

Agenda

- Recent Financial Performance
- Loan Book & Asset Quality
- Liquidity & Funding
- Capital
- ESG
- Appendix





Highlights 2022

In a very challenging environment, all major targets achieved

METRIC Targets 2022 Actual 2022 € 239 mn Operating profit € 210 - 250 mn Group € 138 mn Net income¹⁾ € 120 - 150 mn²⁾ € 2.32 Earnings per share (EPS) € 2.00 - 2.50²)

CIR Bank³): 40% (2021: 50%) – mid-term target of <44% already achieved

		METRIC	(Orig.) Targets	Actual 2022	
nts	Structured Property Financing	REF PortfolioNew business	~ € 31 bn € 7 - 8 bn	€ 30.9 bn € 8.9 bn	
Segments	Banking & Digital Solutions	Deposit vol.NCI	~ € 12 bn ~13% CAGR ⁴⁾	€ 13.4 bn € 31 mn	
	Aareon	RevenuesAdj. EBITDA	€ 305 - 325 mn € 72 - 78 mn	€ 308 mn € 75 mn	

- 1) Net income attributable to ordinary shareholders
- Based on expected FY-tax ratio of ~36%
- 3) Structured Property Financing and Banking & Digital Solutions (excl. bank levy and contributions to the deposit guarantee scheme)

2020 - 2023



Highlights 2022

Strong operating performance

- Successful financial year with earnings at upper end of targeted range despite Russian related LLP and PTO-related costs
- Strong operating performance in all three segments, strategy of growing at low marginal costs effectively executed
- Asset quality further improved with major KPIs better than pre-Covid, NPLs significantly reduced despite Russia
- Diversification of funding mix continued successfully comfortable liquidity position
- Further improved capital position despite portfolio growth and challenging environment
- Takeover
 Investors expect completion of qualifying holding procedure in spring 2023



Group Results

Strong earnings momentum offsetting additional LLP on remaining Russian exposure

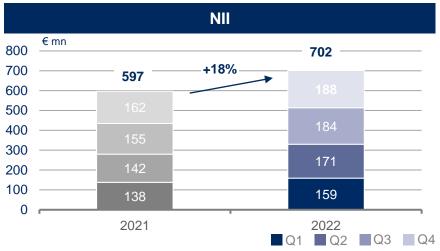
€mn	FY '21	FY '22	Comments
Net interest income	597	702	Increase driven by portfolio growth, higher interest rates and diversified funding mix
Net commission income	245	277	Both Aareon and BDS contribute to 14% increase
Administrative expenses	528	571	Reflects investments in Aareon growth. Bank largely stable despite PTO one-offs
Other operating income / expenses ¹⁾	-26	-81	
Pre-provision profit	288	327	
Loss allowance	133	192	Dominated by provision on remaining Russian exposure
Operating profit (EBT)	155	239	Successful financial year with profit at upper end of targeted range despite Russian related LLP and PTO-related costs
Profit after tax (PAT)	68	153	

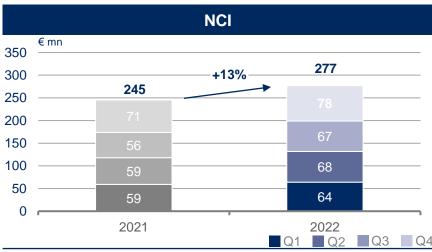
¹⁾ Includes Net derecognition gain or loss, Net gain or loss from financial instruments (fvpl), Net gain or loss from hedge accounting, Net gain or loss from investments accounted for using the equity method, Net other operating income/expenses



Net interest income (NII) / Net commission income (NCI)

Strong income momentum





Portfolio growth and positive effects of higher interest rates and diversified funding mix

- SPF
 - Strong new business generation
 - Funding mix successfully further diversified
- BDS
 - NII significantly picking up in H2 with rising interest rate environment
 - Higher deposit volume supporting NII and providing stable funding

Aareon and BDS contribute to increase

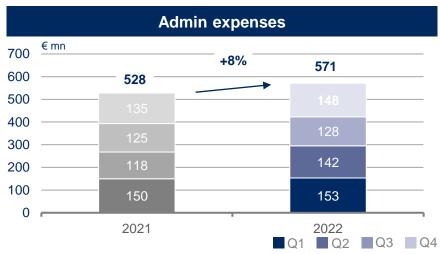
- Aareon
 - NCI supported by healthy growth in recurring revenues
 - Shift from license to SaaS/Subscription making further progress
- BDS
 - Recurring revenues, which dominate segment NCI, increased as planned
 - Licence fees for banking software increased

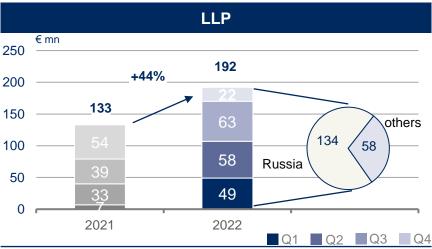


Admin expenses / Loan loss provisions (LLP)

Admin: Aareon growing – Bank stable

LLP: Dominated by provision on remaining Russian exposure





Reflects Aareon growth, Bank stable excluding PTO one-offs

Bank¹⁾:

- € 327 mn incl. € 11 mn PTO one-off (2021: € 317 mn)
- Growth at low marginal costs
- CIR²⁾ of 40% (2021: 50%): mid-term target of <44% already achieved

Aareon:

 Increase to € 244 mn (vs. € 211 mn) driven by investments in growth

Dominated by provision on remaining Russian exposure

- LLP ex Russia is evidence of strong recovery after Covid-crisis
- Russia: Total of € 134 mn Russian LLP represents 63% of outstanding loan volume (€ 213 mn³)

3) Incl. interest

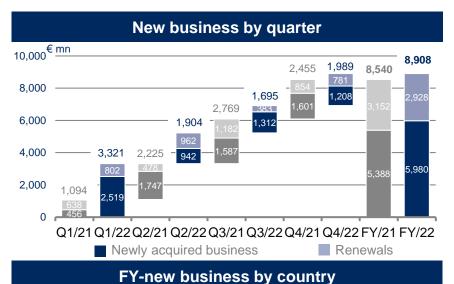


¹⁾ Structured Property Financing and Banking & Digital Solutions

²⁾ Excl. bank levy and contributions to the deposit guarantee scheme

Segment Highlights: Structured Property Financing

Strong new business generation while strictly adhering to unchanged conservative risk standards

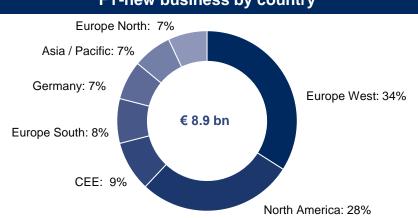


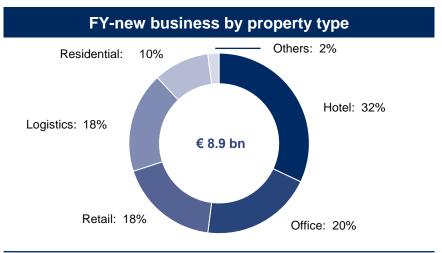
Newly acquired business

- FY avg. margin¹⁾ of 240 bps (FY plan 2022: ~205 bps)
- Conservative FY avg. LtV of 55%

€ 1.8 bn Green loans²⁾

- € ~1 bn new business
- € ~800 mn existing loans qualifying after clients' agreement





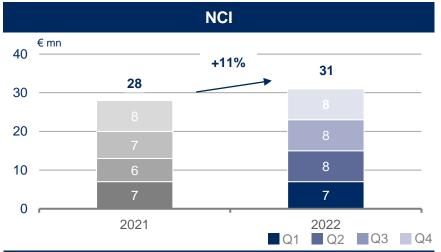


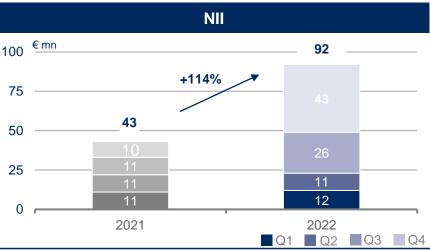
¹⁾ Pre FX

²⁾ Governed by "Green Finance Framework"

Segment Highlights: Banking & Digital Solutions

NII benefitting from rising interest rates



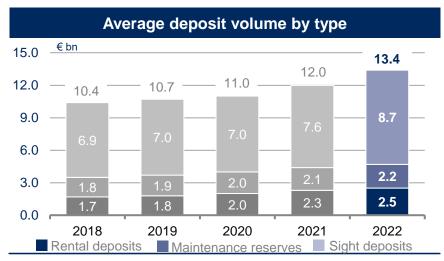


NCI increased as planned

- Growing recurring revenues (banking and software fees)
- New products and services providing growth potential

Deposit volume significantly above target level of € ~12 bn supporting diversification of funding mix

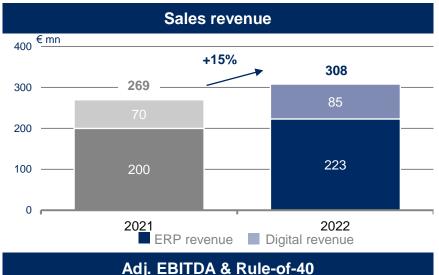
- In H2 rising interest rates generated significant NII increase
- Growth in customer numbers positively impacted deposit volume
- Sticky rental deposits continuously growing

