

Convenience Translation

**ZhongDe Waste Technology AG
Frankfurt am Main**

ISIN DE000ZDWT018 / WKN ZDWT01

Ordinary Annual General Meeting on 5 July 2019

– Explanations to agenda item 1 pursuant to section 124a sentence 1 no. 2 German Stock Corporation Act –

Subject matter of agenda item 1 is the presentation of the approved annual financial statements of ZhongDe Waste Technology AG and the approved consolidated financial statements as at 31 December 2016, the status reports for ZhongDe Waste Technology AG and the group, the explanatory report on the information required pursuant to sections 289a para. 1, 315a para. 1 of the German Commercial Code (*HGB*) and the supervisory board report, each for the fiscal year 2016.

Statutory provisions do not provide for a resolution with respect to agenda item 1. According to section 175 German Stock Corporation Act (*AktG*), the approved annual financial statements, the status report and, in case of a parent enterprise, the approved consolidated financial statements and the consolidated status report shall be received by the annual general meeting. A resolution of the annual general meeting of ZhongDe Waste Technology AG is not required with respect to these documents. The annual financial statements of ZhongDe Waste Technology AG for the fiscal year 2016 have been approved by the Supervisory Board and are therefore binding pursuant to section 172 sentence 1 German Stock Corporation Act.

As regards the supervisory board report and the explanatory report of the Executive Board on the information required pursuant to sections 289a para. 1, 315a para. 1 of the German Commercial Code (*HGB*), statutory provisions do also not provide for a resolution. The chairman of the Supervisory Board will comment on the supervisory board report for the fiscal year 2016 in the annual general meeting.

The resolution on the proposal for the appropriation of the net profit for the fiscal year 2016 will be part of agenda item 2.
