

Zurich, April 4, 2012

To the Shareholders of EFG International AG

INVITATION TO THE 7TH ANNUAL GENERAL MEETING

Friday, April 27, 2012, 14.30 (doors open at 14.00)

at ConventionPoint, SIX Swiss Exchange, Selnaustrasse 30, 8001 Zurich

AGENDA AND PROPOSALS OF THE BOARD OF DIRECTORS

(English translation of the German original)

1. Annual report, annual accounts and consolidated financial statements for 2011; reports of the Auditors

Proposal of the Board of Directors:

Approval of the annual report, annual accounts and consolidated financial statements for 2011 and acknowledgment of the report of the Auditors.

2. Approval of the distribution of the preferred dividend by EFG Finance (Guernsey) Limited in favour of the holders of Class B Shares of EFG Finance (Guernsey) Limited

Background:

Dividend distributions by EFG Finance (Guernsey) Limited to holders of Class B Shares of EFG Finance (Guernsey) Limited in connection with the EFG Fiduciary Certificates require the approval of the General Meeting of EFG International AG. Pursuant to the terms of the EFG Fiduciary Certificates the exact amount of the dividend distributions will be calculated on April 20, 2012.

Proposal of the Board of Directors:

Approval of the preferred dividend in the estimated amount of € 10'786'000 million (the exact amount will be fixed on April 20, 2012, and announced at the General Meeting).

3. Allocation of results and dividend by way of distribution out of reserves from capital contributions

3.1 Allocation of loss

Proposal of the Board of Directors:

Approval of carrying forward the loss of the year amounting to CHF 757.7 million as negative retained earnings.

3.2 Dividend by way of distribution out of reserves from capital contributions

Background:

Upon approval of the Board of Directors' proposal under agenda item 2 the holders of participation certificates' entitlement to preferred dividends lapses according to article 13 paragraph 3 of the Articles of Association of EFG International AG. Therefore, the following proposal of the Board of Directors concerning a dividend by way of distribution out of reserves from capital contributions is on the proviso that the General Meeting approves agenda item 2.

Instead of a dividend paid from net profit, the Board of Directors is proposing a dividend to shareholders by way of distribution out of reserves from capital contributions. The Board of Directors proposes the distribution of CHF 0.10 per registered share out of reserves from capital contributions. Such distribution charged to the reserves from capital contributions would not be subject to 35% Swiss Withholding Tax. EFG International AG will not make this repayment of reserves from capital contributions on EFG International shares held in treasury at the time of distribution.

Provided that the Board of Directors' below proposal on a dividend by way of distribution out of reserves from capital contributions be approved, the distribution will be payable on May 7, 2012 (ex-date: May 2, 2012).

Proposal of the Board of Directors:

Approval of dividend by way of distribution to the shareholders out of reserves from capital contributions of CHF 0.10 per share, amounting to a total distribution of about CHF 13.4 million.

4. Discharge of the Board of Directors and of the Management

Proposal of the Board of Directors:

Approval of granting discharge to the members of the Board of Directors and of the Management for their services in the business year 2011.

5. Amendment of the Articles of Association – Renewal of authorized share capital

Background:

Article 3a of EFG International AG's current Articles of Association authorized the Board of Directors until April 28, 2012 to increase the share capital by no more than CHF 25'000'000 by issuing no more than 50'000'000 fully paid up registered shares.

The proposed amendment of article 3a of the Articles of Association would result in a renewal of the authorized share capital and would authorize the Board of Directors until April 27, 2014, to increase the share capital by no more than CHF 25'000'000 by issuing no more than 50'000'000 fully paid up registered shares. The terms under which such issues of registered shares could take place would remain unchanged compared to the current Articles of Association.

As a result, EFG International AG's flexibility to increase its share capital by issuing registered shares would be maintained.

The proposed new wording of article 3a is shown in the Annex.

Proposal of the Board of Directors:

Approval of the renewal of the authorized capital for another two years until April 27, 2014 and of the corresponding amendment of article 3a as shown in the Annex.

6. Reduction of participation capital

Background:

At the Extraordinary Shareholders' Meeting of EFG International AG held in Zurich on Tuesday, January 10, 2012, the shareholders approved the proposal of the Board of Directors and authorized it to buy-back until March 31, 2012 up to 100% of the 400'000 registered participation certificates of class B. It was resolved that such bought-back registered participation certificates of class B will be definitively designated to be cancelled and that the respective reduction of the participation capital shall be proposed to EFG International AG's

Annual General Meeting 2012. In the meantime the Board of Directors has bought-back 135'219 registered participation certificates of class B and, therefore, proposes to the Annual General Meeting 2012 a corresponding reduction of the participation capital through cancelation of the bought-back registered participation certificates of class B.

The corresponding proposed new wording of article 8 is shown in the Annex.

Proposal of the Board of Directors:

- Approval of the reduction of the participation capital of currently CHF 6'000'000 by CHF 2'028'285 to CHF 3'971'715 by way of cancelation of 135'219 treasury registered participation certificates of class B with a face value of CH 15 per certificate;
- Approval of the corresponding amendment of article 8 as shown in the Annex; and
- Acknowledgement of the result of the report of the auditors PricewaterhouseCoopers SA, Geneva, in accordance with article 732 paragraph 2 Code of Obligations confirming that the claims of the creditors are fully covered despite the reduction of the participation capital.