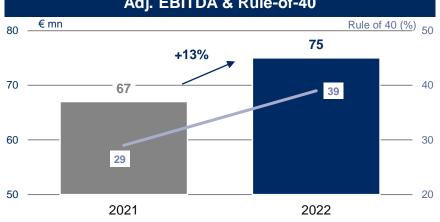




Segment Highlights: Aareon

Healthy recurring run-rate, new management focusing on execution of growth plan and enhancing efficiency of product portfolio





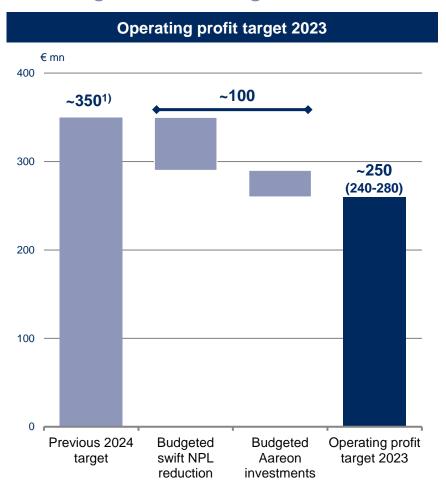
Note: Numbers not adding up refer to rounding

- Switch of revenue model from license to SaaS/ Subscription underpins healthy recurring revenue growth
 - SaaS growth accelerated to 25% yoy (2021: 16%)
 - Run-rate of recurring revenues successfully increased to 74% (2021: 71%)
- Sales revenues increased by € 39 mn to € 308 mn (+15% yoy)
 - Digital revenues up 22%
 - ERP revenues up 12%
- Adj. EBITDA increased by € 8 mn to € 75 mn (+13% yoy), adj. EBITDA margin at 24.4% (2021: 24.8%)
- Rule-of-40 in 2022 almost achieved
- Areas of management attention
 - Focus on executing growth agenda incl. M&A
 - Investments of € ~35 mn to increase long-term profitability
 - Streamline product portfolio
 - Adjust facility presence
 - Implement early retirement program
 - Implementation of a partnering platform based on Locoia, acquired in December 2022



Outlook 2023

Confident of achieving 2024 target on an operating level one year earlier, enabling one-off budget for additional strategic measures



Strong operating performance enables us to implement strategic measures to further improve corporate resilience. One-off budget of close to € 100 mn assigned

- Budgeted swift NPL reduction
 - Strategic goal to sustainably reduce NPL ratio < 3%
 - One-off budget of € ~60 mn
- Budgeted Aareon investments € ~35 mn
 - Streamline product portfolio
 - Adjust facility presence
 - Implement early retirement program

to facilitate annual cost savings in the area of lower double-digit millions starting from 2024



¹⁾ Operating profit target 2024: up to € 350 mn

Outlook 2023

	METRIC	2022	OUTLOOK 2023
dn	 Net interest income Net commission income LLP¹⁾ 	€ 702 mn € 277 mn € 192 mn € 571 mn	€ 730 - 770 mn € 315 - 335 mn € 170 - 210 mn incl. € 60 mn budget for a swift NPL reduction
Group	Admin expenses	€ 37 1 11111	€ 590 - 630 mn incl. € 35 mn budget for Aareon investments
	Operating profit (adjusted)Operating profitEarnings per share (EPS)	€ 239 mn € 2.32	€ ~350 mn € 240 - 280 mn € 2.40 - 2.80 ²⁾
	Developments in the macroeconomic en		

		METRIC	2022	OUTLOOK 2023
ts	Structured Property Financing	REF PortfolioNew business	€ 30.9 bn € 8.9 bn	€ 32 - 33 bn ³⁾ € 9 - 10 bn
Segments	Banking & Digital Solutions	Deposit volumeNCI	€ 13.4 bn € 31 mn	€ ~13 bn ~13% CAGR (2020-2023)
	Aareon	Revenues Adj. EBITDA	€ 308 mn € 75 mn	€ 325 - 345 mn € 90 - 100 mn

- 1) Incl. value adjustments from NPL fvpl
- 2) Based on expected FY-tax ratio of ~33%
- 3) Subject to FX development



Agenda

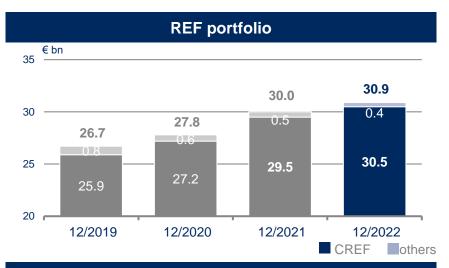
- Recent Financial Performance
- Loan Book & Asset Quality
- Liquidity & Funding
- Capital
- ESG
- Appendix



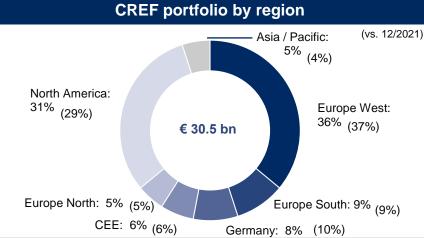


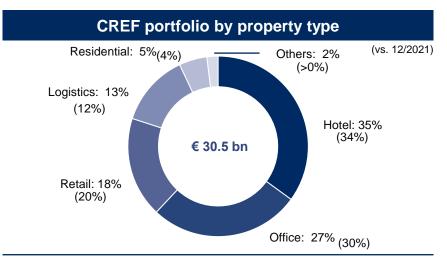
Portfolio

Portfolio volume further increased in line with plan



- Sticking to overall country and asset diversification with increasing importance of logistics financings, and of portfolio transactions with risk reducing cross collateralisation
- € 30.9 bn below 9/2022 volume due to significantly weaker USD in Q4
- Green property financing portfolio at € 6.5 bn or 21% of total CREF portfolio (12/21: 17%)
- Virtually no financing of developments (~0.5%), refurbishments to foster green transition

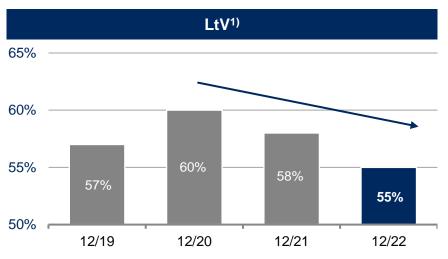






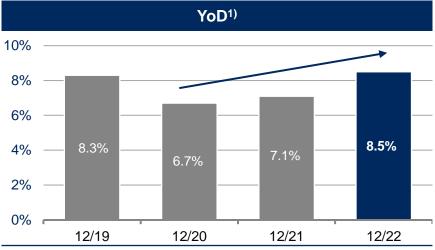
Asset quality

Portfolio KPIs continued to improve, already better than pre-Covid



LtVs reduced by improvements for all property types

%	12 '19	12 '20	12 '21	12 '22
Hotel	56	62	60	56
Logistics	56	56	55	52
Office	58	58	58	57
Retail	58	61	59	56



YoD increased for hotel, logistics and retail

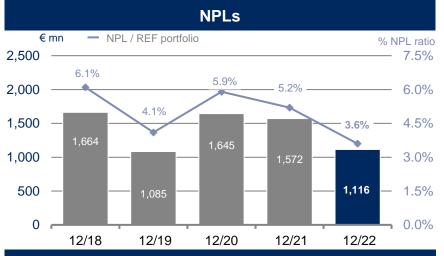
%	12 '19	12 '20	12 '21	12 '22		
Hotel	9.3	3.0	5.0	9.0		
Logistics	8.5	9.2	8.7	9.0		
Office	7.7	8.1	7.6	6.9		
Retail	9.6	8.8	9.1	9.8		

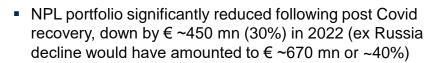


¹⁾ Performing CREF-portfolio only (exposure)

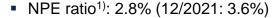
Asset quality

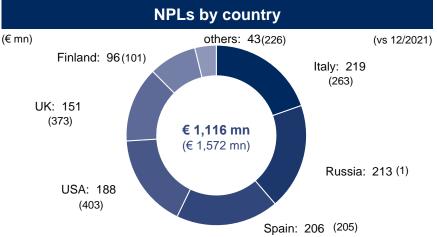
NPLs significantly reduced

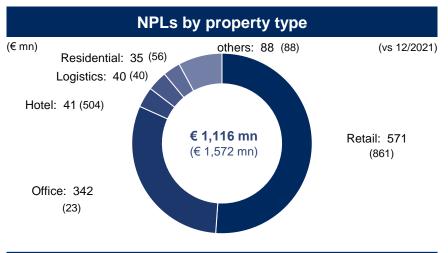




- Reduction predominantly in the retail and hotel segment witnessing strong recovery
- Aside from Russia, manageable inflow of new NPLs in 2022
- One-off budget of € ~60 mn assigned for a swift NPL reduction to sustainably reduce NPL ratio < 3%







Acc. to EBA Risk Dashboard (Non-performing debt instruments (loans and advances & debt securities) other than held for trading / Total gross debt instruments)



