

[Convenience translation. Only the German version shall prevail.]



**TLG IMMOBILIEN AG**

Berlin

ISIN DE000A12B8Z4

WKN A12B8Z

ISIN DE000A3MQBZ8

WKN A3MQBZ8

**Convocation of the Annual General Meeting 2021**

The shareholders of our company are hereby invited to attend the

**Annual General Meeting 2021**

taking place virtually on

**Tuesday, December 28, 2021**

at 10:00 am (CET)

under <https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>

without the physical presence of the shareholders or their agents (“**virtual general meeting**”). The place of the meeting within the meaning of the German Stock Corporation Act (*Aktiengesetz*, **AktG**) will be

the location of the chair of the meeting at the business premises of Grünebaum Gesellschaft für Event Logistik mbH at Leibnizstrasse 38, 10625 Berlin, Germany.

**Format as a virtual general meeting**

With the consent of the Supervisory Board, the Management Board of the company has decided pursuant to Section 1 para. 2 sentence 1 and para. 6 sentence 1 of the Act Concerning Measures Under the Law of Companies, Cooperative Societies, Associations, Foundations and Commonhold Property to Combat the Effects of the COVID-19 Pandemic of 27 March 2020, last amended by Article 15 of the law of 10 September 2021 (“**GesRuaCOVBekG**”) to hold the Annual General Meeting of the company 2021 as a virtual General Meeting without the physical presence of the company’s shareholders or their agents.

**A physical participation of the shareholders or their agents in the General Meeting is excluded.**

The attending members of the Management Board, the company’s proxies, and the notary who will record the General Meeting will be physically present at the location of the chair of the meeting.

## **I. Agenda**

### **1. Presentation of the adopted annual financial statements and the consolidated financial statements as at December 31, 2020 approved by the Supervisory Board, the management reports for the company and the Group, including the report of the Supervisory Board for the 2020 financial year and the explanatory report of the Management Board on the disclosures pursuant to Sections 289a para. 1, 289f para. 1 and 315a para 1 of the German Commercial Code in the version applicable to the 2020 financial year as at December 31, 2019**

The Supervisory Board has approved the annual financial statements prepared by the Management Board and the consolidated financial statements. The annual financial statements are therefore adopted. Consequently, a resolution by the General Meeting regarding agenda item 1 is neither intended nor necessary. However, the aforementioned documents must be made available to the General Meeting and explained by the Management Board and – in the case of the report of the Supervisory Board – by the chairman of the Supervisory Board. As part of their right to information, shareholders will have the opportunity to ask questions regarding the documents.

### **2. Resolution on the appropriation of net retained profit of TLG IMMOBILIEN AG for the 2020 financial year**

The Management Board and Supervisory Board propose that the net retained profit of EUR 264,052,303.49, as reported in the adopted annual financial statements for the financial year ended on December 31, 2020, be utilised as follows:

Distribution to the shareholders:

Payment of a dividend of EUR 1.02 per no-par-value share with dividend rights for the 2020 financial year; for 106,678,490 no-par-value shares with dividend rights, this corresponds to a total of	EUR	108,812,059.80
Profits carried forward	EUR	155,240,243.69
Net retained profit	EUR	<hr/> 264,052,303.49

The amounts presented for the appropriation of profit and profits carried forward are based on the no-par shares with dividend rights existing at November 15, 2021. Should the number of no-par-value shares with dividend rights for the 2020 financial year increase by the date of the General Meeting, in particular on account of compensation requests from outside shareholders of WCM Beteiligungs- und Grundbesitz-Aktiengesellschaft pursuant to the control agreement between TLG IMMOBILIEN AG and WCM Beteiligungs- und Grundbesitz-Aktiengesellschaft and corresponding issuances of new shares of TLG IMMOBILIEN AG from the Contingent Capital 2017/III (Article 7a of the Articles of Association of the company), the Management Board and Supervisory Board shall submit a proposal to the General Meeting that is adjusted based on this increase, while still providing for a dividend of EUR 1.02 per no-par share with dividend rights. When the number of no-par shares with dividend rights and therefore the total amount of the paid dividend increases by EUR 1.02 per newly issued share, the profits carried forward will decrease accordingly.

The dividend will be paid in full from the tax-recognised contribution account within the meaning of Section 27 of the German Corporate Tax Act (*Körperschaftsteuergesetz*; contributions not paid into nominal capital). Therefore, it will be paid without deductions for capital gains tax or solidarity surcharge. The dividend is not subject to taxation for shareholders with a tax residence in Germany. There is no tax refund or tax credit option associated with the dividend. In the opinion of the German tax authorities, the distribution reduces the acquisition costs of the shares for tax purposes.

Assuming a corresponding resolution is passed, the dividend rights mature on the third business day following the resolution of the General Meeting, *i.e.*, January 3, 2022, pursuant to Section 58 para. 4 sentence 2 of the AktG.

In consideration of the tax effects on the company and its shareholders, the company intends to pay out the dividend prematurely on December 30, 2021 already.

### **3. Resolution on the exoneration of the members of the Management Board for the 2020 financial year**

The Management Board and Supervisory Board propose that the members of the Management Board in office in the 2020 financial year be exonerated for that financial year.

**4. Resolution on the exoneration of the members of the Supervisory Board for the 2020 financial year**

The Management Board and Supervisory Board propose that the members of the Supervisory Board in office in the 2020 financial year be exonerated for that financial year.

**5. Resolution on the appointment of the auditor of the annual and consolidated financial statements as well as the auditor for the auditor's review, if any, of additional interim financial information**

The Supervisory Board, based on a recommendation of its Audit Committee, proposes the appointment of the Berlin office of Ernst & Young GmbH, Wirtschaftsprüfungsgesellschaft, Stuttgart,

- a) as auditor of the annual financial statements and consolidated financial statements for the 2021 financial year; as well as
- b) as auditor in case of an auditor's review of additional interim financial information (Section 115 para. 7 WpHG) for the first quarter of the 2022 financial year, as auditor for such an auditor's review.

In its recommendation, the Audit Committee stated that this is free from undue influence by third parties and that no clause restricting the selection options within the meaning of Article 16 para. 6 of the EU Statutory Audit Regulation (Regulation (EU) No. 537/2014) has been imposed on it.

Ernst & Young GmbH, Wirtschaftsprüfungsgesellschaft, Stuttgart, has declared to the Supervisory Board that no business, financial, personal or other relationships exist between it, its executive bodies and audit managers on the one hand and the company and its executive body members on the other hand that could give rise to doubts about their independence.

**6. Resolution on the election to the Supervisory Board**

Pursuant to Section 95 para. 1 sentence 2 AktG in conjunction with Article 11 para. 1 of the Articles of Association, the Supervisory Board of the company currently consists of three members. The Supervisory Board of the company is not co-determined.

The current member of the Supervisory Board Mr. David Maimon has been appointed by the court as a member of the Supervisory Board by resolution dated January 5, 2021 for a term of office until the end of the Annual General Meeting 2021.

The Supervisory Board proposes, taking into account the objectives for the composition of the Supervisory Board, to elect Mr. David Maimon, businessman and managing director, resident in Amsterdam, the Netherlands, as a member of the Supervisory Board for a further term of office. The appointment takes effect from the end of the General Meeting on December 28, 2021 until the end of the General Meeting that resolves on the exoneration of the members of the Supervisory Board for the fourth financial year following the start of the term of office; the financial year in which the term of office starts is not included.

The election proposal of the Supervisory Board regarding agenda item 6 takes into consideration the objectives adopted by the Supervisory Board in terms of its composition and also takes into consideration the profile of skills and expertise for the overall board as prepared by the Supervisory Board. As such, the diversity concept drawn up by the Supervisory Board for its own composition will also be implemented. More information on the candidate for election to the Supervisory Board, especially the candidate's CV, and information on other memberships in comparable committees in the sense of Section 125 para. 1 sentence 5 AktG and on C.13 and C.14 of the German Corporate Governance Code is available in section **Error! Reference source not found.** following the agenda.

**7. Resolution on the authorization to acquire treasury shares and for the utilization of such shares, including an authorization for a redemption of acquired treasury shares and a capital reduction as well as the cancellation of the corresponding existing authorization**

Pursuant to Section. 71 para. 1 no. 8 of the AktG, the company needs a special authorization from the General Meeting for the acquisition and utilization of treasury shares, unless expressly provided otherwise by law. The amount of this authorization is limited to a total of up to 10% of the company's share capital existing at the time the resolution is adopted or - if lower - at the time the authorization is exercised. The existing authorization to acquire and use treasury shares resolved by the Annual General Meeting on May 21, 2019 was exercised for a total of 6,433,546 shares, corresponding to approximately 6.2% of the share capital existing at the time of the resolution on the authorization. In order to allow for a flexible acquisition and utilization of treasury shares in the future, a resolution is to be proposed to the General Meeting to provide the company with a new authorization for the acquisition and utilization of treasury shares.

The Management Board and the Supervisory Board therefore propose to adopt the following resolution:

**a) Cancellation of the existing authorization**

The authorization to acquire and utilize treasury shares resolved by the Annual General Meeting under agenda item 8 on May 21, 2019 is cancelled with effect from the new authorization proposed under letters b) through e) of this agenda item 7 becoming effective.

