

GROW FOR IT!
WACHSTUM FÜR
WERTSTEIGERUNG
ANNUAL GENERAL
MEETING 2015

[CONVENIENCE TRANSLATION]

**INVITATION
TO THE ANNUAL GENERAL MEETING
OF LEG IMMOBILIEN AG
ON 24 JUNE 2015**

ISIN: DE 000LEG1110

WKN: LEG 111

LEG Immobilien AG

Düsseldorf

Dear Shareholders,

We are pleased to invite you to the

Annual General Meeting of LEG Immobilien AG

on Wednesday, 24 June 2015,

at 10:00 a.m. at Rheinterrasse Düsseldorf (south entrance),

Joseph-Beuys-Ufer 33, 40479 Düsseldorf.

A G E N D A

1. Presentation of the adopted annual financial statements, the approved consolidated financial statements, the management reports of LEG Immobilien AG and the Group, the explanatory report contained in the management reports on the information required pursuant to section 289 (4), section 315 (4) of the German Commercial Code (HGB), and the report of the Supervisory Board for fiscal year 2014

These documents have been published on the Internet at <http://www.leg-nrw.de/en/investor-relations/annual-general-meeting/>. They will be also available at the Annual General Meeting and will be explained there by the Management Board and – where the report of the Supervisory Board is concerned – by the chairman of the Supervisory Board.

The Supervisory Board has approved the annual financial statements and the consolidated financial statements prepared by the Management Board. The annual financial statements are therefore adopted pursuant to section 172 sentence 1, clause 1 of the German Stock Corporation Act (AktG). Pursuant to the statutory provisions, the agenda does not call for the adoption of a resolution on this point.

2. Resolution on the appropriation of the net retained profit for fiscal year 2014

The Management Board and the Supervisory Board propose using the net retained profit for fiscal year 2014 in the amount of EUR 115,146,885.40 as follows:

Distribution of EUR 1.96 in dividends for each share that is entitled to dividends:	EUR 111,844,350.24
Profit carried forward:	EUR 3,302,535.16
Net retained profit:	EUR 115,146,885.40

The proposal on the appropriation of the profit is based on the 57,063,444 shares that, to the Company's knowledge, were entitled to dividends on the date of the preparation of the annual financial statements by the Management Board for the previous fiscal year 2014. Should the number of these shares that are entitled to dividends change by the time of the General Meeting, an adjusted proposal for a resolution will be made at the General Meeting which offers the same dividend of EUR 1.96 for each share entitled to dividends for the previous fiscal year 2014. The amount apportionable to shares which are not entitled to dividends will be carried forward to new account.

As the dividend will be distributed in full from the tax contribution account within the meaning of section 27 of the German Corporation Tax Act (KStG) (contributions not paid into the nominal capital), it will be paid out without deduction of corporation tax and solidarity surcharge. The dividend will not be subject to income taxes pursuant to section 20 (1) sentence 1 no. 1 of the German Income Tax Act (EStG). The dividend will not be associated with tax refunds or tax crediting.

3. Resolution on the ratification of the actions of the Management Board of LEG Immobilien AG for fiscal year 2014

The Management Board and the Supervisory Board propose that the actions of the members of the Management Board of LEG Immobilien AG in office in fiscal year 2014 be ratified for this period.

4. Resolution on the ratification of the actions of the Supervisory Board of LEG Immobilien AG for fiscal year 2014

The Management Board and the Supervisory Board propose that the actions of the members of the Supervisory Board of LEG Immobilien AG in office in fiscal year 2014 be ratified for this period.

5. Resolution on the appointment of the auditor and group auditor for fiscal year 2015

The Supervisory Board proposes based on the recommendation given by the audit committee, to appoint PricewaterhouseCoopers Aktiengesellschaft Wirtschaftsprüfungsgesellschaft, with its place of business in Frankfurt/Main, as auditor and group auditor for fiscal year 2015.

6. Resolution on the election of a new Supervisory Board member

Mr. Nathan James Brown has resigned as member of LEG Immobilien AG's Supervisory Board with effect of the end of the General Meeting on 24 June 2015. This means that the General Meeting must elect a Supervisory Board member to succeed Mr. Nathan James Brown.

Under sections 95 (1), 101 (1) of the German Stock Corporation Act as well as section 8.1 of LEG Immobilien AG's Articles of Association, the Supervisory Board comprises of six members to be elected by the General Meeting. The General Meeting is not bound to candidate nominations in the election.

The Supervisory Board – based on a corresponding proposal by the nomination committee of the Supervisory Board – proposes that the following resolution be adopted:

Natalie C. Hayday, resident in Frankfurt am Main, a self-employed capital market and investor relations consultant, is hereby elected to the Supervisory Board. Pursuant to section 8.4 of LEG Immobilien AG's Articles of Association, she is appointed for the rest of the term of office of Mr. Nathan James Brown, who is leaving the Supervisory Board as of the end of the General Meeting on 24 June 2015; in other words, for a term of office up to the end of the General Meeting deciding on the ratification of the actions of the members of the Supervisory Board for fiscal year 2017.

Information pursuant to section 125 (1), sentence 5 of the German Stock Corporation Act and pursuant to section 5.4.1 (4) to (6) of the German Corporate Governance Code

Memberships in supervisory boards required by law and comparable supervisory bodies:

Ms. Hayday is not a member in a supervisory board required by law or in a comparable supervisory body required by law.

According to the Supervisory Board's assessment, there are no personal or business relationships between Ms. Hayday and the companies and bodies of LEG Immobilien AG or the shareholders

with a significant stake in LEG Immobilien AG, the disclosure of which relationships is recommended by section 5.4.1 (4) of the German Corporate Governance Code.

Further information on the candidate has been published on the Internet at <http://www.leg-nrw.de/en/investor-relations/annual-general-meeting/>.

7. Resolution on the Cancellation of the Authorized Capital, Creation of a new Authorized Capital 2015 and corresponding change in the Articles of Association

By General Meeting resolution of 25 June 2014, the Management Board was authorized to increase, with the approval of the Supervisory Board, the Company's share capital once or several times until 24 June 2019 by up to EUR 26,481,722.00, in total, by issuing up to 26,481,722 new registered shares against cash and/or in-kind capital contributions (Authorized Capital 2014).

With the approval of the Supervisory Board and as confirmed by the Supervisory Board's executive committee, LEG Immobilien AG decided on 9 October 2014 to use part of the Authorized Capital 2014 and to increase the Company's share capital by a nominal amount of EUR 4,100,000.00 against issue of 4,100,000 new registered shares in the Company that are entitled to dividends for fiscal year 2014, excluding shareholder subscription rights. The capital increase took effect upon entry into the commercial register on 10 October 2014. The Authorized Capital 2014 is therefore no longer available in full. In particular, the Management Board is only authorized to undertake a restricted capital increase subject to simplified exclusion of subscription rights.

The Management Board and Supervisory Board believe it reasonable to continue to allow the Company to increase the share capital on short notice under exclusion of the subscription right in order to give the Company flexibility for further growth and any possible acquisitions which

may present themselves. The Authorized Capital is to amount to the statutory maximum limit of half of the share capital existing at the time that the resolution is taken. The plan is thus to resolve on a new Authorized Capital 2015, which in terms of content largely corresponds to the Authorized Capital 2014.

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

a. Cancellation of the existing Authorized Capital 2014

The Authorized Capital 2014 is cancelled.

b. Creation of new Authorized Capital 2015

The Management Board is authorized to increase, with the approval of the Supervisory Board, the Company's share capital once or several times until 23 June 2020 by up to EUR 28,531,722.00, in total, by issuing up to 28,531,722 new registered shares against cash and/or in-kind capital contribution (Authorized Capital 2015). Shareholders are to be basically granted a statutory right to subscribe to the new shares. The Management Board may, however, with the approval of the Supervisory Board, exclude the shareholders' subscription right once or several times, in full or in part, as provided in detail hereinafter:

- (1) in order to exclude the shareholders' subscription rights for fractional amounts;
- (2) if and in as far as this is necessary to grant the bearers or creditors of conversion and/or option rights, and/or the bearers or creditors of financing

instruments carrying conversion and/or option obligations, which are issued by the Company or by a domestic or foreign company, in which the Company holds directly or indirectly the majority of the votes and capital, a subscription right to an extent they would be entitled to after the exercise of the conversion or option rights or after the fulfillment of a conversion or option obligation;

- (3) in case of a capital increase against cash contributions pursuant or according to section 186 (3) sentence 4 of the German Stock Corporation Act, if the par value of the new shares is not substantially lower than the stock exchange price of the already listed shares, and if the new shares, which were issued under exclusion of the subscription right, do not exceed a calculated total amount of 10% of the share capital either at the time of said Authorized Capital 2015 taking effect or at the time of said Authorized Capital 2015 being utilized. Said restriction to 10% of the share capital applies also to the proportional amount of the share capital that is apportionable to shares, which are sold under exclusion of the subscription right during the term of the Authorized Capital 2015 based on an authorization to sell own shares pursuant or according to section 71 (1) no. 8 sentence 5, section 186 (3) sentence 4 of the German Stock Corporation Act. Moreover, said restriction applies also to the proportional amount of the share capital that is apportionable to shares, which are issued during the term of the Authorized Capital 2015 based on other authorizations to issue shares of the Company under exclusion of the shareholders' subscription right in direct or corresponding application of section 186 (3) sentence 4 of the German Stock Corporation Act. Furthermore, said restriction applies also to the proportional amount of the share capital that is apportionable to shares,

which may or must be issued in order to service bonds carrying a conversion and/or option right or a conversion and/or option obligation, to the extent that the bonds are issued during the term of the Authorized Capital 2015 under exclusion of the shareholders' subscription right in corresponding application of section 186 (3) sentence 4 of the German Stock Corporation Act.

