



Offer Document

voluntary public share buy-back offer

by

WashTec AG

Argonstraße 7, 86153 Augsburg,
Germany

to its shareholders

to repurchase up to 550,000
bearer shares in the form of non-par value shares of
WashTec AG ("**WashTec Shares**")
ISIN DE0007507501 // WKN 750750

against payment of a cash consideration of 23.20 Euros per share

Acceptance Period:

August 19, 2015 to September 9, 2015, 24.00 hours CET

1. General Information and Notices

1.1 *Implementation of the tender offer in accordance with German law*

This sale and purchase offer by WashTec AG (hereinafter also "**Company**") is a voluntary public offer in the form of a partial offer for the acquisition of own shares ("**Tender Offer**" or "**Offer**").

By bulletin dated 9 August 2006, the German Federal Financial Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht*, "**BaFin**") announced that, according to its view, a public share buy-back offer is not subject to the provisions of the German Securities Acquisition and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz*, WpÜG). Therefore, this Tender Offer does not abide by the provisions of the WpÜG and has not been submitted to BaFin for review or approval; its publication has not been approved by BaFin.

In this offer document ("**Offer Document**") the shareholders of WashTec AG will be referred to each as "**WashTec Shareholder**" or together as "**WashTec Shareholders**".

This Tender Offer is submitted exclusively in accordance with the laws of the Federal Republic of Germany and in compliance with certain applicable provisions of the U.S. Securities Exchange Act 1934 as amended. It is not envisaged or intended to submit or publish this Offer under the terms of legal provisions of any jurisdictions other than the Federal Republic of Germany or the United States of America. The same applies for any public advertising of the Offer under the legal provisions of any jurisdictions other than the Federal Republic of Germany or the United States of America. As a result, WashTec Shareholders cannot rely upon the application of other foreign laws for investor protection.

1.2 Publication of the Offer Document

The Offer Document is in the German language and will be published on the Company's website at www.washtec.de and in the Federal Gazette (*Bundesanzeiger*). Additionally, a non-binding English convenience translation will be published on the Company's website at www.washtec.de.

1.3 Distribution and acceptance of the Offer outside the Federal Republic of Germany or the United States of America

This Tender Offer is addressed to all domestic and foreign WashTec Shareholders.

WashTec Shareholders whose residence, registered office, or usual place of residence is located outside the Federal Republic of Germany should note that outside the Federal Republic of Germany or the United States of America this Offer Document does not constitute a public tender offer pursuant to the laws of their respective country. WashTec Shareholders intending to accept the Offer outside the Federal Republic of Germany or the United States of America are requested to observe the following statements.

The publication, delivery, distribution or dissemination of this Offer Document, a summary or other description of the terms contained in the Offer Document or other informational documents on the Offer may be subject to the provisions of (in particular restrictions pursuant to) jurisdictions other than those of the Federal Republic of Germany or the United States of America. A publication pursuant to the laws and regulations of jurisdictions other than those of the Federal Republic of Germany or the United States is not intended.

The acceptance of the Offer outside the Federal Republic of Germany or the United States of America may be subject to the laws of jurisdictions other than the Federal Republic of Germany or the United States of America. Persons who obtain possession of the Offer Document outside the Federal Republic of Germany or the United States of America or who wish to accept the Offer and fall within the scope of securities law provisions other than those of the Federal Republic of Germany or the United States of America are requested to obtain information on and comply with these securities laws.

Insofar as any of the custodian credit institutions or custodian financial services institutions resident in the Federal Republic of Germany or a German branch of custodian credit institutions or custodian financial services institution ("**Custodian Bank**") has information and circulation obligations towards its customers in connection with the Offer

resulting from legal provisions applicable to the respective relationship with the customers, the Custodian Banks are responsible for independently examining the impact of foreign jurisdictions on such obligations.

