

31st Ordinary Shareholders' Meeting
of
IMMOFINANZ AG
on 29 May 2024

Motions for resolutions
of the Executive Board and the Supervisory Board and
Motions for resolutions and nominations
of the Supervisory Board
with respect to the agenda items

Item 1 of the agenda:

Presentation of the adopted annual financial statement including the management report, the consolidated corporate governance report, the consolidated financial statement including the group management report, the proposal for the appropriation of the balance sheet profit and the report of the Supervisory Board, in each case for the business year 2023.

Regarding this agenda item no resolution is required.

Item 2 of the agenda:

Resolution on the appropriation of the balance sheet profit stated in the financial statement for the business year 2023.

The Executive Board and the Supervisory Board propose the following resolution:

The balance sheet profit stated in the financial statements of IMMOFINANZ AG for the business year ending on 31 December 2023 in the amount of EUR 304,980,982.19 is carried forward in full onto new account.

Item 3 of the agenda:

Resolution on the approval of the actions of the members of the Executive Board for the business year 2023.

The Executive Board and the Supervisory Board propose to resolve on the approval of the actions of the members of the Executive Board for the business year 2023.

Item 4 of the agenda:

Resolution on the approval of the actions of the members of the Supervisory Board for the business year 2023.

The Executive Board and the Supervisory Board propose to resolve on the approval of the actions of the members of the Supervisory Board for the business year 2023.

Item 5 of the agenda:

Election of the auditor for the financial statements and the consolidated financial statements for the business year 2024 and the auditor for the consolidated sustainability report for the business year 2024.

a) Proposal for election of the auditor for the financial statements and the consolidated financial statements

Following the recommendation of its audit committee the Supervisory Board proposes to appoint Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H., Wagramer Straße 19, 1220 Vienna, as auditor for the financial statements and consolidated financial statements for the business year 2024.

b) Proposal for election of the auditor of the consolidated sustainability report for the business year 2024

The Supervisory Board proposes to appoint Ernst & Young Wirtschaftsprüfungsgesellschaft m.b.H., Wagramer Straße 19, 1220 Vienna, as auditor for the consolidated sustainability report for the business year 2024 subject to the condition that the sustainability report must be audited by an external auditor due to legal requirements.

Directive (EU) 2022/2464, the Corporate Sustainability Reporting Directive (CSRD), requires listed companies to have their sustainability report audited externally. The (proposed) appointment of an auditor should enable an audit to be carried out for the business year 2024, if this is required by the statutory implementation of the CSRD.

Item 6 of the agenda:

Resolution on the remuneration policy for the Supervisory Board.

The Supervisory Board proposes to resolve upon the remuneration policy with the principles for the remuneration of the members of the Supervisory Board (Remuneration Policy 2024), which was published on the company's website (www.immofinanz.com) in preparation for the shareholders' meeting.

Item 7 of the agenda:

Resolution on the remuneration of the members of the Supervisory Board.

The Executive Board and the Supervisory Board propose a resolution to determine the total remuneration of the members of the Supervisory Board (capital representatives) for the business year 2023 as well as for the subsequent business years (unless the future Shareholders' Meeting resolves otherwise) at EUR 310,250.00 per business year, whereas the allocation of this remuneration shall be determined by the Supervisory Board in each case.

Item 8 of the agenda:

Resolution on the remuneration report for the remuneration of the members of the Executive Board and the Supervisory Board for the business year 2023.

The Executive Board and the Supervisory Board propose the adoption of the remuneration report on the remuneration granted or owed to the current and former members of the Executive Board and the Supervisory Board for the 2023 business year, as published on the website of the company (www.immofinanz.com) in preparation for the shareholders' meeting.

Item 9 of the agenda:

Elections to the Supervisory Board.

Pursuant to Article 10 para 1 of the Articles of Association the Supervisory Board shall consist of at least three but not more than six members. Based on the resolution of the extraordinary shareholders' meeting held on 31 March 2022, the number of the Supervisory Board members of the company is currently set with four members to be elected by the shareholders' meeting (capital representatives). At the moment two members are delegated by the works council in accordance with section 110 Labour Constitution Act (*Arbeitsverfassungsgesetz*).