**b) Creation of a new authorization**

Until December 27, 2026, the Management Board is authorized, with the consent of the Supervisory Board and in compliance with the principle of equal treatment (Section 53a of the AktG), to acquire shares of the company in an aggregate amount of up to 10% of the share capital of the company at the time of the resolution or – if lower – at the time the authorization is exercised. At no point in time must the shares acquired on the basis of this authorization, together with other treasury shares of the company previously acquired by the company and still held by it or shares attributable to it pursuant to Sections 71 et seq. of the AktG, exceed 10% of the respective share capital of the company. The authorization may be exercised once or several times, in full or for partial amounts in pursuit of one or several objectives by the company, but also by companies of the group or by third parties for the account of the company or of the companies of the group. The authorization must not be exercised for the purpose of trading in treasury shares.

**c) Manner and method of the acquisition of treasury shares**

At the election of the Management Board, the acquisition of treasury shares takes place (i) in compliance with the principle of equal treatment (Section 53a AktG) through the stock exchange (over-the-counter market of a domestic stock exchange, if the share of the company is traded in such market segment), (ii) by a public purchase offer addressed to all shareholders of the company or by a public invitation to the shareholders to submit sales offers (the acquisition pursuant to (ii) hereinafter referred to as “**Public Tender Offer**”), or (iii) through a public offer or a public invitation to submit an offer to exchange liquid shares admitted to trading on an organized market within the meaning of the German Securities Acquisition and Takeover Act (hereinafter referred to as “**Exchange Shares**”) against shares of the company (the acquisition according to (iii) hereinafter referred to as “**Public Exchange Offer**”).

**aa) Acquisition of shares through the stock exchange**

If the acquisition of the treasury shares is effected through the stock exchange, the purchase price per share paid by the company (excluding ancillary acquisition costs)

may not be more than 10% higher or lower than the opening price of a share of the company in over-the-counter trading at the Hanseatic Stock Exchange Hamburg determined by the broker with price determination responsibility at the beginning of floor trading on a respective stock exchange trading day. If no opening price can be determined, the purchase price shall be determined either on the basis of the last ascertainable opening price of a share of the company in over-the-counter trading on the Hanseatic Stock Exchange Hamburg or, if the share is still traded in over-the-counter trading of any other German stock exchange on the basis of the opening price of a share of the company in the over-the-counter market of such stock exchange with the latest trades in shares of the company, whereby the purchase price per share paid by the company (excluding ancillary acquisition costs) may not exceed or fall below the opening price of a share of the company determined at the beginning of floor trading on a respective stock exchange trading day by more than 10%.

**bb) Acquisition of shares through a Public Tender Offer**

In case of an acquisition through a Public Tender Offer, the company may set a fixed purchase price or a purchase price range per share (excluding ancillary acquisition costs), within which it is prepared to acquire shares. In the Public Tender Offer, the company may set a period for the acceptance or submission of the offer and the option and the conditions for the adjustment of the purchase price range during the period in the event of price changes that are not insignificant. In case of a purchase price range, the purchase price will be determined based on the sales prices stated in the acceptance or offer declarations of the shareholders and the acquisition volume determined by the Management Board after the end of the offer period.

- (1) In case of a public purchase offer of the company, the offered purchase price or the purchase price range may not exceed or fall below the volume-weighted average price for a share of the company in the over-the-counter market on the last five (5) stock exchange trading days in over-the-counter trading on the Hanseatic Stock Exchange Hamburg prior to the day of the announcement of the offer by more than 10%.

In case of an adjustment of the purchase price range by the company, the last five (5) stock exchange trading days prior to the public notification of the adjustment are relevant.



- (2) In case of a public invitation to shareholders to submit sales offers, the purchase price (excluding ancillary acquisition costs) per share of the company ascertained on the basis of the offers submitted may not exceed or fall below the volume-weighted average price for a share of the company in the over-the-counter market on the last five (5) stock exchange trading days in over-the-counter trading on the Hanseatic Stock Exchange Hamburg prior to the day of the publication of the invitation to submit sales offers by more than 10%.

In case of an adjustment of the purchase price range by the company, the last five (5) stock exchange trading days prior to the public notification of the adjustment are relevant.

- (3) If no volume-weighted average price during the last five (5) stock exchange trading days prior to the day of the public announcement of the offer or the request to submit offers to sell is ascertainable, or if trading in the company's shares in the over-the-counter market of the Hanseatic Stock Exchange Hamburg has been discontinued, the fixed purchase price or the purchase price range shall be determined either on the basis of the last ascertainable volume-weighted average price of a share of the company in the over-the-counter market of the Hanseatic Stock Exchange Hamburg on the last five (5) stock exchange trading days before trading is discontinued or, if the share is still traded in over-the-counter trading of any other German stock exchange on the basis of the opening price of a share of the company over the five (5) consecutive stock exchange trading days prior to the day of the public announcement of the offer or the public invitation to tender in the over-the-counter market of such stock exchange with the latest trades in shares of the company; if the shares are not traded over-the-counter on any German stock exchange, the relevant price shall be the last ascertainable volume-weighted average price of a share of the company in over-the-counter trading on the Hanseatic Stock Exchange Hamburg.

- (4) Instead of the volume-weighted average price, the value per share of the company prior to the date of the public announcement of the offer or prior to the public invitation to tender may also be used as a reference value for determining the fixed purchase price or the purchase price range, based on a company valuation carried out by an independent expert in accordance with IDW Standard 1 "Principles for the Performance of Business Valuations".

The volume of the purchase offer or the invitation to sell can be limited. If the shares offered by the shareholders for acquisition exceed the total amount of the purchase offer or the invitation to sell of the company, they will be taken into account or accepted based on the relation between the total amount of the purchase offer or the invitation to sell and the total shares offered by the shareholders. However, it is possible to provide that smaller amounts of up to 100 shares offered per shareholder will be acquired in preference. The purchase offer or the invitation to sell can provide other conditions.

**cc) Acquisition of treasury shares through Public Exchange Offer**

In case of an acquisition through a Public Exchange Offer, the company can either set an exchange ratio or a corresponding exchange range at which it is prepared to acquire the shares of the company. Cash payments can be made as additional payments or in compensation for fractional amounts. In the Public Exchange Offer, the company can determine a period for acceptance or for submitting of the offer and the option and conditions for adjusting the exchange range during the period in case of price changes that are not insignificant. In case of an exchange range, the exchange ratio will be ascertained based on the exchange ratio and/or other data stated in the declarations of acceptance or offer of the shareholders and the acquisition volume set by the management board after the end of the offer period.

- (1) In case of a public exchange offer of the company or a public invitation by the company to the shareholders to submit offers for the exchange of liquid shares, the offered exchange ratio or exchange range may not exceed the relevant value of a share of the company by more than 10% or fall below the said value by more than 20%. The reference value of a share of the company is in each case, the volume-weighted average price for a share of the company in the over-the-counter market on the last five (5) stock exchange trading days in over-the-counter trading on the Hanseatic Stock Exchange Hamburg prior to the day of the public announcement of the offer or the public invitation.

In case of an adjustment of the exchange range by the company, the last five (5) stock exchange trading days prior to the public announcement of the adjustment are relevant.

- (2) If no volume-weighted average price during the last five (5) stock exchange trading days prior to the day of the publication of the invitation to submit offers to sell is ascertainable, or if trading in the company's shares in the over-the-

counter market of the Hanseatic Stock Exchange Hamburg has been discontinued, the fixed purchase price or the purchase price range shall be determined either on the basis of the last ascertainable volume-weighted average price of a share of the company in the over-the-counter market of the Hanseatic Stock Exchange Hamburg on the last five (5) stock exchange trading days before trading is discontinued or, if the share is still traded in over-the-counter trading of any other German stock exchange on the basis of the opening price of a share of the company over the five (5) consecutive stock exchange trading days prior to the day of the public announcement of the offer or the public invitation to tender in over-the counter market of such stock exchange with the latest trades in shares of the company; if the shares are not traded over-the-counter on any German stock exchange, the relevant price shall be the last ascertainable volume-weighted average price of a share of the company in over-the-counter trading on the Hanseatic Stock Exchange Hamburg.

- (3) Instead of the volume-weighted average price, the value per share of the company prior to the date of the public announcement of the offer or prior to the public invitation to tender may also be used as a reference value for determining the fixed purchase price or the purchase price range, based on a company valuation carried out by an independent expert in accordance with IDW Standard 1 “Principles for the Performance of Business Valuations”.

The volume of the exchange offer or the invitation to submit exchange offers can be limited. If the shares offered by the shareholders for exchange exceed the total amount of the exchange offer or the invitation of the company to submit exchange offers, they will be taken into account or accepted based on the ration between the total volume of the exchange offer or invitation to submit exchange offers to the total number of shares of the company offered by the shareholders. However, it is possible to provide that smaller amounts of up to 100 shares offered per shareholder will be acquired in preference. The exchange offer or invitation to submit exchange offers can provide other conditions.

