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*Shareholders' meeting according to article 107 section 3 AktG*

## **CA Immobilien Anlagen AG: Convocation of an Extraordinary General Meeting**

Wien (pta009/09.11.2021/07:30) - 09.11.2021.

**CA IMMOBILIEN ANLAGEN AKTIENGESELLSCHAFT**

**Vienna**

**FN 75895k**

**ISIN AT0000641352 (Bearer Shares)**

**ISIN AT0000641345 (Registered Shares)**

**Convocation of an Extraordinary General Meeting**

**(virtual General Meeting)**

**on Tuesday, 30 November 2021, at 9:00am (Vienna time)**

**in the premises of the Company, Mechelgasse 1, 1030 Vienna**

### **I. HOLDING A VIRTUAL GENERAL MEETING WITHOUT PHYSICAL PRESENCE OF THE SHAREHOLDERS**

#### **1. Corporate Covid-19-Act (COVID-19-Act) and Corporate COVID-19-Regulation (COVID-19-Regulation)**

After careful consideration, the Management Board decided to make use of the legal regulation of a virtual general meeting in order to protect shareholders and other participants. The use of these legal provisions is permissible, since CA Immobilien Anlagen Aktiengesellschaft (the "Company") is a listed company.

The Extraordinary General Meeting of CA Immobilien Anlagen Aktiengesellschaft on 30 November 2021 will be held as a "virtual general meeting" on the basis of section 1 para 2 Corporate COVID-19-Act, Federal Law Gazette I No. 16/2020 as amended by Federal Law Gazette I No. 156/2020 and Corporate COVID-19-Regulation (Federal Law Gazette II No. 616/2020), taking into account the interests of both the company and the participants.

According to the decision of the Management Board, this means that for reasons of health protection, shareholders and their representatives (with the exception of the special proxies pursuant to section 3 para 4 COVID-19-Regulation) cannot in principle be physically present at the General Meeting of CA Immobilien Anlagen Aktiengesellschaft on 30 November 2021.

The General Meeting shall take place in the physical presence of the Chairman of the Supervisory Board, the Chairman of the Management Board and other members of the Management Board, the official notary public and the four special proxies proposed by the Company at the premises of the Company, Mechelgasse 1, 1030 Vienna.

The exercise of voting rights, the right to submit motions and the right to raise objections shall be made exclusively by granting power of attorney and instructions to one of the special proxies proposed by the Company in accordance with section 3 para 4 COVID-19-Regulation.

The right to information can also be exercised at the virtual General Meeting by the shareholders themselves by means of electronic communication, namely by sending questions in text form by e-mail to the address [fragen.caimmo@hauptversammlung.at](mailto:fragen.caimmo@hauptversammlung.at).

#### **2. Transmission of the General Meeting on the Internet**

In accordance with section 3 para 1 Corporate COVID-19-Regulation, the General Meeting is broadcast in full in video and audio in real time on the Internet. Based on section 3 para 1, 2 and 4 Corporate COVID-19-Regulation, this is permissible under data

protection law.

All shareholders of the Company can follow the General Meeting on 30 November 2021 from 9:00am (Vienna time) on the Internet at [www.aimmo.com](http://www.aimmo.com) as a virtual General Meeting using appropriate technical aids.

By broadcasting the General Meeting on the Internet, all shareholders who so desire have the opportunity to follow the course of the General Meeting in real time via this acoustic and optical connection and thus particularly the presentation by the Management Board, the answers to shareholders' questions and the voting procedure.

Special attention is drawn to the fact that this live transmission as a virtual general meeting does not enable remote participation (section 102 para 3 no. 2 of the Austrian Stock Corporation Act (AktG)) and remote voting (section 102 para 3 no. 3 of the Austrian Stock Corporation Act (AktG) and section 126 of the Austrian Stock Corporation Act (AktG)) and that the transmission on the Internet is not a two-way connection. The individual shareholder can therefore only follow the course of the meeting by means of this transmission. The submission of motions, the participation in the voting and raising of objections shall be performed exclusively by one of the special proxies proposed by the Company.