The capital representative Gayatri Narayan left the Supervisory Board with effect from 31 December 2023. The Vice-Chairman of the Supervisory Board, Martin Němeček, has informed that he will resign from the Supervisory Board by the end of the upcoming shareholders' meeting. Further, the term of the Chairwoman of the Supervisory Board, Miroslava Greštiaková, will expire at the end of the upcoming shareholders' meeting.

The core shareholder of IMMOFINANZ AG, CPI Property Group S.A., has approached the Supervisory Board with proposals to the shareholders' meeting concerning the re-election of the chairwoman, the election of two new candidates to the Supervisory Board and the early extension of Martin Matula's Supervisory Board mandate, the latter to align the terms of the Supervisory Board members.

The Supervisory Board examined and evaluated the proposals of CPI Property Group S.A. and the proposed candidates and resolved to submit corresponding election proposals to the shareholders' meeting.

In order to regain the previous number of four capital representatives and to maintain continuity, the Supervisory Board proposes the election of four capital representatives, with two existing shareholder representatives being re-elected and two new members being elected to the Supervisory Board.

To that, the Supervisory Board proposes the re-election of Miroslava Greštiaková as well as the election of Iveta Krašovicová and Matúš Sura to the Supervisory Board.

Furthermore, the Supervisory Board proposes an early extension of the mandate of the elected Supervisory Board member Martin Matula. The term of the elected Supervisory Board member Martin Matula expires at the end of the shareholders' meeting that resolves on the discharge for the 2024 business year, i.e. the ordinary shareholders' meeting in 2025. In order to ensure continuity on the Supervisory Board, the Supervisory Board proposes that the term of the elected Supervisory Board member Martin Matula be extended early until the end of the shareholders' meeting that resolves on the discharge for the 2028 business year (shareholders' meeting 2029). This is intended to harmonise the term of Supervisory Board member Martin Matula with that of the other Supervisory Board members elected by the shareholders' meeting so that the terms of all members of the Supervisory Board elected by the shareholders' meeting are aligned.

The Supervisory Board of IMMOFINANZ AG proposes,

- Ms. Miroslava Greštiaková, born on 26 June 1980,
- Mr. Martina Matula, born on 18 December 1980,
- Ms. Iveta Krašovicová, born on 3 October 1971, and
- Mr. Matúš Sura, born on 6 November 1982,

each to be elected as member of the Supervisory Board,

each with effect from the end of today's 31st shareholders' meeting for the period up to the end of the shareholders' meeting which resolves on the discharge for the business year 2028 (ordinary shareholders' meeting 2029).

Each person nominated for election shall be voted on separately.

The proposed persons have made a statement according to section 87 para 2 Austrian Stock Corporation Act, which is available on the website of IMMOFINANZ AG (www.immofinanz.com).

The Supervisory Board will (again) consist of four members elected by the shareholders' meeting (capital representatives). The applicability threshold of the gender quota pursuant to section 86 para 7 Austrian Stock Corporation Act is therefore not reached.

When selecting the proposed candidates, due consideration was given to the requirements of the Austrian Stock Corporation Act and the Austrian Corporate Governance Code regarding professional and personal qualifications as well as to the professionally balanced composition of the Supervisory Board and aspects of diversity of the Supervisory Board as a whole. In addition, the experience and internationality of the composition of the Supervisory Board were adequately taken into account.

Item 10 of the agenda:

Resolution on authorisations of the Executive Board for the repurchase and sale of treasury shares other than via the stock exchange or via a public offering, also with an authorisation of the Executive Board to exclude the shareholders' rights to a pro-rata disposal of their shares as well as to a pro-rata purchase of shares (exclusion of subscription rights) and the authorisation of the Executive Board to redeem treasury shares.

