

– CONVENIENCE TRANSLATION ONLY –



Deutsche Industrie REIT-AG
Rostock, Germany

ISIN DE000A2G9LL1 / WKN A2G9LL

Invitation to the Extraordinary General Meeting
(virtual General Meeting)

on 8 December 2021

We hereby invite our shareholders to the Extraordinary General Meeting of Deutsche Industrie REIT-AG (hereinafter also “Company” or “DIR”) to take place on

Wednesday, 8 December 2021, at 11:00 hrs a.m. (CET).

The Extraordinary General Meeting will be held as virtual general meeting without the physical presence of the shareholders and their proxies (with the exception of the voting proxies appointed by the Company). The place of the meeting within the meaning of the German Stock Corporation Act (*Aktiengesetz*) is the premises of Grünebaum Gesellschaft für Event-Logistik GmbH, Leibnizstraße 38, 10625 Berlin, Germany.

The Extraordinary General Meeting will be broadcast live with video and audio transmission for those of our shareholders and their proxies who have duly registered themselves and provided evidence of share ownership on the password-protected GM Portal of the Company on the Company’s website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under “Extraordinary General Meeting 2021”. The shareholders and their proxies will cast their votes exclusively by electronic postal vote or by granting power of attorney to the voting proxies nominated by the Company. More detailed explanations can be found below under part “II. Further information on the invitation” of this invitation.

I. AGENDA

- 1. Resolution on the amendment of the business purpose of the Company, on the change of the name of the Company and on amendments to the Articles of Association in order to cancel the status of the Company as REIT Stock Corporation in the meaning of the German Real Estate Public Stock Corporations with Listed Shares Act (REITG) (Section 1 number 1, Section 2, Section 5a, Section 8 number 4, Section 28, Section 29 and Section 30 of the Articles of Association)**

Since the beginning of 2018, the Company has the status of a Real Estate Investment Trust-stock corporation within the meaning of the German Real Estate Public Stock Corporations with Listed Shares Act (“**REITG**”), or REIT stock corporation (*REIT-Aktiengesellschaft*), and has since been operating under the name Deutsche Industrie REIT-AG rather than under the previous name Deutsche Industrie Grundbesitz AG.

In addition to the admission of the shares to an organized market within the meaning of Section 2 (11) of the German Securities Trading Act (*Wertpapierhandelsgesetz* – “**WpHG**”), the maintaining of the status as a REIT stock corporation inter alia also requires that at least 15% of the shares of the Company are in free float and that no investor directly holds 10% or more of the shares or shares to such an extent that he directly holds 10% of the voting rights (Sections 10 (1), 11 (1) and (4) REITG).

On 26 October 2021, CTP N.V., with its statutory seat in Utrecht, The Netherlands (“**CTP**”) has published a notification pursuant to Section 10 (1) and (3) of the German Securities Acquisition and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz* – “**WpÜG**”) in conjunction with §§ Sections 29 (1), 34 WpÜG and Section 39 (2) sentence 3 no. 1 German Stock Exchange Act (*Börsengesetz* – “**BörsG**”). In it, CTP announced its decision to make a voluntary public takeover and simultaneous delisting offer to the Company's shareholders to acquire all of the Company's ordinary bearer shares with no par value, each with proportional amount representing EUR 1.00 of the Company's share capital (the “**DIR Shares**”) (the “**Offer**”).

Subject to the determination of the minimum price by the German Federal Financial Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht* – *BaFin*) and the final terms set out in the offer document to be published, CTP intends to offer a cash consideration in the amount of EUR 17.12 per DIR Share. As voluntary alternative consideration available at the discretion of each accepting shareholder, CTP intends to offer 5 new shares in CTP (“**Offer Shares**”) in exchange for 4 DIR Shares (equivalent to 1.25 shares in CTP for each DIR Share tendered) (“**Share Consideration**”). The Offer Shares will be issued with the same dividend rights as the currently issued shares of CTP and are to be created through a capital increase utilizing authorized capital of CTP. The shares of CTP are listed on Euronext Amsterdam, a regulated market of Euronext Amsterdam N.V., where the Offer Shares will be admitted to trading as well. The Offer will simultaneously fulfil the requirements of a delisting offer under the provisions of the BörsG, which is necessary for the revocation of the admission of the DIR Shares to trading on the regulated market of the

Berlin Stock Exchange and the Frankfurt Stock Exchange (Prime Standard) ("**Delisting**"). The Offer will therefore, pursuant to Section 39 (3) sent. 1 BörsG, not be subject to any closing conditions.

In connection with the Offer, CTP and DIR further on 26 October 2021 entered into a Business Combination Agreement. In the Business Combination Agreement, DIR and CTP have set forth their common understanding with respect to the economic and strategic background of the transaction, the course of the Offer, as well as the fundamental support of the Offer by DIR's Management Board and Supervisory Board. In this agreement, DIR has committed, to the extent legally permissible, to CTP to apply for a revocation of the admission of the DIR-Shares for trading on the regulated market with the Berlin Stock Exchange and the Frankfurt Stock Exchange.

To secure the transaction, CTP has entered into irrevocable tender agreements with various shareholders of DIR, who support the Offer, which together comprise approximately 44% of DIR's share capital and voting rights. Under these tender agreements, the shareholders have agreed to tender their shares in the Offer for the Share Consideration.