Agenda

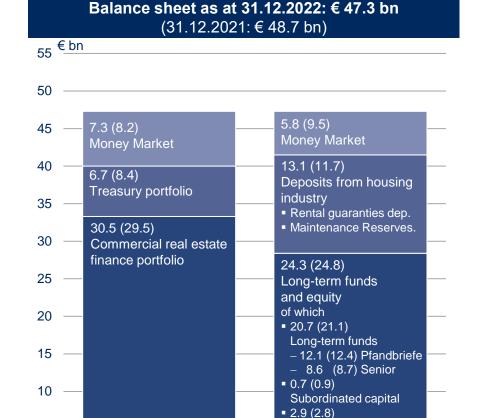
- Recent Financial Performance
- Loan Book & Asset Quality
- Liquidity & Funding
- Capital
- ESG
- Appendix





Liquidity

Comfortable liquidity position



Conservative liquidity management throughout the cycle

- On average long-term funds have longer maturities than finance portfolio
- Substantial buffer in regulatory liquidity ratios (LCR / NSFR) despite strong growth in portfolio and difficult economic and capital markets environment
 - NSFR at 119%
 - LCR at 210%

Assets:

High quality treasury portfolio with continuous efforts to further improve / optimise structure

Liabilities & equity:
 Money Market includes retail deposits and ECPs from successfully further diversified funding mix,
 TLTRO partially repaid in Q4

Shareholders' equity

4.1 (2.7) Other liabilities

Liabilities & equity



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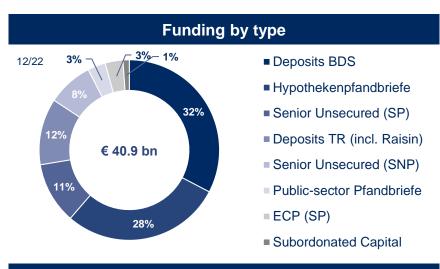
2.8 (2.6) Other assets1)

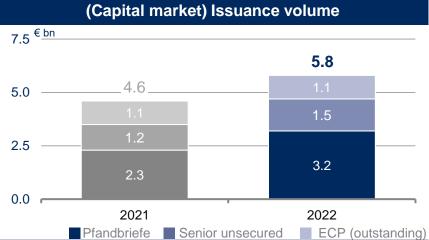
Assets

¹⁾ Other assets includes € 0.2 bn private client portfolio and WIB's € 0.2 bn public sector loans

Funding

Successful further diversification of funding mix, established as green bond issuer





Funding further diversified

- Retail deposits as additional funding source by cooperating with Raisin/Weltsparen and Deutsche Bank
- Launch of Commercial Paper Program enables offering ECP in EUR, GBP & USD and also in Green format
- Second issue Rating from Moody's (A3) launched

Funding activities in 2022

- Pfandbrief and Senior unsecured totalling € ~4.7 bn incl.
 - 2 Green Senior Benchmarks (€ 1 bn)
 - 4 Pfandbrief Benchmarks (€ 2.6 bn)
- € 1.1 bn ECP outstanding in EUR, USD and GBP
 - Thereof € ~500 mn Green ECPs
- Strong and proven access to the institutional private placement market (€ >1.1 bn)

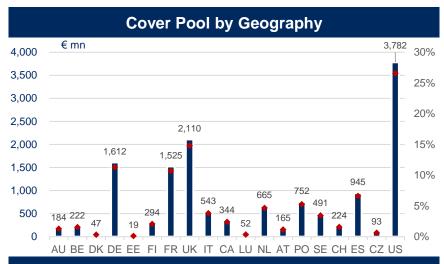
Promising start in 2023

- 2 Pfandbriefe (€ 1.5 bn) issued in January and February
- Having further diversified and optimized funding mix, less Senior capital markets funding planned despite targeted CREF-portfolio growth

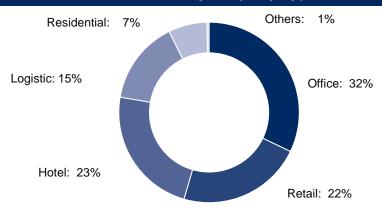


Funding

Strong Mortgage Cover Pool and Aaa Rating for Pfandbriefe



Cover Pool by Property Type



Pfandbriefe funding cornerstone of wholesale issuance

- Cover pool of € 15.2 bn incl. € 1.1 bn substitute assets diversified over 19 countries
- High quality assets: first-class mortgage loans (mortgage-lending-value 55.5%)
- Mortgage-lending-value with high discount from market-value
- Avg. LtV of the mortgage cover pool 32.0%
- Moody's has calculated a 'Aaa' supporting overcollateralisation ratio of 18.0% on a PV basis
- Over-collateralisation on a PV basis as of FY 2022 20.7%
- High diversification within property types
- No assets in the covered pool from Russia and Ukraine

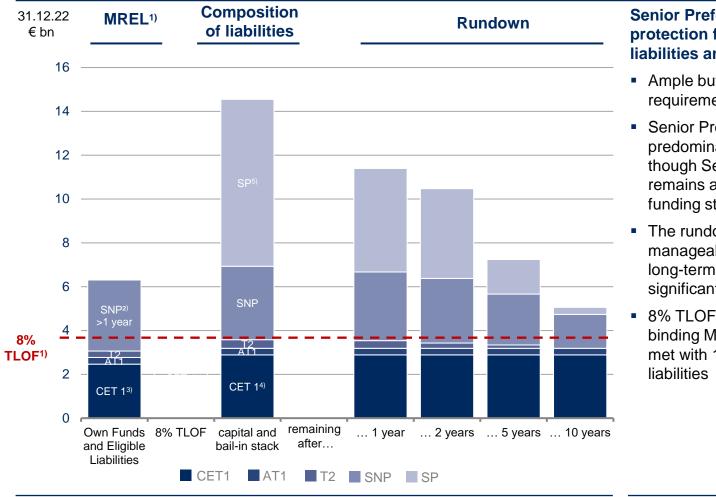






Funding & Capital

MREL ratios well above regulatory requirements



Senior Preferred have significant protection from subordinated liabilities and own funds

- Ample buffer to MREL requirements
- Senior Preferred remains the predominant senior product, though Senior Non-Preferred remains a key element of the funding strategy
- The rundown remains manageable with a number of long-term liabilities providing significant levels of subordination
- 8% TLOF is the bank's upcoming binding MREL requirement, to be met with 100% subordinated liabilities

Note: All 2022 figures preliminary and unaudited

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^{1) 8%} TLOF with 100% subordinated debt (i.e. Own Funds and SNP). MREL requirements are only updated once a year

²⁾ MREL-eligible Senior Non-Preferred Debt >1Y according to contractual maturities

³⁾ Considering regulatory adjustments

⁴⁾ CET1 assumed to be constant over time

⁵⁾ Senior Preferred, excluding structured unsecured issuances

Liquidity & Funding

Credit rating profile

	Financial r	atings	
Fitch Ratings	FitchRatings	Moody's	Moody's
Issuer default rating ¹⁾	BBB+	Issuer rating ¹⁾	А3
Short-term issuer rating	F2	Short-term issuer rating	P-2
Deposit rating	A-	Senior preferred	А3
Senior preferred	A-	Bank deposit rating	А3
Senior non preferred	BBB+	BCA	Baa3
Viability rating	BBB+	Mortgage Pfandbrief	e Aaa
Subordinated debt	BBB-		
Additional Tier 1	ВВ		

	Sustainability rating	gs
MSCI	MSCI	AA
ISS-ESG	ISS ESG⊳	prima (C+)
Sustainalytics	SUSTAINALYTICS	Low (20-10)
CDP	**CDP	Awareness Level B

Preservation of Fitch Ratings long-term senior preferred rating of at least A-

- Recently solicited a second rating from Moody's through Q2-2022 to broaden the investor base
- Financial ratings a reflection of the strong and stable credit profile, cemented by the capital position
- Aareal's ESG performance has been rewarded by agencies:
 - MSCI: Aareal is in the best 39% of 199 Banks in MSCI ACWI Index
 - ISS: Prime Status confirms ESG performance above sector-specific Prime threshold
 - Sustainalytics: Improvement "Medium" to "Low" risk, Rank 148 of 1008 in Sector Banks, 12 of 100 in Thrifts and Mortgages
 - Vigeo: Rank 27 of 95 in Sector Retail & Specialized Banks



¹⁾ Outlook negative

Commitment to transparency

Remaining committed to a strong reputation in capital markets, continuing to meet highest transparency standards



Investor Engagement

- Regular earnings presentations / calls
- Credit opinions from ratings and research
- Investor roadshows & conferences



Disclosure Content

- Comprehensive regular financial and regulatory reporting
- Disclosure in offer documents
- Additional reporting on cover pool and sustainability



Disclosure Frequency

- Commitment to quarterly reporting
- High standard of ad hoc disclosure
- Regular updates from rating agencies and credit research

Aareal Bank continues to be a reliable player in capital markets and a transparent and rated frequent issuer of investment grade instruments



Agenda

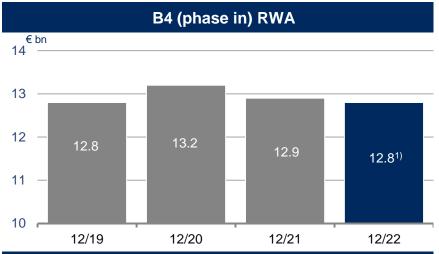
- Recent Financial Performance
- Loan Book & Asset Quality
- Liquidity & Funding
- Capital
- ESG
- Appendix



