

Extraordinary General Meeting

Withdrawal of agenda item no. 1

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On 2 November 2021, Extraordinary (Virtual) General Meeting of Aareal Bank AG was convened for Thursday, 9 December 2021 in Wiesbaden, by way of an announcement in the Federal Gazette, with the only agenda item “Amendment to the resolution on the appropriation of net retained profit adopted at the Annual General Meeting of 18 May 2021; passing of a resolution on the appropriation of net retained profit for the 2020 financial year carried forward to the new accounts.” On the basis of a shareholder request, the agenda was supplemented by agenda items 2 and 3, through an announcement in the Federal Gazette on 12 November 2021.

On 23 November 2021, Aareal Bank AG concluded an investment agreement with Atlantic BidCo GmbH, based on which Atlantic BidCo GmbH has published its intention to submit a voluntary public takeover offer to the shareholders of Aareal Bank AG.

In order to ensure that the shareholders of Aareal Bank AG are offered the highest possible consideration in the context of the takeover offer in accordance with the provisions of the investment agreement, the Management Board has resolved, with the approval of the Supervisory Board, to withdraw the above-mentioned agenda item no. 1 “Amendment to the resolution on the appropriation of net retained profit adopted at the Annual General Meeting of 18 May 2021; passing of a resolution on the appropriation of net retained profit for the 2020 financial year carried forward to the new accounts” from the agenda of the Company’s Extraordinary (Virtual) General Meeting convened for 9 December 2021.

Wiesbaden, November 2021

Aareal Bank AG

The Management Board

Aareal Bank AG

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Aareal Bank

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