

**Instone Real Estate Group AG**

Virtual Ordinary General Meeting Held On 9 June 2020

**Form for Proxy Voting or Postal Vote**

This form does not replace proper registration for the meeting. Please note the instructions on the following page.



**Information about the declaring party**

\_\_\_\_\_  
Last name or company name\*

\_\_\_\_\_  
First name\*

\_\_\_\_\_  
Postal code/City\*

\_\_\_\_\_  
Number of shares\*

Confirmation of Registration No.\*

\*Required fields (please refer to the General Meeting admission card which will be sent to you after proper pre-registration.)

**Postal vote or proxy / instructions to proxies nominated by the Company**

I/We exercise my/our voting right for the virtual General Meeting of Instone Real Estate Group AG held on 9 June 2020 via postal vote as marked below, or individually authorise each of the proxies nominated by the Company to (i) exercise the voting rights as marked below while disclosing my/our name(s), and to (ii) grant sub-proxies.

I/We authorise Dr Hubertus Witte, Essen, and Mr Oliver Greis, Bergheim, (proxy of the Company).  
If you do not tick this field, you exercise your voting right via postal vote.

**Proposed resolutions according to the Federal Gazette**

**YES NO**

- 2. Appropriation of net profit for the 2019 Financial Year .....
- 3. Discharge of the members of the Board of Management for the 2019 Financial Year .....
- 4. Discharge of the members of the Supervisory Board for the 2019 Financial Year .....
- 5. Appointment of the auditors and consolidated group auditors for the 2020 Financial Year as well as the auditors for the audit reviews of interim financial reports .....
- 6. Resolution on the approval of the conclusion of a domination and profit transfer agreement with Instone Real Estate Property GmbH .....
- 7. Resolution on the amendment of section 18 para. 4 of the Articles of Association .....

\_\_\_\_\_  
**Signature(s) or other conclusion to the declaration**

**Proxy to a Third Party**

I/We grant proxy to

\_\_\_\_\_  
Last name or company name

\_\_\_\_\_  
First name

\_\_\_\_\_  
City

to represent me/us with disclosure of the name(s) in the General Meeting described above. The proxy includes the power to revoke other proxies that have been issued and to exercise all rights related to the meeting, including the right to issue a sub-proxy. It will be revoked if the issuer of the proxy personally attends the General Meeting. Please give your proxy explicit instructions on the statements regarding data privacy and the forwarding of personal data.

\_\_\_\_\_  
**Signature(s) or other conclusion to the declaration**

## Notes

### Registering for the virtual meeting

You may participate or vote in the virtual meeting if you have registered properly and send evidence of your share ownership that refers to the beginning of the twelfth day before the meeting – **28 May 2020 (00:00 at the beginning of the day CEST)** – in accordance with § 1(3)(2) of the Act Concerning Measures Under the Law of Companies, Cooperative Societies, Associations, Foundations and Commonhold Property to Combat the Effects of the COVID-19 Pandemic of 27 March 2020 (C19-AuswBekG).

The Company must receive the registration on or before **2 June 2020 (midnight at the end of the day CEST)** at the following address:

**Instone Real Estate Group AG**  
**c/o Computershare Operations Center**  
**80249 Munich**

**Fax: +49 89 30903-74675**

**Email: [anmeldestelle@computershare.de](mailto:anmeldestelle@computershare.de)**

The Company must receive the evidence of share ownership at the aforementioned address, fax number, or email address in accordance with § 1(3)(2) C-19-AuswBekG on or before the fourth day before the General Meeting, thus on or before **expiry of 5 June 2020 (midnight at the end of the day CEST)**.

The pre-registration will be processed by your custodian bank, if applicable. The receipt of your pre-registration documents at your custodian bank is not considered to be proper registration for the meeting; validity is assured only on receipt of the registration and evidence of share ownership at the address listed above.