The Company does not assume any responsibility whatsoever for ensuring that the publication, delivery, distribution or dissemination of the Offer Document and/or the Offer outside the Federal Republic of Germany or the United States of America complies with the provisions of legal systems outside the Federal Republic of Germany or the United States of America. Furthermore, the Company does not warrant that the acceptance of the Offer outside the Federal Republic of Germany or the United States of America is in compliance with the relevant applicable legal provisions. Any responsibility of the Company for third parties' non-compliance with foreign regulations is expressly excluded.

1.4 *Ad Hoc Announcement of the decision to make the Offer*

The Company has published its decision to make the Offer on August 14, 2015 in accordance with section 15 German Securities Trading Act (*Wertpapierhandelsgesetz, WpHG*). The publication of the announcement is available on the Company's website at www.washtec.de under "Investor Relations".

1.5 *Status of the information contained in this Offer Document*

Unless otherwise expressly indicated, all statements, opinions, intentions and forward-looking statements contained in the Offer Document are based on the information and plans available and are made on the basis of certain assumptions of the Company at the time of publication of the Offer Document. These could change in the future and are subject to uncertainties and risks. Unless required by law, the Company will not update this Offer Document.

2. Public share buy-back offer

2.1 *Subject matter of the Offer*

WashTec AG hereby offers to all WashTec Shareholders to repurchase on the terms and conditions set forth in this Offer Document up to 550,000 bearer shares in the form of non-par value shares, each representing a proportionate amount of the Company's share capital of approx. 2.86 Euros per share of WashTec AG (ISIN DE0007507501 // WKN 750750), including all ancillary rights and undistributed dividends at a price of

23.20 Euros (in words: twenty-three Euros and twenty Cents) per share of WashTec AG.

The Tender Offer is limited to a total of 550,000 WashTec Shares. At the time of the publication of the Offer Document, this corresponds to approx. 3.94 % of the share capi-

tal of the Company, consisting of 13,976,970 bearer shares in the form of non-par value shares in the total amount of 40,000,000 Euros. This Offer is a partial offer. If more than 550,000 shares are tendered into the Offer, the acceptance declarations must be considered *pro rata*. The allotment procedure is described under Section 3.5 of the Offer Document.

2.2 Beginning and end of the Acceptance Period

The period of acceptance of the Offer begins on the first day after the publication of the Offer Document in the Federal Gazette (*Bundesanzeiger*) and on the Company's website (www.washtec.de) on August 19, 2015 and ends on September 9, 2015, 24.00 hours CET. In the following, this period will be referred to as "**Acceptance Period**".

Until three business days before the end of the Acceptance Period (i.e. until September 4, 2015, 24.00 hours) the Offer can be amended according to Section 2.3 of the Offer Document. In the event of an amendment, the Acceptance Period is extended by one week ("**Extended Acceptance Period**") and ends on September 16, 2015, 24.00 hours.

The provisions of the WpÜG do **not** apply to the Offer. Accordingly, the legal provisions of the WpÜG regarding the extension of the Acceptance Period are not applicable. The Company reserves the right to extend the Acceptance Period. The Company will publish any extension of the Acceptance Period without delay in the Federal Gazette (*Bundesanzeiger*) and on the Company's website (www.washtec.de). In order to be valid, an extension of the Acceptance Period must be published before the end of the Acceptance Period.

2.3 Amendment to the Offer, conditions and approvals

If, following the publication of a public purchase offer or public invitation to submit offers for sale, there are considerable deviations between the stock exchange price of the Company's shares and the purchase price offered or the limits of the offered purchase price spread, then the offer/invitation to submit offers for sale can be adjusted. In such cases, the adjusted purchase price may not exceed or fall below the average stock exchange price of the Company's shares in the closing action of the XETRA trading system (or that of a comparable successor system) on the Frankfurt Stock Exchange by more than 15% during the last five trading days prior to the public announcement of any adjustment.

