
CORPORATE GOVERNANCE
REPORT 2024

24

CONTENT

SUPERVISORY BOARD REPORT	2
MANAGEMENT BOARD	5
SUPERVISORY BOARD	6
CORPORATE GOVERNANCE REPORT	8
CONTACT/DISCLAIMER/IMPRINT	15

REPORT OF THE SUPERVISORY BOARD



Torsten Hollstein, Chairman of the Supervisory Board

DEAR SHAREHOLDERS

As in previous years, the Supervisory Board of CA Immo performed all the tasks incumbent upon it by law, the Articles of Association and the rules of procedure in the 2024 financial year. The Supervisory Board continuously advised and monitored the Management Board in its management of the company and provided support on strategically important issues relating to the company's further development. The Supervisory Board was kept informed through detailed quarterly reports and other verbal and written reports. The Supervisory Board was informed comprehensively and in good time about measures requiring its approval. Any deviations from planned figures and targets were explained by the Management Board. The decisions and measures taken by the Management Board were comprehensible. Cooperation between the Supervisory Board and Management Board was characterized by open discussions throughout. Close contact between the Chairman of the Supervisory Board and the Chairman of the Management Board underscored the open exchange of information on matters relevant to decision-making. The Supervisory Board was informed comprehensively and promptly about all company developments. There was no cause for complaint.

Main focus of the Supervisory Board's activities

At its 10 meetings in the 2024 financial year, the Supervisory Board of CA Immo again dealt intensively with the effects of the changed economic environment as a whole and on the real estate sector and the business performance of CA Immo in particular. A particular focus was placed

on monitoring and critically evaluating the overall economic situation in the Federal Republic of Germany, where around 68% of CA Immo's total portfolio is located.

As in previous years, the Supervisory Board dealt in depth with property sales in Germany, Austria and Central and Eastern Europe as part of the strategic capital rotation program. The Management Board provided ongoing reports on all precautions and measures taken in this regard. Another focus of activity in the 2024 financial year was the sale of the construction management subsidiary omniCon, which resulted in the streamlining of the operating platform in line with our core business. It is important for us to emphasize that this does not entail any change in corporate strategy and that CA Immo will continue to pursue sustainable and innovative development activities in our core markets. In 2024, for example, we announced the start of construction of Anna Lindh House in Berlin, which will make a valuable contribution to the environmentally friendly urban redensification of Berlin through innovative construction methods, sustainable building materials and the intensive use of renewable energies. In the fourth quarter, among other things, the Supervisory Board focused on measures to optimize the capital structure, A Green Bond with a term of 5 years was successfully placed in October 2024, while a new Share Buyback Program was launched in November.

As part of the Management Board's regular reporting, the key topics included legal proceedings and risks, developments in the financial and real estate markets, including the resulting opportunities and risks, as well as the valuation of properties and the sustainable implementation of the ESG strategy, in addition to topics relating to ongoing business activities. The annual self-evaluation focused on examining the organization and working methods of the Supervisory Board and its committees. The results of this evaluation and the compliance report were discussed and corporate governance was reviewed.

Focus of the committees' activities

A total of two committees, the Audit Committee and the Remuneration Committee, met in the 2024 financial year. The Presiding Committee is still in place, but did not meet in the past financial year.

The **Audit Committee** met seven times in the past financial year. In March 2024, the annual and consolidated financial statements for 2023 including the management reports, the corporate governance report, the internal control system and the effectiveness of CA Immo's risk management system were discussed and reviewed together

with the auditor and the Management Board; the effectiveness of the risk management system was evaluated by the auditor. The auditor's declaration required under Section 270 (1a) of the Austrian Commercial Code (UGB) was obtained, its legal relationships with CA Immo and the members of its executive bodies were examined, the fee for the audit was negotiated and a renewed recommendation was made for the appointment of Ernst & Young Wirtschaftsprüfungsgesellschaft m. b. H. as (Group) auditor. The financial result, property valuations, risk management and the findings of the internal audit department as well as the compliance report were discussed at regular intervals by the Audit Committee. The Supervisory Board was informed of the results. Furthermore, the legally required pre-approvals for non-audit-related services of the auditor were granted, particularly with regard to services in connection with the issue of the Green Bond 2030. A focus of the Audit Committee in the third and fourth quarter of 2024 was the tendering process for the new (group) auditor. In this context, all necessary steps were initiated and implemented in accordance with the comprehensive regulatory requirements. The committee performed its associated tasks in full and carried out the selection and evaluation process with due care. It proposed two auditors to the full Supervisory Board and expressed its reasoned preference. The recommended new (group) auditor for the 2025 financial year will be presented to the shareholders for approval at the upcoming Annual General Meeting.