### Attribution to a registration

This form can only be considered if it can be clearly attributed to a registration. If such an attribution is impossible because you did not register properly or at all, or information on this form is incomplete or illegible, neither the Company's proxy nor any other authorised representative may exercise the voting right.

### Relation to other forms

You can also issue proxies by using the form imprinted in the registration confirmation. The registration confirmation will be sent to you after you have registered properly. By using these forms, it will be ensured that they can be attributed to the registration.

### Notes about this form

Please fill out this form completely and legibly. You can obtain the necessary information about the declaring party from your registration confirmation, which will be sent to you after you have registered properly.

Using this form is not mandatory. You can also use another declaration in text form. For this purpose, the explanations regarding the attribution of the proxy to a registration apply.

### Procedure for voting through proxies

The shareholder may also have their voting right or other rights related to the General Meeting exercised by a proxy. If you wish to authorise a third party, you may do so by using this Form on Proxy Voting or the Proxy Issued to a Third Party on the upper third of the registration confirmation (reverse side). The address below is available for granting proxy vis-a-vis the Company and for transmitting evidence of a proxy issued to the person to be authorized. Before the proxy may participate electronically and exercise shareholder rights via the InvestorPortal of Instone Real Estate Group AG, that proxy must have obtained from the grantor of proxy the access data sent with the registration confirmation. Please expressly advise your authorised representative of this fact.

Please also note the instructions in the convening notice regarding the issuance, change, and revocation of statements by post, by fax, by email, and via the InvestorPortal, and on promptly exercising your voting rights.

Such authorised representatives may not participate in the General Meeting physically. They may exercise the voting right for shareholders they represent merely by way of a postal vote or by issuing a (sub-)authorisation to the voting proxy nominated by the Company.

### Postal vote or proxy / instructions to proxies nominated by the Company

If you have not authorised any third parties, you may either cast a postal vote by using this form or have your voting right exercised by proxies nominated by the Company. You may also use the form imprinted on the registration confirmation to that end.

Please issue instructions for all proposed resolutions. Mark the YES box with a cross to approve the proposed resolution, or mark the NO box to reject the resolution. Marking neither will be deemed an abstention; marking both will be deemed invalid. If individual votes are taken on collected proposed resolutions, your instructions apply respectively to the individual proposed resolutions. If you wish, you may give your signature or insert the information of the declaring party.

Please send any postal votes; authorisations or instructions to the proxies nominated by the Company; or any changes or revocations; on or before **8 June 2020 (midnight at the end of the day CEST)**, to:

**Instone Real Estate Group AG**  
**c/o Computershare Operations Center**  
**80249 Munich**

**Fax: +49 89 30903-74675**

**Email: [instone-hv2020@computershare.de](mailto:instone-hv2020@computershare.de)**

Votes can also be sent electronically using the access-protected InvestorPortal of Instone Real Estate Group AG under <https://ir.en.instone.de/websites/instonereal/English/6000/annual-general-meeting.html>. The latter option will be available until immediately before voting begins in the General Meeting on 9 June 2020.

If discrepant declarations are received through different transmission channels and it is not possible to discern which declaration was made last, these will be considered in the following order: 1. via the internet, 2. by email, 3. by fax and 4. as hardcopy.

The proxies nominated by the Company can exercise your voting rights exclusively by being bound to your instructions. They will not execute any orders beyond that extent. You can view the proposals to be made accessible, and the nominations of shareholders (counter-proposals), on the Company's website under "Investor Relations" or "Annual General Meeting".

You can support a counter-proposal that is geared exclusively at rejecting a proposed resolution by voting against the administrative proposal. It is not possible to vote on further proposals, such as substantive counter-proposals or procedural proposals by way of proxy authority/instructions to the company's independent proxies.

### Privacy policy

To obtain details on how personal data is handled, and on rights under the EU General Data Protection Regulation (GDPR), please visit the Company's website under <https://ir.en.instone.de/websites/instonereal/English/6000/annual-general-meeting.html> or consult the invitation to the General Meeting in the Federal Gazette.