**d) Authorization of the Management Board to sell and to otherwise utilize the acquired shares**

Apart from a sale through a stock exchange or by means of an offer to all shareholders, the Management Board is authorized to utilize the treasury shares acquired on the basis of the above authorizations in the following manner:

- aa) They can be redeemed and the share capital of the company can be reduced by the amount of share capital attributable to the redeemed shares, without the redemption or its implementation requiring a further resolution by the General Meeting. The Management Board may also redeem the shares through the simplified procedure without reducing the share capital so that the proportion of the remaining shares in the share capital is increased by the redemption. If the redemption of the shares takes place through the simplified procedure without a reduction of the share capital, the Management Board is authorized to adjust the number of shares in the articles of association of the company.
- bb) They can be offered and transferred to third parties, with the consent of the Supervisory Board, in return for contributions in kind, in particular in the course of mergers or acquisitions of companies, plants, parts of a company or interests. In addition, the aforementioned shares can also be utilized to end or settle corporate law appraisal proceedings at affiliates of the company.
- cc) They can be sold to third parties against cash payments, with the consent of the Supervisory Board, if the price at which the shares of the company are sold does not significantly fall below the stock exchange price of a share of the company (Section 24 para. 1 BörsG) at the time of the sale (Section 186 para. 3 sentence 4 of the AktG).
- dd) They can be utilized to fulfil acquisition obligations or acquisition rights to shares of the company arising from and in connection with convertible bonds and option bonds, or participation rights with conversion or option rights, issued by the company or one of its group companies.

The shares utilized based on the authorizations under letters d) cc) and dd) above, to the extent they are issued in analogous application of Section 186 para. 3 sentence 4 of the AktG (with the exclusion of subscription rights for cash contributions not significantly below the stock exchange price), may not exceed 10% of the share capital, neither at the time of the passing of the resolution or – if lower – at the time of the exercise of the authorization. Shares issued or sold in direct or analogous application of Section 186 para. 3 sentence 4 of the AktG during the period of this authorization until such point in time are to be credited against this restriction. Shares issued or to be issued to serve convertible bonds or option bonds, or participations rights with conversion or option rights, are also to be credited to the extent such bonds were issued during the period of this authorization according to Section 186 para. 3 sentence 4 of the AktG.

**e) Other provisions**

The authorizations to utilize the company's treasury shares stated under letter d) above may be utilized in full or for part of the acquired treasury shares of the company, once or several times, individually or together. The authorizations stated under letter d) above can also be exercised by entities controlled by or under the majority ownership of the company, or by third parties for the account of the company or for the account of entities controlled by or under the majority ownership of the company.

**8. Resolution on the authorisation to utilise equity derivatives when acquiring treasury shares as well as the cancellation of the corresponding existing authorization**

By resolution of the Annual General Meeting on October 7, 2020, the Management Board is further authorized, in addition to the existing authorization resolved by the Annual General Meeting on May 21, 2019, to acquire and use treasury shares, with the approval of the Supervisory Board, up to a total of 5% of the share capital existing at the time of the resolution on October 7, 2020, by using derivatives (put or call options or a combination of both instruments). In order to allow the flexible acquisition of treasury shares in the future, this authorization is also to be revised in line with the authorization to acquire treasury shares to be resolved under agenda item 7.

Therefore, the Management Board and Supervisory Board propose the following resolution:

**a) Cancellation of the existing authorization**

The authorization resolved by the Annual General Meeting on October 7, 2020 under agenda item 15 to use equity derivatives for the acquisition of treasury shares shall be cancelled as of the effective date of the new authorization proposed under lit. b) to lit. f) inclusive of this agenda item 8.

**b) Creation of a new authorization**

The Management Board is authorised until December 27, 2026, subject to the approval of the Supervisory Board, to use derivative financial instruments (put or call options or a combination of both instruments) to acquire treasury shares up to a total of 5% of the existing share capital as at the date of the resolution. The share acquisitions must also be counted towards the 10% threshold of the authorisation to acquire treasury shares approved by the General Meeting on December 28, 2021 under lit b) up to and including lit. e) under agenda item 7.

c) **Conditions of the acquisition**

When using derivative financial instruments in the form of put or call options or a combination of both instruments to acquire treasury shares, the option transactions must be conducted with a financial institution or at near-market rates on the stock exchange; the purchase price payable for the shares when the options are exercised must be taken into account when calculating these (the “**Exercise Price**”). In any event, the company may acquire no more than a total of 5% of the share capital by utilising derivative financial instruments in the form of put and call options or a combination of both instruments. The term of the options must be selected to ensure that the acquisition of shares from the exercise of the options is completed by December 27, 2026. In analogous application of Section 186 para. 3 sentence 4 AktG, the shareholders have no right to enter into such derivative transactions with the company.

- aa) The Exercise Price (excluding ancillary acquisition costs, but taking into account the option premium paid or received) may not exceed the volume-weighted average price for a share of the company in the over-the-counter market on the last five (5) stock exchange trading days in over-the-counter trading on the Hanseatic Stock Exchange Hamburg prior to the conclusion of the option transaction in question by more than 10% or fall below such price by more than 20%.
- bb) If no volume-weighted average price during the last five (5) stock exchange trading days prior to the conclusion of the option transaction in question is ascertainable, or if trading in the company’s shares in the over-the-counter market of the Hanseatic Stock Exchange Hamburg has been discontinued, the relevant reference price, which may not be exceeded by more than 10% and which may not be fallen short of by more than 20%, shall be determined either on the basis of the last ascertainable volume-weighted average price of a share of the company in the over-the-counter market of the Hanseatic Stock Exchange Hamburg on the last five (5) stock exchange trading days before trading is discontinued or, if the share is still traded in over-the-counter trading of any other German stock exchange on the basis of the opening price of a share of the company over the five (5) consecutive stock exchange trading days prior to the conclusion of the option transaction in question in over-the-counter market of such stock exchange with the latest trades in shares of the company; if the shares are not traded over-the-counter on any German stock exchange, the relevant price shall be the last ascertainable volume-weighted average price of a share of the company in over-the-counter trading on the Hanseatic Stock Exchange Hamburg.

cc) Instead of the volume-weighted average price, the value per share of the company prior to the conclusion of the option transaction in question may also be used as the relevant reference price, which may not be exceeded by more than 10% and which may not be fallen short of by more than 20%, based on a company valuation carried out by an independent expert in accordance with IDW Standard 1 “Principles for the Performance of Business Valuations”.

**d) Tender rights**

Shareholders have a right to tender their shares only to the extent that the company is under an obligation to them to purchase the shares resulting from the derivative transactions. Any further tender rights are excluded.

**e) Utilisation of acquired shares**

Apart from a sale through a stock exchange or by means of an offer to all shareholders, the Management Board is authorized to utilise the treasury shares acquired on the basis of the above authorization in the following manner:

aa) They can be redeemed and the share capital of the company can be reduced by the amount of share capital attributable to the redeemed shares, without the redemption or its implementation requiring a further resolution by the General Meeting. The Management Board may also redeem the shares through the simplified procedure without reducing the share capital so that the proportion of the remaining shares in the share capital is increased by the redemption. If the redemption of the shares takes place through the simplified procedure without a reduction of the share capital, the Management Board is authorised to adjust the number of shares in the Articles of Association of the company.

bb) They can be offered and transferred to third parties, with the consent of the Supervisory Board, in return for contributions in kind, especially in the course of mergers or acquisitions of companies, plants, parts of companies or interests. In addition, the aforementioned shares can be utilised to end or settle corporate law appraisal proceedings at affiliates of the company.

cc) They can be sold to third parties in exchange for cash payments, with the consent of the Supervisory Board, if the price at which the shares of the company are sold does not significantly fall below the stock exchange price of a share of the company at the time of the sale (Section 186 para. 3 sentence 4 AktG).

dd) They can be utilised to fulfil acquisition obligations or acquisition rights to shares of the company arising from and in connection with convertible bonds and warrant bonds or participation rights with conversion or option rights that have been issued by the company or one of its Group companies.

The shares utilised on the basis of the authority under letters e) cc) and dd) above, to the extent they are issued in analogous application of Section 186 para. 3 sentence 4 AktG (with the exclusion of subscription rights for cash contributions not significantly below the stock exchange price), may not exceed 10% of the share capital, neither at the time of the passing of the resolution or – if lower – at the time of the exercise of the authorisation. Shares issued or sold in direct or analogous application of Section 186 para. 3 sentence 4 AktG during the period of this authorisation until this point in time are to be credited against this restriction. Shares issued or to be issued to serve convertible or warrant bonds, or participation rights with conversion or option rights, are also to be credited to the extent that such bonds were issued during the period of this authorisation according to Section 186 para. 3 sentence 4 AktG.

The above authorisations to utilise treasury shares can be exercised once or repeatedly, in full or for some of the acquired treasury shares, individually or together. The above authorisations can also be exercised by entities controlled by or under the majority ownership of the company, or by third parties for the account of the company or for the account of entities controlled by or under the majority ownership of the company.

**f) Other provisions**

The authorization may be exercised by the company once or multiple times, fully or partially and in the fulfilment of one or more purposes, as well as by Group companies or third parties for the account of the company or Group company.

**9. Resolution on the repeal of Article 3 para. 2 of the Articles of Association**

The reference to Section 30b para. 3 WpHG contained in Article 3 para. 2 of the Articles of Association of the company has become irrelevant and should therefore be repealed.