The Offer aims at the termination of the admission of the shares of the Company to trading on the regulated market of the Berlin Stock Exchange and the Frankfurt Stock Exchange. This would have the consequence that the status of the Company as a REIT stock corporation within the meaning of the REITG would expire.

CTP and the Company agree that a listing of the shares of the Company, also in view of the corresponding securities regulatory obligations and resulting costs, is no longer necessary upon completion of the Offer. The shareholders of the Company are protected by the fact that the offer allows them both to withdraw from the Company in return for a cash consideration and to exchange their shares for shares in CTP at an exchange ratio that the Management Board and the Supervisory Board consider attractive.

Furthermore, the completion of the Offer would lead to a concentration of shareholdings at the CTP, through which it would directly hold more than 10% of the shares in the Company. A transfer of the shares to subsidiaries of CTP would increase the complexity of the transaction.

Against this background, it is intended that the Extraordinary General Meeting of the Company will adopt the resolutions necessary for the cancellation of the status of the Company as a REIT stock corporation within the meaning of the REITG. For this purpose, references to the special status as a REIT stock corporation shall to the greatest extent be deleted from the articles of association of the Company; in particular, the company name and the corporate business purpose shall be amended for the purpose of cancelling the status of the Company as a REIT stock corporation within the meaning of the REITG. Furthermore, the provision of Section 8 (4) of the articles of association of the Company shall be repealed, according to which, inter alia, the members of the Management Board shall manage the business of the Company in particular in accordance with the currently applicable REITG and shall ensure that the provisions regarding the status of the Company as a REIT stock corporation within the meaning of the REITG are complied with. Section 31

of the articles of association of the Company, however, shall not be repealed as a precautionary measure in order to not impair any shareholder rights arising from this provision of the articles of association which were established before the amendments of the articles of association to be resolved and the corresponding loss of the status of the Company as a REIT stock corporation within the meaning of the REITG. In order to ensure that the status of the Company as a REIT stock corporation within the meaning of the REITG is not cancelled if – contrary to expectations – CTP does not publish an offer document pursuant to Section 11 WpÜG with regard to the Offer, the effectiveness of the resolution shall be subject to the condition precedent of the publication of a corresponding offer document by CTP. Furthermore, it shall be ensured that the resolution does not become effective before the end of December 31, 2021.

The Management Board and the Supervisory Board therefore propose to resolve as follows:

- 1.1 The name of the Company is changed to “Deutsche Industrie Grundbesitz AG”. Section 1 no. 1 of the articles of association of the Company (Name, Seat, Fiscal Year) will therefore be restated as follows:

“1. *The stock corporation has the name*
Deutsche Industrie Grundbesitz AG.”

Apart from that, Section 1 of the articles of association of the Company shall remain unaffected.

- 1.2 Section 2 of the articles of association of the Company (Business purpose) is completely restated as follows:

“Section 2 *Business purpose*”

1. *The business purpose is at home and abroad*
 - a. *the acquisition, holding, management within the framework of renting, leasing (Vermietung) and leasing (Verpachtung), including necessary real estate-related ancillary activities, as well as the sale of property or rights of use in rem to*
 - aa. *real property and rights equivalent to real property as well as comparable rights under the laws of other countries, with the exception of transactions requiring special permits under the Trade, Commerce and Industry Regulation Act (Gewerbeordnung) or other statutory provisions or requiring approval under special statutory requirements, and*

(Wertpapiererwerbs- und Übernahmegesetz - WpÜG) regarding the voluntary public takeover and simultaneous delisting offer to the shareholders of the Company to acquire all ordinary bearer shares with no par value and a pro rata amount of the share capital of the Company of EUR 1.00 each, (b) but not before the beginning of 1 January 2022 (together the “**Effectiveness Conditions**”).

- 1.9 The Management Board of the Company is instructed to file the amendment to the name, the amendment to the corporate purpose and the other amendments to the articles of association pursuant to items 1.1 to 1.7 (inclusive) of this agenda item for registration in the commercial register without undue delay after the Effectiveness Conditions pursuant to item 1.8 of this agenda item have been fulfilled.

II. Further information on the invitation

1. Total number of shares and voting rights at the time the General Meeting is convened

At the time of convening of the General Meeting, the share capital of the Company amounts to EUR 32,079,505.00 and is divided into 32,079,505 ordinary bearer shares with no par value. Pursuant to Section 21 no. 1 of the articles of association of the Company, each share entitles the holder to one vote at the General Meeting. The Company does not own treasury shares at the time of convening of the General Meeting.

The total number of shares conferring participation and voting rights at the time of convening of the General Meeting therefore amounts to 32,079,505.

2. Holding the General Meeting as a virtual General Meeting without the physical presence of the shareholders and their proxies; EGM-Portal

The Extraordinary General Meeting will, due to the ongoing spread of the SARS-CoV-2-virus (COVID-19-pandemic), with the consent of the Supervisory Board of the Company be held as a virtual General Meeting without the physical presence of shareholders and their proxies (with the exception of the proxies nominated by the Company) pursuant to Section 1(1), (2) and (6) of the German Act on Measures in the Law of Companies, Cooperatives, Associations, Foundations and Condominiums to Combat the Effects of the COVID-19 Pandemic (*Gesetz über Maßnahmen im Gesellschafts-, Genossenschafts-, Vereins-, Stiftungs- und Wohnungseigentumsrecht zur Bekämpfung der Auswirkungen der COVID-19-Pandemie*) in its form as last amended by the German Act on the Establishment of a Special Fund "Reconstruction Assistance 2021" and on the Temporary Suspension of the Obligation to File an Insolvency Application Due to Heavy Rainfall and Floods in July 2021 and on the Amendment of Other Laws (*Gesetz zur Errichtung eines Sondervermögens „Aufbauhilfe 2021“ und zur vorübergehenden Aussetzung der Insolvenzantragspflicht wegen Starkregenfällen und Hochwassern im Juli 2021 sowie zur Änderung weiterer Gesetze*) of September 10, 2021 (“**COVID-19 Act**”).