In all other respects, the Offer and the sale and purchase agreements which become effective upon acceptance of this Offer are unconditional. Official approval or clearance is not required.

3. Implementation of the Offer

3.1 *Acceptance declaration and book-entry transfer*

The Company has appointed Baader Bank Aktiengesellschaft as the central agent managing the technical settlement of the public share buy-back offer (the "**Central Settlement Agent**").

The Washtec Shareholders may only accept this Offer within the Acceptance Period set forth in Section 2.2 of the Offer Document by submitting a declaration of acceptance to their custodian bank or a custodian securities service provider with registered office in the Federal Republic of Germany or the German branch of a custodian bank or a custodian financial service provider (hereinafter "**Custodian Institute**").

The WashTec Shareholders who intend to accept this Offer for all or a portion of their shares of WashTec AG are further required to

- a) declare their acceptance of this Offer in writing towards their Custodian Institute, and
- b) instruct the respective Custodian Institute to which acceptance of the Offer has been declared pursuant to paragraph a) to effect the book-entry transfers of their WashTec Shares (ISIN DE0007507501 // WKN 750750) in respect of which they wish to accept the Offer to ISIN DE000A161382 // WKN A16 138 at Clearstream Banking AG, which has been set up exclusively for the implementation of this purchase offer.

The declaration of acceptance of this purchase offer will only become valid once the book-entry transfers of the tendered shares under the ISIN DE000A161382 // WKN A16 138 set up for the purpose of implementation of this Offer have been effected. If the declaration of acceptance has been given in writing to the Custodian Institute within the Acceptance Period (Section 2.2 of the Offer Document), the book-entry transfers of the WashTec Shares to ISIN DE000A161382 // WKN A16 138 will be deemed to have been duly effected within the Acceptance Period if the book-entry transfers have been made by the second banking day after the expiry of the Acceptance Period by 18.00 hours (CET) at the latest. The term **Banking Day** shall mean any day on which (i) credit institutes in Frankfurt am Main are open for business and (ii) the Trans-European Automated Real Time Gross Settlement Express Transfer System (TARGET2) or a comparable system is operational.

WashTec Shareholders who hold the WashTec Shares as physical securities (certified share certificates) are requested to additionally note the applicable special instructions under Section 3.6 of the Offer Document.

3.2 *Further declarations of accepting WashTec Shareholders*

By making a declaration of acceptance of the Offer

- a) the accepting Shareholders declare that they accept the offer of the Company to conclude a sale and purchase agreement for the number of WashTec Shares under the terms and conditions of this Offer Document;

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- b) the accepting WashTec Shareholders instruct their respective Custodian Institute to (i) leave the shares identified in the declaration of acceptance for the time being in the securities account, but to qualify these WashTec Shares for which they have declared acceptance of this Offer to be booked into ISIN DE000A161382 // WKN A16 138 at Clearstream Banking AG; (ii) to instruct and authorize Clearstream Banking AG, taking into consideration the *pro rata* allotment in case the Offer is oversubscribed (cf. Section 3.5 of the Offer Document), to transfer the shares left in the securities account under ISIN DE000A161382 // WKN A16 138 out of the account of the Custodian Institute without undue delay after the expiry of the Acceptance Period, which, in accordance with Section 3.4 of the Offer Document, is expected to be the fifth Banking Day after the expiry of the Acceptance Period and to make them available to the Central Settlement Agent in its securities account at Clearstream Banking AG for the transfer to WashTec AG;
- c) the accepting WashTec Shareholders instruct and authorize their Custodian Institute and the Central Settlement Agent, both having been released from the prohibition to contract with itself as agent for a third party pursuant to section 181 German Civil Code (*Bürgerliches Gesetzbuch*), to take all necessary or appropriate measures and to make and receive any declarations for the execution of the Offer on the terms and conditions of the Offer Document, in particular to execute the transfer of title of the tendered WashTec Shares to the Company;
- d) the accepting WashTec Shareholders instruct and authorize their Custodian Institute to instruct and authorize Clearstream Banking AG to transmit directly or through the Custodian Institute to the Central Settlement Agent on each trading day information with regard to the number of tendered shares for which book-entry transfers have been made under ISIN DE000A161382 // WKN A16 138 in the Custodian Institute's account with Clearstream Banking AG.
- e) the accepting WashTec Shareholders transfer and transfer title of the tendered WashTec Shares concurrently (*Zug um Zug*) in exchange for payment of the offer price to the Company. If more than 550,000 shares are tendered to the Company, the declaration of transfer of title is subject to the condition precedent of a reduced allotment pursuant to the allotment procedure set forth under Section 3.3 and 3.5 of the Offer Document;
- f) the accepting WashTec Shareholders declare that the tendered WashTec Shares will be solely owned by them and are unencumbered by any third party rights and claims.

