

Terim Limited

Lemesou, 5, flat/office 001, Aglantzia 2112, Nicosia, Cyprus

WF		RP	MW
ET		SW	DR
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12. April 2016			
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To
CA Immobilien Anlagen Aktiengesellschaft
z.Hd. Abteilung Investor Relations
Mechelgasse 1
1030 Vienna

Vienna, the 11.04.2016

Subject: Request to supplement the agenda of the 29th ordinary shareholders' meeting of CA Immobilien Anlagen Aktiengesellschaft (FN 75895 k) on 3 May 2016

Dear Sirs and Mesdames,

CA Immobilien Anlagen Aktiengesellschaft ("**CAI**" or "**Target Company**") has published the invitation for the 29th ordinary shareholders' meeting including the agenda on 04.04.2016.

Terim Limited, Lemesou, 5, flat/office 001, Aglantzia 2112, Nicosia, Cyprus ("**Terim**") is a shareholder of CAI since 31 July 2015 and holds since that date continuously 25,690,163 shares (26%) in the Target Company and thus fulfills the requirements according to sections 109 Abs 1, 110 Abs 1 Stock Corporation Act (*Aktiengesetz* – "**AKG**").

Terim requests for the 29th shareholders meeting on 03 May 2016 (the "**Shareholders' Meeting**") that the following additional agenda point is put on the agenda of the Shareholders' Meeting and published together with the resolution proposal and the rationale:

"Resolution on the amendment of the articles of association (Satzung) in its section 21 to change the majority requirements"

As to this additional agenda point, Terim proposes that the Shareholders' Meeting may change the Articles of Association in its section 21 by the following resolution:

Resolution:

"Unless otherwise stipulated by mandatory provisions of law or this Articles of Association, the Shareholders' Meeting shall adopt its resolutions by a simple majority of the votes cast; where a majority of the capital is required, the decisions shall be adopted by a simple majority of the share capital represented at the meeting. Deviating from that, the Shareholders' Meeting resolves on the dismissal of members of the Supervisory

Board (Section 87 para 8 of the Stock Corporation Act) on the basis of a majority of at least three quarters of the votes cast."

Rationale:

In order to be able to react flexible on future challenges for the benefits of the company, the Shareholders' Meeting shall adopt its resolutions - unless otherwise stipulated by mandatory provisions of law or the Articles of Association - by a simple majority of the votes cast and where a majority of the capital is required, the decisions shall be adopted by a simple majority of the share capital represented at the meeting. With respect to the dismissal of members of the supervisory board the principal rule of a majority of at least three quarters of the votes cast shall be maintained.


Terim Limited



Attachments:

- Deposit Confirmation according to section 10a AktG
- Text comparison of section 21 of the Articles of Association (*Satzung*)

Proposed Wording

Current Wording of Art 21 AoA	Proposed Wording for Art 21 AoA
<p>Die Hauptversammlung beschließt mit den im Gesetz vorgesehenen Mehrheiten. Davon abweichend beschließt die Hauptversammlung über die Erhöhung des Grundkapitals (§ 149 Abs 1 AktG), die Ausgabe von Wandel- und Gewinnschuldverschreibungen (§ 174 Abs 1 AktG) und die Gewährung von Genussrechten (§ 174 Abs 1 und 3 AktG) mit einfacher Mehrheit der abgegebenen Stimmen und mit einfacher Mehrheit des bei der Beschlussfassung vertretenen Grundkapitals.</p>	<p>Sofern das Gesetz nicht zwingend oder die Satzung eine andere Mehrheit vorschreibt, beschließt die Hauptversammlung mit einfacher Mehrheit der abgegebenen Stimmen, und in Fällen, in denen eine Kapitalmehrheit erforderlich ist, mit einfacher Mehrheit des bei der Beschlussfassung vertretenen Grundkapitals. Davon abweichend beschließt die Hauptversammlung über die Abwahl von Mitgliedern des Aufsichtsrats (§ 87 Abs 8 AktG) mit einer Mehrheit von mindestens drei Viertel der abgegebenen Stimmen.</p>
<p>The Shareholders' Meeting resolves with the majorities provided for by law. Deviating from that, the Shareholders' Meeting resolves on the increase in the share capital (Article 149 para 1 of the Stock Corporation Act) and on the issue of convertible bonds and participating bonds (Article 174 para 1 and 3 of the Stock Corporation Act) on the basis of a simple majority of the votes cast and by a simple majority of the share capital presented when the resolution is passed.</p>	<p>Unless otherwise stipulated by mandatory provisions of law or this Articles of Association, the Shareholders' Meeting shall adopt its resolutions by a simple majority of the votes cast; where a majority of the capital is required, the decisions shall be adopted by a simple majority of the share capital represented at the meeting. Deviating from that, the Shareholders' Meeting resolves on the dismissal of members of the Supervisory Board (Section 87 para 8 of the Stock Corporation Act) on the basis of a majority of at least three quarters of the votes cast.</p>

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