For this purpose, the entire General Meeting, held at the premises of the Grünebaum Gesellschaft für Event-Logistik GmbH, Leibnizstraße 38, 10625 Berlin, Germany, will be broadcast live with video and audio transmission on 8 December 2021 from 11:00 hrs a.m. (CEST) in the Company's password-protected GM Portal, accessible via the Company's website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under "Extraordinary General Meeting 2021".

Only shareholders who have duly registered as described below (see Section 3 "*Requirements for exercising shareholder rights in connection with the virtual General Meeting*") and have provided evidence of share ownership or their proxies will be able to follow the video and audio broadcast of the entire virtual Extraordinary General Meeting on the Company's password-protected GM Portal. In addition, shareholders who have duly registered and identified themselves can exercise their voting right personally or by duly authorized proxy by Electronic Postal Vote or by granting power of attorney to one of the voting proxies appointed by the Company and ask questions and file objections to the resolutions of the virtual Extraordinary General Meeting on the Company's password-protected GM Portal.

It is not possible to exercise any shareholder rights in the virtual Extraordinary General Meeting extending beyond this. In particular, participation of the shareholders and their proxies on site is not permitted, with the exception of the voting proxies who are appointed by the Company and bound by instructions. The transmission of the virtual Extraordinary General Meeting in audio and video form and the granting of voting rights, the right to ask questions and the opportunity to object also do not entitle the shareholders and their proxies to participate in the virtual Extraordinary General Meeting by means of electronic communications within the meaning of Section 118(1) sentence 2 of the Stock Corporation Act (no electronic participation).

The Company's password-protected GM Portal will be accessible via the Company's website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under "Extraordinary General Meeting 2021" from 17 November 2021, 0:00 hrs (CET) for shareholders who have duly registered and provided due evidence of share ownership and their proxies. To be able to use the Company's password-protected GM Portal they have to log on using their access data, which will be sent once they have submitted the registration and provided evidence of the shareholding to the Company in due form and due time. Proxies can also access the Company's password-protected GM Portal by using the access data of the shareholder they represent. Further details on the use of the Company's password-protected GM Portal can be taken from the voting card and the information thereon, which will be sent to shareholders after their registration and evidence of share ownership have been received by the Company in due form and within the due time limit.

3. Requirements for the exercise of shareholders' rights with respect to the virtual General Meeting

Only the shareholders, who have duly registered and provided evidence of share ownership, are authorised to follow the virtual Extraordinary General Meeting in the Company's password-protected GM Portal and to exercise the further shareholders' rights with respect to the virtual General Meeting, in particular voting rights.

Registration and evidence of share ownership must be in text form (Section 126b German Civil Code (*Bürgerliches Gesetzbuch – BGB*)) and must be in German or English language. An evidence of share ownership issued by the ultimate intermediary in accordance with section 67c (3) German Stock Corporation Act (*Aktiengesetz*) is sufficient. This evidence must relate to the beginning of the 21st day prior to the Extraordinary General Meeting, i.e. to the beginning of 17 November 2021, 0:00 hrs (CET) (Record Date).

It is pointed out that in the information pursuant to Section 125 German Stock Corporation Act (*Aktiengesetz*), which are to be drawn up in form and content in accordance with Commission Implementing Regulation (EU) 2018/1212 of 3 September 2018 laying down minimum requirements for implementing the provisions of Directive 2007/36/EC of the European Parliament and of the Council as regards shareholder identification, information transmission and facilitation of the exercise of shareholders' rights (“**Regulation**”), a record date is to be specified in field C5 of table 3 of the Regulation. This record date (in the present case: 16 November 2021, 23:00 UTC (coordinated universal time)) is not identical with the record date to be designated pursuant to Section 123 (4) German Stock Corporation Act (*Aktiengesetz*) (in the present case: 17 November 2021, 0:00 (CET)). The Company here follows a recommendation of the Implementation Guide of the Association of German Banks on the Second Shareholders' Rights Directive (Directive (EU) 2017/828 of the European Parliament and of the Council of 17 May 2017 amending Directive 2007/36/EC as regards the promotion of long-term shareholder participation) and on the Act Implementing the Second Shareholders' Rights Directive (ARUG II) for the German market (*Umsetzungsleitfaden des Bundesverbandes Deutscher Banken zur Zweiten Aktionärsrechterichtlinie (Richtlinie (EU) 2017/828 des Europäischen Parlaments und des Rates vom 17. Mai 2017 zur Änderung der Richtlinie 2007/36/EG im Hinblick auf die Förderung der langfristigen Mitwirkung der Aktionäre*).