It is also pointed out that the Company is only responsible for the use of technical means of communication to the extent that these are attributable to its sphere of influence (section 2 para 6 Corporate COVID-19-Regulation).

As a shareholder of the Company, you will need a functional end-device, such as a computer, laptop, tablet or smartphone, and an Internet connection with sufficient broadband for streaming videos to participate in the virtual General Meeting. The link to the transmission of the General Meeting can be found on the website registered in the Company Register at <https://www.aimmo.com/en/investor-relations/ordinary-general-meeting/>.

In addition, reference is made to the organizational and technical requirements for participation in the Virtual General Meeting pursuant to section 2 para 4 Corporate COVID-19-Regulation contained in this convening notice.

We would ask shareholders to pay particular attention to the following sections in this convening notice of the General Meeting, namely section V. on the appointment of a special proxy, section VI. subsection 3 on the exercise of shareholders' right to information and section VI. subsection 4 on submitting motions, issuing voting instructions and raising objections from shareholders.

## **II. AGENDA**

1. Resolutions regarding the utilization of the net profit as shown in the Annual Financial Statements as of 31 December 2020.

## **III. DOCUMENTS FOR THE GENERAL MEETING**

In particular, the following documents will be made available on the Company's website at <http://www.aimmo.com/en/investor-relations/ordinary-general-meeting/> by 9 November 2021 at the latest:

- \* the request for the convocation of this extraordinary general meeting by the shareholder SOF-11 Klimt CAI S.à r.l including the requested agenda
- \* the motions for resolutions of the shareholder SOF-11 Klimt CAI S.à r.l on the sole agenda item
- \* the annual financial statements with the management report as of 31 December 2020
- \* the consolidated financial statements with the group management report as of 31 December 2020
- \* the full text of this announcement and this invitation
- \* the forms for granting and revoking proxy pursuant to section 114 Austrian Stock Corporation Act (AktG) together with an instruction form for the special proxies nominated by the Company (Dr. Michael Knap, Mag. Gernot Wilfling, Dr. Sascha Schulz, Dr. Christoph Nauer)
- \* the form for questions

## **IV. RECORD DATE AND REQUIREMENTS FOR PARTICIPATION IN THE GENERAL MEETING**

The entitlement to participate in the virtual General Meeting and to exercise the voting right and other shareholder rights assertable at this virtual General Meeting in accordance with the Corporate Covid-19 Act and the Corporate COVID-19-Regulation is determined pursuant to section 111 Austrian Stock Corporation Act (AktG) by the share ownership at the end of 20 November 2021, 24:00 hours Vienna time (record date). Only those who are shareholders on this record date and provide proof of this to the

Company are entitled to participate in this virtual General Meeting in accordance with the Corporate COVID-19-Act and Corporate COVID-19-Regulation. For bearer shares, evidence of share ownership on the record date must be issued by way of a deposit confirmation according to section 10a Austrian Stock Corporation Act (AktG). Pursuant to section 111 para 2 Austrian Stock Corporation Act (AktG), such confirmation must be received by the Company no later than 25 November 2021, exclusively at one of the following addresses:

as document signed by officers representing the issuing credit institution via mail or courier service at the address: CA Immobilien Anlagen AG, c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel

by fax: +43 (0)1 8900 500 82

by e-mail: anmeldung.caimmoag@hauptversammlung.at (simple e-mail; deposit confirmation as PDF, JPG, TXT or TIF)

by SWIFT: GIBAATWGGMS, Message Type MT598 or MT599; please indicate ISIN AT0000641352 in the wording.

The appointment of a special proxy and the exercise of the right to information by shareholders cannot be validly effected without a deposit receipt being received by the Company in due time.