The **Remuneration Committee** met once in the 2024 financial year. The degree of target achievement of the Management Board targets agreed for 2023 was discussed and subsequently approved. The Management Board targets for 2024 (performance-related remuneration) were also discussed and approved by the Remuneration Committee. In May 2024, the remuneration report was approved by around 89% of the capital represented at the Annual General Meeting.

Composition of the Supervisory Board and upcoming personnel changes

As at the balance sheet date, the Supervisory Board of CA Immo consisted of two shareholder representatives elected by the Annual General Meeting, two employee representatives as well as two shareholder representatives delegated by the main shareholder SOF-11 Klimt CAI S.à r.l. by means of registered shares.

The current members of the Supervisory Board, the composition of the committees and further information on the responsibilities of the Supervisory Board and its committees can be found on the company's website

(www.caimmo.com/en/cg) and in the Corporate Governance Report. Overall, there were no changes to the composition of the Supervisory Board or its committees in the current financial year compared to December 31, 2023.

It is with great thanks and appreciation that we bid farewell to Sarah Broughton, who will be leaving the Supervisory Board at the close of March 31, 2025. She has always performed her duties, in particular as Chair of the Audit Committee, with the utmost care, expertise and exemplary commitment. In place of Ms. Broughton, Mr. Nicolas Chadwick will be delegated to the Supervisory Board of CA Immo from 1.4.2025 by our core shareholder by means of registered shares. Mr. Nicolas Chadwick has extensive expertise and industry experience and will make valuable contributions to the continued success of the company, including as the new Chairman of the Audit Committee.

Commitment to compliance with corporate governance standards

Like the Management Board, the Supervisory Board is unconditionally committed to the rules of the Austrian Code of Corporate Governance and thus to transparency and the principles of good corporate governance. Details on this can be found in the Corporate Governance Report under "Commitment to compliance with corporate governance standards".

Consolidated and annual financial statements 2024

The annual and consolidated financial statements as at December 31, 2024, including the management reports for the 2024 financial year, were audited by Ernst & Young Wirtschaftsprüfungsgesellschaft m. b. H. and issued with (unqualified) auditor's opinions. Furthermore, during an evaluation of the risk management system, the auditors did not identify any issues that would lead them to believe that the company's risk management system is ineffective. Furthermore, the evaluation of C-Rules 1-76 of the Austrian Code of Corporate Governance by Ernst & Young Wirtschaftsprüfungsgesellschaft m. b. H showed that the declarations of conformity submitted by CA Immo for the 2024 financial year are accurate.

All documents relating to the financial statements, the proposed appropriation of earnings, the auditor's reports and the corporate governance report were discussed and examined in detail by the Audit Committee in the presence of the auditor and the Management Board. Following the final result, there were no grounds for significant objections. The Supervisory Board concurs with the Audit Committee's report and thus with the result of the audit. The 2024 annual financial statements were approved and

are thus adopted in accordance with Section 96 (4) AktG. Taking into account the earnings performance and the financial position, the Supervisory Board agrees with the Management Board's proposal for the appropriation of profits.

The Supervisory Board would like to thank all employees for their high level of commitment, which is an essential building block for another successful financial year for CA Immo, despite the continuing challenging economic conditions.

For the Supervisory Board
Torsten Hollstein, Chairman



Vienna, March 26, 2025

MANAGEMENT BOARD

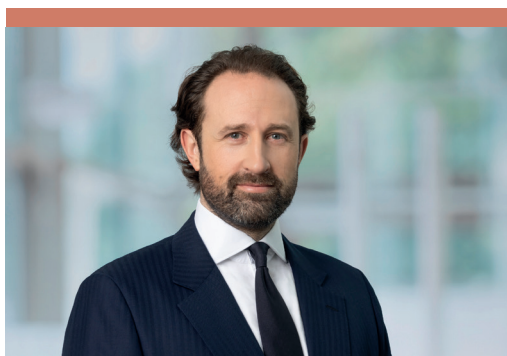
KEEGAN VISCIUS

CHIEF EXECUTIVE OFFICER, CEO
(born 1981)

Keegan Viscius joined the Management Board as Chief Investment Officer on 1 November 2018 and was appointed Chief Executive Officer with effect from 10 June 2023. Prior to that, Viscius was a Senior Vice President in the European real estate acquisitions team of Starwood Capital responsible for sourcing, underwriting, and executing investments across the entire range of real estate asset classes mainly in the Netherlands, Germany, CEE and Nordics.

