

Addition of items to the agenda according to Section 109 Austrian Stock Corporation Act (AktG)

Shareholders whose interests collectively total **5% of the share capital** can request in writing that **items be added to the agenda** of this General Meeting and be announced. Each submitted item must be accompanied by a motion for a resolution and grounds. Proposers must have **held the relevant shares for at least three months before making such a submission**. Such a request submitted by a shareholder shall be given consideration only if received by the company in writing by no later than 17 April 2014. Such shareholder requests are to be addressed exclusively to

**CA Immobilien Anlagen Aktiengesellschaft
Investor Relations Department
1030 Vienna, Mechelgasse 1.**

For **bearer shares**, the necessary evidence of qualification as a shareholder entitled to exercise this shareholder right shall be furnished simply by a **deposit receipt** according to Section 10a AktG, confirming that the proposing shareholder has held the shares for at least three months before submitting the request, whereas such receipt shall not be more than seven days old when presented to the company. Several deposit receipts concerning shares, which only together constitute a shareholding of 5%, must refer to the same date. The other requirements to be satisfied by the deposit receipt are set forth in the remarks concerning the eligibility to attend.

Shareholders' motions for resolutions according to Section 110 Austrian Stock Corporation Act (AktG)

Shareholders whose interests collectively total **1% of the share capital** can **submit motions for resolutions** concerning any item of the agenda of the forthcoming General Meeting in text form, and can request that such motions, together with the names of the relevant shareholders, the grounds that are to be attached and any comments of the Management Board or Supervisory Board, be posted on the company's website. Such a request shall be given consideration only if received by the company in text form by no later than 28 April 2014. If the **proposal concerns the election of a member of the Supervisory Board**, the grounds shall be replaced by the declaration of the nominee according to Section 87 Section 2 AktG. In such a declaration, the nominee must indicate his suitability, job or similar title, and all circumstances capable of casting doubt on his impartiality. Such proposals are to be addressed exclusively to

by post: **CA Immobilien Anlagen Aktiengesellschaft
Investor Relations
Mechelgasse 1
1030 Vienna**

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

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

For **bearer shares**, the necessary evidence of qualification as a shareholder entitled to exercise this shareholder right shall be furnished simply by presentation of a **deposit receipt** according to Section 10a AktG, whereas such receipt shall not be more than seven days old when presented to the company. Several deposit receipts concerning shares, which only together constitute a shareholding of 1%, must refer to the same date. The other requirements to be satisfied by the deposit receipt are set forth in the remarks concerning the eligibility to attend.

In the case of **registered shares**, the entry in the share ledger shall be the determining factor, so that no separate evidence is to be furnished by the shareholder.

Pursuant to Section 128 para. 5 Austrian Stock Corporation Act it is required to submit any draft resolution also in a German version. On a draft resolution, which has been published pursuant to Section 110 Austrian Stock Corporation Act (AktG), a vote has only be taken if it will be repeated as a proposal in the General Meeting.

Record date and right to participate in the General Meeting pursuant to Section 111 Austrian Stock Corporation Act (AktG)

The entitlement to attend the General Meeting and to exercise the voting right and other shareholder rights assertable within the framework of the General Meeting is determined by the share ownership at midnight Vienna time on 28 April 2014 (record date). Only such shareholders have the right to participate in the general meeting, who give proof of qualification as a shareholder to the Company at that date. In particular, shareholders are entitled to attend the General Meeting, who made use of their conversion right from the convertible bond 09-14 duly before the record date.

For **bearer shares**, evidence of share ownership on the record date shall be furnished simply by way of a **deposit receipt** according to Section 10a Austrian Stock Corporation Act (AktG), whereas such receipt must be received by the company **no later than 5 May 2014**, exclusively at the following address:

by post: CA Immobilien Anlagen Aktiengesellschaft
Investor Relations
Mechelgasse 1
1030 Vienna

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

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by SWIFT: GIBAATWGGMS

Message Type MT598; please indicate in the wording in case of common shares ISIN AT0000641352 and in the case of delivery shares prompted by the exercising of conversion rights ISIN AT0000A154Z4.

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

In the case of **registered shares**, the entry in the share ledger shall be the determining factor, so that no separate evidence is to be furnished by the shareholder. As regards registered shares, only shareholders whose registration in text form is received by the company exclusively at one of the following addresses by **no later than 5 May 2014**, shall be entitled to attend the General Meeting:

**by post: CA Immobilien Anlagen Aktiengesellschaft
Investor Relations
Mechelgasse 1
1030 Vienna**

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

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

Registrations shall be accepted in German or English.

Deposit receipt according to Section 10a Austrian Stock Corporation Act (AktG)

The deposit receipt must refer to the forenamed record date and be received by the company by no later than the 3rd working day preceding the General Meeting. **The final acceptance date is therefore 5 May 2014.** The deposit receipt shall **not be more than seven days old** when presented to the company.

The deposit receipt is to be issued by a 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 if a natural person, if applicable name of register and registration number if a legal entity
- Information on the shares: number of shares held by the shareholder (if par shares), also the par value and (in case of several share categories) the name of the share category or the internationally accepted security identification number

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- Custody account number or other identifier
- The deposit receipt must refer to midnight Vienna time on 28 April 2014.