The Executive Board and the Supervisory Board propose the following resolution:

1. The authorisation of the Executive Board granted in the 30th ordinary shareholders' meeting on 3 May 2023 to purchase treasury shares to the extent not utilised shall be withdrawn and the Executive Board shall be authorised in accordance with section 65 para 1 no 8 as well as para 1a and para 1b Austrian Stock Corporation Act for a period of 30 months from the date of the adopted resolution, with the consent of the Supervisory Board, to repurchase treasury shares in the Company for a total of up to 10 per cent of the share capital of the Company, also under repeated use of the 10 per cent threshold, both over the stock exchange or public offer as well as by other means, also with the exclusion of the shareholders' right to sell their shares, that may accompany such an acquisition. The authorisation may be exercised in full or in part or in multiple partial amounts by the Company, companies affiliated with it (section 189a no 8 Austrian Commercial Code) or by third parties for their account, and in pursuit of one or more purposes. The repeated use of the authorisation is permissible. The authorisation shall be exercised by the Executive Board in such a way that the portion of the share capital associated with the shares acquired by the Company on the basis of this authorisation or otherwise may not exceed 10% of the share capital at any time. The equivalent price per share must not fall

below the level of EUR 1.00. The highest equivalent price per share paid in the buy-back shall not be more than 15 per cent above the average of the volume weighted daily closing price of the previous ten trading days of the shares on the Vienna Stock Exchange prior to the agreement of the respective acquisition. In the case of a public offer, the cut-off date for the end of the calculation period shall be the day on which the intention to make a public offer is announced (section 5 para 2 and 3 of the Austrian Takeover Act). If treasury shares are sold and repurchased by the Company in the course of financing transactions (e.g. repo transactions or swap transactions) or in transactions involving securities lending or loans, the sales price shall be the highest equivalent price for the buy-back in addition to appropriate interest.

2. The authorisation of the Executive Board granted in the 30th ordinary shareholders' meeting on 3 May 2023 to sell treasury shares shall be withdrawn in the unused amount and the Executive Board shall be authorised in accordance with section 65 para 1b Austrian Stock Corporation Act for a period of 5 years from the date of the adopted resolution, subject to the approval of the Supervisory Board, to sell and use treasury shares in another way than over the stock exchange or through a public offering, and also to hereby exclude the proportional purchase right of shareholders (exclusion of subscription right). The authorisation may be exercised once or on several occasions, in full or in part or in multiple partial amounts and in pursuit of one or more purposes by the company, companies affiliated with it (section 189a no 8 Austrian Commercial Code) or by third parties for their account.
3. The authorisation of the Executive Board granted in the 30th ordinary shareholders' meeting on 3 May 2023 to redeem treasury shares to the extent not utilised shall be withdrawn and the Executive Board shall be authorised without further involvement of the shareholders' meeting, with the consent of the Supervisory Board, to redeem treasury shares. The Supervisory Board shall be authorised to resolve upon amendments of the Articles of Association resulting from the redemption of treasury shares.

For further reason and explanation of the motion on item 10 of the agenda, reference is also made to the report of the Executive Board regarding the authorisation of the Executive Board to exclude the shareholders' pro-rata right to sell their shares in the course of an off-exchange repurchase of treasury shares and to exclude the pro-rata purchase right (exclusion of subscription right) in case of a sale of treasury shares in another way than over the stock exchange or through a public offering (section 65 para 1b in connection with section 153 para 4 Austrian Stock Corporation Act), published on the website of the company (www.immofinanz.com).

Item 11 of the agenda:

Resolution on the authorisation of the Executive Board to issue convertible bonds and regarding conditional capital.

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 cancellation of existing conditional capital in the unused amount as resolved upon at the shareholder's meeting of 3 May 2023 (Article 4 para (5) of the Articles of Association) and conditional increase of the share capital (section 159 para 2 item 1 Austrian Stock Corporation Act) as well as corresponding amendments to the Articles of Association in Article 4 (Registered Capital and Shares).

