

Invitation to the Annual General Meeting of u-blox Holding AG

Dear Shareholder,

We are pleased to invite you to the

7th ordinary General Meeting

The general meeting will be held on April 29, 2014, at 16h00 at Serata, Tischenloostrasse 55, 8800 Thalwil, Switzerland.

Agenda and proposals of the Board of Directors

1. Annual Report, financial statements and consolidated financial statements for 2013

Proposal

Approval of the 2013 annual report, the financial statements and consolidated financial statements of u-blox Holding AG.

2. Dividends and appropriation of available profit

Available profit:

Profit brought forward from 2012	CHF 23'474'676
Net profit for the year 2013	CHF 6'989'936
Total available profit	CHF 30'646'612

Proposal

Release of reserves from capital contributions	CHF 8'392'145
Dividend out of reserves from capital contributions of CHF 1.30 per share on 6'455'496 shares ¹	CHF -8'392'145
Balance to be carried forward	CHF 30'646'612

¹Depending on the number of shares issued on the last trading day with entitlement to receive dividend.

No dividend is paid on shares owned by a u-blox group company.

Explanation

The shares will be traded ex-dividend as of May 2, 2014. The dividend will be payable as from May 7, 2014.

Dividends from the capital contribution reserve is paid out without deduction of Swiss withholding tax. The Board of Directors proposes the distribution of the dividend out of capital contribution reserve instead of a distribution out of available profits.

3. Discharge of the Board of Directors and the Executive Committee

Proposal

Discharge of the members of the Board of Directors and of the Executive Committee.

4. Advisory Vote on the Compensation of the members of the Board of Directors and Executive Committee

Proposal

The Board of Directors proposes to consent in a non-binding vote to the total compensation granted to the Board of Directors for 2013 (i.e. CHF 277'000).

Proposal

The Board of Directors proposes to consent in a non-binding vote to the total compensation granted to the Executive Committee for 2013 (i.e. CHF 3'003'000).

Explanation

The Board of Directors will propose amendments to the Articles of Incorporation for the Annual General Meeting 2015 in line with the requirements of the Swiss Ordinance against Excessive Compensation in Listed Stock Corporations. The compensation system is described in the annual report under section 13 Compensation Report.

5. Election of Directors and Chairman

Proposal

Re-election of Fritz Fahrni and re-election as Chairman of the Board until the end of the next annual general meeting.

Proposal

Re-election of Hans-Ulrich Müller until the end of the next annual general meeting.

Proposal

Re-election of Paul Van Iseghem until the end of the next annual general meeting.

Proposal

Re-election of Gerhard Tröster until the end of the next annual general meeting.

Proposal

Re-election of Soo Boon Koh until the end of the next annual general meeting.

Proposal

Re-election of Thomas Seiler until the end of the next annual general meeting.

Proposal

Re-election of Jean-Pierre Wyss until the end of the next annual general meeting.

6. Election to the Nomination and Compensation Committee

Proposal

Re-election of Gerhard Tröster until the end of the next annual general meeting.

Proposal

Re-election of Fritz Fahrni until the end of the next annual general meeting.

7. Amendments of the Articles of Association

Proposal

Article 3a of the articles of association (conditional capital) is replaced as follows:

“The share capital of the Company will be increased by a maximum amount of CHF 580'994.10 by the issuance of no more than 645'549 registered shares that are to be fully paid-in and have a nominal value of CHF 0.90 each; this increase being the result of the exercise of option rights granted to the members of the boards of directors and to the employees of the Company and to its subsidiaries in accordance with one or more equity investment plans. The board of directors will determine the issue price for the new shares as well as the equity investment plan. Subscription and pre-emptive rights of shareholders are excluded for this conditional capital increase.”

Explanation

Due to the exercise of options by employees of the Group, the conditional capital approved in 2013 by the general assembly has decreased by 150'464 shares as of year-end 2013. In order to maintain the conditional capital at 10% of the share capital, the conditional capital is increased by 165'511 shares (approximately 2.6% of the share capital). The board wants to have employees participate in the Group's success and to support their long term commitment by offering employee options.

8. Election of the independent proxy

Proposal

Election of KBT Treuhand AG, Zürich as independent proxy until the end of the next annual general meeting.

9. Election of the statutory auditor

Proposal

Re-election of KPMG AG, Luzern for the term of one year.

Annual Report

The complete Annual Report 2013 is available 20 days prior to the general meeting for inspection at the registered offices of the company, Zürcherstrasse 68, CH-8800 Thalwil. The Annual Report can be ordered as of 6th April 2014 by sending the enclosed reply/instruction form in the enclosed envelope or on <https://netvote.ch/ublox> by using the login data in the reply/instruction form. The Annual Report is also available on our website (www.u-blox.com).

Admission cards

Shareholders with voting rights can order admission cards on <https://netvote.ch/ublox> by using the login data in the reply/instruction form or by sending the enclosed reply/instruction form in the enclosed envelope, preferably no later than April 17, 2014.

Shareholders with voting rights are shareholders registered in the share register with voting rights on April 22, 2014

Proxies

You can be represented by a third party or by the independent proxy.

Independent Proxy

The Board has appointed Mr. Walter Boss, trustee, KBT Treuhand Zürich, as independent proxy.

Shareholders who wish to appoint Mr. Walter Boss as their representative, may either

- send the signed instruction form to Mr. Walter Boss, KBT Treuhand Zürich, Zimmergasse 16, Postfach 1519, 8032 Zürich or to areg.ch ag (with enclosed envelope) not later than 25th of April 2014 or
- give Mr. Walter Boss voting instructions electronically on <https://netvote.ch/ublox> by using the login data in the reply/instruction form not later than 25th of April 2014..

Third Party

Shareholders who wish to appoint a third party representative have to order the admission card and submit the admission card to the representative. The third party representative will be authorized to vote at the general assembly if he/she presents the admission card signed by the shareholder and the voting material at the general assembly.

Yours sincerely,

Thalwil, March 31, 2014

u-blox Holding AG
The Board of Directors

Attachment:

- Reply/instruction form
- Route map