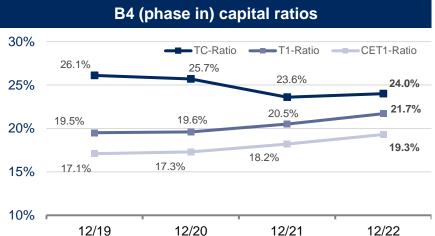


Capital

Improved capital position despite portfolio growth



 RWA increase from CREF portfolio growth compensated by portfolio quality improvements



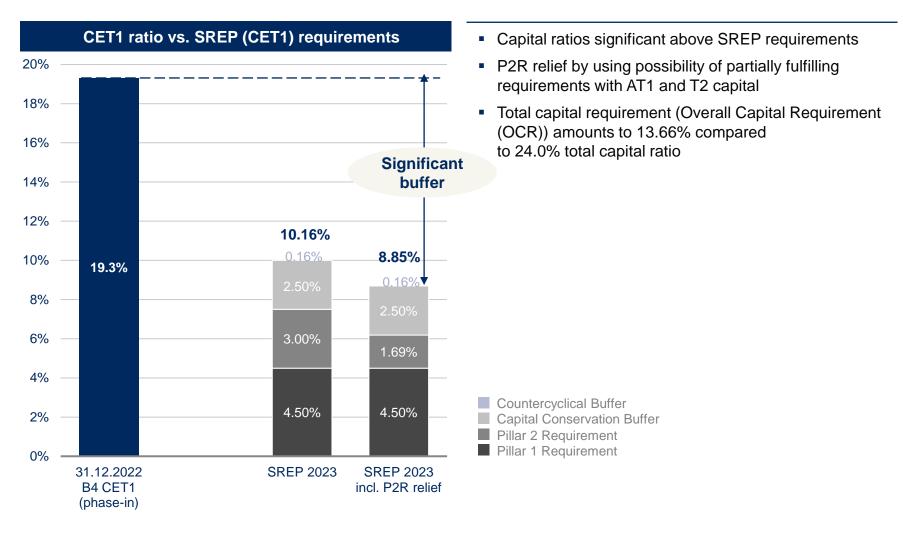
- CET1 ratio increased despite portfolio growth mainly due to
 - Retained earnings
 - Portfolio quality improvements
- Capital ratios very solid throughout Covid-19 crisis
- T1-Leverage ratio improved to 6.0% (2021: 5.5%)

¹⁾ Based on draft version of the European implementation of Basel IV by the European Commission dated 27 October 2021 (CRR III)



Capital - SREP (CET 1) requirements

Demonstrating conservative and sustainable business model





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- Capital
- ESG
- Appendix





ESG@Aareal

Phase 1: Mission accomplished

	We have laid the foundation	achieved our 2022 goals	and will continue to follow our path			
	Green expansion of financing business € 2 bn by 2024 additional green loan volume	Achieved	On track for 2024			
impact	Optimisation of funding mix € 1 bn in 2022 - new allocation of green funding	€ 1 bn long-term funding + € 0.5 bn green CPs	+ € 0.5 bn green long-term funding in '23			
onr	Providing transparency for global CREF portfolio 20% by 2022 – Verified green properties	> 21 % screening almost completed	Grow share of verified green properties PCAF report on financed emissions by '2-			
Growing	Limiting our own Greenhouse Gas emissions Carbon neutrality by '23 of our business operations worldwide	Achieved	On track for 2023			
	Expansion of innovative solutions with ESG impact Growth targets by 2025 – Identification of enabler products by 2022	Achieved	On track for 2025			
e tone top	ESG governance with enhanced Board's oversight CEO responsibility – Regular Board engagement	Achieved	Achieved and continuing			
Setting the tal	ESG integration in business, credit, investment, risk and refinancing strategies and decision making process Targeting of ESG initiatives in individual / group targets	15 % ESG component in Management Bords variable remuneration	Increased to 25% of our Management Board's variable remuneration in 2023			

Additional Highlights

- Green Finance Frameworks Lending & Liabilities established and signed off by second party opinion (SPO)
- Strengthened investability for green investors through consistently positive ESG rating results
- Strong performance in ECB climate stress test, which assessed our portfolio for its vulnerability to physical and transitory risks



Major Milestones in Sustainable Finance Strategy achieved

Increasing transparency reveals strong share of green properties

Significant progress¹⁾ in ESG transparency and performance:

Verified²⁾ ESG-Transparency for

~48%

of our portfolio through documentation of proof in IT systems

Since the launch in June 2021

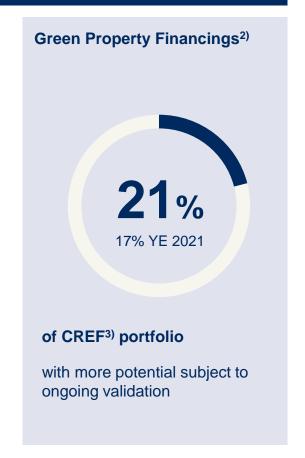
€ ~2.2 bn

qualified for Green Loan

Since implementation of Green Finance Framework – Funding

> € 1.5 bn

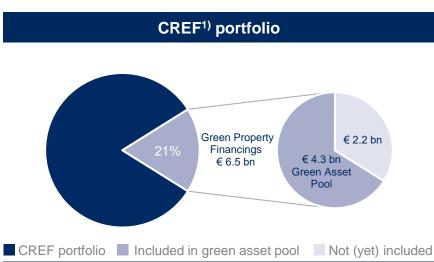
has been issued via Senior Preferred Green Bonds as well as via the green Commercial Paper Program



- 1) As at 31.12.2022
- 2) Valid certificate is documented
- 3) CREF excl. business not directly collateralized by properties



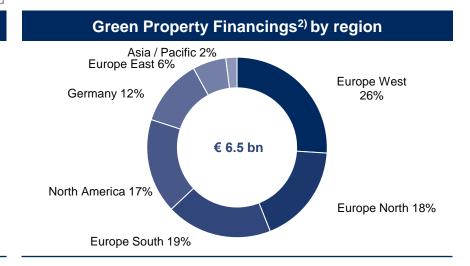
21% of CREF portfolio classified as Green Property Financings



€ 6.5 bn¹) (21%) of total CREF portfolio fulfilling Aareal's Green Finance Framework and are classified as "Green Property Financings", thereof

- € 4.3 bn included in green asset pool for underlying of Green bond issues
- € 2.2 bn green property financings mainly for technical reasons not (yet) included





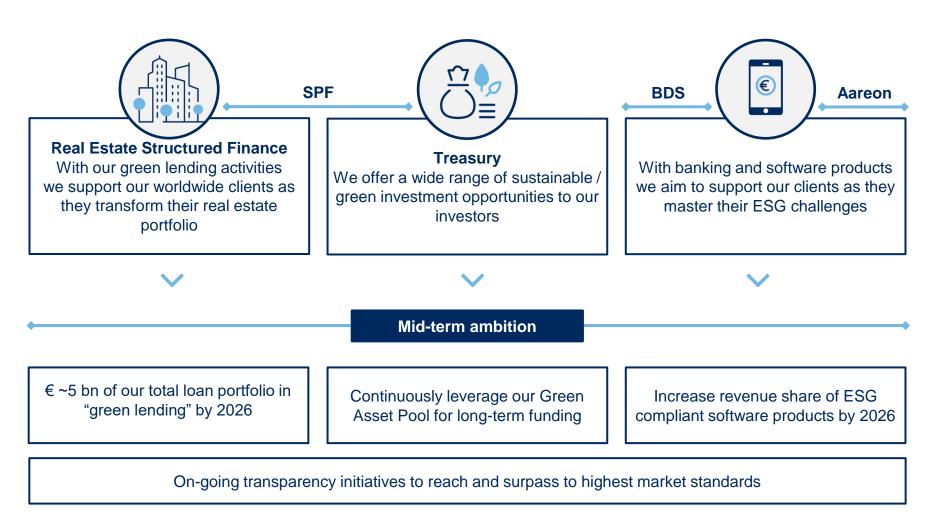
2) Valid certificate is documented



CREF excl. business not directly collateralized by properties Portfolio data as at 31.12.2022 – ESG Data as at 31.12.2022

ESG@Aareal

Our mission for phase 2: On the "Road to Paris" we are supporting our clients





Agenda

- Recent Financial Performance
- Loan Book & Asset Quality
- Liquidity & Funding
- Capital
- ESG
- Appendix





Appendix Group Results





Aareal Bank Group

Results FY 2022

	01.01 31.12.2022	01.01 31.12.2021	Change
Profit and loss account	€ mn	€ mn	
Net interest income	702	597	18%
Loss allowance	192	133	44%
Net commission income	277	245	13%
Net derecognition gain or loss	1	23	-96%
Net gain or loss from financial instruments (fvpl)	26	-30	
Net gain or loss on hedge accounting	-2	-5	-60%
Net gain or loss from investments accounted for using the equity method	-2	-2	0%
Administrative expenses	571	528	8%
Net other operating income / expenses	0	-12	
Operating Profit	239	155	54%
Income taxes	86	87	-1%
Consolidated net income	153	68	125%
Consolidated net income attributable to non-controlling interests	0	1	
Consolidated net income attributable to shareholders of Aareal Bank AG	153	67	128%
Earnings per share (EpS)			
Consolidated net income attributable to shareholders of Aareal Bank AG ¹⁾	153	67	128%
of which: allocated to ordinary shareholders	138	53	160%
of which: allocated to AT1 investors	15	14	7%
Earnings per ordinary share (in €) ²⁾	2.32	0.89	161%
Earnings per ordinary AT1 unit (in €) ³⁾	0.15	0.14	7%

³⁾ Earnings per AT1 unit (based on 100,000,000 AT1 units with a notional amount of 3 € each) are determined by dividing the earnings allocated to AT1 investors by the weighted average of AT1 units outstanding during the financial year. Earnings per AT1 unit (basic) correspond to (diluted) earnings per AT1 unit.