The registration and evidence of share ownership must be sent to the Company using one of the contact methods below and must be received no later than 1 December 2021, 24:00 hrs (CET):

Deutsche Industrie REIT-AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Germany

or

via e-mail: inhaberaktien@linkmarketservices.de

or

via fax: +49 (0) 89 21027-289

We recommend that our shareholders contact their depository bank early in order to ensure that the Company receives proper evidence of the ultimate intermediary in accordance with Section 67c (3) of the German Stock Corporation Act (*Aktiengesetz*) in due time.

As regards the exercising of shareholder rights in connection with the virtual Extraordinary General Meeting, including the right to vote, only persons who have provided evidence of share ownership will be considered shareholders in relation to the Company. The entitlement to exercise shareholder rights in connection with the virtual Extraordinary General Meeting and the scope of the right to vote will be based solely on the shareholder's share ownership on the Record Date. The Record Date does not create any restrictions on the disposal of the shareholding, meaning that the shareholders may also dispose of their shares after registering. Even in the event of a full or partial disposal of the shareholding after the Record Date, the entitlement to exercise shareholder rights in connection with the virtual Extraordinary General Meeting and the scope of the right to votes are solely based on the shares held by the shareholder on the Record Date, i.e., any disposal of shares after the Record Date does not affect the entitlement to exercise shareholder rights in connection with the virtual Extraordinary General Meeting and the scope of voting rights. The same applies to additional acquisitions of shares after the Record Date. Consequently, persons who do not hold any shares on the Record Date and subsequently become shareholders may only exercise their shareholder rights in connection with the virtual Extraordinary General Meeting provided that they arrange to be given power of attorney or be authorized to exercise these rights. The Record Date does not have any significance for dividend entitlements.

Following receipt of the registration and evidence of share ownership in due form and time at one of the above contact options, shareholders will be sent voting cards for exercising their shareholder rights in relation to the virtual Extraordinary General Meeting. The number of their votes is recorded on the voting cards and the necessary access data for the password-protected GM portal of the Company is printed on them. To ensure timely receipt of the voting cards, we ask shareholders to request a voting card from their depository bank as early as possible. In these cases, the required registration and evidence of share ownership will be provided directly by the depository bank. Shareholders who have requested a voting card from their custodian bank in good time therefore do not need to take any further action.

4. Procedure for voting by postal vote

Shareholders exercise their voting rights by electronic communications without taking part in the meeting (“**Electronic Postal Vote**”). This also requires due registration and evidence of share ownership (see Section 3 “*Requirements for the exercise of shareholders' rights with respect to the virtual General Meeting*”). Votes may be cast by Electronic Postal Vote on the password-protected GM portal of the Company accessible via the Company's website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under “Extraordinary General Meeting 2021”. Voting via the password-protected GM portal of the Company is possible from 17 November 2021 before and during the virtual Extraordinary General Meeting on 8 December 2021 until the start of voting at the virtual Extraordinary General Meeting on 8 December 2021. Until the start of voting at the virtual Extraordinary General Meeting on 8 December 2021, a vote cast via the Company’s password-protected GM Portal can also be changed or revoked in the Company’s password-protected GM Portal.

Should no explicit or unambiguous vote be cast in an Electronic Postal Vote on an agenda item, this will be regarded as an abstention for that agenda item. If a single vote is taken on an agenda item without notification prior to the Extraordinary General Meeting, a vote on this agenda item as a whole shall also be deemed to be a corresponding vote for each item of the single vote.

Shareholders will receive further information on voting via Electronic Postal Vote together with the voting card, which will be sent to shareholders after the registration and evidence of share ownership have been received by the Company in due form and time.

5. Procedure for voting by the voting proxies appointed by the Company

We offer our shareholders the opportunity to authorize voting proxies appointed by the Company, who are bound by the instructions of the respective shareholder, to exercise their voting rights. In addition to the power of attorney, these proxies of the Company must also be given instructions for exercising voting rights. They do not exercise voting rights at their own discretion, but exclusively on the basis of the instructions given by the shareholder. If no explicit instructions have been given, or if the instructions are contradictory or unclear, the proxies appointed by the Company shall abstain from voting on the relevant resolution items; this also always applies to other motions. If a single vote is taken on an agenda item without notification prior to the Extraordinary General Meeting, an instruction on this agenda item as a whole shall also be deemed to be a corresponding instruction for each item on the individual vote.

The proxies appointed by the Company will not accept any instructions to speak, ask questions, propose motions or file objections to resolutions and – with the exception of the exercise of the voting rights – will not exercise any other shareholders’ rights of the virtual Extraordinary General Meeting, either prior to or during the virtual Extraordinary General Meeting.

The power of attorney to the voting proxies appointed by the Company (and the instructions given) must be made in text form (Section 126b German Civil Code - *BGB*) or must be made using the input mask on the password-protected GM portal of the Company, which is available on the Company’s website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under “Extraordinary General Meeting 2021”. The same applies to the revocation or modification of a power of attorney or the instructions to the voting proxies appointed by the Company. The proxy and instruction form for the proxies appointed by the Company and the corresponding explanations are printed on the voting card that is sent to shareholders after the Company has received their registration and evidence of share ownership in due form and time. These documents are also available for download on the Company's website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under “Extraordinary General Meeting 2021”.