- (4) in case of capital increases against in-kind capital contributions, in particular in order to grant shares for the purpose of acquiring (also indirectly) companies, assets, participations, other assets, real estates and real estate portfolios that are connected to an acquisition plan;
- (5) limited to the issuance of up to 1,426,586 new registered shares against cash contribution, if this is necessary to issue shares to the Company's employees or its affiliated companies in terms of section 15 of the German Stock Corporation Act. To the extent permitted by applicable law, the employee shares may also be issued such that the contribution to be paid for them is covered by that portion of the annual surplus, which the Management Board and Supervisory Board may allocate to other revenue reserves under section 58 (2) of the German Stock Corporation Act. The new shares may also be issued to an appropriate credit institution that will take on such shares with the undertaking to pass them on only to the Company's employees or to companies affiliated with the Company in terms of section 15 of the German Stock Corporation Act.

The sum of shares that are issued based on the Authorized Capital 2015 under exclusion of the shareholders' subscription right, must not exceed a calculated amount of 20% of

the share capital either at the time of said authorization taking effect or at the time of said authorization being utilized, taking into account other shares of the Company that are sold or issued under exclusion of the subscription right during the term of the Authorized Capital 2015 or that are to be issued based on bonds that were issued after 24 June 2015. It does not, however, apply to shares that are to be issued based on the convertible bonds issued by the Company in April 2014. If and in as far as the subscription right is not excluded under the above provisions, it may be granted to the shareholders also in form of an indirect subscription right pursuant to section 186 (5) of the German Stock Corporation Act or, in part, also in form of a direct subscription right (e.g. for shareholders who are entitled to subscription and have previously issued a confirmed subscription declaration ("Festbezugserklärung")), and otherwise in form of an indirect subscription right pursuant to section 186 (5) of the German Stock Corporation Act, if so determined by the Management Board with the approval of the Supervisory Board.

The Management Board is moreover authorized to establish the further details of the capital increase and its performance, in particular the contents of the share rights and the terms and conditions of share issuance, with the approval of the Supervisory Board.

c. Change in the Articles of Association

(1) Sec. 4.1 of the Articles of Association is changed and reformulated as follows:

"4.1 The Management Board is authorized to increase, with the approval of the Supervisory Board, the Company's share capital once or several times until 23 June 2020 by up to EUR 28,531,722, in total, by issuing up to 28,531,722 new registered shares against cash and/or in-kind capital contribution (Authorized Capital 2015). Shareholders are to be basically granted a statutory right to subscribe

to the new shares. The Management Board may, however, with the approval of the Supervisory Board, exclude the shareholders' subscription right once or several times, in full or in part, as provided in detail hereinafter:

- a. in order to exclude the shareholders' subscription rights for fractional amounts;*
- b. if and in as far as this is necessary to grant the bearers or creditors of conversion and/or option rights, and/or the bearers or creditors of financing instruments carrying conversion and/or option obligations, which are issued by the Company or by a domestic or foreign company, in which the Company holds directly or indirectly the majority of the votes and capital, a subscription right to an extent they would be entitled to after the exercise of the conversion or option rights or after the fulfillment of a conversion or option obligation;*
- c. in case of a capital increase against cash contributions pursuant or according to section 186 (3) sentence 4 of the German Stock Corporation Act, if the par value of the new shares is not substantially lower than the stock exchange price of the already listed shares, and if the new shares, which were issued under exclusion of the subscription right, do not exceed a calculated total amount of 10% of the share capital either at the time of said Authorized Capital 2015 taking effect or at the time of said Authorized Capital 2015 being utilized. Said restriction to 10% of the share capital applies also to the proportional amount of the share capital that is apportionable to shares, which are sold under exclusion of the subscription right during the term of the Authorized Capital 2015 based on an authorization to sell own shares pursuant or according to section 71 (1) no. 8 sentence 5, section 186 (3) sentence 4 of the German Stock Corporation Act. Moreover, said restriction applies also to the proportional amount of the share capital that is apportionable*

to shares, which are issued during the term of the Authorized Capital 2015 based on other authorizations to issue shares of the Company under exclusion of the shareholders' subscription right in direct or corresponding application of section 186 (3) sentence 4 of the German Stock Corporation Act. Furthermore, said restriction applies also to the proportional amount of the share capital that is apportionable to shares, which may or must be issued in order to service bonds carrying a conversion and/or option right or a conversion and/or option obligation, to the extent that the bonds are issued during the term of the Authorized Capital 2015 under exclusion of the shareholders' subscription right in corresponding application of section 186 (3) sentence 4 of the German Stock Corporation Act.

- d. in case of capital increases against in-kind capital contributions, in particular in order to grant shares for the purpose of acquiring (also indirectly) companies, assets, participations, other assets, real estates and real estate portfolios that are connected to an acquisition plan;*

- e. limited to the issuance of up to 1,426,586 new registered shares against cash contribution, if this is necessary to issue shares to the Company's employees or its affiliated companies in terms of section 15 of the German Stock Corporation Act. To the extent permitted by applicable law, the employee shares may also be issued such that the contribution to be paid for them is covered by that portion of the annual surplus, which the Management Board and Supervisory Board may allocate to other revenue reserves under section 58 (2) of the German Stock Corporation Act. The new shares may also be issued to an appropriate credit institution that will take on such shares with the undertaking to pass them on only to the Company's employees or to companies affiliated with the Company in terms of section 15 of the German Stock Corporation Act.*

The sum of shares that are issued based on the Authorized Capital 2015 under exclusion of the shareholders' subscription right, must not exceed a calculated amount of 20% of the share capital either at the time of said authorization taking effect or at the time of said authorization being utilized, taking into account other shares of the Company that are sold or issued under exclusion of the subscription right during the term of the Authorized Capital 2015 or that are to be issued based on bonds that were issued after 24 June 2015. It does not, however, apply to shares that are to be issued based on the convertible bonds issued by the Company in April 2014. If and in as far as the subscription right is not excluded under the above provisions, it may be granted to the shareholders also in form of an indirect subscription right pursuant to section 186 (5) of the German Stock Corporation Act or, in part, also in form of a direct subscription right (e.g. for shareholders who are entitled to subscription and have previously issued a confirmed subscription declaration ("Festbezugserklärung"), and otherwise in form of an indirect subscription right pursuant to section 186 (5) of the German Stock Corporation Act, if so determined by the Management Board with the approval of the Supervisory Board.

The Management Board is moreover authorized to establish the further details of the capital increase and its performance, in particular the contents of the share rights and the terms and conditions of share issuance, with the approval of the Supervisory Board."

The Management Board is instructed to apply for the registration of the cancellation of the Authorized Capital 2014 and the creation of the new Authorized Capital 2015 in the Commercial Register of the Company, subject to the proviso of such cancellation of the Authorized Capital being registered only if it has been ensured that the change in section 4.1 of the Articles of Association will be registered promptly thereafter.

8. Resolution on the cancellation of the authorization resolved upon by the General Meeting on 25 June 2014 to issue convertible and/or warrant bonds and/or participation rights carrying an option and/or conversion right, the creation of a new authorization vested in the Supervisory Board to issue convertible and/or warrant bonds as well as participation rights carrying an option and/or conversion right (or a combination of such instruments), including an authorization to exclude the subscription right, changing the Conditional Capital 2013/2014, and changing the Articles of Association accordingly.

The Management Board's authorization resolved upon by the General Meeting on 25 June 2014 to issue convertible and/or warrant bonds and/or participation rights carrying an option and/or conversion right (2014 Authorization) of which the Company has not yet made use includes an authorization to exclude the subscription right according to section 186 (3) sentence 4 German Stock Corporation Act ("simplified exclusion of subscription rights"). However, said authorization to undertake simplified exclusion of subscription rights is limited to bonds carrying rights to shares, to which a proportional amount of the share capital of not more than 10 percent of the total share capital is attributable. The shares issued by the Company utilizing the Authorized Capital 2014 are among those to which this 10 percent limit applies.

The Management Board and Supervisory Board believe it reasonable to continue to allow the Company to issue convertible and/or warrant bonds as well as participation rights carrying an option and/or conversion right (or a combination of such instruments) by excluding subscription rights. Only a limited part of the 2014 Authorization remains available for this. The Management Board and Supervisory Board thus believe it appropriate to cancel the 2014 Authorization and to replace it with a new one that largely equals the 2014 Authorization.

So far, the Conditional Capital 2013/2014 in article 4.2 of the Articles of Association served only for granting new shares to creditors of bonds that were issued based on the authorization granted by the General Meeting on 17 January 2013 or 25 June 2014. The Conditional Capital 2013/2014 is to be changed such as to serve also for issuing shares to creditors of bonds, which will be issued based on the authorization that is yet to be granted under agenda item 8b.

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

a. Cancellation of Authorization resolved upon by the General Meeting on 25 June 2014 to issue convertible and/or warrant bonds and/or participation rights carrying an option and/or conversion right (or a combination of such instruments)

The Management Board's authorization resolved upon by the General Meeting on 25 June 2014 under agenda item 7b to issue convertible and/or warrant bonds and/or participation rights carrying an option and/or conversion right (or a combination of such instruments) is cancelled.

b. Authorization to issue convertible and/or warrant bonds and/or participation rights carrying an option and/or conversion right (or a combination of such instruments)

(1) Nominal amount, duration of the authorization, number of shares

The Management Board is authorized to issue, with the approval of the Supervisory Board, once or several times until 23 June 2020 bearer or registered convertible and/or

warrant bonds and/or participation rights carrying an option and/or conversion right (or a combination of such instruments) in the nominal amount of up to EUR 1,200,000,000.00 with or without limited maturity (hereinafter referred to collectively as "**Bonds**"), and to grant the creditors of Bonds conversion and/or option rights on shares of the Company with a proportional amount of the share capital of up to EUR 21,673,259.00, as detailed in the terms and conditions of the respective option and/or convertible bonds or of the respective participation rights (hereinafter referred to in each case as "**Terms and Conditions**"). The respective Terms and Conditions may also provide for a mandatory conversion at the end of maturity or at other times, including an obligation to exercise the conversion/option right. The Bonds are to be issued against cash.