7. Elections to the Board of Directors

Proposal of the Board of Directors:

Re-election of Messrs. Jean Pierre Cuoni, Emmanuel Leonard Bussetil, Spiro J. Latsis, Hugh Napier Matthews, Pericles-Paul Petalas, Hans Niederer and Erwin Richard Caduff each for a one year term of office.

Election of Mr. Michael Norland Higgin for a one year term of office.

The elections will be carried out individually.

8. Elections of the Auditors

Proposal of the Board of Directors:

Re-election of PricewaterhouseCoopers SA, Geneva, for a one year term of office as auditors.

Administrative Details

The annual report 2011 and the reports of the Auditors are available for inspection at the domicile of the company. The annual report 2011 is also available on the internet (www.efginternational.com/financial-reporting). These documents can also be sent to Shareholders at their request.

Enclosed with the invitation sent to Shareholders is a reply form which can be used to order the admission card or to grant a proxy. Shareholders who wish to attend the General Meeting in person or grant a proxy are kindly asked to complete the enclosed reply form and return it as soon as possible by mail to the following address: EFG International AG, c/o SIX SAG AG, Baslerstrasse 90, Postfach, CH-4601 Olten, Switzerland.

Shareholders registered with voting rights in the share register as of April 12, 2012 will be authorized to participate and to vote at the General Meeting. They will receive their admission card and voting material upon returning the enclosed registration form. From April 12, 2012 to April 27, 2012, no entries will be made in the share register which would create a right to vote at the Annual General Meeting. Shareholders who sell part or all their shares before the Annual General Meeting are no longer entitled to vote to that extent. They are requested to return or to exchange their admission card and voting material.

Shareholders who do not attend the Annual General Meeting in person may be represented by proxy by a third party, by EFG International AG or by the independent representative pursuant to article 689c of the Swiss Code of Obligations ("CO"), lic. iur. Daniel Lampert, attorney at law, LAMPERT Attorneys at law, Claridenstrasse 40, CH-8002 Zurich. If the independent representative does not receive written voting instruction for some or all of the proposals, he will vote in favour of the Board of Director's proposals. Custodian bank representatives as defined by article 689d CO, are requested to inform EFG International AG, c/o SIX SAG AG, Baslerstrasse 90, Postfach, CH-4601 Olten, Tel.: +41 58 399 6174, Fax: +41 58 499 6195, by April 27, 2012, 14.00 at the latest, of the number of shares they represent. Custodian bank representatives are considered to be institutions subject to the Swiss Federal Law on Banks and Savings Banks as well as professional asset managers.

Zurich, April 4, 2012

EFG International AG
On behalf of the Board of Directors

The Chairman
Jean Pierre Cuoni

EFG International AG, Bahnhofstrasse 12, P.O. Box 2255, CH-8022 Zurich, Switzerland
Tel: +41 44 212 73 77, Fax: +41 44 226 17 27, www.efginternational.com

ANNEX

Amended Provisions of the Articles of Association

(Amendments printed in bold letters)

Article 3a

*The board of directors is authorised, at any time until **27 April 2014**, to increase the share capital by no more than CHF 25'000'000 by issuing no more than 50'000'000 fully paid up registered shares with a face value of CHF 0.50 each. Increase by firm underwriting, partial increases as well as increases by way of conversion of own free funds are permissible. The issue price, the starting date of the dividend entitlement and the type of contribution will be determined by the board of directors. After their acquisition, the newly issued registered shares shall be subject to the transfer limitations pursuant to Article 6 of the Articles of Association.*

The board of directors is authorised to exclude the preferential subscription rights of the shareholders and the participants in favour of third parties if the new shares are to be used (1) for granting an over-allotment option (Greenshoe) to the lead managers in connection with a placement of shares at market price, or (2) for the acquisition of companies or divisions thereof, or of participations in companies, through an exchange of shares, or (3) for financing or refinancing the acquisition of companies or divisions thereof, or of participations in companies, or of new investment plans of the company, or (4) for strategic participations of and with business partners.

If preferential subscription rights have been granted but are not exercised, the board of directors may either use these subscription rights in the interest of the company or reduce the amount of the capital increase accordingly. In the latter event the original resolution of the board of directors regarding the capital increase shall provide for a maximum amount by which the capital may be increased.

Article 8

*The participation capital of the company amounts to CHF **3'971'715** and is divided into **264'781** registered participation certificates of class B with a face value of CHF 15 per certificate; the participation certificates of class B are fully paid up.*

The participation certificates do not confer any voting rights or any rights related thereto, neither the right to make a motion to initiate a special audit (Art. 656c CO).

The legal provisions and the provisions contained in the articles of association pertaining to the share capital, the shares and the shareholders shall also apply to the participation certificate capital, the participation certificates, and the holders of participation certificates, provided there are no contrary provisions under the law or in the articles of association.