Powers of attorney for exercising the right to vote with instructions to the voting proxies appointed by the Company must for organizational reasons be received by the Company using one of the following contact methods by 24:00 hours (CET) on 7 December 2021:

Deutsche Industrie REIT-AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Germany

or

via e-mail: inhaberaktien@linkmarketservices.de

or

via Fax: +49 (0) 89 21027-289

It is also possible to grant the power of attorney to exercise the right to vote together with instructions to the voting proxies appointed by the Company and to revoke this power of attorney using the input mask on the password-protected GM Portal of the Company, which can be accessed on the Company’s website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under “Extraordinary General Meeting 2021”. Prior to and during the virtual Extraordinary General Meeting until the start of voting during the virtual Extraordinary General Meeting on 8 December 2021, it is also possible to revoke or modify a power of attorney with instructions to the voting proxies appointed by the Company previously sent in text form (Section 126b German Civil Code – *BGB*) or granted on the password-protected GM Portal of the Company.

To the extent proxies appointed by the Company are authorized, they must in any case be given instructions on how to exercise the voting rights. Even in the event that a proxy with instructions to the voting proxies appointed

by the Company is granted, registration and evidence of share ownership must be provided in due form and due time in accordance with the above conditions.

6. Procedure for voting by proxy

Shareholders can also be represented by a proxy, e.g. an intermediary, a proxy advisor, a shareholders' association or another person of their choice, in the exercise of their shareholder rights relating to the virtual General Meeting, in particular their voting rights. If a shareholder authorises more than one person, the Company may reject one or more of them.

The granting of proxy, its revocation and the proof of authorisation *vis-à-vis* the Company require text form (Section 126b German Civil Code - *BGB*) or must be submitted by using the entry mask in the Company's password-protected GM Portal, accessible via the Company's website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under “Extraordinary General Meeting 2021”. If an intermediary within the meaning of Section 67a(4) German Stock Corporation Act (*Aktiengesetz*), a shareholders' association, a proxy advisor or another person pursuant to Section 135(8) German Stock Corporation Act (*Aktiengesetz*) is authorised, different regulations may exist which should be obtained from them.

Proxies may also neither physically nor in the way of electronic communication within the meaning of Section 118(1) sentence 2 German Stock Corporation Act (*Aktiengesetz*) participate in the Extraordinary General Meeting. They may exercise the voting rights of the shareholders they represent solely by way of Electronic Postal Vote or by granting (sub-)authorisation to the proxies appointed by the Company.

A form for granting power of attorney is printed on the voting card sent to shareholders after the registration and evidence of share ownership have been received by the Company in due form and within the due time limit. The form is also available for download on the Company's website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under “Extraordinary General Meeting 2021”.

The authorization may be declared to the proxy or declared to or proven to the Company. The granting of the proxy, its revocation and the proof of a proxy granted towards an representative or its revocation *vis-à-vis* the Company must be received by the Company in one of the following ways for organizational reasons no later than 7 December 2021, 24:00 hours (CET):

Deutsche Industrie REIT-AG

c/o Link Market Services GmbH

Landshuter Allee 10

80637 Munich

Germany

or

via e-mail: inhaberaktien@linkmarketservices.de

or

via fax: +49 (0) 89 21027-289

The granting of the power of attorney, its revocation and evidence of the authorization to the Company can also be made using the input mask in the Company's password-protected GM Portal, which can be accessed on the Company's website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under "Extraordinary General Meeting 2021". Prior to and during the virtual Extraordinary General Meeting until the start of voting during the virtual Extraordinary General Meeting on 8 December 2021 it is also possible to revoke or modify a power of attorney with instructions to the voting proxies appointed by the Company previously sent in text form (Section 126b German Civil Code – *BGB*) or granted on the password-protected GM Portal of the Company.

The exercise of shareholder rights in relation to the virtual Extraordinary General Meeting via the password-protected GM Portal of the Company by the proxy requires that the proxy receives the shareholder's access data from the shareholder for use. The use of the access data by the proxy shall at the same time be deemed proof of authorization; further proof of authorization to the Company in text form is not required.

Even in the event that a proxy is granted, registration and evidence of share ownership must be provided in due form and due time in accordance with the above provisions. Subject to the above conditions for granting proxy, this does not preclude the granting of proxies after registering and providing evidence of share ownership.

7. Treatment of divergent declarations on voting

If the Company has received declarations in relation to the exercise of voting rights, that differ, for one and the same share without one of these being revoked, the last declaration received will be regarded as binding. If the Company receives declarations that differ from one another by different means of transmission in connection with the granting and revocation of a proxy and is unable to identify which of these declarations was received last, these declarations will be treated as binding in the following order of transmission: (1) GM Portal of the Company, (2) e-mail, (3) fax and (4) hard copy.

8. Right to ask questions under Section 1(2) sentence 1 no. 3, sentence 2 COVID-19 Act; right of shareholders to information under Section 131 Stock Corporation Act

Shareholders who have registered in due form and provided evidence of share ownership in due form have the right to ask questions using electronic communications (Section 1(2) sentence 1 no. 3, sentence 2 COVID-19 Act).