Initial appointment: 01.11.2018
Current term of office ends: 30.06.2028

KEEGAN VISCIUS (CEO)



Investment Management
Asset Management
Development
Corporate Communications &
Sustainability
Market Research & Data Analysis
IT



ANDREAS SCHILLHOFER

MANAGEMENT BOARD MEMBER, CFO
(born 1971)

Andreas Schillhofer joined the Management Board of CA Immo as Chief Financial Officer as of 1 June 2019. Before joining the CA Immo Group, Schillhofer has been Partner and Head of Real Estate Corporate Finance at PricewaterhouseCoopers. Prior to that Schillhofer held various management positions, among others, at Mediobanca, Bank of America Merrill Lynch and Greenhill & Co.

Initial appointment: 01.06.2019
Current term of office ends: 30.06.2028

ANDREAS SCHILLHOFER (CFO)



Tax & Accounting
Controlling
Finance
Capital Markets & Investor Relations
Property Valuation
Corporate Office (incl. Compliance and Organisation)
Legal



INTERNAL AUDIT



FULL MANAGEMENT BOARD

Corporate Strategy
Risk Management
Human Resources

SUPERVISORY BOARD¹

CAPITAL REPRESENTATIVES ELECTED BY THE ANNUAL GENERAL MEETING

TORSTEN HOLLSTEIN (BORN 1965) CHAIRMAN OF THE SUPERVISORY BOARD

- Initial appointment: 3.5.2016
- Term of office ends: 2025 (38th AGM)
- Independent according to C-Rules 53 and 54 Austrian Corporate Governance Code

Torsten Hollstein was Managing Director of Catella Property Germany before taking over the German subsidiary Catella Corporate Finance Germany as part of a management buy-out and merging it with River Investment to form today's CR Group. Torsten Hollstein has been active in the real estate industry for more than 20 years. He previously worked as a lawyer at Lehman Brothers and at the German investment company Hannover Finanz. He holds two state law degrees from the Universities of Hamburg and Lausanne.

In addition to his position as Chairman of the Supervisory Board of CA Immo, Torsten Hollstein holds the following board mandates:

- Managing Director of CR Holding GmbH (including management positions in subsidiaries of this company)
- Managing Director of Larmag Germany Holding GmbH (including management positions in subsidiaries of this company)
- Managing Director Greenpark Verwaltungs GmbH
- Managing Director of Polyvestor GmbH (including management positions in subsidiaries of this company)
- Managing Director BPG Beelitz Park Grundbesitz GmbH
- Managing Director of Deutsche Habitat GmbH (including management positions in subsidiaries of this company)

JEFFREY G. DISHNER (BORN 1964) 2ND DEPUTY CHAIR OF THE SUPERVISORY BOARD

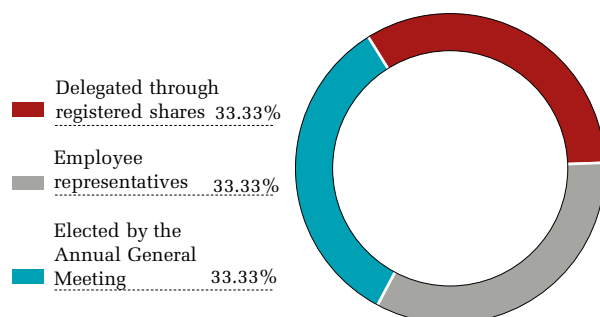
- Initial appointment: 9.5.2019 (delegated by registered share from 28.9.2018 to 9.5.2019)
- Term of office ends: 2029 (42nd AGM)
- Independent according to C-Rule 53 Austrian Corporate Governance Code

Jeffrey Dishner is President at Starwood Capital Group. Mr. Dishner also heads the company's International Debt & Equity Investments, Capital Markets, Portfolio Management and Investor Relations divisions. Mr. Dishner is a member of Starwood's Executive and Investment Committees as well as the Investment Committee and Board of Trustees of Starwood Property Trust (NYSE: STWD), an affiliate of Starwood Capital that is the largest commercial mortgage real estate investment trust (REIT) in the United States.

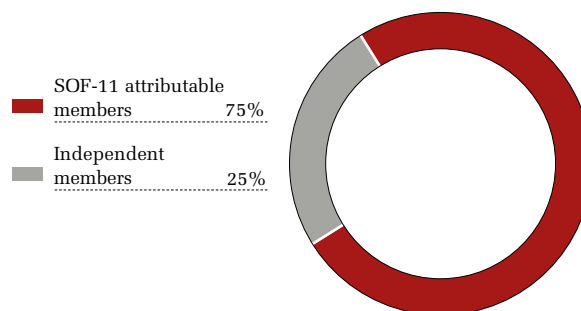
In addition to his position as a member of the Supervisory Board of CA Immo, Jeffrey Dishner holds the following board mandated:

- President of Starwood Capital Group
- Senior Managing Director of Starwood Capital Europe Advisors LLP
- Member of the Investment Committee and Board of Trustees of Starwood Property Trust

COMPOSITION OF THE SUPERVISORY BOARD



INDEPENDENCE CAPITAL REPRESENTATIVES



¹⁾With the exception of J. Dishner, no member holds Supervisory Board mandates or comparable functions in domestic or foreign listed companies. Only members of the Supervisory Board who were active members of the Supervisory Board as at the reporting date of December 31, 2024 are reported on.

