



Annual General Meeting of TLG IMMOBILIEN AG on May 25, 2018

Proposal of the Management Board for the appropriation of the net profits for 2017

The Management Board proposes to appropriate the net profits available for distribution for the financial year 2017 shown in TLG IMMOBILIEN AG's financial statements in the amount of EUR 85,317,932.23 as follows:

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| Distribution of a dividend of EUR 0.82 per bearer share entitled to a dividend in fiscal year 2017 (securities identification number: ISIN DE000A12B8Z4), at 102,384,627 bearer shares this amounts to: | EUR 83,955,394.14 |
| Profit carry-forward: | EUR 1,362,538.09 |
| Net profits | EUR 85,317,932.23 |

The amounts stated for the dividend distribution and profit carry-forwards were based on the number no-par value shares bearing dividend rights existing at the time of the publication of this invitation. Should the number of no-par value shares with DE000A12B8Z4 bearing dividend rights for the financial year 2017 increase by the date of the annual general meeting due to compensation demands from minority shareholders of WCM Beteiligungs- und Grundbesitz-Aktiengesellschaft under the terms of the control agreement existing between TLG IMMOBILIEN AG and WCM Beteiligungs- und Grundbesitz-Aktiengesellschaft, and associated issuances of new shares of the Company from the Conditional Capital 2017/III (Article 7a of the articles of association of TLG IMMOBILIEN AG), the annual general meeting will be presented an amended draft proposal, which takes account of this increase. The amount of the dividend per no-par value share bearing dividend rights shall remain at EUR 0.82. Insofar as the number of no-par value shares bearing dividend rights, and thus the total amount of dividend distributed, increases by EUR 0.82 per new share issued, the profit carry-forwards shall be reduced accordingly.

As of the date of the convening, the company does not hold any treasury shares. If the company holds any treasury shares at the time of the annual general meeting, such shares are not entitled to dividends pursuant to Sec. 71b of the German Stock Corporation Act (AktG). In this case, the proposal for the

appropriation of the 2017 net profit will be amended accordingly. The proposal to distribute EUR 0.82 per bearer share entitled to a dividend in fiscal year 2017 will, however, remain unchanged.

The dividend will be paid in full from the contribution account for tax purposes pursuant to Section 27 of the German Corporation Tax Act (KStG) (contributions not paid in to nominal capital). It is therefore paid without capital gains tax or solidarity surcharge deductions and does not result in taxable income from capital assets pursuant to Section 20 para. 1 sent. 1 no. 1 of the German Income Tax Act (EStG). There is no tax refund/tax credit option in relation to the dividend.

In case of a corresponding resolution of the annual general meeting, the dividend is due in accordance with section 58 para. 4 sentence 2 AktG on the third business day following the resolution adopted by the annual general meeting, i.e. on May 30, 2018.

Berlin, April 2018

TLG IMMOBILIEN AG
- The Management Board -