Based on Section 1(2) sentence 1 no. 3, second half of the second sentence COVID-19 Act, the Management Board has decided with the consent of the Company's Supervisory Board for organizational reasons that any questions have to be submitted no later than 24:00 hours (CET) on 6 December 2021 using the designated input mask on the Company's password-protected GM Portal, which can be accessed on the Company's website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under "Extraordinary General Meeting 2021". For this purpose, the Company's password-protected GM Portal provides for the button "Submit question". Questions submitted via other channels or later will not be considered. In particular, no questions can be asked during the virtual Extraordinary General Meeting. The Management Board will decide how to answer questions at its own dutiful discretion. Questions and their answers may in particular be consolidated if this appears reasonable to the Management Board. Questions on the information provided by the Management Board are excluded.

Furthermore, shareholders and shareholder representatives are neither entitled to request information pursuant to Section 131 German Stock Corporation Act (*Aktiengesetz*) nor to the right to speak or ask questions in and during the virtual General Meeting.

The Company reserves the right to state the name of the shareholder asking the question and/or his proxy when answering the question, unless the statement of the name is expressly objected to when the question is transmitted via the password-protected GM Portal of the Company. The same applies to any advance publication of questions and, if applicable, answers on the Company's website prior to the Extraordinary General Meeting.

9. Video and audio transmission of the Annual General Meeting

The entire Extraordinary General Meeting can be followed by duly registered shareholders via video and audio transmission on the internet via the password-protected GM Portal of the Company. The password-protected GM Portal of the Company is available at the internet address

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under "Extraordinary General Meeting 2021".

Duly registered and authorized shareholders can log in there with their access data and access the video and audio transmission of the virtual Extraordinary General Meeting from 11:00 a.m. (CET) on the day of the virtual Extraordinary General Meeting. Electronic Postal Vote and the electronic issuing of proxies and instructions to the Company's proxies via the password-protected GM Portal of the Company also require registration for the virtual Extraordinary General Meeting in due form and time, as well as proper evidence of share ownership and registration (log-in) in the password-protected GM Portal of the Company with the relevant access data.

10. Objections against resolutions of the General Meeting

Shareholders who exercise or have exercised their voting right by way of Electronic Postal Vote or granting of proxy, can file objections to resolutions of the virtual Extraordinary General Meeting by way of electronic communication with the notary designated for the issuance of the protocol of the general meeting.

Respective objections – provided a vote is cast – can be made from the start of the virtual Extraordinary General Meeting via the Company's password-protected GM Portal available at the internet address

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under “Extraordinary General Meeting 2021” to the protocol, in deviation from Section 245 no. 1 of the German Stock Corporation Act (*Aktiengesetz*), waiving the requirement to appear at the virtual Extraordinary General Meeting. For this purpose, the Company's password-protected AGM portal provides the "Submit objection" button. The declaration is possible via the password-protected AGM portal of the Company from the beginning of the virtual Extraordinary General Meeting until its end. The notary has authorized the Company to receive objections via the password-protected GM Portal of the Company and receives the objections via the password-protected GM Portal of the Company. Any other form of transmission of objections is excluded.

11. Additions to the agenda pursuant to Section 122(2) Stock Corporation Act (*Aktiengesetz*)

Shareholders whose shares, alone or in the aggregate, are at least equivalent to one twentieth of the share capital or to a pro rate amount of EUR 500,000.00 (equivalent to 500,000 shares) are entitled under Section 122(2) Stock Corporation Act (*Aktiengesetz*) to request that items be placed on the agenda and announced.

The request is to be made to the Company's Management Board in writing and must be received by the Company at least 30 days before the Extraordinary General Meeting, i.e., no later than 24:00 hours (CET) on 7 November 2021. Please send such requests to one of the following addresses:

Deutsche Industrie REIT-AG
-Management Board-
c/o Link Market Services GmbH
Landshuter Allee 10

80637 Munich

or in electronic form in accordance with Section 126a German Civil Code (BGB) via e-mail (with qualified electronic signature):

ir@deutsche-industrie-reit.de

Each new item on the agenda must be accompanied by a statement of reasons or a draft resolution. Applicants must prove that they have held the shares for at least 90 days prior to the date of receipt of the request and that they have held the shares until the decision of the Management Board on the request; Sections 70 and 121(7) German Stock Corporation Act (*Aktiengesetz*) apply when calculating the shareholding period.

Additions to the agenda which have to be announced will be published in the Federal Gazette without undue delay after receipt of the request and forwarded for publication to such media as may be expected to disseminate the information throughout the European Union, unless this has already been done at the time of the convocation. They will also be made available to shareholders on the Company's website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>.

Any admissible resolution proposal, submitted together with an adequate supplemental request, will be treated in the virtual General Meeting as if it had been once again submitted in the virtual General Meeting, provided that the shareholder submitting the request is duly registered for the virtual General Meeting and has duly provided evidence of ownership of shares listed in the Company's share register on the day of the General Meeting and has duly registered for the virtual General Meeting.

12. Counter-motions and election proposals by shareholders pursuant to Sections 126(1), 127 German Stock Corporation Act (*Aktiengesetz*), Section 1(2) sentence 3 COVID-19 Act

Shareholders may submit counter-motions against proposals of the Management Board with respect to a particular item on the agenda and proposals with respect to the election of members of the Supervisory Board or the selection of the statutory auditors.

Any counter-motions and election proposals which are received by the Company by 23 November 2021, 24:00 hrs (CET), will be made accessible without undue delay to the other shareholders, including the name of the shareholder and the reasons, on the internet address of the Company available at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>.

Any statements by the Management Board and the Supervisory Board will also be published there. Any counter-motion and its reasons do not have to be made accessible if the requirements of Section 126(2) German Stock Corporation Act (*Aktiengesetz*) are met.