1. Authorisation of the Executive Board to issue convertible bonds (issue authorisation)

The Executive Board and the Supervisory Board propose the following resolutions with respect to the authorisation to issue convertible bonds (issue authorisation) as well as the revocation of the existing authorisation to issue convertible bonds in the unused amount:

- 1.1. The authorisation of the Executive Board granted in the ordinary shareholders' meeting on 3 May 2023 to issue convertible bonds shall be withdrawn in the unused amount and the Executive Board shall be authorised for a period of five years starting with the date of the resolution, with the consent of the Supervisory Board, to issue convertible bonds up to a total nominal amount of EUR 563,553,701.00 with conversion and/or subscription rights in respect of up to 13,866,971 ordinary bearer shares of the company representing a pro-rata amount of the share capital of the company of up to EUR 13,866,971.00, also in several tranches and to determine all other terms of the convertible bonds as well as in respect of the issuance and the conversion procedure. The convertible bonds may be issued against cash and also for contribution in kind. The shareholders' subscription rights are excluded. The authorisation to issue convertible bonds may also be exercised repeatedly. In that case the total number of (i) the shares already issued to holders of convertible bonds according to this authorisation and (ii) the shares in relation to which conversion and/or subscription rights may be exercised out of convertible bonds already issued and out of convertible bonds that may be issued pursuant to the repeated exercise of the issuance authorisation, must not exceed the total maximum amount set out in this resolution. The same applies mutatis mutandis for the total nominal amount of the convertible bonds set out in this authorisation. The fulfilment of the conversion and/or subscription rights can be effected through conditional capital, authorised capital, out of treasury shares or by way of delivery from third parties or a combination thereof.
- 1.2. The Executive Board shall be authorised with the consent of the Supervisory Board to determine, in accordance with the provisions of the Austrian Stock Corporation Act, the terms of issuance and the terms and conditions of the convertible bonds, in particular interest rate, issue price, maturity and denomination, dilution adjustment, conversion period and/or conversion date, conversion rights and/or conversion obligations, conversion ratio and conversion price as well as the terms for conversion and/or subscription. In particular, the following terms and conditions (or a combination thereof) may be provided for:
 - (i) additional cash payment and consolidation or cash settlement for fractional amounts that cannot be converted;
 - (ii) fixed or variable conversion ratio or the determination of the conversion price within a specified range dependent on the company's share price development during the term of the convertible bonds;
 - (iii) the company's right, in case of conversion (exercise of the conversion and/or subscription right) not to deliver shares, but to pay an adequate cash amount on the basis of the company's share price;
 - (iv) the company's right to redeem the convertible bonds prior to maturity at the nominal amount and also to grant a compensation for the premature termination to the convertible bond holders;
 - (v) the right of the convertible bond holders to request redemption of the convertible bonds prior to the maturity date at the nominal amount and if applicable also to receive a compensation for the premature termination; or

- (vi) the conversion obligation (conversion and/or subscription obligation) at the maturity date (or at another date) or the company's right to wholly or partially deliver shares of the company to the holders of convertible bonds.
- 1.3. The convertible bonds may also be issued by a directly or indirectly wholly owned subsidiary of IMMOFINANZ AG; in such case, the Executive Board shall be authorised, with the consent of the Supervisory Board, to issue a guarantee in respect of the convertible bonds and, in case of conversion to deliver shares of the company.
- 1.4. The price of the convertible bonds shall be determined with regard to market-standard calculation methods in a market-standard pricing procedure. The price (issue price) of the convertible bonds thereby has to be determined by the price (issue price) of an ordinary fixed-interest bond and the price for the conversion rights taking into consideration the other terms and conditions. The issue price of a bond is determined on the basis of market-standard calculation methods subject to maturity of the bond, interest rate, current market interest rate as well as considering the credit rating of the company. The value of the conversion and/or subscription right is calculated by means of option price calculation, in particular considering maturity/exercise period, share price development (volatility) or other financial ratios as well as the relation of the conversion and/or subscription price to the share price. Further conditions, e.g. rights of early redemption, a conversion obligation and a fixed or variable conversion ratio are to be considered.
- 1.5. The issue price of the shares issued upon exercise of conversion (exercise of the conversion and/or subscription right) and the conversion and/or subscription ratio shall be determined with regard to market-standard calculation methods and the stock market price of the shares of the company (basis of the calculation of the issue price); the issue price must not be below the pro-rata amount of the share capital.