CAPITAL REPRESENTATIVES DELEGATED BY MEANS OF REGISTERED SHARES

**SARAH BROUGHTON (BORN 1976)
MEMBER OF THE SUPERVISORY BOARD**

- Initial delegation: 28.9.2018
- Term of office ends: until revocation¹
- Independent according to C-Rule 53 Austrian Corporate Governance Code

Sarah Broughton was COO and CFO of Starwood Capital's European division and Head of Starwood's Luxembourg office until December 31, 2024. Prior to this, she was responsible for the management of various assets in Europe as an asset manager at Starwood. Prior to joining Starwood, Sarah Broughton spent five years as Financial Planning & Analysis Manager for Whitbread PLC. She graduated with an honors degree in Economics from Brunel University and is a member of the Institute of Chartered Accountants of England and Wales and the Chartered Institute for Securities and Investment. On February 17, 2025, she was appointed COO at Deva Capital Advisory, a global investment advisor.

In addition to her position as a member of the Supervisory Board of CA Immo, Sarah Broughton holds the following board mandates as at 31.12.2024:

- Managing Director of Holmwood Residential Investments Ltd.

**DAVID SMITH (BORN 1989)
FIRST DEPUTY CHAIR OF THE SUPERVISORY BOARD**

- Initial delegation: 1.11.2022
- Term of office ends: until revocation
- Independent according to C-Rule 53 Austrian Corporate Governance Code

David Smith is a Managing Director in Starwood Capital's European Acquisitions team. He is responsible for equity investments in the DACH and CEE regions and in digital infrastructure on a pan-European level. Previously, he worked in Starwood's international capital markets team and led financings of over USD 10 billion. Prior to joining in 2016, he worked at Citi for five years in real estate finance and investment banking. He holds a BSc. (Hons) in Economics and Finance from University College Dublin.

In addition to his position as a member of the Supervisory Board of CA Immo, David Smith holds the following board mandates:

- Board Member Savills Investment Management SGR SpA
- Managing Director of SOF-12 Bucks DC HoldCo Limited
- Managing Director of Bucks DC Limited
- Managing Director of Echelon DC Holdings Limited

EMPLOYEE REPRESENTATIVES

GEORG EDINGER, MBA, BA, REAM (IRE | BS) (BORN 1976), MEMBER OF THE SUPERVISORY BOARD

- Initial delegation: 3.5.2016
- Term of office ends: until revocation

Georg Edinger studied European Business and Corporate Management as well as Digital Transformation in Vienna and Real Estate Asset Management at the IRE | BS in Regensburg. His professional career began in 1992 in the sales department of Austrian retail companies. He has been working in the Organization department at CA Immo since 2012.

Apart from his position as a member of the Supervisory Board of CA Immo, Georg Edinger does not hold any other board mandates.

**MAG. (FH) SEBASTIAN OBERMAIR (BORN 1980)
MEMBER OF THE SUPERVISORY BOARD**

- Initial delegation: 22.3.2016
- Term of office ends: until revocation

Sebastian Obermair studied business consulting in Wiener Neustadt and took over as Head of Group Accounting at CA Immo in 2013. Prior to this, he worked for IM-MOFINANZ AG in the consolidation department for around six years

Apart from his position as a member of the Supervisory Board of CA Immo, Sebastian Obermair does not hold any other board mandates.

¹ Sarah Broughton will step down from the Supervisory Board of CA Immo at the end of March 31, 2025.

CORPORATE GOVERNANCE REPORT¹⁾

COMMITMENT TO COMPLIANCE WITH CORPORATE GOVERNANCE STANDARDS

§ Compliance with the legal provisions applicable on CA Immo's target markets is a matter of particular concern to us. The Management Board and Supervisory Board are unreservedly committed to the rules of the Austrian Code of Corporate Governance (ÖCGK) and thus to transparency and the principles of good corporate management. The Austrian Code of Corporate Governance is available on the website of the Austrian Working Group for Corporate Governance (www.corporate-governance.at). In addition to this code, good corporate governance also includes the standards of the internal control system (ICS), comprehensive risk management, compliance and, in particular, adherence to internal company regulations on organizational and supervisory duties. The best possible adherence to the rules of the Code is a key concern for us and a tool for strengthening the trust of all stakeholders in our company.

