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## S IMMO shareholders decide against the “Austrian solution“

- At the S IMMO shareholders’ meeting, roughly 61% of the represented shareholder capital decided in favour of the proposal on the maximum voting right. However, the resolution failed to receive the required 75% majority
- Consequently, a condition for the voluntary takeover offer by IMMOFINANZ was not met. IMMOFINANZ has decided not to amend the takeover offer which, as a result, is now cancelled
- The shareholders decided against the combination of both companies into a strong Austrian player in the European real estate sector
- IMMOFINANZ intends to continue its successful growth course in line with the corporate strategy

At the shareholders’ meeting of S IMMO AG, a majority of roughly 61% of the shareholder capital in attendance voted in favour of the resolution on the maximum voting right. However, the resolution failed to receive the required 75% majority. Publications on the exercise of voting rights and an analysis of voting behaviour show that the resolution was rejected by three large shareholders, Aggregate Holdings, Peter Korbacka’s EVAX Holding and Erste Asset Management – which together held roughly 28% of the votes at the shareholders’ meeting.

Consequently, a condition for the takeover offer by IMMOFINANZ to the shareholders of S IMMO was not met. IMMOFINANZ has decided not to amend the takeover offer which, as a result, is now cancelled.

“The vote created an opportunity to smooth the way for the combination of both companies and to form S IMMO and IMMOFINANZ into a major Austrian player that can compete in Europe’s top league. Unfortunately, the S IMMO shareholders decided against this proposal and our offer is, therefore, no longer valid“, explained Stefan Schönauer, CFO of IMMOFINANZ.

IMMOFINANZ intends to continue its successful growth course in line with the corporate strategy and enjoys a very sound position with moderate debt and nearly one billion euros of liquid funds.

## *On IMMOFINANZ*

*IMMOFINANZ is a commercial real estate group whose activities are focused on the office and retail segments of seven core markets in Europe: Austria, Germany, Poland, Czech Republic, Slovakia, Hungary and Romania. The core business covers the management and development of properties, whereby the STOP SHOP (retail), VIVO! (retail) and myhive (office) brands represent strong focal points that stand for quality and service. The real estate portfolio has a value of approx. EUR 5.1 billion and covers roughly 220 properties. IMMOFINANZ is listed on the stock exchanges in Vienna (leading ATX index) and Warsaw. Further information under: <https://www.immofinanz.com>*

## IMPORTANT INFORMATION

This announcement is issued by IMMOFINANZ AG (IMMOFINANZ) in connection with the takeover offer for the shares of S IMMO AG (Takeover Offer) and is for information purposes only. It is neither an offer to purchase nor a solicitation to sell securities of S IMMO AG (S IMMO) or IMMOFINANZ.

The conditions and further provisions relating to the Takeover Offer are disclosed in the offer document in accordance with the provisions of the Austrian Takeover Act. Only the terms and conditions of the offer document are decisive. Investors and holders of S IMMO shares are strongly recommended to review the offer document and all other documents related to the Takeover Offer, as they contain important information.

The offer will be conducted solely on the basis of the applicable provisions of the Austrian law, in particular the Austrian Takeover Act. Subject to the exceptions described in the offer document and any exceptions granted by the relevant regulatory authorities, a takeover offer is not being made directly or indirectly, in or into those jurisdictions where to do so would constitute a violation pursuant to the laws of such jurisdiction. The offer will not be conducted in accordance with the legal requirements of jurisdictions (including United States of America (USA), Australia and Japan) other than Austria. Accordingly, no notices, approvals or authorizations for the offer have been filed, caused to be filed or granted outside of Austria. Holders of securities should not rely on being protected by the investor protection laws of any jurisdiction other than Austria. IMMOFINANZ therefore does not assume any responsibility with regard to the Takeover Offer for compliance with laws other than the laws of Austria.

To the extent this presentation contains forward-looking statements concerning IMMOFINANZ or S IMMO, such statements do not represent facts and are characterized by the words such as "will", "expect", "believe", "estimate", "intend", "aim", "assume" or similar expressions. Such statements express the intentions, opinions or current expectations and assumptions of IMMOFINANZ. These forward-looking statements are based on current plans, estimates and forecasts, but do not claim to be correct in the future. Forward-looking statements are subject to risks and uncertainties that are difficult to predict and usually cannot be influenced by IMMOFINANZ. It should be kept in mind that the actual events or consequences may differ materially from those contained in or expressed by such forward-looking statements. It is possible that IMMOFINANZ will change its intentions and assumptions reflected in documents and announcements or in the published offer document also after publication of these documents, announcements or the offer document.

To the extent permissible under applicable law or regulation, IMMOFINANZ or its brokers may purchase, or conclude agreements to purchase, S IMMO shares, directly or indirectly, outside the scope of the intended Takeover Offer, before, during or after the period in which the Takeover Offer remains open for acceptance. These purchases may be completed via the stock exchange at market prices or outside the stock exchange at negotiated conditions. Any information on such purchases will be disclosed as required by law or regulation in Austria or any other relevant jurisdiction.

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