#### **Deposit confirmation according to section 10a Austrian Stock Corporation Act (AktG)**

The deposit confirmation must be issued by the custodian financial institution having its seat in a member state of the European Economic Area or in a full member state of the OECD, and shall contain the following information:

- \* Information on the issuer: name/company name and address or a code conventionally used in transactions between financial institutions (SWIFT code),
- \* information on the shareholder: name/company name, address, date of birth in case of a natural person, name of register and registration number in case of a legal entity,
- \* information on the shares: number of shares held by the shareholder and (in case of several share categories) the name of the share category or the internationally accepted security identification number,
- \* custody account number or other identifier of the securities account,
- \* the deposit confirmation must refer to 20 November 2021, 24 hours Vienna time.

The deposit confirmation must be received in either German or English. The deposit confirmation must not be older than seven days at the time of the submission.

#### **Registered Shares**

As regards registered shares, only shareholders whose registration in text form is received by the Company exclusively at one of the following addresses on 25 November 2021, 24 hours Vienna time at the latest, shall be entitled to participate in the General Meeting:

via mail or courier service at the address: CA Immobilien Anlagen AG, c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel

by fax: +43 (0)1 8900 500 82

by e-mail: anmeldung.caimmoag@hauptversammlung.at (as a scanned attachment: TIF, PDF, etc.)

by SWIFT: GIBAATWGGMS, Message Type MT598 or MT599; please indicate ISIN AT0000641345 in the wording.

Registrations must be received in German or English.

In the case of registered shares, the entry in the share ledger on the record date is decisive; no separate evidence needs to be provided by the shareholder.

Registration to the General Meeting or submission of deposit confirmation does not block shareholders from their right to freely dispose of their shares. Shareholders are requested to contact their custodian bank in good time to arrange for the issue and transmission of a deposit confirmation.

#### **V. APPOINTMENT OF A SPECIAL PROXY AND THE PROCEDURE TO BE FOLLOWED**

Every shareholder who is entitled to participate in the virtual General Meeting in accordance with the Corporate COVID-19-Act and the Corporate COVID-19-Regulation has the right to appoint a special proxy.

Pursuant to section 3 para 4 Corporate COVID-19-Regulation the submission of a motion for resolution, the casting of votes and the raising of an objection in this virtual General Meeting of CA Immobilien Anlagen Aktiengesellschaft on 30 November 2021 can only be conducted by a special proxy.

The following qualified persons who are independent of the Company are proposed as special proxies:

i. Dr. Michael Knap, c/o Interessensverband für Anleger, IVA, 1130 Vienna, Feldmühlgasse 22, T: +43 (01) 8763343 30, e-mail: knap.caimmo@hauptversammlung.at

ii. Mag. Gernot Wilfling, c/o Müller Partner Rechtsanwälte GmbH, 1010 Vienna, Rockhgasse 6, T: +43 1 535 8008 27, e-mail: wilfling.caimmo@hauptversammlung.at

iii. Dr. Sascha Schulz, c/o Schönherr Rechtsanwälte GmbH, 1010 Vienna, Schottenring 19, T: +43 1 534 37 50770, e-mail: schulz.caimmo@hauptversammlung.at

iv. Dr. Christoph Nauer LL.M, c/o bpv Hügel Rechtsanwälte GmbH, 2340 Mödling, Enzersdorferstraße 4, T: +43 2236 893377, e-mail: nauer.caimmo@hauptversammlung.at

Each shareholder may choose one of the four above-mentioned persons as his or her special proxy and grant this person power of attorney.

The granting of a power of attorney to another person is not permissible within the meaning of the Corporate COVID-19-Regulation and is therefore invalid.

In order to facilitate the preparation, organization and conduct of this virtual General Meeting, we request to refrain from issuing instructions to the special proxy authorized by the shareholder to ask questions and read out speeches. Instead, shareholders may exercise their right to information themselves by means of electronic communication, namely by submitting questions in text form by e-mail exclusively to the address fragen.caimmo@hauptversammlung.at (see also section VI.).