¹⁾ The allocation of earnings is based on the assumption that net interest payable on the AT1 bond is recognised on an accrual basis.

²⁾ Earnings per ordinary share are determined by dividing the earnings allocated to ordinary shareholders of Aareal Bank AG by the weighted average of ordinary shares outstanding during the financial year (59,857,221 shares). Basic earnings per ordinary share correspond to diluted earnings per ordinary share.

Aareal Bank Group

Results FY 2022 by segments

	_	tured perty noing	Bank Dig Solu	ital	Aar	eon		idation/ ciliation	Aarea Gro	l Bank oup
		01.01 31.12. 2021	01.01 31.12. 2022	01.01 31.12. 2021	01.01 31.12. 2022		01.01 31.12. 2022	01.01 31.12. 2021	01.01 31.12. 2022	01.01 31.12. 2021
€mn										
Net interest income	627	560	92	43	-17	-6	0	0	702	597
Loss allowance	192	133	0		0	0			192	133
Net commission income	6	8	31	28	252	221	-12	-12	277	245
Net derecognition gain or loss	1	23							1	23
Net gain or loss from financial instruments (fvpl)	26	-30	0	0	0				26	-30
Net gain or loss on hedge accounting	-2	-5							-2	-5
Net gain or loss from investments accounted for using the equity method	0	0	-1	-1	-1	-1			-2	-2
Administrative expenses	260	256	79	73	244	211	-12	-12	571	528
Net other operating income / expenses	-6	-13	-1	-1	7	2	0	0	0	-12
Operating profit	200	154	42	-4	-3	5	0	0	239	155
Income taxes	70	82	14	-1	2	6			86	87
Consolidated net income	130	72	28	-3	-5	-1	0	0	153	68
Allocation of results										
Cons. net income attributable to non-controlling interests	0	0	0	0	0	1			0	1
Cons. net income attributable to shareholders of Aareal Bank AG	130	72	28	-3	-5	-2	0	0	153	67



Aareal Bank Group

Preliminary results – quarter by quarter

	Structured Property Financing					Banking & Digital Solutions				Aareon					Consolidation / Reconciliation						Aareal Bank Group				
	Q4	Q3	Q2	Q1	Q4	Q4	Q3	Q2	Q1	Q4	Q4	Q3	Q2	Q1	Q4	Q4	Q3	Q2	Q1	Q4	Q4	Q3	Q2	Q1	Q4
		20	22		'21		202	22		'21		202	22		'21		20	22		'21		20	22		'21
€mn																									
Net interest income	152	162	163	150	154	43	26	11	12	10	-7	-4	-3	-3	-2	0	0	0	0	0	188	184	171	159	162
Loss allow ance	22	63	58	49	54	0	0		0		0	0	0	0	0						22	63	58	49	54
Net commission income	1	1	2	2	2	8	8	8	7	8	72	61	61	58	64	-3	-3	-3	-3	-3	78	67	68	64	71
Net derecognition gain or loss	-23	2	13	9	8																-23	2	13	9	8
Net gain / loss from fin. instruments (fvpl)	4	4	12	6	-23	0	0	0		0	0		0								4	4	12	6	-23
Net gain or loss on hedge accounting	4	1	-3	-4	-1																4	1	-3	-4	-1
Net gain / loss from investments acc. for using the equity method	0				0			-1	0	0	0	0	-1	0	-1						0	0	-2	0	-1
Administrative expenses	60	54	61	85	63	25	17	19	18	20	66	60	65	53	55	-3	-3	-3	-3	-3	148	128	142	153	135
Net other operating income / expenses	-2	-2	1	-3	8	0	0	-1	0	-1		1	2	1	-2	0	0	0	0	0	1	-1	2	-2	5
Operating profit	54	51	69	26	31	26	17	-2	1	-3	2	-2	-6	3	4	0	0	0	0	0	82	66	61	30	32
Income taxes	18	18	24	10	14	8	6	0	0	0	3	0	-2	1	6						29	24	22	11	20
Consolidated net income	36	33	45	16	17	18	11	-2	1	-3	-1	-2	-4	2	-2	0	0	0	0	0	53	42	39	19	12
Cons. net income attributable to non-controlling interests	0	0	0	0	0	0	0	0	0	0	0	-1	0	1	-1						0	-1	0	1	-1
Cons. net income attributable to ARL shareholders	36	33	45	16	17	18	11	-2	1	-3	-1	-1	-4	1	-1	0	0	0	0	0	53	43	39	18	13



Segment: Aareon

2022 P&L and other KPIs

P&L Aareon segment - Industry format¹) € mn	Q4'21	FY'21	Q4'22	FY'22	∆ Q4 '22/'21	∆ FY '22/'21
Sales revenue Thereof ERP Thereof Digital	75 54 20	269 200 70	87 63 25	308 224 85	17% 15% 21%	15% 12% 22%
Costs ²⁾ • Thereof material	-57 -11	-227 -48	-66 -16	-255 -57	15% <i>4</i> 5%	13% 17%
EBITDA	18	43	22	53	23%	24%
Adjustments ²⁾	-8	-24	-7	-22	-7%	-7%
Adj. EBITDA	25	67	29	75	14%	13%
EBITDA	18	43	22	53	23%	24%
D&A / Financial result	-13	-38	-19	-56	42%	48%
EBT / Operating profit	4	5	2	-3	-42%	<-100%

R&D, RPU and operating cashflow					
Revenue per unit (RPU) – LTM (€)	22				
R&D spend as % of software revenue	24%				
Operating Cash Flow (€ mn)	36				

- RPU (last 12 months) at 22 €. With cross-selling opportunities to be harvested
- R&D spend slightly above 24%, still close to communicated pattern of 25% threshold
- Operating Cash Flow at € 36 mn (2021: € 36 mn)



¹⁾ Calculation refers to unrounded numbers

²⁾ Incl. New product, VCP, Ventures, M&A and one-offs

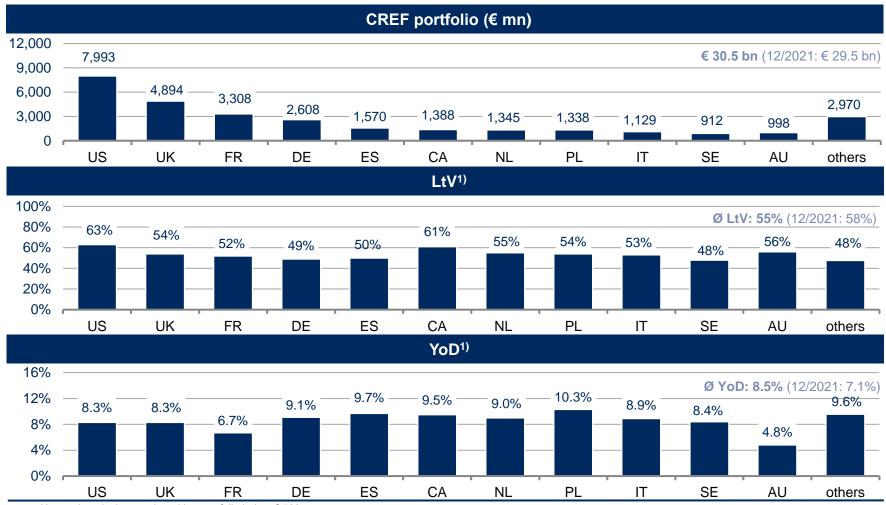
Appendix Asset Quality





CREF portfolio by country

€ 30.5 bn highly diversified

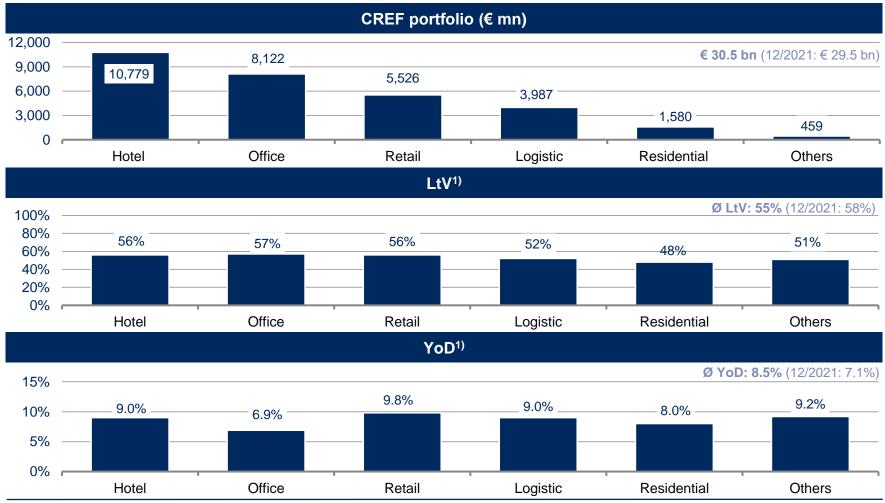


Note: others incl. countries with a portfolio below € 500 mn 1) Performing CREF-portfolio only (exposure)