The deposit receipt shall be accepted in either German or English.

In the case of **registered shares**, the entry in the share ledger shall be the determining factor, so that, no separate evidence is to be furnished by the shareholder (see above).

The shares of shareholders registering for the General Meeting or presenting a deposit receipt shall not be blocked, so that shareholders can still freely dispose of their shares even after registering or presenting a deposit receipt.

Representation by proxy pursuant to Section 114 Austrian Stock Corporation Act (AktG)

Each shareholder entitled to attend the General Meeting is entitled to appoint a proxy to attend the General Meeting in his name, whereas the proxy shall dispose of the rights held by the shareholder he is representing.

The proxy must be granted to a specific person (natural person or legal entity) in text form, whereas several persons can be granted proxy. The proxy form must be received by the company exclusively at one of the following addresses:

by post: **CA Immobilien Anlagen Aktiengesellschaft**
Investor Relations
Mechelgasse 1
1030 Vienna

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

by SWIFT: **GIBAATWGGMS**
Message Type MT598; please indicate in the wording in case of common shares ISIN AT0000641352 and in the case of delivery shares prompted by the exercising of conversion rights ISIN AT0000A154Z4.

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

by hand: upon registering for the General Meeting at the venue

A proxy form will be sent on request. It can also be downloaded from the company's website at www.caimmo.com/en/investor_relations/ordinary_shareholders_meeting/.

If the proxy form is not presented by hand when registering on the day of the General Meeting, it must be received by the company by **no later than 4:00 pm Vienna Time on 7 May 2014**.

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If a shareholder has granted proxy to his custodian financial institution, such institution, in addition to issuing a deposit receipt, can simply declare that it has been granted proxy. The remarks concerning the presentation of deposit receipts shall apply mutatis mutandis to the furnishing of such a declaration.

Representation of voting rights

As a special service, a representative of the Austrian Shareholders' Association (IVA – Interessensverband für Anleger), 1130 Vienna, Feldmühlgasse 22, is available to shareholders as an independent proxy for exercising their voting right at the General Meeting. A special proxy form for this purpose can be downloaded from the company's website at www.caimmo.com/en/investor_relations/ordinary_shareholders_meeting/. Shareholders can also contact Dr. Michael Knap of the IVA directly by calling +43 (0)1 8763343-30, by fax at +43 (0)1 8763343-39 or by e-mail at michael.knap@iva.or.at.

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

Guidance concerning the right to obtain information according to Section 118 Austrian Stock Corporation Act (AktG)

In the General Meeting, each shareholder is entitled on request to obtain information concerning the affairs of the company to the extent necessary to evaluate an agenda item properly. The obligation to furnish information also encompasses the company's legal and business relationships with an affiliated enterprise. If the consolidated financial statements and the group management report are presented in the General Meeting of a parent company (Section 244 of the Austrian Commercial Code (UGB)), the obligation to furnish information also encompasses the standing of both the group and the companies that are included in the consolidated financial statements.

Information is to be furnished in compliance with the principles of conscientious and faithful reporting.

Information can be refused if

- according to sound business judgment, it is capable of significantly prejudicing the company or an affiliated enterprise, or
- if its disclosure would constitute a criminal offence.

The Chairman of the Shareholders' Meeting shall preside over the meeting and determine the sequence of the proceedings, the manner in which the voting right is exercised and the procedure for counting votes. He shall be entitled reasonably to restrict the time allowed shareholders to ask questions and speak.

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Questions, whose response needs longer preparation, must for the sake of an efficient meeting be submitted timely before the general meeting via fax to +43 (0)1 8900 500 82, via e-mail to anmeldung.caimmoag@hauptversammlung.at or in writing to CA Immobilien Anlagen AG, 1030 Vienna, Mechelgasse 1, Investor Relations Department.

Proposals to the General Meeting according to Section 119 Austrian Stock Corporation Act (AktG)

Each shareholder and both the Management Board and the Supervisory Board are entitled to present proposals to the General Meeting on any properly announced agenda item. A resolution cannot be adopted concerning any subject of the deliberations that was not properly announced as an agenda item. An announcement is not required for either a proposal presented to the General Meeting calling for a General Meeting to be convened, or deliberations not giving rise to a resolution.

A vote is to be taken on a motion for a resolution, having been properly announced according to Section 110 Section 1 AktG, only if such motion is repeated as a proposal in the General Meeting.

Other organisational matters

The shareholders and proxies can be asked, upon entering the General Meeting, to prove their identity by showing a generally accepted valid identity document bearing a photograph, such as a passport or driving licence. In order to facilitate efficient admission procedures, shareholders are asked to arrive at the venue in good time before the start of the General Meeting. Doors open for the collection of voting cards at 4:00 pm. A location plan will be available on the company's website at www.caimmo.com/en/investor_relations/ordinary_shareholders_meeting/.

The Company is allowed to make a video and audio record of the Shareholders' Meeting. The Management Board is further entitled, with the consent of the Supervisory Board, publicly to broadcast the Shareholders' Meeting.

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