Article 3 para. 2 of the Articles of Association of the company is currently as follows:

*“In accordance with Section 30b para. 3 of the WpHG, the company is entitled to transmit information to shareholders by means of remote data transmission.”*

Therefore, the Management Board and Supervisory Board propose the following resolution:



Article 3 para. 2 of the Articles of Association is repealed.

The Management Board is instructed to enter the amendment of the Articles of Association approved under agenda item 9 into the commercial register irrespective of the other resolutions of the General Meeting.

**10. Resolution on the revision of Article 8 para. 1 and Article 10 of the Articles of Association**

To increase flexibility, it should be made possible for the company to have only one member of the Management Board. To this end, in addition to Article 8 para. 1 of the Articles of Association, Article 10 of the Articles of Association, which governs the representation of the company by the Management Board, needs to be amended.

Article 8 para. 1 of the Articles of Association of the company is currently as follows:

*“The Management Board shall consist of at least two persons.”*

Article 10 (Representation) of the Articles of Association of the company is currently as follows:

*“The company shall be represented by two Management Board members or by one Management Board member jointly with an authorized signatory. The Supervisory Board may determine that all or individual Management Board members are authorized to act as sole representatives. The Management Board members are authorized to enter into legal transactions on behalf of the company with themselves as representatives of third parties (exemption from the prohibition of multiple representation under Section 181, alternative 2 of the BGB).”*

Therefore, the Management Board and Supervisory Board propose the following resolution:

- a)** Article 8 para. 1 of the Articles of Association is repealed and revised as follows:

*“The Management Board shall consist of one or more persons.”*

- b)** Article 10 of the Articles of Association is repealed and revised as follows:

*“Article 10 Representation*

*10.1 If only one Management Board member has been appointed, the company shall be represented by this Management Board member.*

*10.2 If several Management Board members have been appointed, the company shall be represented by two Management Board members or by one Management Board*

*member jointly with an authorized signatory. The Supervisory Board may determine that all or individual Management Board members are authorized to act as sole representatives.*

*10.3 The Management Board members are authorized to enter into legal transactions on behalf of the company with themselves as representatives of third parties (exemption from the prohibition of multiple representation under Section 181, alternative 2 of the BGB).”*

The Management Board is instructed to enter the amendment of the Articles of Association approved under agenda item 10 into the commercial register irrespective of the other resolutions of the Annual General Meeting.

#### **11. Resolution on the amendment of Article 14 para. 5 of the Articles of Association**

Article 14 para. 5 of the Articles of Association has so far exclusively reflected the minimum frequency of two meetings of the Supervisory Board per calendar half-year applicable to listed companies. In view of a future revocation of the admission of the shares to trading on the regulated market, the Supervisory Board shall be given the opportunity to decide, if necessary, on the basis of need, that only one meeting is to be held in the calendar half-year.

Article 14 para. 5 of the Articles of Association of the company is currently as follows:

*“The Supervisory Board must hold at least two meetings in each calendar half-year. Otherwise, it shall hold meetings as often and as soon as the interests of the company require. In justified exceptional cases, these meetings may be held by telephone or video conference at the instruction of the Chairman of the Supervisory Board or, if he is unable to attend, at the instruction of his Deputy.”*

Therefore, the Management Board and Supervisory Board propose the following resolution:

Article 14 para. 5 of the Articles of Association is amended by a new sentence 2 and revised as follows:

*“The Supervisory Board must hold at least two meetings in each calendar half-year. If the company is not listed on the stock exchange, the Supervisory Board may decide that one meeting is to be held in each calendar half-year. Otherwise, it shall hold meetings as often and as soon as the interests of the company require. In justified exceptional cases, these meetings may be held by telephone or video conference at the request of the Chairman of the Supervisory Board or, if he is unable to attend, at the request of his Deputy.”*

The Management Board is instructed to enter the amendment of the Articles of Association approved under agenda item 11 into the commercial register irrespective of the other resolutions of the General Meeting.

**12. Resolution on the revision of Article 18 para. 4 of the Articles of Association**

The provisions currently contained in the Articles of Association regarding proof of share ownership should also continue to apply in the event of a revocation of the admission of the shares to trading on the regulated market.

Article 18 para. 4 of the Articles of Association of the company is currently as follows:

*“If the company is listed on the stock exchange, the entitlement pursuant to Article 18 para. 3 shall be evidenced by a special proof of shareholding issued by the ultimate intermediary in text form and in German or English or by a proof pursuant to Section 67c of the AktG. The proof shall refer to the beginning of the 21st day prior to the Annual General Meeting.”*

Therefore, the Management Board and Supervisory Board propose the following resolution:

Article 18 para. 4 of the Articles of Association is repealed and revised as follows:

*“The entitlement pursuant to Article 18 para. 3 shall be evidenced by a special proof of shareholding issued by the ultimate intermediary in text form and in German or English or by a proof pursuant to Section 67c of the AktG. The proof shall refer to the beginning of the 21st day prior to the General Meeting.”*

The Management Board is instructed to enter the amendment of the Articles of Association approved under agenda item 12 into the commercial register irrespective of the other resolutions of the General Meeting.

**13. Resolution on the revision of Article 19 para. 1 of the Articles of Association**

Article 19 para. 1 of the company’s Articles of Association was intended to grant the company flexibility in the selection of the Chairman of the General Meeting. It should therefore be clarified that the Chairman of the Supervisory Board - and if he is prevented from doing so, the Deputy Chairman of the Supervisory Board - may appoint another member of the Supervisory Board, a

shareholder or shareholder representative or another qualified person to chair the meeting in his place.

Article 19 para. 1 of the Articles of Association of the company is currently as follows:

*“The General Meeting shall be chaired by the Chairman of the Supervisory Board or another Supervisory Board member to be appointed by him. If the Supervisory Board member designated to chair the meeting is unable to do so, the Supervisory Board members present at the General Meeting shall elect the Chairman of the Meeting. If an election cannot be held in accordance with the above procedure, the Chairman of the meeting shall be elected by the General Meeting. In the cases of sentence 2 and sentence 3, a person who is not a member of the Supervisory Board may also be elected.”*

Therefore, the Management Board and Supervisory Board propose the following resolution:

Article 19 para. 1 of the Articles of Association is repealed and revised as follows:

*“The General Meeting shall be chaired by the Chairman of the Supervisory Board and, if he is prevented from doing so, by the Deputy Chairman of the Supervisory Board. The Chairman of the Supervisory Board - and if he is prevented from doing so, the Deputy Chairman of the Supervisory Board - may appoint another member of the Supervisory Board, a shareholder or shareholder representative, or another qualified person to chair the meeting in his place. In the event that neither the Chairman of the Supervisory Board nor the Deputy Chairman of the Supervisory Board are present and have not appointed another person in accordance with sentence 2, the Chairman of the Meeting shall be elected by the shareholders present by a simple majority of the votes cast.”*

The Management Board is instructed to enter the amendment of the Articles of Association approved under agenda item 13 into the commercial register irrespective of the other resolutions of the General Meeting.

## **II. Supplementary notes to the agenda and reports of the Management Board**

### **1. No resolutions on the approval of a compensation system for the members of the Management Board and the compensation of the members of the Supervisory Board at the Annual General Meeting 2021**

The Act Implementing the Second Shareholders' Rights Directive (*ARUG II*) added, among other things, the provisions of Sections 113 para. 3 and 120a to the AktG. Section 120a para. 1 of the AktG provides that the General Meeting of listed stock corporations shall resolve on the approval

of the compensation system for members of the Management Board to be submitted by the Supervisory Board whenever there is a significant change, but at least every four years. Section 113 para. 1 of the AktG stipulates that, in the case of listed companies, a resolution on the compensation of the members of the Supervisory Board must be adopted at least every four years. In accordance with the statutory transitional provisions, the first resolution must be adopted no later than the end of the first Annual General Meeting following December 31, 2020.

However, the company intends to bring about the revocation of the admission of the company's shares (the "**TLG Shares**") to trading on the regulated market of the Frankfurt Stock Exchange (*General Standard*) before the Annual General Meeting on December 28, 2021. Pursuant to Section 39 para. 2 sentence 3 No. 1 of the German Stock Exchange Act (*BörsG*), such revocation of the admission of TLG Shares to trading on a German stock exchange in the regulated market is only permissible if, at the time the application is made, a document referring to the application has been published concerning an offer to acquire all TLG Shares in accordance with the provisions of the German Securities Acquisition and Takeover Act (*WpÜG*). On October 20, 2021, Aroundtown SA as bidder and the company entered into a delisting agreement. Therein, the company bindingly undertakes to the bidder, subject to statutory obligations and the review of the offer document, to file an application for the revocation of the admission of all TLG Shares to trading on the regulated market of the Frankfurt Stock Exchange (*General Standard*) pursuant to Section 46 para. 1 no. 1 of the Exchange Rules for the Frankfurt Stock Exchange (the "**Delisting Application**"). Pursuant to the delisting agreement, the Delisting Application shall be filed no later than five banking days prior to the expiry of the acceptance period for the delisting offer.

The delisting offer of Aroundtown SA, which meets the requirements of Section 39 para. 2 sentence 3 no. 1 of the German Stock Exchange Act (*BörsG*), was published on November 5, 2021 and provides for an acceptance period until December 3, 2021. The company assumes that the acceptance period will not be extended and that the Delisting Application will therefore become effective at the end of the acceptance period and therefore before the Annual General Meeting on December 28, 2021. The company also has no indications that the Frankfurt Stock Exchange will not approve the Delisting Application.

