
IMMOFINANZ

G R O U P

Resolutions and votes of the Extraordinary Shareholders' Meeting of IMMOFINANZ AG of 17 April 2015

Item 1. of the agenda

Resolutions upon amendments to the Articles of Association regarding the reduction of the number of supervisory board members and amendments to provisions on the term of office, reduction of the threshold for the attainment of a controlling interest as defined in section 22 para 2 Austrian Takeover Act to 15%, deletion of the authorisation to exclude net profit from distribution and deletion of the reduction of required majorities to pass resolutions.

The following resolution has been passed:

The Articles of Association in Article 10 were amended to the effect that para (1) now reads as follows:

“(1) The supervisory board shall consist of at least three but not more than six members.”

Vote:

Presence: 3,662 shareholders with 399,474,877 votes

Number of shares for which valid votes have been cast: 388,549,831

Percentage of the share capital represented by these votes: 36.21 %

Total number of valid votes cast: 388,549,831

Pro: 1,896 shareholders with 295,768,418 votes.

Contra: 244 shareholders with 92,781,413 votes.

Abstention: 1,522 shareholders with 10,925,046 votes.

The following resolution has been passed:

For the amendment of the Articles of Association in article 10 para (5) no resolution has been passed and the proposed amendment of the Articles of Association was not resolved.

Vote:

Presence: 3,636 shareholders with 399,295,037 votes

Number of shares for which valid votes have been cast: 387,761,671

Percentage of the share capital represented by these votes: 36.13 %

Total number of valid votes cast: 387,761,671

Pro: 1,198 shareholders with 154,980,199 votes.

Contra: 836 shareholders with 232,781,472 votes.

Abstention: 1,602 shareholders with 11,533,366 votes.

The following resolution has been passed:

The Articles of Association were amended to the effect that a new Article 28 read as follows is added:

“Article 28

The threshold for the attainment of a controlling interest as defined in section 22 para 2 Austrian Takeover Act shall be reduced to 15% according to section 27 para 1 no 1 Austrian Takeover Act.”

Vote:

Presence: 3,615 shareholders with 399,255,022 votes

Number of shares for which valid votes have been cast: 389,507,108

Percentage of the share capital represented by these votes: 36.29 %

Total number of valid votes cast: 389,507,108

Pro: 1,822 shareholders with 279,968,430 votes.

Contra: 284 shareholders with 109,538,678 votes.

Abstention: 1,509 shareholders with 9,747,914 votes.

The following resolution has been passed:

For the amendment of the Articles of Association in article 21 no resolution has been passed and the proposed amendment of the Articles of Association was not resolved.

Vote:

Presence: 3,511 shareholders with 397,625,577 votes

Number of shares for which valid votes have been cast: 386,207,328

Percentage of the share capital represented by these votes: 35.99 %

Total number of valid votes cast: 386,207,328

Pro: 1,077 shareholders with 159,010,682 votes.

Contra: 836 shareholders with 227,196,646 votes.

Abstention: 1,598 shareholders with 11,418,249 votes.

Item 2. of the agenda

Elections of two members of the supervisory board.

The following resolution has been passed:

The number of members of the supervisory board of IMMOFINANZ AG elected by the shareholders' meeting shall increase from currently four to six members.

Vote:

Presence: 3,327 shareholders with 395,326,284 votes

Number of shares for which valid votes have been cast: 370,618,043

Percentage of the share capital represented by these votes: 34.53 %

Total number of valid votes cast: 370,618,043

Pro: 1,352 shareholders with 319,007,534 votes.

Contra: 405 shareholders with 51,610,509 votes.

Abstention: 1,570 shareholders with 24,708,241 votes.

The following resolution has been passed:

Mr. Horst Populorum is elected to the supervisory board of IMMOFINANZ AG effective from the end of the extraordinary shareholders' meeting of IMMOFINANZ AG on 17 April 2015 for the period until the end of the shareholders' meeting resolving on the approval of actions for the business year 2018/2019.

Vote:

Presence: 3,308 shareholders with 395,883,427 votes

Number of shares for which valid votes have been cast: 368,210,352

Percentage of the share capital represented by these votes: 34.31 %

Total number of valid votes cast: 368,210,352
Pro: 1,349 shareholders with 310,290,558 votes.
Contra: 164 shareholders with 57,919,794 votes.
Abstention: 1,795 shareholders with 27,673,075 votes.

The following resolution has been passed:

Mr. Wolfgang Schischek is elected to the supervisory board of IMMOFINANZ AG effective from the end of the extraordinary shareholders' meeting of IMMOFINANZ AG on 17 April 2015 for the period until the end of the shareholders' meeting resolving on the approval of actions for the business year 2018/2019.

Vote:

Presence: 3,293 shareholders with 395,386,224 votes
Number of shares for which valid votes have been cast: 367,588,415
Percentage of the share capital represented by these votes: 34.25 %
Total number of valid votes cast: 367,588,415
Pro: 1,261 shareholders with 308,168,263 votes.
Contra: 217 shareholders with 59,420,152 votes.
Abstention: 1,815 shareholders with 27,797,809 votes.

Item 3. of the agenda

Resolution upon the approval of a voluntary public partial tender offer (sections 4 et. seq. Austrian Takeover Act) by the Company for shares of CA Immobilien Anlagen AG or authorisation of the management board to submit a partial tender offer.

The following resolution has been passed:

For this agenda item no resolution took place.

No resolution.
