

Power of Attorney

for the 27th Ordinary Shareholders' Meeting of IMMOFINANZ AG
Wienerbergstraße 11, AT-1100 Vienna
01 October 2020, 11:00 a.m. CEST (Vienna local time)

IMPORTANT NOTICE: The granting of a power of attorney only does not entitle to exercise shareholder rights at the Shareholders' Meeting. Please contact the credit institution holding your securities on account and make sure that a deposit certificate regarding the shares (**Record Date: 21 September 2020**) will be provided for the Shareholders' Meeting.
Deadline: 28 September 2020, 12 p.m. CEST (Vienna local time).

Issuer (Shareholder)

First Name, Surname / Company name

Address

Date of birth / Registration no.

Securities account no.

Credit institution (securities account)

Phone number (in case of any queries)

Email address to exercise the right of information and for instructions to the authorised proxy

If you issue this power of attorney not as a shareholder, but as a representative of a shareholder, please attach a confirmation of your representation authority (power of attorney issued by the shareholder, etc.).

Power of Attorney - Representative

I/We hereby authorise the following special proxy named by the company to represent me/us at the Shareholders' Meeting, which will be held as a virtual meeting (section 1 para 1 Corporate COVID-19 Regulation), and to exercise all rights in accordance with section 3 para 4 Corporate COVID-19 Regulation on my/our behalf, i.e. in my/our place and with legal effect for me/us to cast votes and, if necessary, to submit motions and/or raise objections:

- Rechtsanwalt Dr. Paul Fussenegger**
1010 Vienna, Rotenturmstraße 12/6, fussenegger.immofinanz@hauptversammlung.at
- Rechtsanwalt Mag. Ewald Oberhammer**
1010 Vienna, Karlsplatz 3/1, oberhammer.immofinanz@hauptversammlung.at
- Rechtsanwalt Dr. Christian Temmel, MBA**
1010 Vienna, Schottenring 14, temmel.immofinanz@hauptversammlung.at
- Dipl.-Volkswirt, Dipl.-Jurist Florian Beckermann, LL.M.**
1130 Vienna, Feldmühlgasse 22, beckermann.immofinanz@hauptversammlung.at

for the following securities

_____ **Non-par value shares (ISIN AT0000A21KS2)**

No. of shares

(If you leave this field blank, the power of attorney will automatically refer to all shares for which the depository bank issues a deposit certificate as of the record date.)

Restrictions of the power of attorney:

Instruction form

for the 27th Ordinary Shareholders' Meeting of IMMOFINANZ AG
 Wienerbergstraße 11, AT-1100 Vienna
 01 October 2020, 11:00 a.m. CEST (Vienna local time)

I/We instruct the above-mentioned proxy representative to cast my/our vote for the respective draft resolution from the Executive Board or Supervisory Board as follows (mark the appropriate box; if no instruction is given, the proxy representative will abstain from voting):

Agenda items (short form) (Please tick in the box <input type="checkbox"/> ; don't use a red pen)		For the motions	Against the motions	Abstention
2.	Appropriation of the balance sheet profit stated in the financial statements for the business year 2019.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Approval of actions of the members of the Executive Board for the business year 2019.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Approval of actions of the members of the Supervisory Board for the business year 2019.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Remuneration of the Supervisory Board members for the business year 2019.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Election of the auditor for the annual financial statements and consolidated financial statements for the business year 2020.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Resolution on the remuneration policies .			
	Remuneration policy of the Executive Board .	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Remuneration policy of the Supervisory Board .	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	Authorisations of the executive board in relation to the repurchase and sale of treasury shares .	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	Resolution on the authorisation of the Executive Board to increase the share capital pursuant to Section 169 Austrian Stock Corporation Act (authorized capital) against contributions in cash and/or in kind including the authorisation of the Executive Board to exclude the shareholders' subscription rights , together with the revocation of the existing authorisation to increase the share capital (authorized capital) in the unused amount and together with the related amendments to the Articles of Association in Article 4 (Registered Capital and Shares).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.	Authorisation of the Executive Board to issue convertible bonds and exclusion of the shareholders' subscription rights , together with the revocation of the existing authorisation to issue convertible bonds in the unused amount as well as conditional increase of the share capital (section 159 para 2 item 1 Austrian Stock Corporation Act) and corresponding amendments to the Articles of Association in Article 4 (Registered Capital and Shares).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.	Amendments to the Articles of Association in Article 17 on authorisations for the broadcasting of shareholders' meetings, remote participation as well as remote voting and supplementary provisions.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Should there be an individual vote on an agenda item in the Shareholders' Meeting, the instructions given here apply to each individual vote.

Other voting items (Please tick in the box <input type="checkbox"/> ; don't use a red pen)	For the motions	Against the motions	Abstention
In the event of new or amended motions by one or more shareholders at the Shareholders' Meeting, I instruct the proxy holder to vote in accordance with the following instructions.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The proxy will **abstain from voting** on resolutions for which **no or unclear instructions** are issued (e.g. simultaneously FOR and AGAINST the same draft resolution). The proxy will only exercise the right to cast votes, the right to propose resolutions and the right to raise objections in accordance with the instructions.

Within the scope of this proxy authorisation, it is also possible to order the proxy to propose a resolution or to object to one or more items on the agenda in the virtual Shareholders' Meeting. I/We therefore instruct the proxy to make or raise the following motions or objections to the items on the agenda below (if the table below remains blank, the proxy will not propose motions or make objections):

Agenda item	motion / objection
Agenda item	motion / objection

It is possible to contact the proxy directly using the contact details stated above. It is recommended to contact the special proxy of your choice in good time if you intend to instruct the special proxy to propose motions for resolutions and to raise an objection to one or more items on the agenda

The proxy is entitled to unilaterally refrain from raising one or more motions if these contradict good manners, are unlawful or, based on the proxy's reasonable judgment, are capable of inflicting a considerable disadvantage to the proxy or if the proxy makes himself criminally liable as a result.

I/We understand that the proxy representative will accept **no instructions to address the Shareholders' Meeting** and that the shareholders' right to information under section 118 Austrian Stock Corporation Act is not exercised by the proxy in the virtual shareholders' meeting. Questions may be submitted by e-mail to **fragen.immofinanz@hauptversammlung.at**. Please use the **question form** provided on the company's website. **Please note the information on exercising the shareholders' right to information in the invitation.**

With my/our signature on this proxy authorisation, I/we confirm that only I/we have access to the abovementioned e-mail address(es) via which I/we will address any questions to the company and/or issue any instructions to the proxy.

The proxy representative is entitled to delegate his authority to subproxies within the scope of this proxy authorisation and, released from any restrictions of double representation and self-dealing, to represent other shareholders

date

signature / company signature

where required signatures of all co-owners

Please complete and return until 30 September 2020, 04:00 p.m. CEST (Vienna local time)

- by **post / messenger** to HV-Veranstaltungsservice GmbH (in fiduciary capacity), Köppel 60, AT-8242 St. Lorenzen am Wechsel, Austria
- by **fax** to +43 (0)1 8900 500 89
- by **e-mail** to the e-mail address of the special proxy you have chosen (as scanned attachment; JPEG, TIF, PDF, etc.)
- by credit institutions according to Section 114 para 1 Austrian Stock Corporation Act per SWIFT to the address GIBAAWGGMS, Message Type MT598 or MT599 (specification with the ISIN AT0000A21KS2 is necessary)