It is recommended to contact the special proxy authorized by the shareholder in due time if the special proxy authorized by the shareholder is instructed to propose motions for resolutions and to raise an objection in the virtual general meeting on one or more items on the agenda.

When granting a power of attorney, you are expressly requested to complete the power of attorney form in full with regard to the "Information on the shareholder(s)" and, in particular, to provide the e-mail address and a password in order to enable or facilitate in a suitable manner the verification of the identity of the shareholder concerned by the special proxy when communicating at a later date, in particular during the General Meeting by e-mail. Furthermore, it is hereby requested that any further communication with the special proxy be conducted exclusively via the e-mail address that is also specified in the proxy form.

A proxy form is available on the Company's website at <https://www.caimmo.com/en/investor-relations/ordinary-general-meeting/>. Please read this proxy form carefully and also refer to the organizational and technical requirements for participation in the Virtual General Meeting pursuant to section 2 para 4 Corporate COVID-19-Regulation contained in this convening notice.

For the purpose of good preparation for the General Meeting and therefore, also in your interest, the proxies should be received by the corresponding e-mail address of your special proxy listed below by 25 November 2021 at the latest:

i. e-mail: knap.caimmo@hauptversammlung.at

ii. e-mail: wilfling.caimmo@hauptversammlung.at

iii. e-mail: schulz.caimmo@hauptversammlung.at

iv. e-mail: nauer.caimmo@hauptversammlung.at

As a result of this type of transmission, only the special proxy selected and authorized by you, and not one of the other special proxies, has direct access to the power of attorney.

However, personal handover of the power of attorney to the special proxy at the place of assembly is expressly excluded for the purpose of maintaining the special measures based on COVID-19.

In addition, the following communication channels and addresses are available for transmitting powers of attorney:

via mail or courier service at the address: CA Immobilien Anlagen AG, c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel

by fax: +43 (0)1 8900 500 82

by SWIFT: GIBAATWGGMS, Message Type MT598 or MT599; please indicate for bearer shares ISIN AT0000641352 or for registered shares ISIN AT0000641345 in the wording.

In the interest of efficient processing, we ask you to use the forms provided at all times.

Details regarding the authorization, in particular the text form and the content of the authorization can be found in the authorization form provided to the shareholders. If an intermediary authorized person is involved, please note that the authorization of the registered shareholder to intervene must be proven by an effective chain of authority (sub-proxy). However, representation at the General Meeting is only effective if one of the four special proxies is authorized.

The preceding provisions concerning the granting of proxy apply mutatis mutandis to the revoking of such proxy.

## **VI. GUIDANCE CONCERNING SHAREHOLDERS' RIGHTS ACCORDING TO SECTIONS 109, 110 AND 118 AUSTRIAN STOCK CORPORATION ACT (AKTG)**

### **1. Addition of items to the agenda**

Shareholders whose interests individually or collectively total at least 5% of the share capital and who have held the relevant shares for at least three months prior to their request, may request in writing that items are added to the agenda of this General Meeting and are announced. "In writing" means personal signature or corporate signature by every applicant. Each additional agenda item submitted must be accompanied by a motion for a resolution and reasoning. Pursuant to section 109 Austrian Stock Corporation Act (AktG) such a request is only considered if received by the Company in writing by no later than 11 November 2021 addressed exclusively to CA Immobilien Anlagen Aktiengesellschaft, 1030 Vienna, Mechelgasse 1, Corporate Office Department, Claudia Höbart. For bearer shares, shareholding may be evidenced by a deposit confirmation according to section 10a Austrian Stock Corporation Act (AktG), confirming that the proposing shareholder has continuously held the shares for at least three months before submitting the request; such receipt not being older than seven days when presented to the Company. Several deposit confirmations concerning shares, which only together constitute a shareholding of 5%, must refer to the same point in time (day, hour). In the case of registered shares, the entry in the share ledger is decisive; no separate evidence is required to be provided by the shareholder.