The declarations, instructions, orders and authorizations referred to in paragraphs a) to f) are issued irrevocably in the interest of a smooth and expeditious execution of this Offer. WashTec shareholders who have not or will not issue these declarations, instructions, orders and authorizations irrevocably will be treated as not having accepted the Offer.

3.3 Legal consequences of the acceptance declaration

Upon acceptance of the Offer, each accepting WashTec Shareholder and the Company conclude a sale and purchase agreement for the tendered WashTec Shares under the terms and conditions of this Offer Document. In case the sale and purchase offer is ac-

cepted for more than 550,000 shares of WashTec AG, the Management Board is entitled to scale down the allotment after the expiry of the Acceptance Period, whereby the share purchase agreements between WashTec AG and its shareholders are changed according to the reduced allotment. The allotment procedure is described in more detail under Section 3.5 of the Offer Document and is part of the subject matter of this Offer.

WashTec Shareholders who transfer their WashTec Shares to the Company in the context of this Offer will not receive any dividends for these shares for the financial year 2015.

3.4 Settlement of the Offer and payment of the purchase price

The purchase price will be paid to the Custodian Institute of the tendering WashTec Shareholders concurrently (*Zug um Zug*) with the transfer of the shares – taking into account the *pro rata* allotment in case the Offer is oversubscribed (cf. Section 3.5 of the Offer Document) – to the securities account of the Settlement Agent at Clearstream Banking AG for the purpose of transferring title of the tendered shares to WashTec AG. To the extent that shares cannot be accepted because of oversubscription of the Offer (cf. Section 3.5 of the Offer Document), the Custodian Institutes shall be instructed to re-transfer the remaining shares tendered for acceptance to the original ISIN DE0007507501 // WKN 750750.

With regard to such shares for which the Offer was accepted during the Acceptance Period, the purchase price is expected to be transferred on the fifth Banking Day after the expiry of the – as the case may be, extended (cf. Section 2.2 of the Offer Document) – Acceptance Period to the Custodian Institute. If the Offer is oversubscribed (cf. Section 3.5 of the Offer Document), the payment of the purchase price, which has to be made without undue delay also in this case, may be delayed for technical reasons for a few days. WashTec AG will have performed its obligation to pay the purchase price in accordance with this Offer upon the credit entry (*Gutschrift*) being made to the relevant Custodian Institute. The relevant Custodian Institute is responsible to credit the payment to each accepting shareholder concerned.

3.5 Allotment in case the Offer is oversubscribed

The Offer relates to up to a total of 550,000 shares of WashTec AG. This corresponds to approx. 3.94 % of the Company's share capital amounting to 40,000,000 Euros.

If, in the context of this Offer, declarations of acceptance for more than 550,000 shares of WashTec AG are being submitted via the Custodian Institute, the following shall apply:

The Company exercises the possibility of preferential acceptance of small quantities of up to 100 tendered shares per shareholder as provided by the authorization of the Shareholders' Meeting of 15 May 2013, i.e. the demand of shareholders tendering up to 100 WashTec Shares is not being scaled down (*repartiert*) in case the Offer is oversubscribed.