The Bonds may be issued not only in euros but also in the legal currency of an OECD country, as long as the corresponding EUR-equivalent is not exceeded. The Bonds may be issued also by domestic or foreign companies, in which the Company holds directly or indirectly the majority of the votes and capital; in that case, the Management Board is authorized to provide a guarantee for the Bonds on behalf of the Company and to grant the creditors of such Bonds conversion and/or option rights on shares of the Company. When Bonds are issued, they may or will be generally divided into partial debentures carrying equal rights.

(2) Granting of subscription rights, exclusion of subscription rights

Shareholders are to be basically granted a right to subscribe to the Bonds. The Management Board may, however, with the approval of the Supervisory Board, exclude the shareholders' right to subscribe to the Bonds,

- a. in order to exclude subscription rights for fractional amounts;
- b. if this is necessary to grant the bearers or creditors of conversion and/or option rights, or the creditors of convertible bonds and/or convertible participation rights carrying conversion obligations, which were or will be issued by the Company or by domestic or foreign companies, in which the Company holds directly or indirectly the majority of the votes and capital, a subscription right to an extent they would be entitled to as shareholders after the exercise of the option or conversion rights or after the fulfillment of conversion obligations; and
- c. if the Management Board arrives at the conclusion that the issue price does not – in terms of section 221 (4) sentence 2, section 186 (3) sentence 4 of the German Stock Corporation Act – fall short, substantially, of the theoretical value of the partial debentures, as determined in accordance with generally accepted actuarial methods. However, said authorization to exclude subscription rights applies only to Bonds carrying rights to shares, to which a proportional amount of the share capital of not more than 10 percent of the share capital is attributable either at the time of said authorization taking effect or at the time of said authorization being exercised. Said restriction applies also to own shares, if and in as far as they are sold by the Company during the duration of said authorization under exclusion of the subscription right pursuant to or according to section 71 (1) no. 8 sentence 5, clause 2, section 186 (3) sentence 4 of the German Stock Corporation Act. Moreover, said restriction applies also to such shares that are issued during the duration of said authorization from authorized capital, under exclusion of the subscription right pursuant to section 203 (2) sentence 2, section 186 (3) sentence 4 of the German Stock Corporation Act or based on other authorizations to issue shares of the Company under exclusion of the shareholders'

subscription right in direct or corresponding application of section 186 (3) sentence 4 of the German Stock Corporation Act.

The sum of shares that are to be issued based on Bonds, which are issued based on said authorization under exclusion of the shareholders' subscription right, must not exceed a proportional amount of 20% of the share capital either at the time of said authorization taking effect or at the time of said authorization being utilized, taking into account other shares sold or issued under exclusion of the subscription right after 24 June 2015. It does not, however, apply to shares that are to be issued based on the convertible bonds issued by the Company in April 2014. If and in as far as the subscription right is not excluded under the above provisions, it may be granted to the shareholders also in form of an indirect subscription right pursuant to section 186 (5) of the German Stock Corporation Act or, in part, also in form of a direct subscription right, and otherwise in form of an indirect subscription right pursuant to section 186 (5) of the German Stock Corporation Act, if so determined by the Management Board with the approval of the Supervisory Board.

(3) Conversion right, conversion obligation

In the case of the issue of Bonds carrying a conversion right, the bearers or creditors may convert their Bonds/participation rights into Company shares subject to the Terms and Conditions. The proportional amount of the share capital of the shares to be issued at the time of conversion must not exceed the nominal amount of the convertible bond or of the convertible participation right, or an issue price of the bond or participation right that is lower than the nominal amount. The exchange ratio is determined when dividing the nominal amount or an issue price of a bond, which price is lower than the nominal amount, by the fixed conversion price for a share of the Company. The

exchange ratio can be rounded up or down to an integer; moreover, a cash adjustment can be determined. For the rest, it can be provided to combine fractions and/or settle them in cash. The Terms and Conditions may also provide for a variable exchange ratio.

In case of a conversion obligation, the Company may be authorized in the Terms and Conditions to settle in cash, in whole or in part, at the time of the mandatory conversion any difference between the nominal amount of the convertible bonds and/or participation rights carrying an option and/or conversion right and the product of the exchange ratio and a stock exchange price of the shares that is to be defined in the Terms and Conditions. The stock exchange price to be applied for purposes of the calculation according to the above sentence is at least 80% of the share's market price that is relevant for the lower limit of the conversion price pursuant to Sec. (5).

(4) Option right

When warrant bonds are issued, each bond is equipped with one or more subscription warrants entitling the bearer and/or creditor to subscribe to Company shares, as detailed in the terms and conditions of the options that are to be established by the Management Board. The proportional amount of the share capital of the shares to be subscribed to per bond must not exceed the nominal amount of the warrant bond or an issue price of the bond that is lower than the nominal amount.

(5) Conversion price/option price, anti-dilution

The conversion or option price of a share that is to be determined from time to time must be either at least 80% of the average closing price of the share of LEG Immobilien AG in Xetra trading (or a comparable successor system) on the ten stock exchange

trading days in Frankfurt/Main prior to the date of the Management Board's resolution on the issuance of the Bonds, or at least 80% of the average closing price of the share of LEG Immobilien AG in Xetra trading (or a comparable successor system) during (i) such days, on which the subscription rights are traded on the Frankfurt Stock Exchange, except for the last two stock exchange trading days of subscription rights trading, or (ii) the days between the beginning of the subscription period and the date of the final determination of the subscription price.

Notwithstanding section 9 (1) of the German Stock Corporation Act, the Terms and Conditions of the Bonds may provide for anti-dilution clauses in case that the Company should increase its share capital during the conversion or option period by granting its shareholders a subscription right, or issue further convertibles, option bonds and/or participation rights carrying a conversion and/or option right, or grant or guarantee other option rights, and if the bearers of conversion or option rights are not granted a subscription right to an extent to which it should have been granted after their exercise of the conversion or option rights or after the fulfillment of a conversion obligation. The Terms and Conditions may provide for a value-preserving adjustment of the conversion and/or option price also when it comes to other measures of the Company, which may result in a dilution of the value of the conversion and/or option rights. In any event, the proportional amount of the share capital of the shares to be subscribed to per bond must not exceed the nominal amount of the bond or an issue price of the bond that is lower than the nominal amount.

(6) Further structuring options

The Terms and Conditions may determine that in the case of conversion or of exercise of an option, the Company may also grant own shares, shares from authorized capital

of the Company or other consideration. It may also be provided for the Company to not grant Company shares to those entitled to a conversion or option, but to instead pay the equivalent in cash. Moreover, the Terms and Conditions of the Bonds may also provide that the number of shares to be obtained in case of an exercise of the option or conversion rights or after the fulfillment of the conversion obligations or the pertinent conversion right may be variable and/or that the option or conversion price may be changed during the term within a range to be determined by the Management Board, depending on the development of the share price or as a result of anti-dilution provisions.

(7) Authorization to establish the further Terms and Conditions

The Management Board is authorized to establish the further details of issuing and structuring the Bonds, in particular interest rate, issue price, maturity and denomination, conversion and/or option price and the conversion and/or option period, or to determine them in consultation with the bodies of the group companies issuing the Bonds, by taking into account the above provisions.

c. Change in Conditional Capital 2013/2014

The Conditional Capital 2013/2014, which was approved by the General Meeting on 25 June 2014 under agenda item 7c), is changed as follows:

The share capital of the Company is conditionally increased by up to EUR 28,531,722.00 through an issuance of up to 28,531,722 new registered shares (Conditional Capital 2013/2015).

The Conditional Capital 2013/2015 serves for issuing shares to the creditors of convertible and/or warrant bonds and/or participation rights carrying an option and/or conversion right and/or a conversion obligation (or a combination of such instruments), which were or will be issued based on the authorizations granted by the General Meeting of the Company on 17 January 2013 under agenda item 2a) and on 24 June 2015 under agenda item 8b.

New shares are issued at the conversion or option price to be determined in each case in accordance with the respective authorization. The conditional increase in capital will be performed only insofar as use is made of conversion or option rights that are based on issued Bonds or insofar as conversion obligations that are based on such Bonds are fulfilled, and insofar as the conversion or option rights and/or conversion obligations are not satisfied through own shares, shares from authorized capital or other benefits.

The new shares will share in the profit as of the beginning of the fiscal year, in which they come into existence through the exercise of conversion and/or option rights or through the fulfillment of conversion obligations; notwithstanding the above, the Management Board may, if permitted by law, resolve with the approval of the Supervisory Board that the new shares will be able to share in the profit as of the beginning of the fiscal year, for which the General Meeting at the time of the exercise of conversion and/or option rights or the fulfillment of conversion obligations has not yet resolved on the appropriation of the net retained profit.

The Management Board is authorized to establish the further details of the performance of the conditional increase in capital.

d. Change in the Articles of Association

Sec. 4.2 of the Articles of Association is changed and reformulated as follows:

"4.2 *The share capital is conditionally increased by up to EUR 28,531,722.00 through an issuance of up to 28,531,722 new registered shares (Conditional Capital 2013/2015).*

The conditional increase in capital will be performed only insofar as the bearers of conversion or option rights that are based on bonds or participation rights carrying a conversion and/or option right (or a combination of such instruments), which were issued by LEG Immobilien AG or by domestic or foreign companies, in which LEG Immobilien AG holds directly or indirectly the majority of the votes and capital, based on the General Meeting's authorization resolutions dated 17 January 2013 and 24 June 2015, exercise their conversion or option rights or if conversion obligations that are based on such bonds are fulfilled, and insofar as the conversion or option rights and/or conversion obligations are not satisfied through own shares, shares from authorized capital or other benefits.