### **2. Shareholders' motions for resolutions**

Shareholders whose interests individually or collectively total at least 1% of the share capital may submit motions for resolutions concerning any item of the agenda in text form (pursuant to section 13 para 2 Austrian Stock Corporation Act (AktG)), and can request that such motions, together with the names of the relevant shareholders, the reasoning that are to be attached and any comments of the Management Board or Supervisory Board, be published on the Company's website. The motion, but not its reason, must be written in German. Pursuant to section 110 Austrian Stock Corporation Act (AktG), such a request is only considered if received by the Company in text form on 19 November 2021 at the latest

via mail, courier service or personally delivered at its business address: CA Immobilien Anlagen Aktiengesellschaft, Corporate Office Department, Claudia Höbart, Mechelgasse 1, 1030 Vienna

by fax: +43 (0)1 8900 500 82

by e-mail: [anmeldung.caimmoag@hauptversammlung.at](mailto:anmeldung.caimmoag@hauptversammlung.at), whereas the request is to be attached to the e-mail in text form, as a PDF file for example.

If the proposal concerns the election of a member of the Supervisory Board, the reasoning is replaced by the declaration of the nominee according to section 87 para 2 Austrian Stock Corporation Act (AktG). For bearer shares, shareholding may be evidenced by a deposit confirmation according to section 10a Austrian Stock Corporation Act (AktG), such receipt not being older than seven days when presented to the Company. Several deposit confirmations concerning shares, which only together constitute a shareholding of 1%, must refer to the same point in time (day, hour). In the case of registered shares, the entry in the share ledger is decisive; no separate evidence is required to be provided by the shareholder.

### **3. Right to information during the General Meeting**

In the General Meeting, each shareholder is entitled to request information concerning the affairs of the Company, the Group and the companies included in the consolidated financial statements to the extent necessary to properly evaluate an agenda item. Information may be denied to the extent that, according to sound business judgement, it may significantly prejudice the Company or an affiliated enterprise, or if disclosure would constitute a criminal offence.

It is expressly pointed out that the right to information pursuant to section 118 Austrian Stock Corporation Act (AktG) can be exercised by the shareholders themselves during this virtual General Meeting by means of electronic mail by submitting an e-mail to the address [fragen.caimmo@hauptversammlung.at](mailto:fragen.caimmo@hauptversammlung.at). Please send the e-mail from the same e-mail address that you indicated on the proxy form.

Please use the question form, which is available on the company's website at <https://www.caimmo.com/en/investor-relations/ordinary-general-meeting/>. If this question form is not used, the person of the declarant (name/company, date of birth/company register number of the shareholder) must be named in this simple e-mail. In addition, the password specified in the proxy form should also be provided in order to enable the Company, in case of doubt, to establish the identity of and consistency with the deposit confirmation. Questions received by the Company will be read out and answered at the General Meeting in accordance with section 118 of the Austrian Stock Corporation Act (AktG).

The Chairman of the general meeting will structure the course of the general meeting in terms of time, as in the case of an attendance general meeting, and in particular announce a specific time by which questions can be asked.

Regardless of this, for organizational reasons, shareholders are requested to send all questions in text form by e-mail to the address [fragen.caimmo@hauptversammlung.at](mailto:fragen.caimmo@hauptversammlung.at) in good time so that they arrive at the Company by 25 November 2021 at the latest. This allows the Management Board to prepare as accurately as possible and to answer your questions at the General Meeting as quickly as possible. Within the framework of the above-mentioned communication channels and participation opportunities, the Management Board aims to ensure that the shareholders are given the highest possible quality of decision-making.

A prerequisite for the exercise of the shareholders' right to information is the proof of the right to participate according to section IV. of this convening notice and the granting of a corresponding power of attorney to the special proxy according to section V. of this convening notice.

### **4. Shareholders' right to vote, submit motions and raise objections at the General Meeting**

Every shareholder - irrespective of a specific shareholding - is entitled to submit motions, issue voting instructions or make objections to the minutes for each agenda item in the virtual general meeting in accordance with the Corporate COVID-19-Act and Corporate COVID-19-Regulation through his special proxy.