This Corporate Governance Report is also available on the company's website (www.caimmo.com/en/cg-commitment).

COMPLY OR EXPLAIN IN ACCORDANCE WITH THE AUSTRIAN CORPORATE GOVERNANCE CODE

§ The rules and recommendations of the Corporate Governance Code in the version applicable for the 2024 financial year (from January 2023) are implemented almost in full. There are deviations with regard to C-Rules No. 2 (right of appointment to the Supervisory Board) and No. 45 (board functions in competitively relevant companies), which are explained and justified below in accordance with the "comply or explain" principle.

C-Rule No. 2: The formulation of shares in accordance with the "One Share - One Vote" principle.

Explanation / justification: The company's ordinary shares (106,496,422 bearer shares and four registered shares) were issued in accordance with the "One Share - One Vote" principle.

The registered shares that have existed since the company was founded grant the right to nominate up to four Supervisory Board members. This right of appointment

has been partially exercised, meaning that the Supervisory Board currently consists of two capital representatives elected by the Annual General Meeting, two capital representatives appointed by means of registered shares and two employee representatives. The transfer of registered shares is subject to the approval of the company. The Austrian Stock Corporation Act generally protects the shareholders' participation rights by limiting the total number of delegated members and granting a right of dismissal if there is good cause in the person of the delegated member. However, this is subject to a majority of 75% of the capital stock represented at the Annual General Meeting (section 21 of the CA Immo Articles of Association). There are neither preference shares nor restrictions on the ordinary shares issued by the company. The Austrian Takeover Act also ensures that every shareholder receives the same price for his CA Immo shares in the event of a takeover bid (mandatory offer). The shareholders alone decide on the acceptance or rejection of takeover bids.

C-Rule No. 45: Members of the Supervisory Board may not perform any executive functions in other companies that compete with the company.

Explanation/reason: In accordance with L-Rule No. 52, the Annual General Meeting must take into account the professional and personal qualifications of the candidates when electing Supervisory Board members, as well as a balanced composition of the Supervisory Board with regard to the structure and business area of the company. In addition, aspects of diversity with regard to the representation of both genders and the age structure as well as the internationality of the members of the Supervisory Board must be taken into account. The law has been applicable to Supervisory Board elections since the beginning of 2018. Current Supervisory Board mandates remain unaffected.

In order to meet these criteria in combination with in-depth knowledge of the real estate industry, individuals from a similar industry environment are used in the first instance. Therefore, it cannot be ruled out that Supervisory Board members are at least active in companies similar to the industry. However, in addition to their professional qualifications, the persons proposed for election to the Supervisory Board must also explain to the Annual

¹⁾ In accordance with the recommendation in the AFRAC statement on the corporate governance report, the corporate governance report of the parent company and the consolidated corporate governance report are combined in one report.

General Meeting their professional or comparable functions and any circumstances that could give rise to concerns of bias.

The following members of the Supervisory Board hold board positions in companies similar to Starwood: Sarah Broughton, David Smith (both delegated by Starwood) and Jeffrey G. Dishner (elected by the Annual General Meeting) perform extensive management functions within the Starwood Capital Group, a financial investor focused on global real estate investments and CA Immo's largest shareholder. Sarah Broughton left the Starwood Capital Group with effect from 31.12.2024. Since 17 February 2025, she has held the position of Chief Operating Officer at Deva Capital Advisory, a global investment advisory firm specializing in alternative investments, including in properties. In the financial year 2024, Starwood Capital Group (via its vehicle SOF-11 Klimt CAI S.à r.l.) increased its stake in CA Immo from around 59.83% of the capital stock to around 62.47% as part of acquisitions via the market. This resulted in around 68.48% of the voting rights in the company as at the balance sheet date. The corresponding transactions were reported as transactions by persons discharging managerial responsibilities in accordance with Art. 19MAR and are available at Directors' Dealings (www.caimmo.com/en/dd).

In addition to numerous functions in companies with a wide variety of real estate focuses, Torsten Hollstein is Managing Director and founding member of CR Holding GmbH, a pan-European consultant and asset and investment manager with a focus on commercial real estate.

A complete list of the functions of our Supervisory Board members can be found in the "Supervisory Board" section.

External governance evaluation

The evaluation of the C-Rules of the Austrian Code of Corporate Governance for the financial year 2024 carried out by Ernst & Young Wirtschaftsprüfungsgesellschaft m. b. H. found that the Declaration of Conformity issued by CA Immo accurately reflects the implementation of the recommendations of the Austrian Code of Corporate Governance.

