shares issued pursuant to the authorized capital, the statutory pre-emptive right has been excluded. With respect to the new shares issued in exchange for cash contributions, the issue price may not be significantly below the stock market price unless the Board of Directors issues the shares in accordance with the normal pre-emptive rights provided for in law.

(6) The General Shareholders’ Meeting may resolve to increase or decrease the registered capital and the authorized capital. The voting at the General Shareholders’ Meeting is subject to the same terms and conditions as those applicable for adopting amendments to the Articles and Memorandum of Association. In the event that there is a capital increase from the Company’s own funds, the authorized capital will be increased in the same proportion as the registered capital.

(7) The Company may repurchase its own shares in accordance with the provisions of the law.

(8) In the event of capital increases, the dividend rights under the new shares may be different than the dividend rights under the previously issued shares.

Attendance and majority requirements

The Extraordinary Annual General Meeting does require at least half of the subscribed capital to be present or represented. The resolutions of the Extraordinary Annual General Meeting shall be carried with a two-thirds majority of the present or represented shareholders.

Registration procedures / Proxy voting representative

The registration procedures for the Ordinary Annual General Meeting and the rules for the authorization of proxy voting for the Ordinary Annual General Meeting both apply for the Extraordinary Annual General Meeting as well.

Audiovisual Transmission

The Extraordinary General Meeting is transmitted via live streaming on the internet until the end of the official statements of the Board of Directors. The transmission can be followed at www.logwin-logistics.com.

Notice to the intended change in the Articles and Memorandum of Association (point 5 of the agenda)

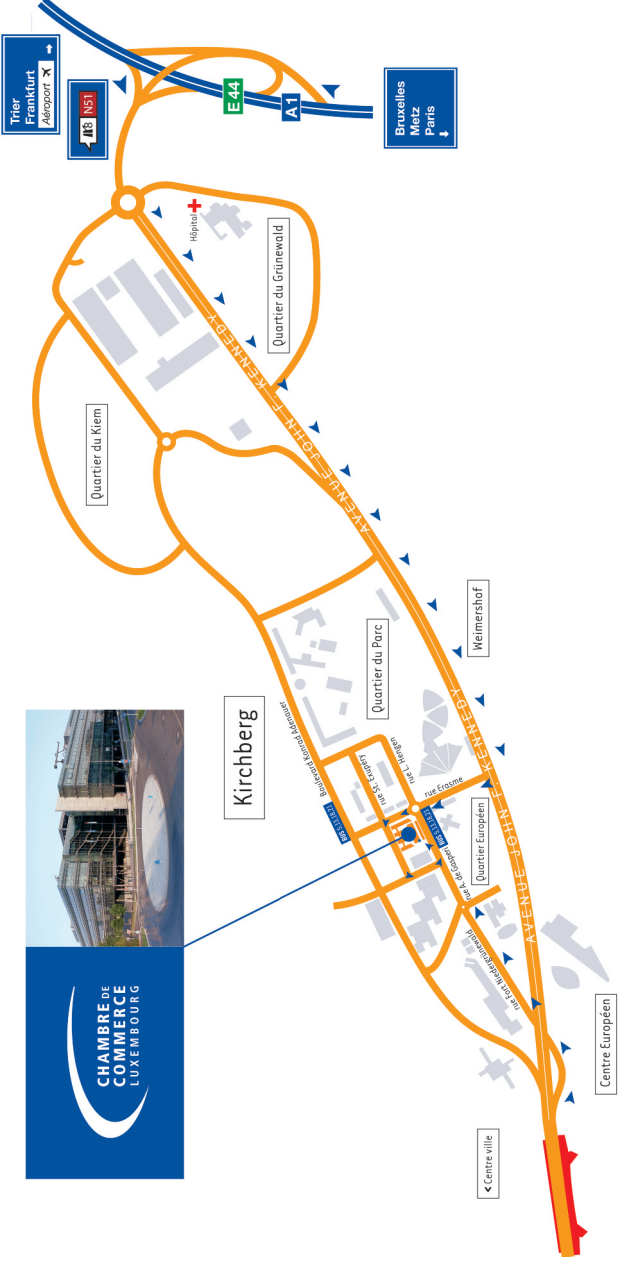
The draft version of the Articles and Memorandum of Association can be downloaded from the Company's website at www.logwin-logistics.com. Free copies of the draft version can also be requested from the Company at the following address until April 13, 2010:

Logwin AG
Investor Relations
ZIR Potaschberg
5, an de Laengten
L-6776 Grevenmacher

Logwin Holding Aschaffenburg GmbH
Weichertstraße 2 a
D-63741 Aschaffenburg

Luxembourg, March 26, 2010

Logwin AG
Board of Directors



**CHAMBRE DE
COMMERCE
LUXEMBOURG**

Trier
Frankfurt
Aéroport ✈️

N51

E44

A1

Bruxelles
Metz
Paris

Quartier du Kiem

Hôpital

Quartier du Grûnewald

Kirchberg

Quartier du Parc

Weimershof

Quartier Européen

Centre Européen

← Centre ville

By car

Coming from A1 take the exit (Sortie) 8 Kirchberg/Foire, drive straight on towards Kirchberg/Centre until you reach the crossroads Avenue John F. Kennedy/Rue Erasme directly behind the Centre Sportif. Turn right into Rue Erasme. The Chamber of Commerce (Chambre de Commerce) is located at the next roundabout on the left.

Parking

There is a parking lot at the Chamber of Commerce. At the roundabout continue straight on and turn three times left in Rue Antoine de Saint-Exupéry, Rue Albert Wehrer and Rue Alcide de Gasperi. The entry to the parking lot is in the Rue Alcide de Gasperi. You can park at level -1 to -3. Take the lift and the ground level „rdc“ (rez-de-chaussée/ Centre de Conférences).

Arriving by train

From the Luxembourg main train station, take bus no. 18 to the Alcide de Gasperi bus stop (leaves every 8 mins.) The bus stops directly in front of the Chamber of Commerce.

We wish you a good journey!

Information about Logwin share
WKN 931705 | ISIN LU 0106198319

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C.R. Luxembourg No. B 40.890

You can find additional information about the Company and
the Annual General Meeting at www.logwin-logistics.com