CREF portfolio by property types

€ 30.5 bn highly diversified

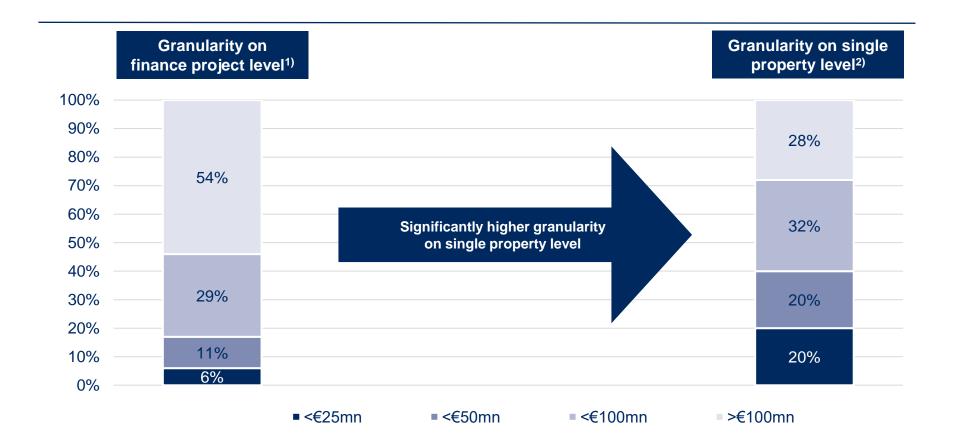


¹⁾ Performing CREF-portfolio only (exposure)



Structured Property Financing

High portfolio granularity esp. considering cross collateralisation



Note: All numbers as at 31.12.2021



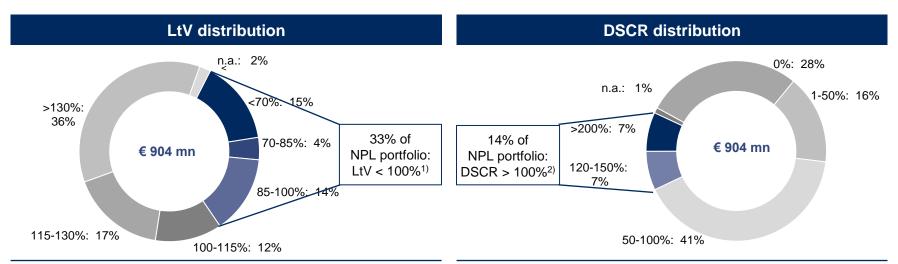
¹⁾ Financing portfolio exposure: € 30.6 bn

²⁾ Financing portfolio exposure: € 30.1 bn, excl. loans without a property as collateral

Non performing loans (NPL ex Russia)

Deep dive

- NPL classification depends on a variety of triggers (e.g. arrears, NOI, DSCR, LtVs, yields, prices, marketability, ...)
- NPL classification might be triggered <u>even</u> if no nominal loss will be made but contractual payments are or potentially will not be received in line with the agreement (timing / amounts)
- Current NPL portfolio (ex Russian NPL):
 - 33% of NPL portfolio with LtV <100%
 - 14% of NPL portfolio with DSCR >100%
 - → Only 60% of NPL portfolio with LtV >100% and DSCR <100%



- 1) Based on current market values
- 2) Based solely on asset performance (not including sponsor support)



Implications of the Russian war against Ukraine

Russian exposure 63% provisioned

Russian operations

- Rep office with 2 employees in Moscow
- Russia defined as non-core market about a decade ago
- Last newly acquired business in 2012
- From more than € 1 bn in 2010 portfolio significantly reduced to an exposure of around € ~200 mn

Russian exposure

- One loan; outstanding € 213 mn (EURO denominated)
- Office complex in Moscow
- Nearly fully let to international and Russian tenants
- Client able and willing to pay
- Currently Russian sanctions hinder cash transfer out of Russia
 - ➤ € 134 mn LLP booked in 2022
 - Remaining net exposure of € 78 mn equals ~30% of 10/2021 market value of the financed property

As of today impacts from geopolitical and macroeconomic environment are not predictable. However the markdown reflects volatility seen in other crisis in the past.



Appendix

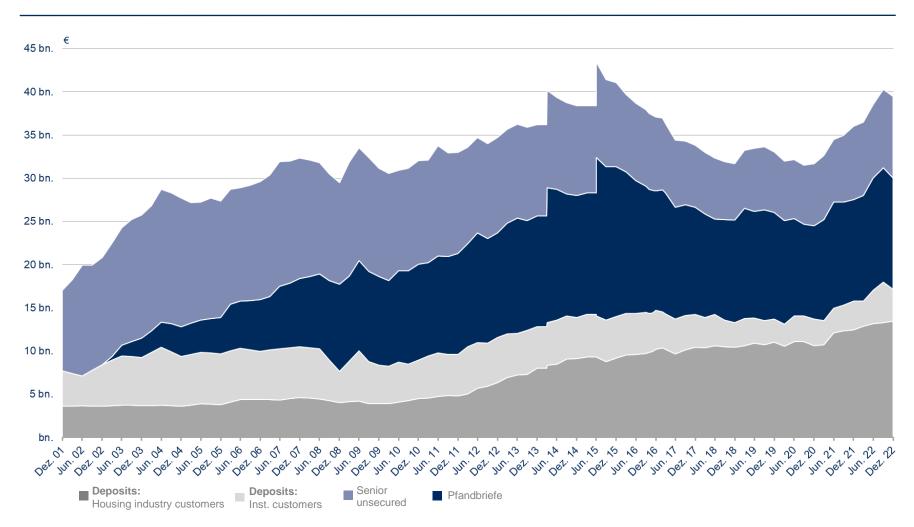
Liquidity & Funding / TR-portfolio





Funding & Liquidity

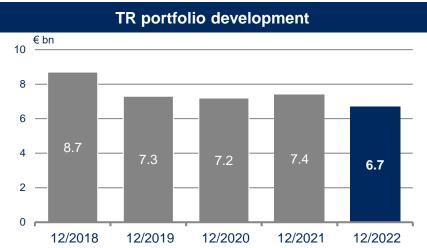
Diversified funding sources and distribution channels

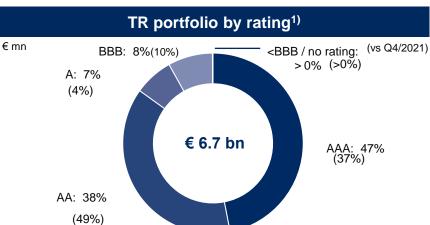




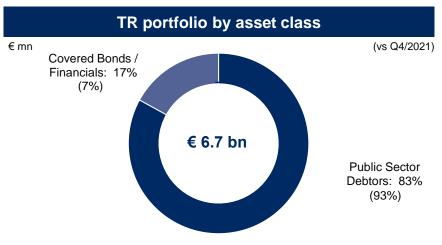
Treasury portfolio

€ 6.7 bn of highly rated, quality liquid assets providing collateral and additional liquidity





- Reduction due to maturities and sale of public sector bonds after significant spread widenings
- Diversification intensified by re-investing in new agencies and Covered Bonds supporting spread improvement
- Enables income generation vs holding just cash collateral
- Serves as a liquidity reserve in both economic and normative terms
- Mainly consists of
 - Collateral for the Pfandbrief (public / mortgage)
 - Assets permanently pledged for other reasons (e.g. collateral for LCH Clearing)