It can therefore be assumed that at the time of the Annual General Meeting on December 28, 2021 the company will no longer be a listed company within the meaning of the AktG. Hence, Sections 113 para. 3 and 120a AktG will no longer apply to it. A resolution of the General Meeting on the approval of the compensation system for the members of the Management Board pursuant to Section 120a of the AktG and a confirmatory resolution on the unchanged

compensation of the members of the Supervisory Board pursuant to Section 113 para. 3 of the AktG are therefore not possible.

**2. Further information on the candidate proposed for election to the Supervisory Board under agenda item 6**

Mr. David Maimon, businessman and managing director, with residence in Amsterdam, The Netherlands.

Personal information:

Mr. David Maimon was born 1960 in Israel and is a citizen of Israel

Professional career:

Since July 2021	Tevat Limited Managing director
Since July 2021	Zakiono Enterprises Limited Managing director
Since 2020:	Globalworth Real Estate Investments Limited Non-executive member of the board of directors
Since 2018:	Grand City Properties SA und Aroundtown SA Member of the advisory board
2003 to 2020	Rosario Capital Underwriting Company Managing director
2011 to 2018	Sun D'Or International Airways Ltd. Managing director
2014 to 2018	EL AL Israel Airlines Ltd. President & CEO
2010 to 2014	EL AL Israel Airlines Ltd. Vicepresident Commercial and Industrial Affairs
2009	EL AL Israel Airlines Ltd. Vicepresident Sales and Service

2005	EL AL Israel Airlines Ltd. Vicepresident Service
2003 to 2008	Rosh Ha' Ayin Economic Company Managing director
2003 to 2005	Association for the Wellbeing of Israel's Soldiers President and managing director of the Association's Economic Company
2002 to 2003	Private wealth management of private investors
2001 to 2003	Capital-Berger Investments Managing director
2000 to 2001	Tevel-Telecom cable company Vicepresident
1999 to 2001	Leumi Gemel Ltd. Managing director and member of the Investment Committee
1996 to 2000	Hever Permanent Army Soldiers and Pensioners Organization Ltd. Managing director, member of the Control Committee and the Real Estate Committee
1978 to 2000	Military service in Israel honorary discharge with the rank of Colonel

Training / Academic career:

1998 to 1999	M.B.A. Derby University, United Kingdom
1984 to 1986	B.A. Sociology and Political Science Bar Ilan University, Israel

Membership in statutory supervisory boards of domestic economic companies:

- TLG Immobilien AG, Berlin
- Mr David Maimon shall also be elected as a member of the supervisory board of WCM Beteiligungs- und Grundbesitz-Aktiengesellschaft, Frankfurt a.M., by the annual general meeting on December 29, 2021

Membership in similar domestic or foreign boards with control functions of economic companies:

- Non-executive member of the board of directors of Globalworth Real Estate Investments Limited

Significant other activities within the meaning of clause III C. 14 of the German Corporate Governance Code:

- Member of the advisory board of Grand City Properties SA
- Member of the advisory board of Aroundtown SA

Further information with regard to clause III C.13 of the German Corporate Governance Code:

Apart from currently being a member of the company's Supervisory Board and from his appointment to the supervisory board of WCM Beteiligungs- und Grundbesitz-Aktiengesellschaft, Frankfurt a.M., – a subsidiary of the company – being planned for December 29, 2021, Mr. Maimon is a member of the advisory board of Aroundtown SA. Furthermore, he is a member of boards of directors and advisory boards of companies in which Aroundtown SA holds shares. According to Aroundtown SA's voting rights notification dated February 20, 2020, Aroundtown SA holds 77.48% of the shares directly and 0.28% of the shares indirectly in the company. The Supervisory Board does not consider there to be any personal or business relationships between Mr. Maimon on the one hand and the companies of the TLG IMMOBILIEN AG Group, its governance bodies, or any stockholder that directly or indirectly holds more than 10% of the voting shares of the company on the other hand, that would significantly influence a stockholder's objective vote on their election.

**3. Report of the Management Board on agenda item 7 (resolution on the authorization to acquire treasury shares and for the utilization of such shares, including an authorization for a redemption of acquired treasury shares and a capital reduction as well as the cancellation of the corresponding existing authorization) and agenda item 8 (resolution on the authorisation to utilise equity derivatives when acquiring treasury shares)**

In accordance with Section 71 para. 1 no. 8 sentence 5 AktG in conjunction with Section 186 para. 4 sentence 2 AktG, for agenda items 7 and 8, the Management Board submits to the General Meeting this report on the reasons for the authorisation to exclude the subscription rights of shareholders when disposing of the acquired treasury shares:

Under agenda item 7, the Management Board and Supervisory Board propose that the company be authorized to acquire treasury shares of up to 10% of the share capital existing at the time the



resolution is adopted by the General Meeting or - if this value is lower - at the time the authorization is exercised, until December 27, 2026. The treasury shares may be acquired both by the company itself and by controlled companies or companies in which the company holds a majority interest (group companies) or by third parties acting for the account of the company or for the account of group companies. The purpose of this authorization is to maintain the possibility of share repurchases and the use of the shares acquired which was last resolved by the Annual General Meeting on May 21, 2019 under agenda item 8. The scope of the authorization is limited to a total of up to 10% of the company's share capital existing at the time the resolution is adopted or - if lower - at the time the authorization is exercised. The existing authorization to purchase and use treasury shares resolved by the Annual General Meeting on May 21, 2019 was exercised for a total of 6,433,546, corresponding to approximately 6.2% of the share capital existing at the time the resolution on the authorization was adopted. In order to allow the flexible acquisition and use of treasury shares in the future, it is to be proposed to the General Meeting that the company be granted a new authorization to acquire and use treasury shares, cancelling the existing authorization.

Under agenda item 8, the Management Board and Supervisory Board propose that, in addition to the options provided for under agenda item 7, the company should also be allowed to use equity derivatives to acquire its own shares up to December 27, 2026.

The acquisition of treasury shares may be exercised on the stock exchange or by means of a Public Tender Offer or a Public Exchange Offer. With regard to the acquisition, the principle of equal treatment of shareholders pursuant to Section 53a AktG must be taken into consideration. A proposed acquisition on the stock exchange or by means of a Public Tender Offer or a Public Exchange Offer takes this into account. If, as part of a Public Tender Offer or a Public Exchange Offer, the number of tendered shares exceeds the acquisition volume provided for by the company, the acquisition or exchange shall take place proportionally based on the ratio of tendered shares per shareholder. However, a preferred acquisition or exchange of lower numbers of up to 100 shares per share can be provided for, regardless of the shares tendered by the shareholder. The acquisition shall not take into account shares with a tender price at which the shareholder is prepared to sell the shares to the company that has been set by the shareholder and that is higher than the purchase price set by the company. This applies analogously to an exchange ratio set by a shareholder where the company would have to deliver and transfer more shares for shares of the company than it would using the exchange ratio set by the company.

- a) The proposed authorization shall enable acquired treasury shares to be redeemed without a further resolution by the General Meeting or re-sold on the stock exchange or as part of a public offer to all shareholders. The redemption of treasury shares will generally cause a

reduction in the share capital of the company. However, the Management Board is also authorised to redeem the treasury shares without reducing the share capital pursuant to Section 237 para. 3 no. 3 AktG. This would proportionately increase the stake that the remaining shares have in the share capital pursuant to Section 8 para. 3 AktG (the nominal amount). The principle of equal treatment of shareholders shall be upheld as part of both of the aforementioned means of disposal.

- b)** Furthermore, with the approval of the Supervisory Board, the Management Board should be able to offer and transfer treasury shares as consideration as part of mergers or as consideration when acquiring companies, plants, parts of companies or interests. The authorisation proposed for this reason should strengthen the company when it competes to acquire interesting properties and enable it to respond to arising opportunities to make acquisitions with speed and flexibility and without compromising its liquidity. The proposed exclusion of the subscription rights of shareholders takes this into account. The economic rationale behind this kind of using treasury shares does not necessarily cease to apply after the TLG Immobilien AG shares are delisted from trading in the regulated market of a German stock exchange. The decision on whether or not to use treasury shares shall be made by the Management Board on a case-by-case basis and it shall be guided exclusively by the interests of the company and its shareholders. When valuing the treasury shares and the consideration for them, the Management Board shall ensure that the interests of the shareholders are taken into reasonable account. If a stock exchange price is available for TLG Immobilien AG shares, the Management Board shall take such price into consideration; however, a schematic link to such stock exchange price is not intended in particular to allow the Management Board to evaluate the reliability of the stock exchange price after the TLG Immobilien AG shares are delisted from trading in the regulated market of a German stock exchange (*e.g.*, in case of the shares being included in trading at an over-the-counter market) and to prevent negotiated agreements from being thrown back into question again by to fluctuations of the stock exchange price.
- c)** With the approval of the Supervisory Board, the Management Board should also be able to sell acquired treasury shares to third parties in exchange for cash contributions, excluding the subscription rights of shareholders, provided that the selling price per share is not significantly lower than the stock market price (as defined in Section 24 para. 1 BörsG) of the company's shares at the time of the sale. This authorisation makes use of the option to simplify the exclusion of subscription rights permitted by Section 71 para. 1 no. 8 sentence 5 AktG in application of Section 186 para. 3 sentence 4 AktG. This enables the Management Board to make use of opportunities arising from favourable stock market

situations with speed and flexibility and generate the highest possible re-sale price through near-market pricing. In turn, this makes it possible to strengthen the equity and access new groups of investors. The authorization is subject to the condition that the shares issued to the exclusion of subscription rights may not exceed 10% of the share capital, neither when the resolution is passed nor when the authority is exercised. Shares that have been issued during the term of the resale authorisation in direct or analogous application of Section 186 para. 3 sentence 4 AktG must be counted towards this limit. The same applies to shares issued or that are to be issued to serve convertible or warrant bonds, or participation rights with conversion or option rights, if those bonds were issued or sold during the term of this authorisation up to that point to the exclusion of subscription rights in accordance with Section 186 para. 3 sentence 4 AktG. The asset and voting interests of the shareholders will be sufficiently protected by this manner of selling treasury shares. In principle, the shareholders have the option to maintain their relative shareholding at similar rates by acquiring shares on the stock exchange.