Shareholders may issue voting instructions and exercise their right to submit motions and raise objections together with the power of attorney or at a later date. Shareholders have the opportunity to amend their instructions, in particular with regard to the submission of new motions, the casting of votes or changes to their instructions regarding the casting of votes on one or more items on the agenda, but also raising of objections to one or more items on the agenda to the relevant special proxy, even during the General Meeting up to a certain point in time. For this purpose, please use a simple e-mail to the e-mail address of your special proxy to which you have also sent the power of attorney.

Please send the e-mail from the same e-mail address that you indicated on the proxy form. In this simple e-mail, the person making the declaration must be named (name/company name, date of birth/company register number of the shareholder) and the conclusion of the declaration must be made recognizable by reproducing the signature of the name or otherwise (§ 13 para. 2 Austrian Stock Corporation Act (AktG)) in order to enable the special proxy to establish the identity and conformity with the power of attorney.

Please note that during the General Meeting, only electronic communication with your special proxy is expected to be possible and that, in particular, it will not be possible to reach the special proxy by telephone.

The time up to which instructions regarding the submission of motions, voting and objections are possible will also be determined by the Chairman in the course of the General Meeting.

Please note that it may be necessary to briefly interrupt the virtual General Meeting in order to properly process the shareholders' instructions to the proxies received during the General Meeting.

If there is no voting instruction for a resolution proposal, the special proxy will abstain from voting. The special proxy will also abstain from voting on motions for resolutions on which an unclear voting instruction has been issued (e.g. simultaneously FOR and AGAINST the same motion for resolution).

## **VII. FURTHER INFORMATION AND NOTES**

### **1. Total number of shares and votes**

At the date of convening the General Meeting, the Company's share capital totals 774,229,017.02 euros and is divided into 106,496,426 no-par shares, consisting of 106,496,422 bearer shares and four registered shares whereby each share grants one vote. At the time of convening the General Meeting, the Company holds 5,780,037 treasury shares, for which voting rights are dormant (section 65 para 5 Austrian Stock Corporation Act (AktG)). Thus, the total number of votes is 100,716,389.

### **2. No physical attendance**

We would like to expressly point out once again that neither shareholders nor guests are admitted in person at the venue of the upcoming General Meeting.

## **VIII. INFORMATION ON DATA PROTECTION**

CA Immobilien Anlagen Aktiengesellschaft processes the personal data of its shareholders (including, but not limited to, those pursuant to sec. 10a para 2 of the Austrian Stock Corporation Act (AktG), i.e. name, address, date of birth, securities deposit number, number of shares held by the shareholder, class of shares where applicable, voting card number and, where applicable, name and date of birth of the proxy or proxies) on the basis of the applicable data privacy provisions, including, without being limited to, the EU General Data Protection Regulation (GDPR) and the Austrian Data Protection Act, to enable the shareholders to exercise their rights at the General Meeting. Information on the processing of personal data of participants of the General Meeting is available at <https://www.aimmo.com/en/data-protection-declaration/> or <https://www.aimmo.com/en/investor-relations/ordinary-general-meeting/>.

The Management Board

|                  |                                                                          |
|------------------|--------------------------------------------------------------------------|
| emitter:         | CA Immobilien Anlagen AG<br>Mechelgasse 1<br>1030 Wien<br>Austria        |
| contact person:  | Mag. Claudia Höbart                                                      |
| phone:           | +43 (0)1532 5907-502                                                     |
| e-mail:          | <a href="mailto:claudia.hoebart@aimmo.com">claudia.hoebart@aimmo.com</a> |
| website:         | <a href="http://www.aimmo.com">www.aimmo.com</a>                         |
| ISIN(s):         | AT0000641352 (share)                                                     |
| stock exchanges: | official trade in Vienna                                                 |



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