

KHD HUMBOLDT WEDAG INTERNATIONAL AG**Cologne****- ISIN DE0006578008 -****ANNUAL GENERAL MEETING OF SHAREHOLDERS 2012****Notes on Item 1 of the Agenda pursuant to § 124a Paragraph 1, No. 2 of the German Stock Corporation Act (*Aktiengesetz*)**

The subject matter of Item 1 of the Agenda is the Presentation of the adopted annual financial statements, the approved annual financial statements of the Group, the management report of the Company and the Group, the report of the Supervisory Board and the explanatory report of the Management Board on information pursuant to Section 289 (4) subsection 1 to 5 and (5), Section 315 (2) subsection 5 and (4) of the German Commercial Code (HGB) for the Financial Year 2011.

The Supervisory Board has already approved the annual financial statements of the Company and of the Group. According to Section 172 of the German Stock Corporation Law (AktG), the annual financial statements have thus been adopted. According to the statutory provisions, no resolution shall be passed on this agenda item.

Cologne, August 2012**KHD Humboldt Wedag International AG
*The Management Board***