The declarations of acceptance submitted by shareholders tendering more than 100 WashTec Shares are considered in proportion to each shareholder's current sharehold-

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ing. Here, the total number of shares, the acquisition of which is the subject matter of this Offer (550,000 shares), minus the total number of shares not scaled down, which have been accepted by shareholders in quantities up to 100 shares (together the "**Reduced Total Number**") are set in proportion to the total number of tendered WashTec Shares, minus the total number of shares not scaled down which have been accepted by shareholders in quantities up to 100 shares (together the "**Reduced Tendered Total Number**"). In this case, the Company acquires from each shareholder the *pro rata* amount of the tendered shares. The result of the calculation is rounded to the next natural number. Fractions are not considered.

Sample calculation for a *pro rata* acceptance:

1,000,000 WashTec Shares are tendered, 40,000 shares thereof are attributable to shareholders having tendered up to 100 shares. The Reduced Tendered Total Number thus corresponds to 960,000 shares. This number is set in proportion to the Reduced Total Number, in this case 510,000 shares. The acceptance rate (*Annahmequote*) of shareholders having accepted more than 100 WashTec Shares would – in accordance with this hypothetical sample calculation – amount to 53,13 %. A shareholder who had accepted the Offer for 3,000 WashTec Shares would be considered with 1,593 shares (3,000 shares * 510,000 shares: 3,900,000 shares = 1,593.75 shares, rounded down, this amounts to 1,593 shares)). A shareholder who had accepted the Offer for 80 shares would be considered with 80 shares, since up to a number of 100 shares a scale down will not be affected.

3.6 Particularities of physical securities

WashTec Shareholder who hold WashTec Shares as physical securities (certified share certificates) have to take special precautions if they wish to accept the Tender Offer.

The acceptance of the Tender Offer requires that the physical securities are first admitted for collective safe custody. To this end, these WashTec Shareholders will be asked to submit the share certificates together with dividend coupons and renewal coupons to a Custodian Institute during normal business hours. Only after corresponding security account credit of the shares may the WashTec Shareholder accept the Tender Offer pursuant to the usual process. Due to the time-consuming process in the acceptance of the offer for physical securities, it is recommended that these be submitted at least 10 days before expiry of the Acceptance Period; timely consultation with the Custodian Institute is recommended.

3.7 No trading in tendered shares

Trading in the tendered shares under ISIN DE000A161382 // WKN A16 138 is not envisaged. Shareholders accepting this Offer may therefore not sell those shares via the stock exchange for which book-entry transfers have been effected until the potential book-entry re-transfers of the oversubscribed shares have been made to the original ISIN DE0007507501 // WKN 750750, irrespective of whether or not the shares are transferred by way of allotment or are re-transferred in part due to a potential oversubscription after the expiry of the Acceptance Period. Trading in the shares of WashTec

AG under ISIN DE0007507501 // WKN 750750 shall remain unaffected.

3.8 Costs and expenses

All costs accruing with regard to the acceptance of the Offer and the book-entry transfers of the WashTec Shares, in particular the costs, expenses and fees charged by the Custodian Banks are to be borne by the WashTec Shareholders.

A contractual right of rescission arising from the agreement concluded by the acceptance of this Offer does not exist.

4. Basis of the public tender offer to repurchase shares

4.1 Capital structure and authorization of the Management Board to repurchase shares

Currently, the Company's share capital amounts to 40,000,000 Euros and is divided into 13,976,970 bearer shares in the form of non-par value shares, each share representing a proportionate amount of the WashTec AG share capital of approx. 2.86 Euros. As of August 14, 2015, the Company holds 44,658 own shares. This corresponds to approximately 0.32 % of the current share capital of the Company. The WashTec Shares (ISIN DE0007507501) are traded on the regulated market (Prime Standard) of the Frankfurt Stock Exchange.