The new shares will share in the profit as of the beginning of the fiscal year, in which they come into existence through the exercise of conversion and/or option rights or through the fulfillment of conversion obligations; notwithstanding the above, the Management Board may, if permitted by law, resolve with the approval of the Supervisory Board that the new shares will be able to share in the profit as of the beginning of the fiscal year, for which the General Meeting at the time of the exercise of conversion and/or option rights or the fulfillment of conversion obligations has not yet resolved on the appropriation of the net retained profit.

The Management Board is authorized to establish the further details of the performance of the conditional increase in capital."

9. Resolution on a change in the Articles of Association on remuneration of the Supervisory Board

To date, Supervisory Board remuneration has been provided for under article 8.10 of the Articles of Association of LEG Immobilien AG.

The Management Board and Supervisory Board propose changing and reformulating section 8.10 of the Articles of Association of LEG Immobilien AG as follows:

“The Supervisory Board members receive a fixed annual basic remuneration of EUR 50,000.00. The chairperson of the Supervisory Board receives double this amount, the deputy chairperson receives one-and-a-half times this amount. Members of a Supervisory Board committee receive an additional fixed annual remuneration of EUR 15,000.00; the committee chairperson receives double this. No remuneration is paid for membership or chairing of the nomination committee. Each member receives an additional payment of EUR 2,000.00 for each Supervisory Board or committee meeting where physical attendance is required. Each of the amounts stated above are payable after the fiscal year ends. Supervisory Board members who have only belonged to the Supervisory Board or a Supervisory Board committee during part of the fiscal year receive corresponding remuneration for the fiscal year pro rata temporis. The provisions in the above sentences shall apply as of 1 July 2015. “

Report of the Management Board on item 7

Capital adequacy and adequate financing are a major basis for the further development of LEG Immobilien AG and for a successful capital market appearance. By issuing new shares as part of a capital increase, the equity of the Company and thus, also, the options for action within the scope of acquisitions – as well as in connection with raising debt capital – have been increased. The Management Board is to be provided with flexible options to take advantage of financing options in the Company's interest, and with the approval of the Supervisory Board, in order to use business opportunities and strengthen the Company's equity capital base.

By General Meeting resolution of 25 June 2014, the Management Board was authorized to increase, with the approval of the Supervisory Board, the Company's share capital once or several times until 24 June 2019 by up to EUR 26,481,722.00, in total, by issuing up to 26,481,722 new registered shares against cash and/or in-kind capital contributions (Authorized Capital 2014).

With the approval of the Supervisory Board, the Management Board of LEG Immobilien AG decided on 9 October 2014 to use part of the existing Authorized Capital 2014 and to increase the Company's share capital by a nominal amount of EUR 4,100,000.00 against issue of 4,100,000 new registered shares in the Company that are entitled to dividends for fiscal year 2014, excluding shareholder subscription rights. The capital increase took effect upon entry of performance into the commercial register on 10 October 2014. The Authorized Capital 2014 is therefore no longer available in full. In particular, the Management Board is only authorized to undertake a restricted capital increase subject to simplified exclusion of subscription rights.

The Management Board and Supervisory Board believe it reasonable to continue to allow the Company to increase the share capital on short notice under exclusion of the subscription right in order to give the Company flexibility for further growth and any possible acquisitions which may present themselves.

The authorized capital is to amount to the statutory maximum limit of half of the share capital existing at the time that the resolution is taken. The plan is thus to resolve on a new Authorized Capital 2015, which in terms of content largely corresponds to the Authorized Capital 2014. With the proposed Authorized Capital 2015, the Management Board of LEG Immobilien AG will be able to, at any time, align the net equity base of LEG Immobilien AG to the business requirements within the specified limits and to act quickly and flexibly in the interest of the Company. In order to be able to do so, the Company must always have the necessary financing instruments available, regardless of concrete utilization plans. As decisions on the covering of capital needs are to be made on short notice normally, it is important for the Company not to depend on the intervals of the annual general meetings of shareholders and not to have to wait for extraordinary general meetings either. The instrument of authorized capital has therefore been created by law to address this issue. Common reasons for utilizing authorized capital include to strengthen the equity capital base and to finance the acquisition of shares.

By means of the creation of the new Authorized Capital 2015, the Management Board is authorized to increase, with the approval of the Supervisory Board, the Company's share capital once or several times until 23 June 2020 by up to EUR 28,531,722.00, in total, by issuing up to 28,531,722 new registered shares against cash and in-kind capital contribution (Authorized Capital 2015).

When utilizing the Authorized Capital 2015, the shareholders are generally entitled to a subscription right. Pursuant to section 203 (1) sentence (1) in conjunction with section 186 (5) of the German Stock Corporation Act, the new shares can also be taken on by one or several credit institutions that must undertake to offer them to the shareholders for subscription (so-called "indirect subscription right"). In this context, the Management Board, with the approval of the Supervisory Board, shall be allowed to design the subscription right such as to provide for direct and indirect subscription rights. The proposed authorization provides for the Management Board to be allowed to exclude the shareholders' subscription right, in whole or in part, in the below-described cases, in accordance with the legal provisions and with the approval of the Supervisory Board.

Exclusion of the subscription right for fractional amounts

The Management Board shall be authorized to exclude the shareholders' subscription right for fractional amounts with the approval of the Supervisory Board. Said exclusion of the subscription right shall enable a practicable subscription and thus facilitate the technical aspect of a capital increase. The value of the fractional amounts is normally low, whereas the time and effort required to issue shares without an exclusion of the subscription right for fractional amounts is regularly much higher. When it comes to fractional amounts, the costs associated with trading in subscription rights would be out of proportion to the shareholders' actual benefits. The new shares, which as so-called "free fractions" are excluded from the shareholders' subscription right, will be used in the Company's best possible interest. The exclusion of the subscription right in these cases thus serves to make an emission more practicable and feasible.

Exclusion of the right to subscribe to option and convertible bonds

The Management Board shall be moreover authorized to exclude the shareholders' subscription right with the approval of the Supervisory Board, if and in as far as this is necessary to grant the bearers or creditors of conversion and/or option rights, and/or the bearers or creditors of financing instruments carrying conversion and/or option obligations, which will be issued by the Company or by domestic or foreign companies, in which the Company holds directly or indirectly the majority of the votes and capital, a subscription right to an extent they would be entitled to after the exercise of the conversion or option rights or after the fulfillment of a conversion or option obligation.

The background to this is as follows: The economic value of the aforementioned conversion and/or option rights or of the Bonds carrying conversion and/or option obligations depends not only on the conversion and/or option price, but also – and in particular – on the value of the Company shares, to

which the conversion and/or option rights or the conversion and/or option obligations relate. To ensure a successful placement of the respective Bonds or, rather, to avoid a corresponding markdown during placement, it is thus common practice to include so-called anti-dilution provisions in the terms and conditions of the bond, which will protect those who are eligible from depreciation of their conversion or option rights as a result of a dilution of the value of the shares to be subscribed; the inclusion of such anti-dilution provisions in the terms and conditions of the bond or option is thus also provided for in the authorization to issue option or convertible bonds or participation rights, as proposed under agenda item 8b. In the absence of such dilution protection, any subsequent issuance of shares along with a granting of shareholder subscription rights would typically result in such a dilution of the value. In that case, the aforementioned anti-dilution provisions in the terms and conditions of the bond provide regularly for a reduction of the conversion and/or option price, having the consequence that the funds received by the Company in case of a later conversion or exercise of the option or later fulfillment of a conversion or option obligation are reduced or that the number of shares to be issued by the Company is increased.

As an alternative, based on which a reduction of the conversion and/or option price can be avoided, the anti-dilution provisions normally allow for those who are eligible for Bonds carrying conversion and/or option rights or conversion and/or option obligations to be granted a subscription right on new shares to an extent they would be entitled to after the exercise of their own conversion and/or option rights or after the fulfillment of their conversion and/or option obligations. They are hence treated as if the exercise of the conversion or option rights or the fulfillment of possible conversion or option obligations had turned them into shareholders already before the subscription offer and as if already entitled to subscription to that extent; i.e., they are thus indemnified for the dilution of the value through the value of the subscription right, like all shareholders already participating. For the Company, this second alternative – namely the granting of dilution protection – has the advantage that the conversion and/or option price does not have to be reduced; it therefore serves for granting maximum cash inflow during later conversion or exercise of the option and/or later fulfillment of a

potential conversion or option obligation or, rather, reduces the number of shares to be issued in that case. The participating shareholders will also benefit from this, because it also means compensation for the restriction of their subscription right. Their subscription right, as such, remains intact and is reduced merely proportionately to the extent to which a subscription right is granted not only to the participating shareholders, but also to the bearers of the conversion and/or option rights or of the Bonds carrying conversion and/or option obligations. In case of an emission of subscription rights, the present authorization enables the Company to choose between one of the two above-described alternatives for granting dilution protection, by weighing the shareholders' interests against the Company's.

Exclusion of subscription rights in case of capital increases for cash

In case of capital increases for cash, the Management Board shall be authorized to exclude the subscription right pursuant to section 203 (1) sentence (1) and (2), section 186 (3) sentence (4) of the German Stock Corporation Act with the approval of the Supervisory Board, if the par value of the new shares does not fall short, substantially, of the stock exchange price of the already listed shares.

It may be reasonable to use this option of excluding the subscription right if the Company wishes to take advantage of favorable market conditions quickly and flexibly and to cover, on very short notice, any capital needs that may arise in this context. The two-week subscription period that is required when granting a subscription right to the shareholders (section 203 (1) sentence 1 in conjunction with section 186 (1) sentence 2 of the German Stock Corporation Act) does not allow for comparatively short response times to current market conditions. Moreover, due to the volatility of the equity markets, market-oriented conditions can be normally achieved only if the Company is not bound thereto over a longer period of time. When granting a subscription right, section 203 (1) sentence 1 in conjunction with section 186 (2) of the German Stock Corporation Act require for the final

subscription price be published no later than three days before the expiry of the subscription period. This means that the granting of a subscription right is associated with a greater market risk – in particular with a change in price risk that lasts for several days – than an allocation without subscription rights. When granting a subscription right, one must hence regularly provide for corresponding safety discounts on the current market price in order to achieve a successful placement; this will normally result in less favorable conditions for the Company than when increasing the capital under exclusion of the subscription right. The exclusion of the subscription right allows for a placement close to the stock exchange price. Also, when granting a subscription right, complete placement is not readily warranted and a subsequent placement with third parties is normally associated with extra expenses due to the uncertainties regarding the exercise of the subscription rights by those entitled thereto.