As at 31.12.2022 – all figures are nominal amounts
1) Composite Rating



Aareal Bank's outstanding Benchmark Transactions

Pfandbriefe, Senior Unsecured and AT1							
Product	Ratings ²⁾	Currency	Volume	Maturity ↓	Coupon	ISIN	
Pfandbriefe	Aaa	USD	750,000,000	02/14/25	0.625%	XS2297684842	
Pfandbriefe	Aaa	GBP	500,000,000	04/29/25	SONIA + 100bps	XS2337339977	
Pfandbriefe	Aaa	EUR	500,000,000	07/31/23	0.125%	DE000AAR0223	
Pfandbriefe	Aaa	EUR	750,000,000	02/01/24	0.125%	DE000AAR0249	
Pfandbriefe	Aaa	EUR	500,000,000	07/30/24	0.375%	DE000AAR0207	
Pfandbriefe	Aaa	EUR	500,000,000	07/15/25	0.375%	DE000AAR0215	
Pfandbriefe ²⁾	Aaa	EUR	750,000,000	02/13/26	3,125	DE000AAR0389	
Pfandbriefe	Aaa	EUR	500,000,000	08/03/26	0.010%	DE000AAR0272	
Pfandbriefe	Aaa	EUR	500,000,000	02/01/27	2.250%	DE000AAR0348	
Pfandbriefe	Aaa	EUR	500,000,000	07/08/27	0.010%	DE000AAR0256	
Pfandbriefe ²⁾	Aaa	EUR	750,000,000	10/11/27	3.000%	DE000AAR0371	
Pfandbriefe	Aaa	EUR	500,000,000	02/01/28	0.010%	DE000AAR0280	
Pfandbriefe	Aaa	EUR	500,000,000	09/15/28	0.010%	DE000AAR0306	
Pfandbriefe	Aaa	EUR	750,000,000	02/01/29	1.375%	DE000AAR0330	
Pfandbriefe	Aaa	EUR	625,000,000	09/14/29	2.375	DE000AAR0363	
Pfandbriefe	Aaa	EUR	750,000,000	02/01/30	0.125%	DE000AAR0314	
Senior Preferred	A- / A3	EUR	500,000,000	04/10/24	0.375%	DE000A2E4CQ2	
Senior Preferred green	A- / A3	EUR	500,000,000	07/25/25	4.500%	DE000AAR0355	
Senior Preferred	A- / A3	EUR	500,000,000	09/02/26	0.050%	DE000AAR0298	
Senior Preferred	A- / A3	EUR	500,000,000	04/07/27	0.050%	DE000AAR0264	
Senior Preferred	A- / A3	EUR	750,000,000	11/23/27	0.250%	DE000A289LU4	
Senior Preferred green	A- / A3	EUR	500,000,000	04/18/28	0.750%	DE000AAR0322	
Additional Tier 1	BB	EUR	300,000,000	PERP_NC_5-1	7.3626%	DE000A1TNDK2	

^{1.} Pfandbriefe are rated by Moody's, AT1 by FitchRatings and Senior Unsecured by FitchRatings and Moody's



^{2.} Issued in 2023

Appendix ADI of Aareal Bank





Interest payments and ADI of Aareal Bank AG

Available Distributable Items (as of end of the relevant year)

€mn	_	_	_	31.12. 2019	_	_	_
Net Retained Profit Net income Profit carried forward from previous year Net income attribution to revenue reserves	122 122 0	150 147 3	126 126 -	120 120 -	90 <i>90</i> -	96 30 66	61 61 -
+ Other revenue reserves after net income attribution	720	720	720	720	840	840	936
= Total dividend potential before amount blocked ¹⁾	842	870	846	840	930	936	997
./. Dividend amount blocked under section 268 (8) of the German Commercial Code ./. Dividend amount blocked under section 253 (6)	235	283	268	314	320	386	466
of the German Commercial Code	28	35	42	40	43	36	24
= Available Distributable Items ¹⁾	580	552	536	486	566	515	507
+ Increase by aggregated amount of interest expenses relating to Distributions on Tier 1 Instruments ¹⁾	46	32	25	23	21	20	21
 Amount referred to in the relevant paragraphs of the terms and conditions of the respective Notes as being available to cover Interest Payments on the Notes and Distributions on other Tier 1 Instruments¹⁾ 	626	584	560	509	588	535	529

Note: Calculation refers to unrounded numbers

1) Unaudited figures for information purposes only



Appendix **ESG**





ESG in our daily business

Putting sustainability at the core of our decisions

ESG in our lending business

Aareal Bank "Green Finance Framework – Lending" put into place

- Aareal Bank's Green Finance Framework Lending confirmed through a Second Party Opinion (SPO) by Sustainalytics
- Ambition to extend ESG assessment in our day-to-day lending activities
- Explicit customer demand for Aareal Bank's green lending approach identified internationally and interest is high for the new product
- Green lending within the new framework provided since Q2 2021

ESG in our funding activity

Aareal Bank "Green Finance Framework – Liabilities" forms basis for Green Bonds

- In addition to the lending framework, Aareal Bank has implemented an accompanying liability-side/use-ofproceeds framework that allows issuance of green financing instruments
- The "Green Finance Framework Liabilities" is intended to not only reflect our sustainable lending activities but also our strategic approach towards sustainability
- Bond issuances under this framework invite open discussion and engagement with investors on the progress we have made and on the path forward



Continue to enlarge climate transparency in the portfolio

- Portfolio transparency and data accumulation significantly improved for both existing and new lending and to be continued
- Aareal Bank involved in international initiatives to calculate financed emissions (PCAF)



Aareal's demanding Green Finance Framework



Aareal Green Finance Framework (GFF) in place

Green Property Financing:

Requirements to qualify as green property

- Meets EU Taxonomy criteria and / or
- Certified with an above-average ratings and / or
- Classified as nearly zero-energy building (nZEB) / thresholds as defined in Aareal GFF



Green Loan Rider:

Customer agrees to

Maintaining "Aareal Green Finance Framework" requirements during the term of the loan



Green Loan:

Combination of

- Green property¹⁾
 and
- Agreement

Eligibility category

Green Buildings

1. EU taxonomy compliant:

Buildings meet the EU Taxonomy criteria according to the EU Commission Delegated Regulation, Chapter 7.7 "Acquisition and ownership of existing buildings"

Eligibility criteria (alternatives)

2. Green building certification:

- BREEAM: "Very Good" and above
- LEED: "Gold" and above
- DGNB: "Gold" and above
- Green Star: "5 Stars" and above
- NABERS: "4 Stars" and above
- HQE: "Excellent" and above

3. Energy efficiency:

Classified as a nearly zero-energy building (nZEB) **and / or** property falls **below** the maximum energy reference values

75 kWh/m² p.a.

140 kWh/m² p.a.

.a. Office, Hotel, Retail

Residential

65 kWh/m² p.a.

Logistics

Energy efficiency upgrades

1. EU taxonomy compliant:

Modernisation measures meet the EU Taxonomy criteria acc. EU Commission Delegated Regulation³⁾

2. Upgrade to Green Building:

Completion of the measure brings the property up to the green building standard defined above.

3. Energy efficiency improvement:

Completion of the measure results in an energy efficiency improvement of at least 30%



¹⁾ All buildings within a financing have to qualify as green buildings according to Aareal GFF

²⁾ Partnership for Carbon Accounting Financials
3) Chapter 7.2 "Popovation of existing buildings"

³⁾ Chapter 7.2 "Renovation of existing buildings"

Appendix **Definitions and contacts**





Definitions





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YOUR COMPETITIVE ADVANTAGE.



...bringing sector expertise whilst maintaining governance structure

Founding growth on stable ownership structure

- Reducing 'noise' in Aareal Bank's shareholder structure; supporting sustainable long-term objectives of Aareal Bank Group
- No control and / or profit transfer agreement intended
- Investors' sector expertise, experience and market access will support Aareal Bank Group's accelerated growth ambitions
- Good cooperation Aareal / Advent regarding development of Aareon

Governance Structure

<u>ownership</u> structure

Stable

Reliable and transparent corporate governance

- Full confidence in present members of Group's management board
- Preservation of current atructure of supervisory board, including 12 members thereof four employee representatives; At least two independent members
- Implementation of advisory board including independent industry experts

Careful risk management strategy in search of attractive return

- CREF portfolio diversified by property type and geography
- LTVs declining below pre-Covid levels
- NPLs declining to € 1.1 bn (3.6%) and subject to ongoing prudent risk management
- Significantly reduced exposure to Russia, net exposure of € 213 mn as of 31.12.2022



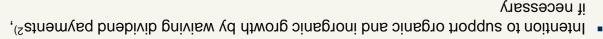


...while enhancing Aareal's credit story and maintaining robust capital ratios to increase attractiveness for credit investors

Enhancing Aareal Bank's strong debt story

- Using frequent issuer status to fund growth
- Preservation of Fitch Ratings long-term senior preferred rating of at least A-
- Broadening investor base also with second credit rating by Moody's (A3)1)
- and green bonds
 Further develop existing diversified funding platform by addressing additional funding sources, also including ECP and retail deposits (Raisin)

Maintain robust capital base



Additional equity potentially available if required to facilitate growth beyond envisaged business plan subject to customary approvals

Takeover of Aareal Bank fully equity financed



Funding

Continuation of group wide efficiency measures in organisation, processes & infrastructure

Sharing of best practices with regard to organisation, processes and use of technology; increase size of workforce in relevant divisions to support growth



- 1) Long-term Senior Preferred Rating, launched in Q2 2022
- 2) Refention of dividend' policy will not apply to payments in context of AT1 instruments



... supporting "Aareal Next Level" strategy

Significant investments to drive growth across all three segments of

Aareal Bank Group...

policy and depending on market conditions Increase of portfolio volume over c. 5 years to € 36 bn with respecting existing risk

- new and attractive property types and adjacent segments, maintaining conservative risk / Growth fueled by Bank's traditional asset classes and property types, but also by tapping
- at low marginal costs considering Aareal Bank's existing ESG criteria Actively managing REF portfolio, incl. NPL exposure; continuing growth of lending volume

(risk conscious) return profiles "CBOM" Property Financing Structured

Focus on growing commission income and asset light business

- network of the investors roadmap, leveraging on significant M&A expertise, European market access through the Acceleration and support for execution of organic growth and implementation of an M&A
- on a European level in the payments space leveraging our Aareon customer base Continue sustainable deposit franchise and additionally explore "win-win" opportunities

"LEVERAGE" Solutions Banking & Digital

Support Value Creation Programme and enhance M&A roadmap developed with Advent

- initiatives already agreed with Advent Fund further growth by M&A activities through additional capital beyond envisaged
- with co-investor Advent Continue organic growth to develop into a rule-of-40 company also in cooperation

"ACCELERATE" Aareon



Highly Experienced Shareholders...