- d)** Treasury shares may only be acquired using derivative financial instruments in the form of put and call options or a combination of both instruments by means of option transactions with a financial institution or at near-market rates on the stock exchange. In order to prevent a dilution effect, the acquisition of treasury shares using derivative financial instruments in the form of put and call options or a combination of both instruments is also limited to 5% of the share capital as a maximum for treasury shares, in which regard the treasury shares acquired using derivative financial instruments shall be counted towards the maximum limit of 10% of the company's share capital when treasury shares are acquired and held.
- e)** Furthermore, the company should be able to use treasury shares to satisfy acquisition obligations or exercise acquisition rights to shares of the company arising from and in connection with convertible or warrant bonds or participation rights with conversion or option rights that have been issued by the company or one of its group companies. The subscription rights of the shareholders must be excluded for this purpose. This applies even if treasury shares are sold by means of a public offer to all shareholders for the opportunity to grant the holders of such instruments the same subscription rights to the shares as they would have had if the conversion or option rights in question had already been exercised (dilution protection). This authorization is subject to the condition that the shares issued to the exclusion of subscription rights may not exceed 10% of the share capital, neither when the resolution is passed nor when the authority is exercised. Shares that have been issued or sold during the term of the resale authorisation in direct or analogous application of Section 186 para. 3 sentence 4 AktG must be counted towards this limit. The same applies

to shares issued or that are to be issued to serve convertible or warrant bonds, or participation rights with conversion or option rights, if those bonds were issued during the term of this authorisation up to that point to the exclusion of subscription rights in accordance with Section 186 para. 3 sentence 4 AktG.

In the subsequent General Meetings, the Management Board shall report on any case in which it has exercised this authority in accordance with Section 71 para. 3 sentence 1 AktG.

### **III. Further information on the convocation**

#### **1. Total number of shares and voting rights at the time of the convocation of the General Meeting (disclosure pursuant to Section 49 para. 1 sentence 1 no. 1 alt. 2 WpHG)**

At the time of the convocation of the General Meeting, the share capital of the company amounts to EUR 113,114,216.00 and is divided into 113,114,216 no-par value shares. Every no-par value share carries one vote at the general meeting. The company holds 6,433,546 own shares, from which it has no voting rights, at the time of the convocation.

#### **2. Holding of the General Meeting as a virtual General Meeting with no physical attendance by the shareholders or their agents**

With the consent of the Supervisory Board, the Management Board of the company has decided to hold the Annual General Meeting of the company also for 2021 as a virtual General Meeting without the physical presence of the company's shareholders or their agents. This decision was made on the basis of the GesRuaCOVBekG.

A physical participation of the shareholders or their agents in the General Meeting is excluded.

The shareholders have the option to exercise their voting rights in writing or by electronic communication, and their right to ask questions and object by electronic communication, either in person or by agent. They can follow the entire General Meeting by means of video and audio transmission on the password-protected website provided by the company (the "**Online Portal**") at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

#### **3. Conditions for exercising voting and questioning rights**

Only those shareholders who have registered in good time are entitled to exercise the right to ask questions in connection with the virtual General Meeting (see below), to exercise voting rights by postal vote, and to grant power of attorney.

Therefore, the registration must have been received by the company no later than 24:00 CET on Tuesday, December 21, 2021 under the following address

TLG IMMOBILIEN AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 Munich  
Germany  
Email: [inhaberaktien@linkmarketservices.de](mailto:inhaberaktien@linkmarketservices.de)

and the holders of bearer shares must have provided the company with special evidence of their shareholding in order to prove that they were a shareholder of the company at the beginning of the 21st day before the general meeting, *i.e.*, on Tuesday, December 7, 2021 at 00:00 CET (record date). In order to prove such shareholding, a special evidence of the shareholding issued by the ultimate intermediary is sufficient.

It should be noted that in the notification of the company pursuant to Section 125 AktG, which is to be prepared in form and substance in accordance with EU Implementing Regulation 2018/1212, a recording date needs to be listed in field C5 of Table 3 of the EU Implementing Regulation 2018/1212. This recording date specified in the notification pursuant to Section 125 AktG (in the present case: 6 December 2021, 23:00 hrs. UTC) is therefore not identical with the statutory record date within the meaning of Section 123 para. 4 AktG (in the present case: 7 December 2021, 0:00). In this respect, the company follows the recommendation of the Implementation Guide of the Association of German Banks (*Bundesverband deutscher Banken*) on the Shareholder Rights Directive II (Directive (EU) 2017/828) for the German market.

The evidence of shareholding must be received by the company at the aforementioned address no later than 24:00 CET on Tuesday, December 21, 2021. The registration and evidence of shareholding must be submitted in text form (Section 126b of the German Civil Code (*BGB*)) and in German or English language.

After due registration, voting cards for the General Meeting including the access information for the password-protected Online Portal of the company will be sent. In order to ensure timely receipt of the voting cards, shareholders are asked to register and send evidence of their shareholding to the company in good time.

At

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>

the company will operate an online portal from Tuesday, December 7, 2021. Via the online portal, duly registered shareholders and their agents can, among other things, exercise their voting rights, grant proxies and submit questions. In order to use the online portal, shareholders must log in with the access code that they receive with their voting card. The various options for exercising rights then appear in the form of buttons and menus on the user interface of the online portal.

#### **4. Significance of the record date**

When it comes to exercising voting rights, only those persons who have provided special evidence of their shareholding are considered shareholders *vis-à-vis* the company. The scope of voting rights is solely based on the shareholding as of the record date. The record date does not create any restrictions on the disposal of the shareholding. Even in the event of a full or partial disposal of the shareholding after the record date, the scope of the voting rights is solely based on the shareholding as of the record date (*i.e.*, any disposal of shares after the record date does not affect the scope of voting rights). The same applies to acquisitions or additional acquisitions of shares after the record date. Persons who do not hold any shares on the record date and subsequently become shareholders only have the right to vote with respect to their shares if and to the extent that they have been authorized or given the right to do so by the person entitled to exercise these rights on the record date.

#### **5. Procedure for voting by shareholders**

Shareholders or their representatives can only exercise their voting right by postal vote, either by mail, by way of electronic communication by email or by using the Online Portal and by granting power of attorney to the proxies of the company. Only shareholders who are duly registered by Tuesday, December 21, 2021, 24:00 CET, and who have duly furnished evidence of shareholding are entitled to exercise the voting rights of shareholders by postal vote and to grant power of attorney to the proxies of the company (as specified above). For the exercised voting rights, the holding of shares proven on the record date is decisive.

Subject to voting in the Online Portal, votes may be cast by postal vote in text form in German or English by post or by way of electronic communication (by email) to the following address:

TLG IMMOBILIEN AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 Munich

Germany

or by email: [inhaberaktien@linkmarketservices.de](mailto:inhaberaktien@linkmarketservices.de)

Shareholders may exercise their voting rights by postal vote by mail or by way of electronic communication by email using the postal vote form sent with the voting card. The postal vote form can also be downloaded from the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

Postal votes cast in this way must reach the company no later than Monday, December 27, 2021, 24:00 CET. Up to this date, they can also be changed or revoked in the manner described above.

Voting by postal vote can also be done from December 7, 2021, using the password-protected Online Portal on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

For this purpose the "postal vote" button in the online portal is provided. In this way, postal votes can be cast, changed or revoked even on the day of the General Meeting up to the start of voting.

In the case of multiple declarations received, the last vote received has priority. If different declarations are received via different transmission channels and it is not clear which declarations were last made, those declarations made by email will be taken into account, unless a vote is cast online on the day of the General Meeting in the Online Portal.

The casting of votes by postal vote is limited to voting on the proposals of the Management Board and/or Supervisory Board that are published in the convocation of the General Meeting and to any resolutions based on a published proposal by shareholders as additions to the agenda pursuant to Section 122 para. 2 AktG, counter motions pursuant to Section 126 AktG or election proposals pursuant to Section 127 AktG. A vote cast by postal vote on agenda item 2 shall also apply to an adjusted profit appropriation proposal due to a possible change in the number of shares entitled to dividends.