The share in the share capital apportionable to the shares that are issued under such an exclusion of subscription rights, must not exceed, in total, 10% of the share capital either at the time of said authorization taking effect or at the time of said authorization being exercised. In this context, the legislator deems it reasonable to expect the shareholders to maintain their participation quota by purchases on the market. Said restriction to 10% of the share capital applies also to the proportional amount of the share capital that is apportionable to shares, which are sold under exclusion of the subscription right during the term of the Authorized Capital 2015 based on an authorization to sell own shares pursuant or according to section 71 (1) no. 8 sentence 5, section 186 (3) sentence 4 of the German Stock Corporation Act. Moreover, said restriction applies also to the proportional amount of the share capital that is apportionable to shares, which are issued during the term of the Authorized Capital 2015 based on other authorizations to issue shares of the Company under exclusion of the shareholders' subscription right in direct or corresponding application of section 186 (3) sentence 4 of the German Stock Corporation Act. Furthermore, said restriction applies also to the proportional amount of the share capital that is apportionable to shares, which may or must be issued in order to service Bonds carrying a conversion and/or option right or a conversion and/or option obligation, to the extent that the Bonds are issued during the term of the Authorized Capital 2015 under exclusion

of the shareholders' subscription right in corresponding application of section 186 (3) sentence 4 of the German Stock Corporation Act. Such imputations serve to protect the shareholders and keep the dilution of their interest as low as possible.

This model allows for the shareholders' participation quota to be diluted by not more than 10% even when corporate actions are combined and Bonds are issued and/or own shares are sold. And anyway, because the issue price of the new shares is close to their stock exchange price and because of the limitation of the scope of the capital increase without subscription rights, shareholders can basically maintain their participation quota by acquiring the necessary shares on the stock exchange on almost the same conditions. This therefore ensures that, in line with the legal rationale of section 186(3), sentence 4 German Stock Corporation Act, if Authorized Capital 2015 is used thereby excluding subscription rights, shareholders' financial and investment interests remain adequately protected while opening up further options for the Company in the interests of all the shareholders.

Exclusion of subscription rights in case of capital increases by way of contribution in kind

The Management Board shall be moreover authorized to exclude the shareholders' subscription right with the approval of the Supervisory Board in case of a capital increase against in-kind capital contributions, in particular in order to acquire companies, assets or participations, or other assets, real estates and real estate portfolios that are connected to an acquisition plan.

This is to enable LEG Immobilien AG to offer the Company's shares quickly and flexibly in individual cases for the purpose of satisfying claims from the preparation, performance, execution or transaction of legal or statutory acquisition procedures and mergers. LEG Immobilien AG must be able to act quickly and flexibly in the interest of its shareholders, at any time. This includes acquiring, on short notice, companies, assets, participations, other assets, real estates and real estate portfolios that are connected

to an acquisition plan in order to improve its competitive position. In return, it may be reasonable or even necessary to grant shares in order to preserve liquidity or to meet the sellers' expectations. The granting of shares instead of money may also make sense from the perspective of an optimum financing structure. This will not be disadvantageous to the Company, as the emission of shares against a contribution in kind requires for the value of such contribution in kind to be in due proportion to the value of the shares. When determining the valuation relation, the Management Board must make sure to protect the interests of the Company and of its shareholders appropriately and to achieve an adequate par value for the new shares. Moreover, the Company's listing on the stock exchange basically gives every shareholder the opportunity to increase its participation quota by acquiring additional shares.

Exclusion of subscription rights when issuing employees' shares

The Management Board shall be moreover authorized to exclude the shareholders' subscription right with the approval of the Supervisory Board, in order to issue up to 1,426,586 shares, i.e. about 2.5% of the share capital, to the Company's employees or to companies affiliated with the Company in terms of section 15 of the German Stock Corporation Act. The new shares may also be issued to an appropriate credit institution that will take on such shares with the undertaking to pass them on only to the Company's employees or to companies affiliated with the Company in terms of section 15 of the German Stock Corporation Act. The purpose of this is to strengthen the ties between the employees and their company, which is in the interest of the Company. Moreover, the restriction to up to 1,426,586 shares is appropriate in the opinion of the Management Board and Supervisory Board.

Limitation of the overall scope of the issuance of shares without subscription rights based on the Authorized Capital 2015

The sum of shares that are issued based on the Authorized Capital 2015 under exclusion of the shareholders' subscription right, must not exceed a calculated amount of 20% of the share capital either at the time of said authorization taking effect or at the time of said authorization being utilized, taking into account other shares of the Company that are sold or issued under exclusion of the subscription right during the term of the Authorized Capital 2015 or that are to be issued based on Bonds that were issued after 24 June 2015. Such restriction serves to protect the shareholders and keep the dilution of their interest as low as possible. It does not, however, apply to shares that are to be issued based on the convertible bonds issued by the Company in April 2014.

Utilization of the authorization

At this time, there are no concrete plans to utilize the Authorized Capital 2015. Corresponding anticipatory resolutions including an option to exclude subscription rights are common both at the national and international level. Each and every such exclusion of subscription rights, as proposed herein, is subject to approval by the Supervisory Board. In every such case, the Management Board will, moreover, carefully review whether a utilization of the Authorized Capital 2015 is in the interest of the Company; and it will review, in particular, whether a potential exclusion of the subscription right is actually justified in a particular case. The Management Board will report to the next General Meeting about each utilization of the authorization.

Report of the Management Board on the partial utilization of the Authorized Capital 2014 under exclusion of the subscription right in October 2014

With the approval of the Supervisory Board, the Management Board of LEG Immobilien AG decided on 9 October 2014 to use part of the Authorized Capital 2014 and to increase the Company's share capital by a nominal amount of EUR 4,100,000.00 against issue of 4,100,000 new registered shares in the Company ("New Shares 2014") that are entitled to dividends for fiscal year 2014, excluding shareholder subscription rights.

The gross proceeds from the issuance of the New Shares 2014 were EUR 205 million. The net issue proceeds remaining following deduction of transaction costs are to be used for continuing the acquisition strategy and thus for the further generation of positive economies of scale while, at the same time, optimising the capital structure.

The capital increase took effect upon entry of performance into the commercial register on 10 October 2014.

The New Shares 2014 were offered to institutional investors through a private placement by way of an "accelerated book building" process. A placement price of EUR 50.00 was announced. The issue price of the New Shares 2014 corresponds to a markdown of 4.12% on the volume-weighted XETRA average price of the shares of LEG Immobilien AG, which was EUR 52.1528 on 9 October 2014. Therefore, the par value did not fall short, substantially, of the stock exchange price. Consequently, the issuance of the New Shares 2014 within the scope of the capital increase from the Authorized Capital 2014 was performed at current market conditions.

The right of the shareholders of LEG Immobilien AG to subscribe to the New Shares 2014 was excluded by the Management Board with the approval of the Supervisory Board. In the opinion of the

Management Board and the Supervisory Board, the requirements for excluding the subscription right were given since the New Shares 2014 were issued at a price that did not fall short, substantially, of the stock exchange price. Shares that are issued within the scope of capital increases that do not encompass more than 10% of the existing share capital are typically subscribed to by institutional investors and privately placed with institutional investors only. By not granting subscription rights to the existing shareholders, it was possible to ensure the necessary level of transaction security and speedy handling. The costs of a capital increase with an exclusion of subscription rights and allocation, on short notice, of the new shares issued are significantly lower than the costs of a capital increase with proportional subscription rights for the existing shareholders. By issuing the New Shares 2014, LEG Immobilien AG was able to further diversify its investor base and generate additional funds for continuing its growth course and thus strengthen its financial profile. The gross proceeds from the issuance of the New Shares 2014 in the amount of EUR 205 million will add to the financial options of LEG Immobilien AG and help accelerate its sustained growth strategy. It can be used, in particular, to finance the acquisition of further real estates and real estate portfolios and is thus also in the interest of the shareholders.

Report of the Management Board on item 8

The Management Board is to retain the option, with the approval of the Supervisory Board, to take advantage of financing options in the Company's interest in order to use business opportunities and create an adequate financing structure. By issuing convertible and warrant bonds as well as participation rights, the Company can – depending on the market situation and its financing needs – take advantage of attractive financing opportunities at comparatively low interest rates, for example to procure favorable debt capital for the Company. Moreover, by issuing convertible and warrant bonds as well as participation rights, the Company may possibly even reach new investor groups in addition to using other instruments, such as capital increases. And the Company will also receive the conversion and option premiums when issuing such bonds.

With the approval of the Supervisory Board, the Management Board of LEG Immobilien AG decided on 9 October 2014 to use part of the existing Authorized Capital 2014 and to increase the Company's share capital by a nominal amount of EUR 4,100,000.00 against issue of 4,100,000 new registered shares in the Company ("New Shares 2014") that are entitled to dividends for fiscal year 2014, excluding shareholder subscription rights. The capital increase took effect upon entry of performance into the commercial register on 10 October 2014. The right of the shareholders of LEG Immobilien AG to subscribe to the New Shares 2014 was excluded with the approval of the Supervisory Board.

The New Shares 2014 are to be credited against the 10% limit of simplified exclusion of subscription rights when issuing convertible or warrant bonds as well as participation rights. This means that some of the Conditional Capital 2013/2014 can no longer be used for a capital increase under a simplified exclusion of subscription rights.