(a) Authorization by the Shareholders' General Meeting of 15 May 2013

On 15 May 2013, the Shareholders' Meeting of WashTec AG authorized the Company according to item 7 of the agenda to acquire own shares as follows:

a) *"Authorization to acquire own shares*

The Company is authorized in accordance with section 71 para 1 no. 8 of the German Stock Corporation Act (Aktiengesetz, AktG), in the period up to 14 May 2016, to acquire own shares accounting for up to an equivalent to no more than 10% of its current share capital of EUR 40,000,000.00 for purposes other than trading in own shares.

The Management Board can opt to acquire these shares via the stock exchange, by means of a public purchase offer to all shareholders, or by means of a public invitation to submit offers for sale aimed at all shareholders.

If the shares are acquired via the stock exchange, the consideration paid by the Company for each share (excluding ancillary acquisition costs) may not exceed or fall below the average stock exchange price of the Company's shares in the closing Xetra auction (or that of a comparable successor system) on the Frankfurt Stock Exchange by more than 10% during

the last five exchange trading days prior to the acquisition of the shares.

If the shares are acquired by means of a public purchase offer to all shareholders or by means of a public invitation to submit offers for sale aimed at all shareholders, the purchase price offered or the limits of the purchase price spread for each share (excluding ancillary acquisition costs) may not exceed or fall below the average stock exchange price of the Company's shares in the closing Xetra auction (or that of a comparable successor system) on the Frankfurt Stock Exchange by more than 15% during the last five exchange trading days prior to the day on which the public purchase offer or public invitation to offer is officially announced. If, following the publication of a public purchase offer or public invitation to submit offers for sale, there are considerable deviations between the stock exchange price of the Company's shares and the purchase price offered or the limits of the offered purchase price spread, then the offer/invitation to submit sale offers can be adjusted. In such cases, the adjusted purchase price may not exceed or fall below the average stock exchange price of the Company's shares in the closing Xetra auction (or that of a comparable successor system) on the Frankfurt Stock Exchange by more than 15% during the last five exchange trading days prior to the public announcement of any adjustment.

If the public offer is oversubscribed or in the event that an invitation to submit offers for sale results in the submission of several offers of equal value and that not all such offers are accepted, acceptance must be effected in accordance with ratios. This may involve the preferential acquisition or preferential acceptance of small quantities of up to 100 of the Company's shares offered for acquisition per shareholder. The public offer or invitation to submit such offers may provide for further terms and conditions. [...]"

The unabbreviated text of the authorization of the Shareholders' Meeting on 15 May 2013, is available in the internet at www.washtec.de.

4.2 Resolution by the Management Board and the Supervisory Board on the exercise of the authorization by the Shareholders' Meeting

The Management Board and the Supervisory Board of the Company have decided on August 14, 2015 to exercise the authorization of the Shareholders' Meeting described under 4.1 in such manner that the Company directs a public sale and purchase offer in the volume set forth in 2.1 to its shareholders. The Company exercises the possibility of preferential acceptance of small quantities of up to 100 tendered shares per shareholder as provided by the authorization of the Shareholders' Meeting.

The text of the corresponding Ad hoc Announcement dated August 14, 2015 as well as the notification is available at www.washtec.de.

The public share buy-back offer has been resolved because of the positive business

development and the positive forecast for the fiscal year of 2015 as communicated.

5. Information on the offer price

The offer price for a bearer share with non-par value of WashTec AG amounts to 23.20 Euros.

In fixing the offer price, the Company abided by the provisions governing the determination of the purchase price contained in the authorization of the Shareholders' Meeting as of 15 May 2013. Pursuant to these provisions, in the event of a public purchase offer to all shareholders or of a public invitation to all shareholders to submit offers for sale, the offered purchase price or the limits of the price range per share (excluding ancillary acquisition costs) must not exceed or fall below the arithmetic mean of the closing price quoted for shares of the Company on the XETRA trading system (or a functionally comparable successor system replacing the XETRA system) of the Frankfurt Stock Exchange by more than 15 % during the last five trading days preceding the date of the public announcement of the Offer or the public invitation to submit offers for sale.

