

PRESS RELEASE

Annual General Meeting of Aareal Bank AG supports the current Supervisory Board, rejects partial replacement of Supervisory Board members

- **Demand for removal of Supervisory Board members has failed**
- **Shareholders formally approved the activities of the Management Board and the Supervisory Board for the 2020 financial year, with clear majorities**
- **No majority for proposed Management Board remuneration system – revision announced**
- **Shareholders resolve dividend of € 0.40 per share for the 2020 financial year**

Wiesbaden, 18 May 2021 – The Annual General Meeting of Aareal Bank AG has rejected the partial replacement of Supervisory Board members, as proposed by two shareholders. At today's virtual Annual General Meeting, approx. 69 per cent of the share capital present at the Meeting voted against the demand for removal of three Supervisory Board members (including Chairman Marija Korsch) put forward by shareholders Till Hufnagel and Petrus Advisers Investments Fund L.P. ("Petrus") in requests for extension of the agenda. The proposed election of candidates put forward by Hufnagel/Petrus Advisers was therefore voided. The large majority of other shareholders thus supported Aareal Bank's position, which it had outlined prior to the Meeting, that the demand for a partial replacement of Supervisory Board members has not been substantiated.

The Annual General Meeting also granted formal approval to the Supervisory Board and the Management Board for the 2020 financial year, with majorities of approximately 68 to 89 per cent. The dividend proposal of € 0.40 per share for 2020 was resolved with approx. 99 per cent of votes cast. As already communicated, Aareal Bank intends to distribute a total dividend of € 1.50 per share for the 2020 financial year, in two steps. Depending on further economic developments, regulatory requirements, the Bank's capital position and its risk situation, an Extraordinary General Meeting in the fourth quarter of 2021 could decide on the intended remaining payout of € 1.10 per share.

However, the required majority vote was not reached for the remuneration system for the Management Board, with approx. 37 per cent of votes in favour.

Marija Korsch, Chairman of the Supervisory Board, commented on the results: "We are delighted with the support from a clear majority of our investors for the current composition of the Supervisory Board. We see this as encouragement to continue pursuing our chosen path of profitable growth in all of Aareal Bank Group's three segments. At the same time, we take the rejection of the remuneration system – which we proposed having sounded out investors' views – as a clear call to rework: in accordance with the rules and regulations, we will submit an adjusted proposal to be voted on by shareholders, at the next ordinary Annual General Meeting in 2022 at the latest."

Ms Korsch added: "The Supervisory Board and Management Board of Aareal Bank assign great importance to a trusting dialogue with our shareholders. We consider it our ongoing duty to take up constructive input for the further improvement in our work from among our

shareholders, to reflect upon this carefully and to incorporate it into our decisions in an appropriate manner.”

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About Aareal Bank Group:

Aareal Bank Group, headquartered in Wiesbaden, is a leading international property specialist. It provides smart financings, software products, and digital solutions for the property sector and related industries, and is present across three continents: Europe, North America and Asia/Pacific. Aareal Bank AG, whose shares are included in Deutsche Börse's SDAX index, is the Group's parent entity. It manages the various entities organised in the Group's business segments: Structured Property Financing, Banking & Digital Solutions, and Aareon. The Structured Property Financing segment encompasses all of Aareal Bank Group's property financing and funding activities. Here, the Bank supports its clients in making large-volume commercial property investments. The investment properties mostly comprise office buildings, hotels, shopping centres, logistics and residential property, as well as student apartments. In the Banking & Digital Solutions segment, Aareal Bank Group supports businesses from the housing, property management and energy industries as a digitalisation partner – combining extensive advisory services and product solutions with traditional corporate banking services and deposit-taking. Its subsidiary Aareon, the leading supplier of ERP software and digital solutions for the European property sector and their partners, represents the third business segment. Aareon offers reliable, pioneering solutions in the fields of consulting, software and services to optimise IT-supported business processes, and to extend business models. The Aareon Smart World digital platform links businesses from the housing industry and related sectors with customers, staff and business partners, as well as connecting technical devices in apartments and buildings.