THE CORPORATE BODIES OF CA IMMO - MANAGEMENT AND SUPERVISORY STRUCTURE

The responsibilities of the Management Board and Supervisory Board and their cooperation are defined by law,

the Articles of Association and the rules of procedure adopted by the Supervisory Board (including the allocation of responsibilities for the Management Board). The transactions requiring approval and the information and reporting obligations of the Management Board defined therein cover all CA Immo subsidiaries. The articles of association and rules of procedure of the Supervisory Board are available under Corporate Governance on the company's website (www.caimmo.com/en/cg).

Selection and nomination process for Management Board and Supervisory Board members

CA Immo follows the requirements and recommendations of the Austrian Corporate Governance Code in the selection and nomination process for Management Board and Supervisory Board members. The selection process actively involves the entire Supervisory Board, which comprises four shareholder representatives (three of whom are attributable to the majority shareholder) and two employee representatives. The proposals to the Annual General Meeting for appointments to Supervisory Board mandates that become vacant regularly take into account not only the professional and personal qualifications of the candidates, but also pay particular attention to diversity and a balanced professional composition on the Supervisory Board. In addition, potential candidates should meet the independence criteria defined by the Supervisory Board (C Rule No. 53) and not have any business or personal relationship with the company or its Management Board that could give rise to a material conflict of interest and therefore influence the conduct of the Supervisory Board member.

The appointment of Management Board members is generally based on a defined appointment procedure, taking into account the Management Board position to be filled as well as the company's orientation and situation. Key selection criteria for Management Board and Supervisory Board members are knowledge and experience in the commercial real estate sector (particularly in the areas of real estate transactions, asset management and investments under development), finance (particularly knowledge of the capital market, financing, accounting, auditing, risk management, internal control systems), human resources (personnel management and remuneration), organization and IT as well as expertise in ESG issues (environmental, social, compliance and legal).

The Management Board and the mode of operation within the Management Board

In the 2024 financial year, the Management Board consisted of two members: Keegan Viscius, who was appointed Chief Executive Officer (CEO) with effect from 10 June 2023, and Dr Andreas Schillhofer (CFO).

In addition to the relevant legal provisions, the cooperation of the Management Board is governed by the Articles of Association and the rules of procedure for the Management Board adopted by the Supervisory Board, including the schedule of responsibilities. The Chief Executive Officer (CEO) is responsible for the overall organization and management of the company and for representing the company to the Supervisory Board, shareholders, the public and the media. The entire Management Board is responsible for achieving the objectives of the business policy, the strategic direction and future development of the company, including the implementation of the sustainability strategy (ESG strategy); it bears overall corporate responsibility for this at both company and Group level. Irrespective of individual Management Board or divisional responsibilities, all agendas are coordinated in regular Management Board meetings in open discussion with each other and with the involvement of the divisional managers. The implementation of the resolutions passed is continuously monitored. The Supervisory Board is informed immediately of any significant deviations from planned figures. Irrespective of the allocation of responsibilities, each member of the Management Board shares responsibility for the overall management of the company. The Management Board performs all communication tasks of material importance itself.

Information on the remuneration model and shareholdings of the Management Board can be found in the remuneration report under Remuneration model and shareholdings and on the CA Immo website at (www.caimmo.com/en/remuneration).

The Supervisory Board and its committees

As at the balance sheet date, the Supervisory Board of CA Immo consisted of two shareholder representatives elected by the Annual General Meeting, two employee representatives and two shareholder representatives delegated by the main shareholder SOF-11 Klimt CAI S.à r.l. by means of registered shares. The average term of office of the Supervisory Board members elected by the Annual General Meeting was around 7.5 years on the balance sheet date.

The task of the Supervisory Board is to monitor the management of the company. To ensure this, the Supervisory Board has the opportunity to request all information about the company or related Group companies from the Management Board. Important transactions such as capital expenditure, financing, plant closures or material acquisitions may only be carried out with the approval of the Supervisory Board. The members of the Supervisory Board are subject to the same duty of care as managing directors or Management Board members, regardless of their capacity as capital or employee representatives. If a member of the Supervisory Board fails to act with due care, they may be held liable for any damage caused as a result. The full Supervisory Board decides on matters of fundamental importance and strategic direction. In addition, the Supervisory Board performs its duties through three professionally qualified committees.