Any counter-motions and election proposals to be made accessible are to be submitted exclusively to one of the following contact options:

Deutsche Industrie REIT-AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Germany

or

via e-mail: antraege@linkmarketservices.de

or

via fax: +49 (0) 89 21027-298

Counter-motions and election proposals sent to a different address will not be considered.

No counter-motions or election proposals may be submitted during the virtual General Meeting. Admissible counter-motions or election proposals of shareholders that have to be made accessible pursuant to Section 126 or Section 127 German Stock Corporation Act (*Aktiengesetz*) are deemed pursuant to Section 1(2) sentence 3 COVID-19 Act as being submitted in the virtual Extraordinary General Meeting, provided that the shareholder submitting the counter-motion or election proposal has duly provided evidence of share ownership and has duly registered for the virtual Extraordinary General Meeting.

IV. Additional explanations and technical notes

1. Technical note regarding the virtual General Meeting

To follow the virtual Extraordinary General Meeting and to use the Company's password-protected GM Portal and exercise shareholder rights, you will need an internet connection and an internet-enabled terminal device. A stable internet connection with sufficient transmission speed is recommended in order to be able to follow the video and audio transmission of the virtual Extraordinary General Meeting in the best possible way.

If you use a computer to receive the video and audio transmission of the virtual Extraordinary General Meeting, you will need a browser and speakers or headphones. To access the Company's password-protected GM Portal, you will need your individual access data, which you will receive with the voting card for the virtual Extraordinary General Meeting. You can use this access data to log in to Company's password-protected GM Portal on the login page.

In order to avoid the risk of restrictions in the exercise of shareholder rights due to technical problems during the virtual Extraordinary General Meeting, it is recommended – as far as possible – to exercise shareholder rights (in

particular voting rights) already before the start of the virtual Extraordinary General Meeting. Voting rights can be exercised in the Company's password-protected GM Portal from 17 November 2021, 0:00 hours (CET).

Shareholders will receive further details on the Company's password-protected GM Portal and the registration and terms of use together with the voting card for the virtual Extraordinary General Meeting or on the website of the Company at the Internet address

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under “Extraordinary General Meeting 2021”.

2. Note on the availability of image and sound transmission

Duly registered shareholders will be able to follow the virtual Extraordinary General Meeting live in full via the Company's password-protected GM Portal portal from 11:00 a.m. (CET) on 8 December 2021. The image and sound transmission of the virtual Annual General Meeting and the availability of the Company's password-protected GM Portal may be subject to fluctuations according to the current state of the art due to restrictions in the availability of the telecommunications network and the restriction of third-party internet services, over which the Company has no influence. The Company can therefore not assume any warranty or liability for the functionality and constant availability of the Internet services used, the third-party network elements used, the image and sound transmission, or access to the Company's password-protected GM Portal and its general availability. The Company also accepts no responsibility for errors and defects in the hardware and software used for the online service, including those of the service providers used, unless there is intent. For this reason, the Company recommends making use of the above-mentioned options for exercising rights, in particular voting rights, at an early stage. If data protection or security considerations make it absolutely necessary, the chairperson of the virtual Extraordinary General Meeting must reserve the right to interrupt or completely discontinue the virtual Extraordinary General Meeting.

3. Publications on the website

The information pursuant to Section 124a German Stock Corporation Act (*Aktengesetz*) to be made accessible to this virtual Extraordinary General Meeting will be published on the Company's website at

<https://www.deutsche-industrie-reit.de/en/investor-relations/general-meeting>

under “Extraordinary General Meeting 2021”. After the Extraordinary General Meeting, the voting results will be published at the same internet address.

4. Shareholder Hotline

General questions from Shareholders and intermediaries on the procedure for the Company's virtual Extraordinary General Meeting can be sent by e-mail to

deutscheindustrie_aohv2021@linkmarketservices.de.

In addition, our Shareholder Hotline is available from Monday through Friday (except on public holidays) between 9:00 hrs and 17:00 hrs (CEST respectively – from 31 October 2021 on – CET) on the telephone number +49 89 21027-220.

5. Information on voting and options for voting

The vote on the only agenda item 1. has binding character. Shareholders may vote "yes" or "no" to agenda item 1 or alternatively abstain and not participate in the vote.

If voting rights are exercised by Electronic Postal Vote, the Company will electronically confirm receipt of the electronically cast vote to the person casting the vote in accordance with the statutory requirements.

In accordance with the statutory requirements, those persons voting may request confirmation from the Company within one month of the date of the virtual Extraordinary General Meeting as to whether and how their vote was counted. This confirmation can be requested after the virtual Extraordinary General Meeting via the Company's password-protected GM portal using the personal access data printed on the voting card.

6. Data privacy information for shareholders of Deutsche Industrie REIT-AG

As a controller within the meaning of Article 4 no. 7 General Data Protection Regulation (“GDPR”), the Company processes personal data (surname and first name, address, e-mail address, number of shares, class of shares, type of ownership of the shares, the access data to the GM Portal allocated to the shareholder, the IP address from which the shareholder uses the GM Portal, where the shareholder is also a member of the Supervisory Board the participation of this shareholder as a member of the Supervisory Board by way of video and audio transmission, the contents of the questions submitted by the shareholder and the contents of the answers; if applicable, the surname, first name and address of the proxy appointed by the relevant shareholder, the granting of power of attorney to the proxy, their IP address; the contents of the vote cast by Electronic Postal Voting; and any objection to resolutions of the Extraordinary General Meeting; objections, if any, to resolutions of the Extraordinary General Meeting) on the basis of the data protection provisions applicable in Germany in order to enable shareholders and their proxies to exercise their shareholder rights in connection with the virtual Extraordinary General Meeting.