The Management Board and Supervisory Board believe it reasonable to continue to allow the Company to issue convertible and/or warrant bonds as well as participation rights carrying an option and/or conversion right (or a combination of such instruments) by excluding subscription rights. The authorization granted in this respect by the General Meeting on 25 June 2014 has been partly exhausted as a result of the crediting of the New Shares 2014. The Management Board and Supervisory Board thus believe it appropriate to cancel the existing authorization and to replace it with a new one. The new authorization to issue Bonds, as proposed under agenda item 8b., allows the Management Board to issue, with the approval of the Supervisory Board, once or several times until 23 June 2020, bearer or registered convertible and/or warrant bonds and/or participation rights carrying an option and/or conversion right (or a combination of such instruments) in the nominal amount of up to EUR 1,200,000,000.00 with or without limited maturity (hereinafter referred to collectively as "**Bonds**"), and to grant the creditors of Bonds conversion and/or option rights on shares of the Company with a proportional amount of the share capital of up to EUR 21,673,259.00, as detailed in the terms and conditions of the respective option and/or convertible bonds or of the respective

participation rights (hereinafter referred to in each case as "**Terms and Conditions**"). The respective Terms and Conditions may also provide for a mandatory conversion at the end of maturity or at other times, including an obligation to exercise the conversion/option right. The Bonds are to be issued against cash.

When it comes to its legal arrangement, the authorization proposed under agenda item 8b. largely equals the authorization granted on 25 June 2014.

When issuing Bonds, the Company shall be able to make use of the German or international capital markets – depending on the market situation – and issue the Bonds not only in euros, but also in the legal currency of an OECD country, as long as the corresponding EUR-equivalent is not exceeded. The Bonds may be issued also by domestic or foreign companies, in which the Company holds directly or indirectly the majority of the votes and capital; in that case, the Management Board is authorized to provide a guarantee for the Bonds on behalf of the Company and to grant the creditors of such Bonds conversion and/or option rights on shares of the Company.

The proposed change in the Conditional Capital 2013/14 is to enable the Company to issue shares also to the creditors of Bonds based on the new Conditional Capital 2013/2015, which are issued based on the authorization that is yet to be granted under agenda item 8b. The nominal amount of the Conditional Capital 2013/2014 equals 50% of the current share capital of the Company. New shares from the Conditional Capital 2013/2015 are issued at the conversion or option price to be determined in each case in accordance with the respective authorization. Pursuant to section 193 (2) no. (3) of the German Stock Corporation Act, the authorization will merely define the bases for determining the relevant minimum par value so as to give the Company the necessary flexibility when determining the conditions. The conditional increase in capital will be performed only insofar as use is made of conversion or option rights that are based on issued Bonds or insofar as conversion obligations that are based on such Bonds are fulfilled, and insofar as the conversion or option rights and/or

conversion obligations are not satisfied through own shares, shares from authorized capital or other benefits.

When issuing Bonds carrying a conversion and/or option right or a conversion and/or option obligation, shareholders are generally entitled to a subscription right (section 221 (4) in conjunction with section 186 (1) of the German Stock Corporation Act). If the Bonds are issued by domestic or foreign companies, in which the Company holds directly or indirectly the majority of the votes and capital, LEG Immobilien AG must guarantee that the statutory subscription right is actually granted to the shareholders. To simplify this process, the Bonds can also be taken on by one or several credit institutions according to section 186 (5) of the German Stock Corporation Act, which must undertake to offer them to the shareholders for subscription (so-called "indirect subscription right").

In this context, the Management Board, with the approval of the Supervisory Board, shall be allowed to design the subscription right such as to provide for direct and indirect subscription rights. For example, it may be, in particular advisable and, for financial reasons, in the interest of the Company, to offer a principal shareholder entitled to subscription, who has committed to the subscription of a fixed number of (partial) Bonds in advance, such Bonds directly for subscription, to thus avoid the issuing bank fees that would be otherwise incurred by the Company in case of an indirect subscription right. Shareholders who are offered the Bonds by way of an indirect subscription right will not suffer any restrictions to their subscription right as a result thereof.

In accordance with the legal provisions, the Management Board shall be authorized – with the approval of the Supervisory Board – in the individual cases specified in detail in such authorization to exclude the shareholders' subscription right.

Exclusion of the subscription right for fractional amounts

Initially, the Management Board shall be authorized to exclude the shareholders' subscription right for fractional amounts with the approval of the Supervisory Board. Said exclusion of the subscription right shall enable a practicable subscription and thus facilitate the technical aspect of issuing Bonds. The value of the fractional amounts is normally low, whereas the time and effort required to issue Bonds without an exclusion of the subscription right for fractional amounts is regularly much higher. When it comes to fractional amounts, the costs associated with trading in subscription rights would be out of proportion to the shareholders' actual benefits. The Bonds that are excluded from the subscription right due to such fractional amounts will be used in the Company's best possible interest. The exclusion of the subscription right in these cases thus serves to make an emission more practicable and feasible.

Exclusion of the right to subscribe to option and convertible bonds

When Bonds are issued, the Management Board shall be moreover authorized to exclude, with the approval of the Supervisory Board, the shareholders' subscription right insofar as this is necessary to grant the bearers or creditors of conversion and/or option rights, or the creditors of convertible bonds and/or convertible participation rights carrying conversion obligations, which were or will be issued by the Company or by domestic or foreign companies, in which the Company holds directly or indirectly the majority of the votes and capital, a subscription right to an extent they would be entitled to as shareholders after the exercise of the option or conversion rights or after the fulfillment of conversion obligations.

The reasons for this are as follows: The economic value of the aforementioned conversion and/or option rights and/or of the Bonds carrying conversion obligations depends not only on the conversion and/or option price, but also – and in particular – on the value of the Company shares, to which

the conversion and/or option rights and/or the conversion obligations relate. To ensure a successful placement of the respective Bonds or, rather, to avoid a corresponding markdown during placement, it is thus common practice to include so-called anti-dilution provisions in the terms and conditions of the bond, which will protect those who are eligible from depreciation of their conversion and/or option rights as a result of a dilution of the value of the shares to be subscribed; the inclusion of such anti-dilution provisions in the terms and conditions of the bond or option is thus also provided for in the authorization to issue convertible and/or warrant bonds and/or participation rights carrying an option and/or conversion right (or a combination of such instruments), as proposed under agenda item 8b. In the absence of such dilution protection, any subsequent issuance of further Bonds carrying conversion or option rights and/or conversion obligations, along with a granting of shareholder subscription rights would typically result in such a dilution of the value. For, in order to make the subscription right appealing to the shareholders and to ensure subscription, the respective convertible or warrant bonds are normally issued at more favorable conditions than their market value, if a subscription right is granted. This results in a corresponding dilution of the value of the shares. In that case, the aforementioned anti-dilution provisions in the terms and conditions of the bond provide regularly for a reduction of the conversion and/or option price, having the consequence that the funds received by the Company in case of a later conversion or exercise of the option or later fulfillment of a conversion obligation are reduced or that the number of shares to be issued by the Company is increased.

As an alternative, based on which a reduction of the conversion and/or option price can be avoided, the anti-dilution provisions normally allow for those who are eligible for Bonds carrying conversion and/or option rights and/or conversion obligations to be granted a subscription right to subsequently issued convertible and/or warrant bonds to an extent they would be entitled to after the exercise of their own conversion or option rights or after the fulfillment of their conversion obligations. They are hence treated as if the exercise of the conversion and/or option rights or the fulfillment of possible conversion obligations had turned them into shareholders already before the subscription offer and as

if already entitled to subscription to that extent; i.e., they are thus indemnified for the dilution of the value through the value of the subscription right, like all shareholders already participating. For the Company, this second alternative – namely the granting of dilution protection – has the advantage that the conversion and/or option price does not have to be reduced; it therefore serves for granting maximum cash inflow during later conversion or exercise of the option and/or later fulfillment of a potential conversion obligation or, rather, reduces the number of shares to be issued in that case. The participating shareholders will also benefit from this, because it also means compensation for the restriction of their subscription right. Their subscription right, as such, remains intact and is reduced merely proportionately to the extent to which a subscription right is granted not only to the participating shareholders, but also to the bearers of the conversion and/or option rights and/or of the Bonds carrying conversion obligations. In case of an emission of subscription rights, the present authorization enables the Company to choose between one of the two above-described alternatives for granting dilution protection, by weighing the shareholders' interests against the Company's.

Simplified exclusion of subscription rights under section 221 (4) sentence 2 in conjunction with section 186 (3) sentence 4 of the German Stock Corporation Act

The Management Board shall be moreover authorized to exclude the subscription right with the approval of the Supervisory Board, if at the time of issuance of Bonds against cash the issue price of such Bonds does not substantially fall short of their theoretical value, as determined in accordance with generally accepted actuarial methods.

It may be reasonable to use this option of excluding the subscription right if the Company wishes to take advantage of favorable market conditions on short notice and place Bonds quickly and flexibly on the market at attractive conditions. The two-week subscription period that is required when granting a subscription right to the shareholders (section 221 (4) sentence 2 in conjunction with section 186

(1) sentence 2 of the German Stock Corporation Act) does not allow for comparatively short response times to current market conditions. Moreover, due to the volatility of the equity markets, market-oriented conditions can be normally achieved only if the Company is not bound thereto over a longer period of time. When granting a subscription right, section 221 (4) sentence 2 in conjunction with section 186 (2) of the German Stock Corporation Act require for the final subscription price or, in case of Bonds carrying conversion and/or option rights or conversion obligations, the final conditions of the Bonds to be published no later than three days before the expiry of the subscription period. As compared to an allocation without subscription rights, this is associated with a greater market risk – in particular with a change in price risk that lasts for several days. When granting a subscription right, one must hence regularly provide for a corresponding safety discount when determining the conditions of the Bonds in order to achieve a successful placement; this will normally result in less favorable conditions for the Company than when placing the Bonds under exclusion of the subscription right. Also, when granting a subscription right, complete placement is not readily warranted and a subsequent placement with third parties is normally associated with extra expenses due to the uncertainties regarding the exercise of the subscription rights by those entitled thereto.

