

This document is a non-binding English language convenience translation. The only binding document is the German language publication published on 23 February 2022.

NOTE:

SHAREHOLDERS OF IMMOFINANZ AG WHOSE SEAT, PLACE OF RESIDENCE OR HABITUAL ABODE IS OUTSIDE THE REPUBLIC OF AUSTRIA SHOULD NOTE THE INFORMATION SET FORTH IN SECTION 7.4 OF THE OFFER DOCUMENT.



ANTICIPATORY MANDATORY TAKEOVER OFFER

pursuant to Sections 22 et seqq. of the Austrian Takeover Act (*Übernahmegesetz*)

by **CPI PROPERTY GROUP S.A.**

40, rue de la Vallée, L-2661 Luxembourg, the Grand Duchy of Luxembourg

to the Holders of Securities in

IMMOFINANZ AG

Wienerbergstraße 9, 1100 Vienna, Austria

IMMOFINANZ Shares: ISIN AT0000A21KS2

IMMOFINANZ Convertible Bonds: ISIN XS1551932046

Acceptance Period: 12 January 2022 through 23 February 2022

PUBLICATION OF CLEARANCE BY THE COMPETENT COMPETITION AUTHORITIES

Publication

**regarding the occurrence of a condition precedent
with respect to the anticipatory mandatory takeover offer
pursuant to Sections 22 et seqq. of the Austrian Takeover Act (*Übernahmegesetz*)
for the acquisition of securities of IMMOFINANZ AG
(Ordinary Shares: ISIN AT0000A21KS2; Convertible Bonds: ISIN XS1551932046)
(the "Offer")**

CPI PROPERTY GROUP S.A., a stock corporation (*société anonyme*) duly established and existing under the laws of the Grand Duchy of Luxembourg, with corporate seat in Luxembourg and business address at 40, rue de la Vallée, L-2661 Luxembourg, Grand Duchy of Luxembourg, registered with the Luxembourg Register of Commerce and Companies under number B102254, has published the offer document in relation to the Offer pursuant to Section 11 paragraph 1a Austrian Takeover Act on 12 January 2022. The acceptance period ends on 23 February 2022.

Pursuant to Section 4.1 of the offer document, the Offer is subject to the following Condition Precedent:

No later than 90 calendar days after the end of the Acceptance Period, for each of Austria, the Czech Republic, Germany, Hungary, Poland, Serbia and Slovakia, and no later than 120 calendar days after the end of the Acceptance Period for Romania,

- (i) the respective national competition authority has cleared the contemplated transaction;
- (ii) the statutory waiting period has expired with the result that the contemplated transaction is deemed to be cleared;
- (iii) the respective competition authority has declared that it is not competent for conducting a review of the contemplated transaction; or
- (iv) it turns out on the basis of the relevant turnover of the Target Company that there is no obligation to notify under merger control law in the respective jurisdiction.

The Hungarian national competition authority has cleared the contemplated transaction as of 23 February 2022. All other competent national competitions authorities have previously issued their clearance decisions. The transaction has therefore been cleared with effect as of 23 February 2022.

The condition precedent pursuant to Section 4.1 of the published offer document was thus fulfilled on 23 February 2022. As a result, the Offer is no longer subject to any condition precedent.

The closing of the RPPK SPA and the Petrus SPA will take place shortly. Pursuant to Section 3.8 of the offer document, the Bidder will separately announce as soon as the closing of the RPPK SPA and the Petrus SPA has occurred.

Luxembourg, 23 February 2022