

If you have chosen **one of the company designated proxy holders** for the shareholders' meeting of IMMOFINANZ AG, you may issue mandatory instructions to the proxy holder with this form. With this form you may not issue instructions to other authorized persons. The instructions will be forwarded to the proxy holder.

The instructions apply to the motions of the Executive Board and the Supervisory Board pursuant to sec 108 para 1 Austrian Stock Corporation Act in respect of each agenda item. If a separate vote on specific items of a motion of an agenda item takes place, the instruction issued for this agenda item will apply to every separate vote, correspondingly. In case of additional agenda items or new or modified motions, the proxy holder will abstain from voting. In case of proposed motions for which no or an unclear instruction (e.g. simultaneously FOR or AGAINST regarding the same motion) is issued, the proxy holder will abstain from voting.

Forename, Surname / company name of the shareholder

Contact possibility (phone number or e-mail)

Name of the authorized person

Agenda items (short form)

(Please tick in the box ; don't use a red pen)

| | | For the motions | Against the motions | Abstention |
|----|--|--------------------------|--------------------------|--------------------------|
| 2. | Approval of actions of the members of the Executive Board for the business year 2014/2015. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. | Approval of actions of the members of the Supervisory Board for the business year 2014/2015. <i>(In case you elected Mr. Michael Knap as proxy holder, he is not entitled to vote on resolutions regarding this agenda item.)</i> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. | Remuneration of the Supervisory Board members for the business year 2014/2015. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. | Election of the auditor for the annual financial statements and consolidated financial statements for the business year 2015/2016. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. | Authorisation to issue convertible bonds and resolutions regarding conditional capital. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. | Authorisations of the executive board in relation to the repurchase and sale of treasury shares . | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 8. | Amendment to the Articles of Association in Article 23 (business year). | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 9. | Increase of the share capital of the company from company own funds without issuance of new shares (capital adjustment in accordance with sections 1 et seq Austrian Capital Adjustment Act) and ordinary reduction of the share capital of the company for the purpose of allocation to unappropriated reserves and to adjust the pro-rata amount of the share capital per share to EUR 1.00. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

The proxy holder is entitled to reject any power of attorney without giving reasons, in particular if the power of attorney has not been validly issued. The proxy holder or one of his agents will seek to notify the principal, if contact details (telephone, e-mail, etc.) have been provided and giving notice is feasible within the required timeframe. If no power of attorney has been granted relating to this instruction form, the instruction will not be executed.

This instruction form must be sent together with the power of attorney and the depository confirmation to the address stated in the invitation to the shareholders' meeting. If the power of attorney relating to this instruction form is revoked, the instructions are also invalid. This revocation of the power of attorney must also be sent to the address referred to above. In case of a revocation at the day of the shareholders' meeting, it is required to refer to the issued instruction separately.

date

signature / company signature

where required signatures of all co-owners