With this exclusion of subscription rights, the shareholders' interests are guaranteed by the fact that the Bonds must not be issued substantially below their theoretical market value, whereby the actuarial value of the subscription right is reduced to almost zero. The resolution therefore provides that before issuing any Bonds, the Management Board must arrive at the conclusion that the envisaged par value will not lead to any noteworthy dilution of the shares' value. If and in as far as deemed appropriate by the Management Board to obtain expert advice in the respective situation, it may seek the help of experts, such as syndicate banks supervising the emission, independent investment banks or experts who will confirm in appropriate form that a noteworthy dilution of the shares' value is not to be expected. Regardless of such an assessment performed by the Management Board, a market-driven determination of the terms and conditions will be ensured in case of book building. This means that the exclusion of subscription rights will not lead to a noteworthy dilution of the shares' value.

Said authorization to exclude subscription rights applies only to Bonds carrying rights to shares, to which a proportional amount of the share capital of not more than 10% of the share capital is attributable either at the time of said authorization taking effect or at the time of said authorization being exercised. In this context, the legislator deems it reasonable to expect the shareholders to maintain their participation quota by purchases on the market. Said 10% limit applies to the Company's own shares, if and in as far as they are sold by the Company during the duration of said authorization under exclusion of the subscription right pursuant to or according to section 71 (1) no. 8 sentence 5, clause 2, section 186 (3) sentence 4 of the German Stock Corporation Act. Moreover, said restriction applies also to such shares that are issued during the duration of said authorization from authorized capital, under exclusion of the subscription right pursuant to section 203 (2) sentence 2, section 186 (3) sentence 4 of the German Stock Corporation Act or based on other authorizations to issue shares of the Company under exclusion of the shareholders' subscription right in direct or corresponding application of section 186 (3) sentence 4 of the German Stock Corporation Act. Such imputations serve to protect the shareholders and keep the dilution of their interest as low as possible.

Limitation of the overall scope of the issuance of Bonds without subscription rights

The sum of shares that are to be issued based on Bonds, which are issued based on said authorization under exclusion of the shareholders' subscription right, must not exceed a proportional amount of 20% of the share capital either at the time of said authorization taking effect or at the time of said authorization being utilized, taking into account other shares sold or issued under exclusion of the subscription right after 24 June 2015. Such imputations serve to protect the shareholders and keep the dilution of their interest as low as possible. It does not, however, apply to shares that are to be issued based on the convertible bonds issued by the Company in April 2014.

If and in as far as the subscription right is not excluded under the above provisions, it may be granted to the shareholders also in form of an indirect subscription right pursuant to section 186 (5) of the German Stock Corporation Act or, in part, also in form of a direct subscription right, and otherwise in form of an indirect subscription right pursuant to section 186 (5) of the German Stock Corporation Act, if so determined by the Management Board with the approval of the Supervisory Board.

Utilization of the authorization

At this time, there are no concrete plans to utilize the authorization to issue Bonds, as proposed under agenda item 8b. Corresponding anticipatory resolutions including an option to exclude subscription rights are common both at the national and international level. Each and every such exclusion of subscription rights, as proposed herein, is subject to approval by the Supervisory Board. In every such case, the Management Board will, moreover, carefully review whether the utilization of the authorization to issue Bonds, as proposed under agenda item 8b, is in the interest of the Company; and it will review, in particular, whether a potential exclusion of the subscription right is actually justified in a particular case. The Management Board will report to the next General Meeting about each utilization of the authorization.

Further information and notes

I. Total number of shares and voting rights

As at the date of the invitation to the General Meeting, the share capital of the Company amounts to EUR 57,063,444.00 and is divided into 57,063,444 no-par value shares, each of which grants one vote.

II. Prerequisites for attending the General Meeting and exercising voting rights

1. Eligibility to attend the General Meeting

Pursuant to section 11 (3) of the Articles of Association, all shareholders who have registered with the Company for the General Meeting by no later than **17 June 2015, 24:00 p.m.** (CEST) and are entered in the share register for the registered shares are entitled to attend the General Meeting and exercise their voting right, either personally or through authorized representatives.

Registration of the shares must be made in text form (German or English) and must reach the Company

- at the address
LEG Immobilien AG
c/o HCE Haubrok AG
Landshuter Allee 10
80637 Munich or

- by fax to fax number
+49 (0) 89-210 27 288 or

- by email to email address
anmeldung@hce.de or

- at
<http://www.leg-nrw.de/en/investor-relations/annual-general-meeting/>

in German or English.

2. When votes are cast by an authorized representative

Shareholders may exercise their voting right at a General Meeting not only in person, but also through an authorized representative, such as a credit institution that is willing to do so, or a shareholder association. In these cases too, timely registration in a proper form will be required. For details on the procedure on how to authorize representatives, please see the section entitled "Procedure for casting votes through authorized representatives" (III.1.).

3. When votes are cast by letter

Shareholders may also exercise their voting right by postal vote without attending the General Meeting in person or through an authorized representative. In this case too, the shareholders must register in a timely manner and in proper form.

For details on casting postal votes, please see the section entitled "Procedure for casting votes by postal vote" (III.3.).

4. Technical record stop

- a. Pursuant to section 67 (2) sentence 1 of the German Stock Corporation Act, only persons who have registered as shareholders in the share register are deemed shareholders of the Company. Accordingly, the status of registration in the share register on the date of the General Meeting will decide about the right to attend the General Meeting and the number of voting rights to which a shareholder is entitled. Please note, however, that for reasons of processing, a "registration stop" will apply from (and including) 18 June 2015 through (and including) the day of the General Meeting on 24 June 2015, i.e. no registrations or deregistrations will be carried out in the share register. Therefore, the decisive date in terms of the status of registrations will be **17 June 2015, 24:00 p.m.** (CEST) ("Technical Record Stop").
- b. Shares will not be blocked by a registration for the General Meeting. Shareholders may therefore continue to dispose freely of their shares even following their registration for the General Meeting and regardless of the technical record stop.

III. Procedure for the casting of votes

After proper registration, you may attend the General Meeting personally and exercise your voting right in person. However, you may also exercise your voting right through authorized representatives, Company proxies or by postal vote.

1. Procedure for the casting of votes through authorized representatives

- a. Shareholders who do not wish to exercise their voting right in person at the General Meeting, but wish to have it exercised through authorized representatives, must equip the latter with a proper power of proxy prior to the voting, whereby the following must be noted:

If neither a credit institution nor any other person or institution that is equivalent in terms of section 135 (8) or (10) of the German Stock Corporation Act (such as, for example, a shareholder association) is authorized, the power of proxy must be issued in text form either

- aa. to the Company at one of the addresses specified above for registration purposes or
- bb. directly to the authorized representative (in which case proof of such authorization must be provided to the Company in text form).

The same applies if a power of proxy is to be revoked.

Shareholders and their authorized representatives may send the proof of the authorization or revocation of the power of proxy in text form to the Company at one of the addresses specified above for registration purposes. On the day of the General Meeting, such proof may also be provided at the entry and exit control to the General Meeting.

- b. The authorization of credit institutions and other persons or institutions that are equivalent in terms of section 135 (8) and (10) of the German Stock Corporation Act (such as shareholder associations), and the revocation and proof of such authorization is governed by the statutory provisions, in particular section 135 of the German Stock Corporation Act. Please also observe any rules that may be prescribed in this regard by the authorized representatives themselves.

Credit institutions and other persons or institutions that are equivalent in terms of section 135 (8) and (10) of the German Stock Corporation Act (such as shareholder associations) may exercise the voting right for shares, which do not belong to them, but for which they are registered as holder in the share register, only based on an authorization.

- c. If a shareholder authorizes more than one person, the Company will be entitled to reject one or more of them pursuant to section 134(3) sentence 2 of the German Stock Corporation Act.

2. Procedure for the casting of votes through Company proxies

Shareholders may also have themselves represented at the General Meeting by persons appointed by the Company ("Company proxies"), whereby the following must be noted:

- a. The Company proxies may only vote on agenda items, for which explicit instructions on the exercise of the voting right have been issued. The Company proxies are obligated to vote in accordance with the instructions given to them.
- b. Please note that the Company proxies (i) will not accept any instructions to speak, to raise objections to resolutions passed by the General Meeting or to ask questions or make motions and that they (ii) are available to vote only on such motions and nominees, for which proposals for a resolution have been made with this notice of convention or at a later point in time by the Management Board and/or Supervisory Board pursuant to section 124 (3) of the German Stock Corporation Act, or by shareholders pursuant to sections 124 (1) and 122 (2) sentence 2 of the German Stock Corporation Act, or which are made available pursuant to sections 126 and 127 of the German Stock Corporation Act.

- c. Powers of proxy and instructions to the Company proxies may be issued, amended or revoked in text form to the Company at one of the addresses specified above for registration purposes by **23 June 2015, 24:00 p.m.** (CEST). In all of these cases, receipt of the power of proxy or instruction, of the amendment or of the revocation by the Company will be decisive. On the day of the General Meeting, powers of proxy and instructions to the Company proxies may also be issued, amended or revoked in text form at the entry and exit control to the General Meeting.
- d. Instructions to the Company proxies regarding agenda item 2 will also apply in the event the proposal on the appropriation of the profits is adjusted due to a change in the number of shares that are entitled to dividends.
- e. If an agenda item is to be voted on individually instead of collectively, the instruction on such agenda item will apply accordingly to each item of the individual vote.