2. Cancellation of existing conditional capital

The Executive Board and Supervisory Board propose the following resolution to cancel conditional capital to the extent not utilised:

The conditional capital increase (section 159 para 2 item 1 Austrian Stock Corporation Act) as resolved upon by the shareholders' meeting of 3 May 2023 by up to EUR 69.334.855,00 for the issuance of up to 69,334,855 new bearer shares of the company (Article 4 para (5) of the Articles of Association) shall be cancelled in the unused amount.

This conditional capital is not required to secure conversion and/or subscription rights of convertible bonds issued by the company:

The authorisation to issue convertible bonds (section 174 para 2 Austrian Stock Corporation Act) referred to as purposes of the conditional capital is revoked with this resolution. On the basis of this authorisation no convertible bonds have been issued.

Thus, the conditional capital is no longer required. Conversion and/or subscription rights are not hampered or endangered due to the cancellation of the conditional capital. Hence, the conditional capital can be cancelled.

3. Conditional capital increase

The Executive Board and the Supervisory Board propose the following resolution on the conditional capital increase:

- 3.1. The share capital shall be conditionally increased in accordance with section 159 para 2 item 1 Austrian Stock Corporation Act by up to EUR 13,866,971.00 by issuance of up to 13,866,971 new ordinary bearer shares. The purpose of the conditional capital increase is the issue of shares to holders of convertible bonds issued by the company on the basis of the resolution of the shareholders' meeting of 29 May 2024. The issue price and the conversion and/or subscription ratio shall be determined with regard to market standard calculation methods and the stock market price of the shares of the company (basis of the calculation of the issue price); the issue price must not be below the pro-rata amount of the share capital. The Executive Board shall be authorised, subject to the approval of the Supervisory Board, to determine further details of the execution of the conditional capital increase (especially issue price, rights attached to the shares, dividend entitlement). The Supervisory Board shall be authorised to resolve upon amendments of the Articles of Association resulting from the issuance of shares from the conditional capital.
- 3.2. The Articles of Association are amended in Article 4 (Registered Capital and Shares) to the effect that para (5) shall read as follows:

“(5) The share capital shall be conditionally increased in accordance with Section 159 para 2 item 1 Austrian Stock Corporation Act by up to EUR 13,866,971.00 by issuance of up to 13,866,971 new ordinary bearer shares. The purpose of the conditional capital increase is the issue of shares to holders of convertible bonds issued by the Company on the basis of the resolution of the shareholders' meeting of 29 May 2024. The issue price and the conversion and/or subscription ratio shall be determined with regard to market standard calculation methods and the stock market price of the shares of the Company (basis of the calculation of the issue price); the issue price must not be below the pro-rata amount of the share capital. The Executive Board shall be authorised, subject to the approval of the Supervisory Board, to determine further details of the execution of the conditional capital increase (especially issue price, rights attached to the shares, dividend entitlement). The Supervisory Board shall be authorised to resolve upon amendments of the Articles of Association resulting from the issuance of shares from the conditional capital.”

For further reason and explanation of the motion on item 11 of the agenda, reference is also made to the report of the Executive Board regarding the exclusion of the subscription right in connection with the authorisation of the Executive Board to issue convertible bonds (section 174 para 4 in conjunction with section 153 para 4 Austrian Stock Corporation Act), published on the website of the company (www.immofinanz.com).

Item 12 of the agenda:

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 authorisation granted to the Executive Board 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).