The Company is represented by the members of its Management Board Rolf Elgeti, Sonja Petersen and René Bergmann. The Company can be contacted using one of the following contact methods:

Deutsche Industrie REIT-AG

Business address:

August-Bebel-Str. 68

14482 Potsdam

Germany

E-mail: ir@deutsche-industrie-reit.de

Tel: +49 (0) 331 74 00 76 -50

Fax: +49 (0) 331 74 00 76 -520

If this personal data has not been provided by the shareholders when registering for the virtual Extraordinary General Meeting, their depository bank or their ultimate intermediary within the meaning of Section 67c (3) German Stock Corporation Act (*Aktiengesetz*) will send their personal data to the Company. The access data assigned to the shareholder as well as the IP address from which the shareholder or their proxy uses the GM Portal of the Company will be communicated to the Company by the service provider commissioned by the Company to conduct the virtual Extraordinary General Meeting. Processing of the personal data of the shareholders and their proxies is carried out exclusively for processing the exercise of their rights in connection with the virtual Extraordinary General Meeting and only to the extent strictly necessary to achieve this purpose. The legal basis for the processing is Article 6(1) sentence 1c) GDPR in conjunction with Section 67e(1) German Stock Corporation Act (*Aktiengesetz*). The Company will store this personal data only for as long as is necessary for the above purpose or to the extent that the Company is entitled or obligated by law to store personal data. The storage period is normally up to three years for the data collected in connection with the Extraordinary General Meeting. If a shareholder is no longer a shareholder of the Company, the Company will only store his or her personal data for a maximum of twelve months on the basis of Section 67e(2) sentence 1 German Stock Corporation Act (*Aktiengesetz*) and subject to other statutory provisions. Longer storage by The Company is also permitted as long as this is necessary for legal proceedings; the legal basis in this respect is Section 67e(2) sentence 2 German Stock Corporation Act (*Aktiengesetz*), where applicable in conjunction with Article 6(1) sentence 1f) GDPR.

The Company's service providers who are commissioned for the purpose of organizing the Extraordinary General Meeting only receive personal data from the Company that is required for the performance of the commissioned service and process the data exclusively in accordance with the Company's instructions.

In addition, the personal data will be made available to shareholders and their proxies as well as to third parties in connection with the virtual Extraordinary General Meeting within the framework of the statutory provisions. In particular, if shareholders and their proxies are to be represented at the virtual Extraordinary General Meeting by a proxy appointed by the Company, their names will be disclosed and their names, place of residence, number of shares and type of ownership will be entered in the list of attendees of the virtual Extraordinary General Meeting to be drawn up in accordance with Section 129(1) sentence 2 of the German Stock Corporation Act (*Aktiengesetz*). This data can be inspected by shareholders and their proxies during the virtual Extraordinary General Meeting and by shareholders up to two years later pursuant to Section 129(4) sentence 2 German Stock

Corporation Act (*Aktiengesetz*). With regard to the transfer of personal data to third parties in connection with the announcement of shareholder requests for additions to the agenda as well as countermotions and nominations of shareholders, please refer to the explanations in Part III.12.

With respect to the processing of personal data, the shareholders and their proxies may request that the Company provide access to their personal data pursuant to Article 15 GDPR, rectify their personal data pursuant to Article 16 GDPR, erase their personal data pursuant to Article 17 GDPR, restrict the processing of their personal data pursuant to Article 18 GDPR or transfer of certain personal data to them or a third party designated by them (right to data portability) pursuant to Article 20 GDPR.

Information on the right to object to processing pursuant to Article 6(1) sentence 1f) GDPR

Shareholders and their proxies have the right to object to the processing of personal data concerning them carried out at any time on the basis of Article 6(1) sentence 1f) GDPR (Article 21(1) GDPR) on grounds relating to their particular situation. The personal data concerned will then no longer be processed by the controller, unless the controller can demonstrate compelling legitimate grounds for the processing which override the interests, rights and freedoms of the shareholder or proxy concerned, or the processing serves to assert, exercise or defend legal claims.

The shareholders and their proxies can assert these rights to the Company free of charge using one of the following contact methods:

Deutsche Industrie REIT-AG
Business address:
August-Bebel-Str. 68
14482 Potsdam
Germany
E-mail: ir@deutsche-industrie-reit.de
Tel: +49 (0) 331 74 00 76 -50
Fax: +49 (0) 331 74 00 76 -520

In addition, shareholders and their proxies have a right under Article 77 GDPR to appeal to the data protection supervisory authority in particular of the (federal) state in which they have their domicile or permanent residence or of the federal state of Mecklenburg-Western Pomerania, Germany, where the Company has its registered office. You can reach our company data protection officer at:

Datenschutzgesellschaft mbH
Schiffbauergasse 15
14467 Potsdam
Germany

Contact person: Alexandra Flieger

Potsdam, October 2021

Deutsche Industrie REIT-AG

The Management Board