## **6. Procedure for voting by agent**

Shareholders can also have their voting rights exercised by an agent, such as an intermediary, a shareholders' association, a voting rights advisor or a person commercially offering the exercise of voting rights to shareholders at the General Meeting ("**commercial agent**"). Even where a shareholder is represented by a proxy, the registration of the shareholder in due time and the submission of evidence of shareholding in due time as described above are still required.

Even agents cannot physically attend the General Meeting themselves, but are limited to exercising their voting rights as described in Section III.5 of this convocation. They must therefore themselves cast their votes as described above for the shareholders by postal vote or by proxy authorization and instructions to the company's proxies. With regard to the exercise of the right of question and of objection, Section III.8.d) and Section III.10 of this convocation apply equally to agents of shareholders.

The granting of the power of attorney, its revocation and proof regarding the power of attorney *vis-à-vis* the company must be submitted in text form, unless an intermediary or a shareholders' association, a voting rights advisor or a commercial agent pursuant to Section 135 para. 8 AktG are authorized to exercise such voting rights.

If a power of attorney to exercise voting rights is granted to an intermediary, a shareholders' association, a voting rights advisor or a commercial agent, the text form is not required. However, the authorization must be recorded by the agent in a verifiable way. Furthermore, it must be complete and may only contain statements connected to the exercise of voting rights. Shareholders who wish to authorize an intermediary, a shareholders' association, a voting rights advisor or a commercial agent to exercise their voting rights on their behalf are asked to coordinate on the form of the power of attorney with the person that is to act as authorized representative. These persons can also exercise their voting rights by postal vote within the specified deadlines, as described in Section III.5 of this convocation, or by sub-proxy.

If the shareholder authorizes more than one person, the company may reject one or more of these agents.

Shareholders who wish to appoint a representative are requested to use the form provided by the company for this purpose. A proxy form can also be found on the voting card sent to the shareholder after successful registration. In addition, a proxy form will be available for download on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

The granting of the power of attorney, its revocation and proof of the appointment of an agent must be received by the company in text form in German or English by post or by electronic communication (via email) at the following address:

TLG IMMOBILIEN AG  
c/o Link Market Services GmbH  
Landshuter Allee 10



80637 Munich

Germany

or by email: [inhaberaktien@linkmarketservices.de](mailto:inhaberaktien@linkmarketservices.de)

The granting of the power of attorney, its revocation and proof of the appointment of an agent *vis-à-vis* the company can also be made from Tuesday, December 7, 2021 using the password-protected Online Portal on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>

in line with the designated procedure. For this purpose the button "Power of Attorney to Third Parties" is provided in the Online Portal. In this way, the aforementioned declarations relating to the granting, amendment or revocation of the power of attorney can be made until the start of voting on the day of the general meeting.

The electronic access of the agent via the Online Portal requires that the agent receives the access code sent with the voting card from the person granting the power of attorney. The use of the access code by the agent is also deemed to be proof of authorization.

Intermediaries, shareholders' associations, voting rights advisors or other persons within the meaning of Section 135 para. 8 AktG who represent a number of shareholders are recommended to contact the company at the above contact address in advance of the General Meeting with regard to the exercise of voting rights.

## **7. Procedure for voting by proxies appointed by the company**

Furthermore, the company offers its shareholders the opportunity to authorize persons nominated by the company as proxy who are bound by the shareholder's instructions. The proxies are required to vote as instructed; they are not allowed to exercise the voting rights at their own discretion. It should be noted that the proxies can only vote on those items of the agenda with respect to which shareholders issue clear instructions and that the proxies cannot accept any instructions on procedural motions, neither in the run-up to nor during the general meeting. Likewise, the proxies cannot accept any instructions to request to speak, to file objections to resolutions of the General Meeting or to submit questions or motions.

Prior to the general meeting, such power of attorney with instructions to the proxies can be granted using the power of attorney and instructions form, which the duly registered shareholders receive together with the voting card to the general meeting. The corresponding form is also available for download on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

The power of attorney, the issuing of instructions to the proxies designated by the company and their revocation must be received by the company no later than Monday, December 27, 2021, 24:00 CET in text form in German or English by post or by electronic communication (via email) at the following address:

TLG IMMOBILIEN AG  
c/o Link Market Services GmbH  
Landshuter Allee 10  
80637 Munich  
Germany  
or by email: [inhaberaktien@linkmarketservices.de](mailto:inhaberaktien@linkmarketservices.de)

The power of attorney of the company's proxies, the issuing of instructions and their revocation can also be made from Tuesday, December 7, 2021 using the password-protected Online Portal on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

For this purpose the button "Power of Attorney and Voting Instructions" is provided in the Online Portal. In this way, the granting, amendment or revocation of proxies and instructions to the company's proxies can be carried out up to the start of voting on the day of the general meeting.

## **8. Further rights of shareholders**

### **a) Motions by shareholders to add items to the agenda pursuant to Section 122 para. 2 AktG**

Pursuant to Section 122 para. 2 AktG, shareholders whose combined shareholdings amount to one twentieth of the share capital or a proportionate amount of EUR 500,000.00 (corresponding to 500,000 shares) may request that items be placed on the agenda and published. Each new item must be accompanied by a reasoning or a draft resolution.

Such a request for additional items must be submitted to the Management Board in writing and must be received by the company at least 30 days prior to the general meeting; the day of receipt and the day of the General Meeting are not taken into account when calculating this period. Therefore, the last possible date of receipt is Saturday, November 27, 2021, 24:00 CET. Requests for additional items received at a later point in time will be disregarded.

The relevant shareholders must prove that they have held their shares for at least 90 days prior to the date the request was received by the company and that they will hold the shares until the Management Board decides on the request to add additional agenda items, with Section 70 of AktG being applied to the calculation of the period of share ownership. A postponement from a Sunday, a Saturday or a public holiday to a preceding or following working day is not possible. Sections 187 to 193 BGB do not apply accordingly.

Please send any supplementary requests to the following address:

TLG IMMOBILIEN AG  
Management Board  
Office of the General Meeting 2020  
Hausvogteiplatz 12  
10117 Berlin  
Germany

Any additions to the agenda to be published will be published in the Federal Gazette without undue delay upon receipt of the request. They will also be announced on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>

and communicated to the shareholders in accordance with Section 125 para. 1 sentence 3 para. 2 AktG.

**b) Countermotions of shareholders pursuant to Section 126 para. 1 AktG**

Each shareholder has the right to submit a countermotion to the proposals of the Management Board and/or the Supervisory Board regarding certain items of the agenda at the general meeting.

Countermotions received by the company at least 14 days prior to the General Meeting at the address below, not taking into account the date of receipt and the date of the general meeting, *i.e.*, by no later than by no later than 24:00 CET on Monday, December 13, 2021, will immediately be made available on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>

along with the name of the shareholder, as well as a reasoning and/or comments by the management, if any (see Section 126 para. 1 sentence 3 AktG).

In Section 126 para. 2 AktG, the law enumerates situations where a counter motion and the corresponding reasoning, if any, need not be made available on the website. These situations are described on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

In particular, there is no need to make the reasoning, if any, available if it comprises more than 5,000 characters.

Only the following address is relevant for the transmission of counter motions along with the respective reasoning, if any:

TLG IMMOBILIEN AG  
Investor Relations  
Hausvogtei platz 12  
10117 Berlin  
Germany  
Email: [ir@tlg.de](mailto:ir@tlg.de)

Counter motions directed to any other address will not be made available. Shareholders are asked to provide evidence of their status as a shareholder when submitting the counter motion or election proposal.

Counter motions by shareholders which are to be made available in accordance with Section 126 of the AktG shall be deemed to have been made at the meeting if the shareholder making the motion or submitting the nomination has duly proven his/her/its shareholding and has registered for the Annual General Meeting.

**c) Election proposals of shareholders pursuant to Sections 126, 127 AktG**

Each shareholder has the right to submit election proposals for the election of the auditor (agenda item 5) and the election to the Supervisory Board (agenda item 6).

Shareholders' election proposals received by the company at least 14 days prior to the General Meeting at the address below, not taking into account the date of receipt and the date of the general meeting, *i.e.*, by no later than 24:00 CET on Monday, December 13, 2021, will immediately be made available on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

Election proposals submitted by shareholders need not be made available if they do not include the name, profession and place of residence of the proposed person. Election proposals do not require a reasoning.

Section 127 sentence 1 AktG in conjunction with Section 126 para. 2 AktG as well as Section 127 sentence 3 AktG in conjunction with Section 124 para. 3 sentence 2 and Section 125 para. 1 sentence 5 AktG enumerate additional reasons for when election proposals by shareholders need not be made available on the company's website. These situations are described on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

Election proposals must be submitted to the following address:

TLG IMMOBILIEN AG  
Investor Relations  
Hausvogteiplatz 12  
10117 Berlin  
Germany  
Email: ir@tlg.de

Election proposals directed to any other address will not be made available. No election proposals can be made during the general meeting.

Proposals for election by shareholders which are to be made available pursuant to Section 126 or Section 127 AktG shall be deemed to have been made at the meeting if the shareholder making the proposal or submitting the proposal for election has duly proven his/her/its shareholding and has registered for the Annual General Meeting.

