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# IMMOFINANZ

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## Resolutions and votes of the Extraordinary Shareholders' Meeting of IMMOFINANZ AG of 14 March 2014

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### Item 1. of the agenda

**Resolution upon the spin-off by absorption of a participation of IMMOFINANZ AG to BUWOG AG and granting shares of BUWOG AG to the shareholders of IMMOFINANZ AG**

**The following resolution has been passed:**

The spin-off by absorption pursuant to the sections 1 para 2 item 2 and 17 Austrian Demerger Act (Spaltungsgesetz) of an approx. 59.71 per. cent. shareholding in GENA SECHS Immobilienholding GmbH with its registered office in Vienna, registered number FN 370877 h, with a nominal value of EUR 20.899,19, from IMMOFINANZ AG as transferring company to BUWOG AG with its registered office in Vienna, registered number FN 349794 d, as receiving company and the granting of shares in BUWOG AG to the shareholders of IMMOFINANZ AG in proportion to their shareholdings in IMMOFINANZ AG as per the draft of the spin-off and acquisition agreement dated 30 January 2014 is hereby approved.

The conclusion of the spin-off and acquisition agreement between IMMOFINANZ AG and BUWOG AG as per the draft of the spin-off and acquisition agreement dated 30 January 2014 published electronically in the online database (Ediktsdatei) (section 7 para 1a Austrian Demerger Act) on 13 February 2014 as well as on the registered company's website ([www.immofinanz.com](http://www.immofinanz.com)) in preparation for this shareholders' meeting (section 108 para 4 Austrian Stock Corporation Act) is hereby approved. The draft of the spin-off and acquisition agreement dated 30 January 2014 as basis of this resolution shall be attached to the minutes of the shareholders' meeting.

**Vote:**

**Presence:** 3,680 shareholders with 388,624,399 votes

**Number of shares for which valid votes have been cast:** 388,161,372

**Percentage of the share capital represented by these votes:** 34.38 %

**Total number of valid votes cast:** 388,161,372

**Pro:** 3,654 shareholders with 388,022,272 votes.

**Contra:** 15 shareholders with 139,100 votes.

**Abstention:** 11 shareholders with 463,027 votes.

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