The time period which is decisive for the determination of the offer price therefore comprises the stock exchange trading days August 7, 2015 until August 13, 2015. On these days, the closing prices quoted for the WashTec Share in the floortrading of the Frankfurt Stock Exchange were the following:

Date	Closing price
August 7, 2015	21.770 Euros
August 10, 2015	22.100 Euros
August 11, 2015	22,000 Euros
August 12, 2015	20.895 Euros
August 13, 2015	21.525 Euros

The arithmetic average resulting from this amounts to 21.658 Euros.

The offer price of 23.20 Euros thus includes a premium in the amount of about 7.12% and, hence, lies within the scope determined in the authorization of the Shareholders' Meeting as of 15 May 2013. As compared to the closing price as of August 13, 2015 (21.525 Euros), the premium amounts to about 7.78 %.

The Company reserves the right to change the offer price in accordance with Section 2.3 of the Offer Document.

6. Situation of Shareholders who do not accept the Offer

The current market price of the WashTec Share could be influenced by the fact that on August 14, 2015 the Company has announced its decision to submit this Offer with an offer price of 23.20 Euros per share. It is uncertain whether the WashTec Share's market price will remain at its current level and how it will develop after the expiry of the Acceptance Period. It cannot be excluded that, following implementation of the Offer and

depending on the acceptance rate, the supply of and demand for shares will be lower than today and therefore have a negative impact on the trading liquidity of the WashTec share. A potential restriction in trading liquidity could also lead to greater market price fluctuations than in the past.

WashTec Shares which are acquired in the context of this Offer will become own shares of the Company. No rights, in particular no voting rights or dividend rights arise out of own shares of the Company. The influence of WashTec Shareholders (based on their status as members) who do not accept this Offer increases accordingly and the participation of each shareholder is given more weight in proportion.

7. Development of the portfolio of own shares

As of August 14, 2015, WashTec AG directly holds 44,658 own shares. This corresponds to approx. 0.32 % of the Company's share capital. Following the successful and full completion of the share buy-back offer, the portfolio of own shares held by WashTec AG would increase to 594.658 shares. This corresponds to approx. 4.25 % of the Company's share capital.

8. Tax Advice

Before accepting the Offer, WashTec Shareholders are advised to obtain advice with respect to tax law, taking into account their individual tax circumstances.

9. Other publications

WashTec AG will publish the results of the Offer on the Company's website at www.washtec.de, to be expected two Banking Days before payment of the purchase price. In case the Offer is oversubscribed (cf. Section 3.5 of the Offer Document) the Company will also – as soon as possible – publish the ratio of allotment (*Zuteilungsquote*) according to which the declarations of acceptance will be taken into account.

All publications and other notifications by the Company in connection with the Tender Offer, to the extent no further-reaching disclosure requirements exist, will be published exclusively on the Company's website at www.washtec.de.

10. Applicable law and jurisdiction

This Offer and the sale and purchase agreements concluded on the basis of this Offer are governed exclusively by German law.

If a WashTec Shareholder is a tradesman (*Kaufmann*), a legal person of public law or a separate fund (*Sondervermögen*) governed by public law, the sole jurisdiction shall be Augsburg, the Company's registered office, for all claims arising from or in connection with this Offer and the share purchase and transfer agreements realized due to acceptance of this Offer. To the extent legally permissible, the same shall apply with regard to

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persons who do not have a general jurisdiction in the Federal Republic of Germany or persons who have relocated their residence or usual place of residence to a place outside the Federal Republic of Germany or whose residence or usual place of residence is unknown at the time the action is instituted.

Augsburg, August 14, 2015

WashTec AG – The Management Board