**d) Possibility to ask questions pursuant to Section 1 para. 2 no. 3 of the GesRuaCOVBekG**

Pursuant to the GesRuaCOVBekG, shareholders who have duly registered and provided evidence of shareholding are given the opportunity to ask questions via electronic communication in connection with the general meeting.

The management board has decided, with the consent of the supervisory board, that all questions should be submitted before the General Meeting and no later than Sunday, December 26, 2021, 24:00 CET, by electronic communication in German using the password-protected Online Portal on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>

in line with the designated procedure.

There is no option to ask questions after the deadline has expired or during the general meeting. The questions will be answered “during” the meeting, unless questions have been answered beforehand on the company’s website at <https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

Pursuant to Section 1 para. 2 sentence 2 GesRuaCOVBekG, the Management Board decides at its own dutiful discretion how to answer questions. When answering questions during the Annual General Meeting, the name of the questioner may only be mentioned if consent to this was given when the question was submitted. Once given, consent may be revoked at any time. Revocation is possible in particular by email to [tlg\\_hv2021@linkmarketservices.de](mailto:tlg_hv2021@linkmarketservices.de).

**e) Further information**

Further information on the rights of the shareholders pursuant to Sections 122 para. 2, 126 para. 1, 127, 131 para. 1 AktG and Section 1 para. 2 sentence 1 no. 3 of the GesRuaCOVBekG is available on the company’s website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

Also further information on the issuing of a confirmation of the counting of the votes in accordance with Section 129 para. 5 AktG, which the shareholder may request within a month after the day of the Annual General Meeting, can be found there.

**9. Broadcasting of video and audio of the entire General Meeting**

The shareholders of the company can follow the entire General Meeting (including question response and votes) from 10:00 am CET on Tuesday, December 28, 2021 after entering the log-in details in the password-protected online portal on the company’s website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

The option that shareholders can attend the General Meeting pursuant to Section 118 para. 1 sentence 2 even without being present at the meeting place and without a proxy does not exist. In particular, the live transmission does not allow participation in the General Meeting within the meaning of Section 118 para. 1 sentence 2 AktG.

An internet connection and an internet-capable terminal device are required to follow the virtual General Meeting as well as to use the Online Portal and to exercise shareholder rights. In order to be able to optimally play the video and audio transmission of the general meeting, a stable internet connection with sufficient transmission speed is recommended.

To access the Online Portal, shareholders need their voting card, which will be sent to them after they have duly registered. This voting card contains individual access information with which shareholders can log on to the online portal.

Shareholders will receive further details on the Online Portal together with their voting card as well as on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

The company cannot guarantee the functionality and constant availability of the internet services used, the network elements of third parties used, the image and sound transmission or the constant availability of the Online Portal. The company therefore recommends that shareholders make early use of the options mentioned above, in particular for exercising their voting rights.

#### **10. Objections to resolutions**

Shareholders who have exercised their voting rights pursuant to clause III.5 to 7 above are given the opportunity to object to resolutions of the general meeting, while waiving the requirement to appear at the general meeting. The objection must be declared by the end of the General Meeting via the Online Portal made available at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>

by electronic communication to the notary's records. For this purpose, the "Submit Objection" button is provided in the Online-Portal.

#### **11. Publications on the website of the company pursuant to Section 124a AktG**

Following the convocation of the general meeting, the following documents in particular, together with this convocation, will be available on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

Regarding agenda items 1 and 2:

- The adopted annual financial statements and the consolidated financial statements as at December 31, 2020 approved by the Supervisory Board, the management report for the company and the Group, including the report of the Supervisory Board for the 2020 financial year and the explanatory report of the Management Board on the disclosures pursuant to Sections 289a para. 1, 289f para. 1 and 315a para. 1 of the German Commercial Code in the version applicable to the 2019 financial year as at December 31, 2019.

Regarding agenda item **Error! Reference source not found.** and 8:

- The report of the Management Board pursuant to Section 71 para. 1 no. 8 sentence 5 AktG in conjunction with Section 186 para. 4 sentence 2 AktG.

The aforementioned documents will also be available during the General Meeting on Tuesday, December 28, 2021 on the company's website at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

Any countermotions, election proposals and requests for the inclusion of additional items from shareholders received by the company in due time within the aforementioned periods and required to be published will also be made available via the aforementioned website.

## 12. Shareholder hotline

For general questions regarding the conduct of the company's virtual general meeting, shareholders and intermediaries can contact the company by email at

[tlg\\_hv2021@linkmarketservices.de](mailto:tlg_hv2021@linkmarketservices.de).

In addition, the shareholder hotline is available from Monday up to and including Friday (except for public holidays) between 9:00 a.m. and 5:00 p.m. (CET) at the telephone number +49 (89) 21027-220.



### **13. Information on data protection for shareholders**

The controller within the meaning of Article 4 no. 7 of Regulation (EU) 2016/679 of the European Parliament and of the Council of April 27, 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation) (the “**GDPR**”), which determines the purposes and means of the processing of personal data is, is:

TLG IMMOBILIEN AG  
Hausvogteiplatz 12  
10117 Berlin  
Germany  
Tel.: +49 (0)30 - 2470 50  
Email: kontakt@tlg.de

The company’s data protection officer can be reached by shareholders (including for questions regarding data protection) as follows:

TLG IMMOBILIEN AG  
Data Protection Officer  
Jörg Ohst  
Hausvogteiplatz 12  
10117 Berlin  
Germany  
Email: datenschutz@tlg.de

The following categories of personal data are processed as part of the preparation, execution and following up of the general meeting:

- First and surname, title, address, email address;
- Number of shares, class of shares, type of possession of the shares and number of the voting card, including the access information to the virtual general meeting;
- in the case of a proxy who may have been nominated by a shareholder, their personal data (in particular their name and place of residence as well as the contact details provided in the context of voting);

- insofar as a shareholder or proxy contacts the company, the company also processes the personal data required to respond to any inquiries (such as the contact information provided by the shareholder or proxy, *e.g.*, telephone numbers and email addresses); as well as;
- information on the presence, motions, election proposals and requests of shareholders relating to the general meeting.

In the event of countermotions, election proposals and requests for additional agenda items which must be made publicly available, the company will publish such proposals together with the shareholder's name, online at

<https://ir.tlg.de/websites/tlg/German/5000/hauptversammlung.html>.

If shareholders make use of the option to ask questions in advance of the General Meeting and to have their questions addressed there, this may take place while designating them by name. However, shareholders can object to the designation by name.

Furthermore, personal data is made available to the shareholders and shareholder representatives in accordance with applicable laws, namely in the form of the list of participants. Shareholders and shareholder representatives have the right to inspect the list of participants for a period of up to two years after the General Meeting (Section 129 para. 4 sentence 2 AktG).

The legal basis for the processing of personal data in accordance with Article 6 para. 1 letter c GDPR is the provisions of the SE Regulation, the AktG and the GesRuaCOVBekG, in particular Sections 118 et seq. AktG and the relevant provisions of the GesRuaCOVBekG (Section 1) in order to prepare, conduct and follow up the General Meeting and to enable shareholders to exercise their rights in connection with the general meeting. In addition, personal data is processed in accordance with Article 6 para. 1 letter f GDPR due to the legitimate interest of the company in the proper execution of the general meeting, including to enable the exercise of shareholder rights and communication with the shareholders. Furthermore, the processing of personal occurs in certain cases (*e.g.* when shareholder names are given in the Annual General Meeting) in accordance with Article 6 para. 1 lit. a GDPR on the basis of consent by the affected shareholder.

The company's service providers that are commissioned for the purpose of organizing the General Meeting only receive personal data from the company to the extent such data is required to provide the requested services and only process the data in accordance with instructions from the company.

The company and the service providers commissioned to do so, respectively, generally receive personal data of a shareholder via the registration office of the intermediary that the shareholder has commissioned to hold their shares in the company (so-called custodian bank).

The storage period for the data recorded in connection with the General Meeting regularly amounts to up to three years, unless the company is legally required to provide evidence and retain data for a longer period of time or where the company has a legitimate interest in further retention, for example in case of judicial and extrajudicial disputes in connection with the general meeting. After the expiration of the relevant period, personal data will be deleted.

Under certain legal requirements, shareholders have rights to information (Article 15 GDPR), rectification (Article 16 GDPR), erasure (Article 17 GDPR), restriction of processing (Article 18 GDPR) and objection (Article 21 GDPR) with regard to their personal data or their processing. Furthermore, shareholders have a right to data portability pursuant to Article 20 GDPR as well as to Article 7 para. 3 the right to revoke a consent anytime.

Shareholders can assert these rights against the company free of charge by contacting the company's data protection officer specified above.

Moreover, shareholders have the right to file a complaint with the data protection supervisory authorities pursuant to Article 77 GDPR.

The data protection supervisory authority responsible for the company is:

Berlin Commissioner for Data Protection and Freedom of Information  
Friedrichstrasse 219  
10969 Berlin  
Germany  
Tel.: +49 30 13889-0  
Fax: +49 30 2155050  
Email: mailbox@datenschutz-berlin.de

This convocation has been provided for publication to such media as can be expected to disseminate the information throughout the entire European Union.

Berlin, November 2021  
TLG IMMOBILIEN AG  
The Management Board