3. Procedure for the casting of votes by postal vote

When exercising the voting right by postal vote, the following must be observed:

- a. Postal votes can be cast up to **23 June 2015, 24:00 p.m.** (CEST), either in writing or by electronic communication to one of the addresses specified above for registration purposes. In all of these cases, receipt of the postal vote by the Company will be decisive.
- b. Please note that voting by postal vote is possible only on such motions and nominees, for which proposals for a resolution have been made with this notice of convention or at a later point in time by the Management Board and/or Supervisory Board pursuant to section 124 (3) of the German Stock Corporation Act, or by shareholders pursuant to sections 124 (1) and 122 (2)

sentence 2 of the German Stock Corporation Act, or which are made available pursuant to sections 126 and 127 of the German Stock Corporation Act.

- c. Authorized credit institutions or other persons and institutions that are equivalent in terms of section 135 (8) and (10) of the German Stock Corporation Act (such as shareholder associations) may also use postal voting.
- d. Postal votes cast in a timely manner may be amended or revoked up to **23 June 2015, 24:00 p.m.** (CEST) in writing or by electronic communication to one of the addresses specified above for registration purposes. In all of these cases, receipt of the amendment or revocation by the Company will be decisive.
- e. Voting by postal votes does not exclude personal attendance at the General Meeting. Personal attendance of a shareholder or authorized third party at the General Meeting will be deemed to constitute a revocation of the postal votes previously cast.
- f. Postal voting on agenda item 2 will be valid, even in the event of an adjustment of the proposal on the appropriation of profits resulting from a change in the number of shares that are entitled to dividends.
- g. If an agenda item is to be voted on individually instead of collectively, the postal vote cast on such agenda item will apply accordingly to each item of the individual vote.

4. Forms for registration, authorization and postal voting

Registrations, authorizations and postal voting may be performed, in particular, with the form contained in the registration form, but may also be effected in any of the other proper ways

described above under sections II.1, III.1, III.2. and III.3. An all-purpose form for granting powers of proxy or for postal votes is available on our website at <http://www.leg-nrw.de/en/investor-relations/annual-general-meeting/>. If you wish, it can be also mailed to you free of charge. Powers of proxy may be, moreover, granted during the General Meeting based on the power of proxy cards that are enclosed with the voting cards or in any other proper way.

If you would like to authorize a credit institution or other person or institution that is equivalent in terms of section 135 (8) and (10) of the German Stock Corporation Act (such as a shareholder association) directly, please consult with the authorized representative on the form of the granting of such authorization.

IV. Rights of the shareholders

The shareholders will be entitled to the following rights, among others, before and during the General Meeting. Further details can be found on the Internet at <http://www.leg-nrw.de/en/investor-relations/annual-general-meeting/>.

1. Additions to the agenda

Shareholders whose shares in the aggregate reach the proportional amount of EUR 500,000.00 of the share capital (which corresponds to 500,000 shares) may demand pursuant to section 122(2) of the German Stock Corporation Act that items be put on the agenda and published. Each new agenda item must be accompanied by a statement of grounds or by a proposed resolution. The demand must be made in writing and sent to the following address:

LEG Immobilien AG
Management Board
Hans-Böckler-Strasse 38
40476 Düsseldorf

It must reach the Company at least 30 days prior to the meeting, i.e. by no later than **24 May 2015, 24:00 p.m.** (CEST). The respective shareholders must prove pursuant to section 122 (2) and (1) in conjunction with section 142 (2) sentence 2 of the German Stock Corporation Act that they have owned the required number of shares for at least three months prior to the date of the General Meeting, i.e. since **24 March 2015, 0:00 a.m.** (CET).

Additions to the agenda that are to be published will be published in the Federal Gazette (Bundesanzeiger) immediately upon receipt of the demand and will be forwarded pursuant to section 121 (4a) of the German Stock Corporation Act to media, which are presumed to be capable of disseminating such information throughout the entire European Union. They will moreover be made available on the Company's website at <http://www.leg-nrw.de/en/investor-relations/annual-general-meeting/> and notified to the shareholders.

2. Counter-motions; proposals on voting

According to section 126 (1) of the German Stock Corporation Act, each shareholder is entitled to submit counter-motions to the proposed resolutions on the agenda items. If the Company is supposed to make such counter-motions available, they must be accompanied by a statement of grounds and mailed at least 14 days prior to the General Meeting, i.e. by no later than **9 June 2015, 24:00 p.m.** (CEST),

- at the address
LEG Immobilien AG
c/o HCE Haubrok AG
Landshuter Allee 10
80637 Munich or

- by fax to fax number
+49 (0) 89-210 27 288 or

- by email to email address
gegenantraege@hce.de.

Counter-motions addressed in any other way do not have to be made available.

In all cases, in which a counter-motion is submitted, receipt of the counter-motion by the Company will be decisive.

Counter-motions made by shareholders, including their names and the grounds for the counter-motion, as well as any positions taken by the management in this respect, will be made available on the Internet at <http://www.leg-nrw.de/en/investor-relations/annual-general-meeting/>. The Management Board does not have to make available a counter-motion or the respective statement of grounds, and may combine counter-motions and the respective statements of grounds, if the requirements of section 126 (2) and (3) of the German Stock Corporation Act have been fulfilled. The details have been published on the Internet at <http://www.leg-nrw.de/en/investor-relations/annual-general-meeting/>.

According to section 127 of the German Stock Corporation Act, these regulations apply analogously to a proposal made by a shareholder for the election of Supervisory Board members or auditors. However, such proposals do not have to be supported by a statement of grounds. In addition to the grounds set out in section 126 (2) of the German Stock Corporation Act, the Management Board also does not have to make available nominations, if they do not state the candidate's name, profession and place of residence. Proposals on the election of Supervisory Board members do not have to be made available also, if they lack information on the nominated candidate's membership in other supervisory boards that are to be established based on statutory provisions within the meaning of section 125 (1) sentence 5 of the German Stock Corporation Act.

3. Shareholders' right to demand information

Pursuant to section 131 (1) of the German Stock Corporation Act, each shareholder must, upon request, be provided with information at the General Meeting by the Management Board about the Company's affairs, to the extent that such information is necessary for a proper evaluation of an agenda item and no right to refuse such information exists. The Management Board's duty to provide information also extends to the Company's legal and business relationships with its affiliates. Furthermore, the duty to provide information relates also to the situation of the LEG group and of the companies that are included in LEG's consolidated financial statement. The situations in which the Management Board has the right to refuse to provide information are specified on the Company's website at <http://www.leg-nrw.de/en/investor-relations/annual-general-meeting/>.

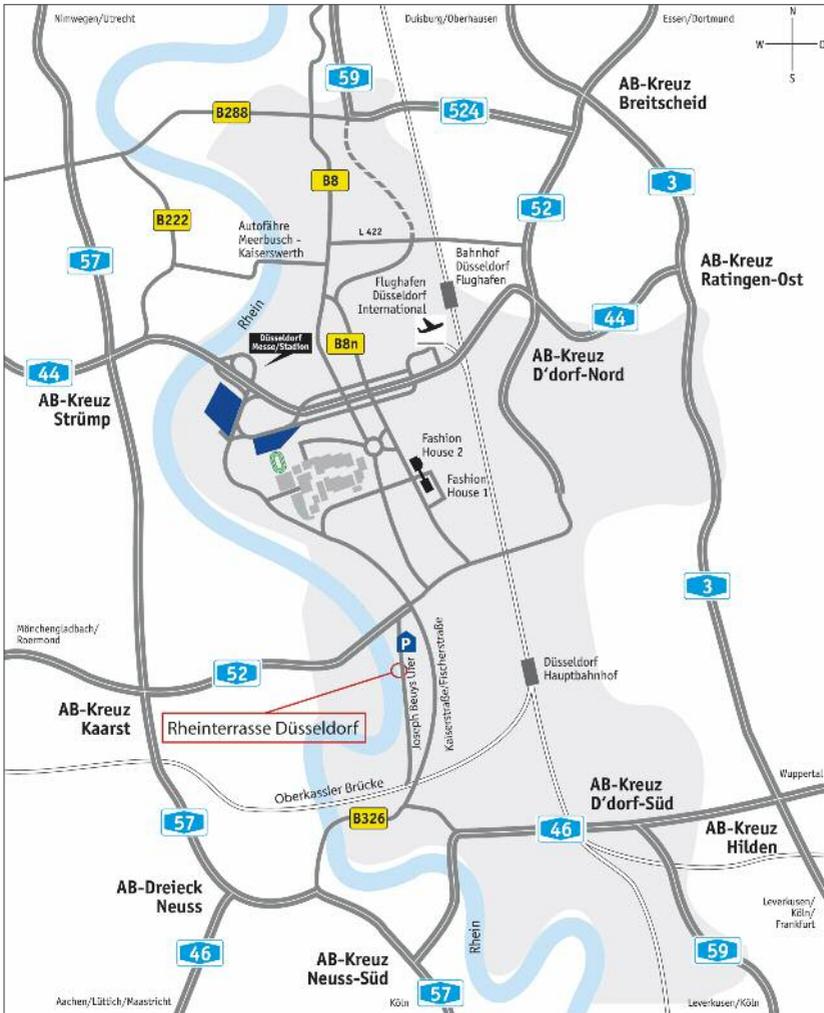
V. Information and documents on the General Meeting; website

The information and documents pursuant to section 124a of the German Stock Corporation Act are available on the Internet at <http://www.leg-nrw.de/en/investor-relations/annual-general-meeting/>. All documents that are to be made available to the General Meeting by law will be also available for inspection at the General Meeting.

Düsseldorf, May 2015

LEG Immobilien AG

The Management Board



Anfahrtsplan RHEINTERRASSE DÜSSELDORF



LEG Immobilien AG

Hans-Böckler-Straße 38

40476 Düsseldorf, Germany

Tel.: +49 (0) 211 4568 400

Fax: +49 (0) 211 4568 22 204

E-Mail: LEG-Investor.Relations@leg-nrw.de

www.leg-nrw.de