



To the Shareholders of Actelion Ltd

## **Invitation to the Annual General Meeting**

**Time:** Monday, 10 April 2006, 3:00 p.m.  
(Admission from 2:00 p.m.)

**Place:** Kongresszentrum Basel, Messeplatz 21, 4058 Basel

### **Agenda and Proposals of the Board of Directors**

1. Presentation of the Business Report of the Board of Directors (consisting of the Annual Report as well as of the Annual Statutory and Consolidated Accounts) for the Business Year 2005.
2. Presentation of the Report of the Auditors of the Annual Statutory and Consolidated Accounts as of 31 December 2005.
3. Approval of the Business Report consisting of the Annual Report as well as of the Annual Statutory Accounts and Consolidated Accounts as of 31 December 2005 (proposed resolution: Approval of the Business Report).
4. Use of the Result of the Annual Accounts as of 31 December 2005 (proposed resolution: to carry forward the result).
5. Discharge of the Board of Directors and of the Senior Management (proposed resolution: to grant discharge to all members of the Board of Directors and of the Senior Management).
6. Election of Board Members (proposed resolution: re-election of Mr. André J. Mueller for a new term of office of three years; extension of the term of office of Mr. Robert E. Cawthorn (ending 2008) until 2009, where he reaches the statutory retirement age, in order to be consistent with article 16.3. of the articles of incorporation: "The Board of Directors is renewed each year by one third.").
7. Appointment of the Auditors of the Statutory and of the Consolidated Accounts (proposed resolution: to appoint Ernst & Young AG, Basel, for the business year 2006).

## Remarks

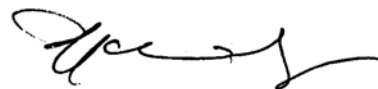
The Business Report (Annual Report, Annual Statutory and Consolidated Accounts) and the auditors' reports for the year 2005 can be consulted by the shareholders at the premises of Actelion Ltd, Gewerbestrasse 16, CH - 4123 Allschwil from 17 March 2006 onwards, is accessible on <http://www.actelion.com> and will be mailed upon request to registered shareholders.

Holders of registered shares who are recorded in the share register as entitled to vote will receive a registration card together with the invitation to the Annual General Meeting. The registered shares entered in the share register on 31 March 2006 provide entitlement to vote. After return of the registration card to the Company (c/o SAG SIS Aktienregister AG, Postfach, CH - 4609 Olten), the registered shareholders will receive admission cards as of 1 April 2006. It will greatly facilitate the preparations for the meeting if the registration cards are returned in good time (by 3 April 2006 at the latest).

Shareholders who are unable to personally attend the meeting can be represented by (i) another registered shareholder with voting rights, (ii) the Company as Corporate Proxy or (iii) Dr. Caspar Zellweger (attorney at law, Basel) as Independent Proxy by filling in and signing the respective form on the registration card.

Allschwil, 15 March 2006

For the Board of Directors:  
The Corporate Secretary:  
Dr. Marian Borovsky



## Annex:

- Registration card
- Envelope