The Executive Board and the Supervisory Board propose the following resolution:

1. The authorisation of the Executive Board (section 169 Austrian Stock Corporation Act) resolved upon in the ordinary shareholders' meeting on 3 May 2023 to increase the share

capital by 21 July 2028 by up to EUR 69,334,855.00 shall be withdrawn in the unused amount and shall be replaced by the following authorisation:

The Executive Board shall be authorised for five years after the registration of this amendment to the Articles of Association in the Commercial Register pursuant to section 169 Austrian Stock Corporation Act, with the consent of the Supervisory Board, to increase the share capital by up to EUR 69,334,855.00 by issuance of up to 69,334,855 new ordinary bearer shares in return for contributions in cash and/or in kind, also in several tranches and to specify the issue price, which must not be below the pro-rata amount of the company's share capital, the terms of the issuance and further details of the execution of the capital increase in agreement with the Supervisory Board as well as to offer the new shares to the shareholders also by way of an indirect subscription right pursuant to section 153 para 6 Austrian Stock Corporation Act. The Executive Board shall be authorised, with the consent of the Supervisory Board, to fully or partially exclude the shareholders' subscription rights. In total the shares issued with excluded subscription rights on the basis of this authorisation against contribution in cash shall not exceed the limit of EUR 13,866,971.00, corresponding to 10% (ten per cent) of the share capital of the company. The Supervisory Board shall be authorised to resolve upon amendments of the Articles of Association resulting from the issuance of shares based on the authorised capital.

2. The Articles of Association are amended in Article 4 (Registered Capital and Shares) to the effect that para (4) shall read as follows.

“(4) The Executive Board is authorised for five years after registration of this amendment of the Articles of Association, in accordance with Section 169 Austrian Stock Corporation Act, with the consent of the Supervisory Board, to increase the share capital by up to EUR 69,334,855.00 by issuance of up to 69,334,855 new ordinary bearer shares in return for contributions in cash and/or in kind, also in several tranches and to specify the issue price, which must not be below the notional par value per share in the Company's share capital, the terms of the issuance and further details of the execution of the capital increase in agreement with the Supervisory Board as well as to offer the new shares to the shareholders also by way of an indirect subscription right pursuant to Section 153 para 6 Austrian Stock Corporation Act. The Executive Board shall be authorised, with the consent of the Supervisory Board, to fully or partially exclude the shareholders' subscription rights. In total the shares issued with excluded subscription rights on the basis of this authorisation against contribution in cash shall not exceed the limit of EUR 13,866,971.00, corresponding to 10% (ten per cent) of the share capital of the company. The Supervisory Board shall be authorised to resolve upon amendments of the Articles of Association resulting from the issuance of shares based on the authorised capital.”

For further reasons and explanations of the motion on item 12 of the agenda reference is also made to the report of the Executive Board pursuant to sections 170 para 2 in connection with 153 para 4 Austrian Stock Corporation Act regarding the authorisation of the Executive Board to exclude the shareholders' subscription right combined with the authorisation of the Executive Board to increase the share capital pursuant to section 169 Austrian Stock Corporation Act in return for contributions in cash and/or in kind, published on the website of the company (www.immofinanz.com).

Item 13 of the agenda:

Amendments to the Articles of Association in Article 17 (Implementation of the provisions of the Federal Act on the Conduct of Virtual Shareholders' Meetings).

The Executive Board and the Supervisory Board of IMMOFINANZ AG propose for resolution to amend the Articles of Association in Article 17 to add the following new paragraphs 8 to 19 to Article 17:

- “(8) A shareholders' meeting may be held without the physical presence of the participants (virtual shareholders' meeting) in accordance with the provisions of the Federal Act on the Conduct of Virtual Shareholders' Meetings (Virtuelle Gesellschafterversammlungen-Gesetz; VirtGesG). The Executive Board shall decide on the form in which it is to be held, meaning whether the shareholders' meeting is to be held (i) with the physical presence of the participants or (ii) without the physical presence of the participants (virtual shareholders' meeting), either as a simple virtual meeting or as a moderated virtual meeting, or (iii) as a shareholders' meeting at which the individual participants can choose between physical and virtual participation (hybrid shareholders' meeting). If the shareholders' meeting is convened by the Supervisory Board, it shall be left to the Supervisory Board to decide on the form of conduct in the aforementioned sense.*
- (9) Insofar as organisational and technical specifications for a virtual or hybrid shareholders' meeting do not result from the provisions of the VirtGesG or from the Articles of Association, they shall be made by the Executive Board or the Supervisory Board as the convening body.*
- (10) In all other matters, the Executive Board or the Supervisory Board, as the convening body, is authorised to make all decisions necessary to hold a virtual or hybrid shareholders' meeting.*
- (11) The invitation to the virtual or hybrid shareholders' meeting or corresponding information provided on the company's website from the 21st day before the shareholders' meeting shall state the organisational and technical requirements for participation in the virtual or hybrid shareholders' meeting and shall include information on the special proxies.*
- (12) A moderated virtual shareholders' meeting shall be held in accordance with Section 3 VirtGesG. The virtual shareholders' meeting shall be transmitted visually and acoustically in real time for the participants.*
- (13) The Executive Board is authorised to provide for the virtual or hybrid shareholders' meeting to be broadcast to the public.*
- (14) During the moderated virtual shareholders' meeting, the shareholders shall have the opportunity to speak by using electronic communication, e.g. by e-mail. If a*

shareholder is granted the word by the chairman, he shall be given the opportunity to speak by way of video communication by the chairman. The chairperson shall decide on the order and also on the time up to which shareholders may speak (speeches) and up to which questions may be asked.

- (15) *In addition, the Company shall provide shareholders with an electronic communication channel, e.g. e-mail, by which they may submit questions and motions to the Company from the time of the invitation until the third working day or a later time to be determined before the beginning of the shareholders' meeting. The questions and motions submitted in this way shall be read out at the shareholders' meeting or brought to the attention of the shareholders in another suitable manner, e.g. on the Company's website.*
- (16) *For all votes in the moderated virtual shareholders' meeting, the shareholders may exercise their voting rights by way of electronic communication and, if necessary, also raise objections in this way; this applies equally in the case of a (moderated) hybrid shareholders' meeting with regard to those shareholders who have opted for virtual participation. The Company may in particular - depending on the technical possibilities - (i) set up and disclose an e-mail address to which the voting right exercise or objection can be sent to the Company, or (ii) offer the use of a special voting software or a corresponding function on the website of the Company (HV Portal) for the purpose of exercising voting rights or raising objections.*
- (17) *The Executive Board is authorised to provide that shareholders may cast their votes or raise objections electronically up to a time to be determined prior to the shareholders' meeting. Paragraph (16) second sentence shall apply mutatis mutandis to the setting up of the electronic voting system and the raising of objections. Shareholders may revoke their votes until the vote at the shareholders' meeting and, if necessary, vote again. In all other respects, Section 126 AktG shall apply mutatis mutandis.*
- (18) *In the event of a virtual or hybrid shareholders' meeting, the Company shall provide the shareholders, at its own expense, with two suitable special proxies who are independent of the Company and who may be authorised by the shareholders to propose resolutions, to cast votes and, if necessary, to raise an objection in the virtual or hybrid shareholders' meeting.*
- (19) *The provisions of the Articles of Association with regard to virtual and hybrid shareholder meetings pursuant to paragraph (8) to (18) are time limited until 31. December 2028.“*

Article 17 of the Articles of Association shall grant the Company the option of holding shareholders' meetings in virtual or hybrid form if required in accordance with the Federal Act on the Conduct of Virtual Shareholders' Meetings (*Virtuelle Gesellschafterversammlungen-Gesetz – VirtGesG*,

IMMOFINANZ

English translation of the German original version for convenience only.
The German original version shall prevail.

Federal Law Gazette I No. 79/2023) in order to be best prepared for future developments and to ensure a high degree of flexibility. When deciding to hold a shareholders' meeting in the form of a virtual meeting or in the form of a hybrid meeting, the interests of the company and the participants must be given due consideration.

Vienna, May 2024