Investors with strong and relevant track record are backing Aareal Bank Group















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Glopalrodic, ELICOL / AL/WV

spert**radar 🗓 Qlik 🍭**

SOUTH ATTEMPTOR

■ LOANCORE CAPITAL

Mechanics Bank*

Federated 🔽

ZNJ

REFINITIV =

Real Estate Longpoint

asurion)

Comparket .

Wilton Re

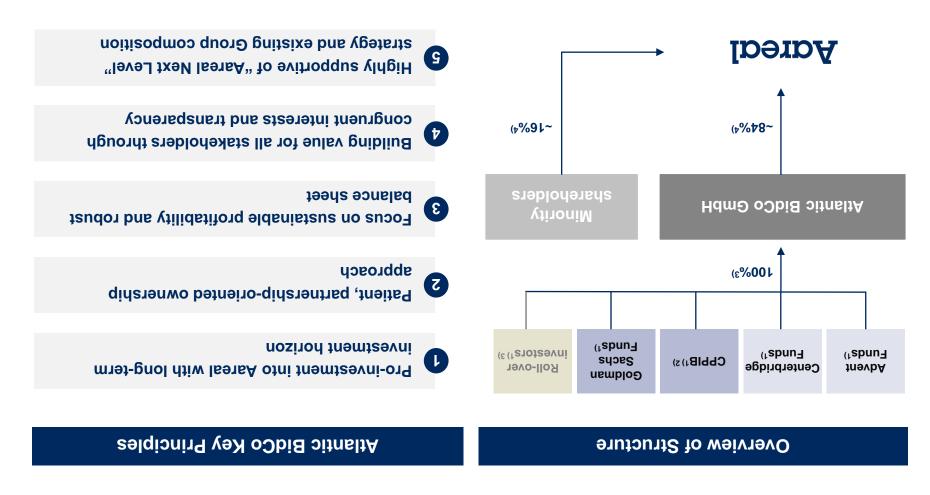
Technology

Services

Financial

New ownership structure

Long-term partnership-oriented investment approach creating value for all





HdmD oObiB sitnation in Atlantic BidCo GmbH

²⁾ CPP Investment Board Europe S.år.l, a wholly owned subsidiary of Canada Pension Plan Investment Board ("CPP Investments")

³⁾ Minority representation in governance structure

Agenda

- Introduction
- New Ownership Structure





Aareal

Aareon Ŧ

Aareon

Customer

900

Employee







_	u
Adjusted EBITDA1)	

manage owner-occupied property portfolios

and property marketing companies, companies that

developers, financial investors, insurers, insurance brokers

Tenants, tradespeople, developers, architects, project

Utilities

companies

buisnod

church-owned

Municipal and

Clients

€ **308** mu

revenue¹⁾ Sales

owners'

condominium

companies &

management

Property

Clients

um / €

000² <

real estate

Commercial

enterprises

buisnod

independent

Private &

sqsu

participants

User-centricity

Connecting market



ERP systems and digital solutions

such as artificial intelligence

Use of modern technologies

Agile product development

Creating digital ecosystems

Developing digital strategies

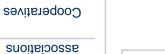
their sustainability performance enable our customers to improve multiple parties and equipment, we innovative ecosystem connecting With every smart digital solution and











Bniblina

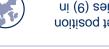
Partner

(%)



Digital Solutions

EBP



Europe in all its countries (9) in Leading market position



Banking & Digital Solutions

Solutions

Sectors

ESG impact

ciations to offer affordable housing and cooperative housing assobooking systems allow municipal grated payment transaction and Cost-efficient processes via inte-



SASU

managers

broperty

bəzis-muibəm

Small and

Utilities

*13"d pu

(¹emulov

Deposit

banking solutions Unique combination of IT and

Extensive industry expertise

and systems Profound know-how of processes

All services from a single source

clients solutions for and together with our Development of customised

Future-oriented payment solutions

Mass payment

ber year transactions

um 971~

companies

management

Property

cooperatives

BuisuoH

providers

Platform

~4,200

clients

transactions

Payment

Clients

Digital tenancy bond management

Property investment advice

Digital payment management

between the housing and energy

Integrated process optimisation for

property management and

Integrated payment solutions

Markets

Platform solutions



Germany and

Austria

1) Average volume 2022





Structured Property Financing - Funding



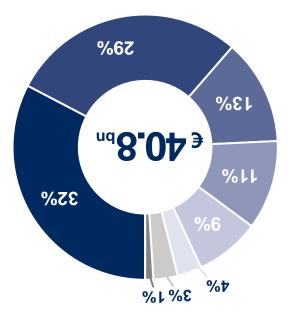
s92U (-gnibnu-7)



- Highly diversified funding mix
- housing industry base from institutional Solid and stable desposit
- share of Pfandbriefe funding, frequent issuer, high Well etablished capital market
- Strong investor basis
- private placement markets Strong and proven access to
- partnership with Raisin Established retail funding
- Robust capital position







- Rating
- Senior non preferred **-**∀ AAA Pfandbriefe

[beyinA]

Subordinated Capital 1%

■ Public-sector Pfandbrief 3%

Senior Unsecured (SNP) 8%

■ Deposits TR (incl. Raisin) 11%

■ Senior Unsecured (SP) 13%

Hyothekenpfandbrief 29%

■ Deposits BDS²⁾ 33%

■ ECb (Sb) 3% →

- 1) Funding products in green vs conventional, structured vs plain vanilla, multi currency al
- SSOS amulov .gvA (S

Structured Property Financing











^{uq} 6"0€ ³

companies

Listed property

snoitutions

Financial

spunj

Pension

Clients

ssanisud W9M

sector focus

with a

Investors

Investors

Institutional

uq **6** *8 €

ratio

(SPF+BDS)1) Sost income

%07

Office

Family

individuals

Private

ednity

Private

SASU

knowledge

a low carbon economy contribute to the transition to building / energy upgrade we With every financing of a green

Digitalisation expertise

Balance sheet capacity

Established network

(Portfolio financing, Structuring expertise

Cross-border, Multi-currency)

Extensive syndications expertise

Sector specific know-how

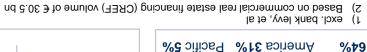
Substantial local market

ESG impact





Inequal



















Europe





























































∖∩ ^{(s}aəsaslə İəseA

financing & syndications

commercial real estate

Tailored, large sized

Products 📼





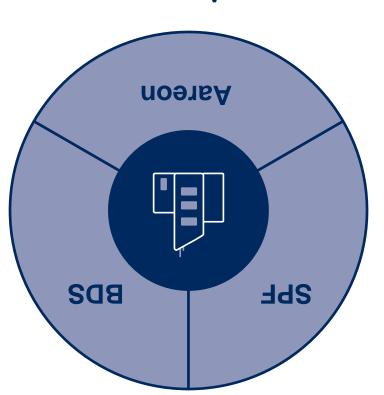




Aareal Bank Group – 3 segments

Banking & Digital Solutions (BDS)

Digitalisation partner for cross-industry management and optimisation of payments and operating processes in the housing, property and energy industries, and provider of traditional corporate banking and deposit-taking services as well as of tenancy bond management services.



Structured Property Financing (SPF)

Supporting our clients with tailored, large-sized commercial property financing – in particular office buildings, hotels, shopping centres, logistics and residential properties, as well as student apartments.

Aareon

Supporting companies from the housing, property and energy industries in establishing their own company-specific digital ecosystems.



Adreal

Outlook negative

€.3.3 bn

Total equity (IFRS)

70'77

46'3% CET1

Regulatory capital ratios

SSA a'ybooM Sustainalytics LOW (20-10) Pfandbrief rating

ISS_ESG Prime (C+)

MSCI AA

CDP Awareness Level B

Financial ratings

-A

Senior preferred rating1)

Moody's

Fitch

ESG ratings

2,098

812,1 (SPF+BDS)

Aareon

3,316

Employees

%0'9

Operating profit

^{um} 682 €

RoE after taxes

Key indicators

Total assets

47.3 bn

Real Estate is transitioning to a more sustainable, digitised and connected future

Fostering this transition



We have impact!



Integration of ESG in decision making initiated group-wide



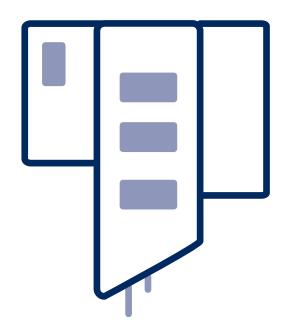
Strategic sustainability management based on five criteria²⁾



ESG¹⁾ is (and has always been) fundamental to our business



Who we are



The Aareal Bank Group is a leading international provider of smart financing, software products, digital solutions and payment transaction applications in the property sector and related industries.

Our way of doing business, our actions and our decisions are sustainable – by conviction.

In 2023, Aareal Bank will celebrate its **100th** anniversary.



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