The **Audit Committee** is responsible for monitoring the entire accounting process, the audit of the annual and consolidated financial statements and the effectiveness of the internal control system, the internal audit system and risk management. It is responsible for auditing the annual and consolidated financial statements, including the management reports, the corporate governance report and the proposal for the distribution of profits. It also reviews the independence of the (Group) auditor - in particular with regard to additional services provided to the company ("non-audit services") - and submits proposals to the Supervisory Board for the selection of the (Group) auditor. In the Audit Committee, the required financial expertise is ensured by the composition of the committee and the corresponding experience of the members based on their professional activities and training.

The **Remuneration Committee** regularly deals with the remuneration policy and the remuneration system for the Management Board and evaluates the remuneration report to be submitted to the Annual General Meeting. All members of the Remuneration Committee have sufficient knowledge and experience in the area of remuneration due to their many years of professional activity.

The **Presiding Committee** is appointed to make decisions on urgent matters and measures that cannot be postponed if the approval of the Supervisory Board cannot be obtained in good time. Its decisions must then be submitted to the full Supervisory Board for approval as quickly as possible.

Details of the Supervisory Board agendas and committee activities in the 2024 financial year can be found in the "Report of the Supervisory Board".

Dealing with conflicts of interest

 In their decision-making, neither Management Board nor Supervisory Board members may pursue their own interests or those of persons or companies close to them that conflict with the interests or business opportunities of the CA Immo Group. Any conflicts of interest must be disclosed immediately. In the event of conflicting interests, the member concerned must abstain from voting or leave the meeting when the relevant item on the agenda is discussed.

Without the approval of the Supervisory Board, Management Board members may not operate a company or hold a stake as a personally liable partner, nor may they accept Supervisory Board mandates in companies outside the Group. The Management Board's approval is also required for sideline activities by (senior) employees, in particular the assumption of board functions in non-Group companies in competition with or otherwise closely related to CA Immo.

All transactions between the company and members of the Management Board and related parties must comply with industry standards and are subject to approval by the Supervisory Board. The same applies to contracts between the company and members of the Supervisory Board under which they undertake to render a service to the CA Immo Group in return for not merely insignificant remuneration (L rule no. 48) or to contracts with companies in which a Supervisory Board member has a significant economic interest. The company is prohibited from granting loans to members of the Supervisory Board outside its ordinary business activities.

The company's employees also have to disclose potential conflicts of interest and coordinate the further course of business with their superiors, with the involvement of the department responsible for compliance.

Since 1.1.2024, a German CA Immo Group company has had an asset management agreement with a Starwood Capital Group company. The arm's length terms and conditions of the business relationship are documented and monitored on an ongoing basis.

Majority of capital representatives independent

 In accordance with the independence criteria defined by the Supervisory Board (C Rule No. 53), a Supervisory Board member is independent if he or she has no business or personal relationship with the company or its Management Board that constitutes a material conflict of interest and is therefore capable of influencing the behavior of the Supervisory Board member.

All shareholder representatives on the Supervisory Board have declared their independence in accordance with C Rule No. 53 and thus fulfill all independence criteria. With the exception of Sarah Broughton, David Smith and Jeffrey G. Dishner, all Supervisory Board members meet the criteria set out in C Rule 54 and do not represent the interests of a shareholder with more than 10% (Starwood Capital Group). However, individual members of the Supervisory Board perform functions in related companies or industry-related organizations that could potentially give rise to conflicts of interest. Details can be found in the "Related Party Disclosures" in the notes to the consolidated financial statements and in the explanatory notes ("Comply or Explain" to C-Rule No. 45).

CURRENT COMPOSITION OF THE COMMITTEES

Audit Committee	Remuneration Committee	Presiding Committee
Sarah Broughton, Chairwoman ²⁾	Torsten Hollstein, Chairman	Torsten Hollstein, Chairman
David Smith	Jeffrey G. Dishner	David Smith
Sebastian Obermair ¹⁾	David Smith	Georg Edinger ¹⁾

¹⁾ Employee representative

²⁾ Will resign from the Supervisory Board at the end of March 31, 2025.

INDEPENDENCE OF THE SUPERVISORY BOARD AND COMMITTEES¹⁾

in %	Supervisory Board as a whole	Audit Committee	Remuneration Committee	Presiding Committee
Elected capital representatives	33%	0%	67%	33%
Capital representatives delegated	33%	67%	33%	33%
Employee representative	33%	33%	0%	33%
Independent capital representatives C-Rule 53	100%	100%	100%	100%
Independent capital representatives C-Rule 54	25%	0%	33%	33%

¹⁾ Information on which members of the Supervisory Board of CA Immo are considered independent can be found in the 'Supervisory Board' section.

Employee co-determination on the Supervisory Board

Two employee representatives from the Works Council were delegated to the Supervisory Board. Even though the works councils are always outnumbered due to the one-third parity, their work on the Supervisory Board gives them faster and more comprehensive access to important information about company events and a say in key company decisions. The works council also has the opportunity to enter into direct dialog with owner representatives in order to inform the owners directly about any management issues.

Co-determination of shareholders

The rights and obligations of shareholders are derived firstly from the German Stock Corporation Act (AktG) and secondly from CA Immo's Articles of Association. The most important rights of shareholders are the right to participate in profits and the right to attend the Annual General Meeting with the associated voting rights, as well as the right to request additions to the agenda and to submit motions to the Annual General Meeting.

Thanks to their voting rights, shareholders can not only decide on the appropriation of company profits, but can also influence the discharge of the Management Board and Supervisory Board, their remuneration system or the future direction of the company - for example, by approving takeovers or capital measures. Another right is the right to information: every shareholder has the right to be informed about all important matters concerning the public limited company. Further information on shareholders' rights in relation to the Annual General Meeting is published in the Annual General Meeting section of the company's website (www.caimmo.com/en/ogm).

COOPERATION BETWEEN THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD



In accordance with the principles of good corporate governance, cooperation between the Management Board and the Supervisory Board is based on open discussions between the Management Board and the Supervisory Board and within these bodies.

The Supervisory Board is informed about all relevant issues at regular intervals and in good time before the respective Supervisory Board meetings in order to be able to properly assess business development (including the risk situation and risk management) and agendas relevant to decision-making for the company and the CA Immo Group.

In addition to matters requiring approval, which are regulated in part by law and in part by the articles of association or rules of procedure, all strategic decisions and significant business transactions - in particular acquisitions, disposals and project plans - are coordinated in an open exchange of information and opinions between the Management Board and Supervisory Board and within these bodies that goes beyond the scope of Supervisory Board meetings. The Supervisory Board is regularly informed about economic changes and developments on the core markets of CA Immo and developments on the capital market, and discusses the resulting opportunities and risks with the Management Board. In addition, the Chairman of the Supervisory Board is in close contact with the Management Board and is informed immediately of any important measures.

MEASURES TO PROMOTE WOMEN & DIVERSITY CONCEPT



CA Immo stands for equality and balance in the composition of its workforce. Although we currently refrain from setting quantitative targets in recruitment, e.g. with regard to quotas for women in the workforce or in management (incl. Management Board and Supervisory Board), due to the largely highly specialist requirements and the current shortage of skilled workers in key business areas, a fair, non-discriminatory and equal opportunity application and selection process is particularly important to us. The Group-wide guidelines (Code of Conduct, CSR guideline) include standards on equal rights, diversity and inclusion. These are continuously taught as part of compliance training courses in order to raise awareness among the workforce. The Supervisory

Board receives an annual report on compliance with the guidelines and reported violations, including in the areas of anti-discrimination and harassment, as part of the compliance update. The proportion of female managers has risen slightly in 2024 compared to 2023 and currently stands at 37%. One woman is represented on the Supervisory Board, meaning that the proportion of women on this body is 17% overall. CA Immo promotes the compatibility of work and family life in particular through flexible working hours and part-time models, working from home, paternity leave and paternity month. Employees on parental leave are integrated into the internal information network and have the opportunity to take part in team meetings and company events.

Vienna, 26 March 2025
The Management Board



Keegan Viscius (CEO)



Andreas Schillhofer (CFO)

CONTACT

CA Immobilien Anlagen AG
Mechelgasse 1
1030 Vienna
Phone +43 1 532 59 07-0
office@caimmo.com
www.caimmo.com

Investor Relations
Free info hotline in Austria: 0800 01 01 50
Christoph Thurnberger
Julian Wöhrle
Phone +43 1 532 59 07-0
ir@caimmo.com

DISCLAIMER

This report contains statements and forecasts which refer to the future development of CA Immobilien Anlagen AG and their companies. The forecasts represent assessments and targets which the Company has formulated on the basis of any and all information available to the Company at present. Should the assumptions on which the forecasts have been based fail to occur, the targets not be met or risks materialise, then the actual results may deviate from the results currently anticipated. This report does not constitute an invitation to buy or sell the shares of CA Immobilien Anlagen AG.

IMPRINT

Published by: CA Immobilien Anlagen AG,
1030 Vienna,
Mechelgasse 1
Photographs: Andreas Hofer
This report has been produced inhouse with firesys



produced according to the Austrian Eco-Label criteria UZ 24 "low pollutant printed products"
Druckerei Janetschek GmbH · UWNr. 637

We ask for your understanding that gender-conscious notation in the texts of this report largely had to be abandoned for the sake of undisturbed readability of complex economic matters.

