

# Information for Shareholders on Data Protection for the Purposes of the Virtual Annual General Meeting

Aareal Bank AG attaches key importance to the protection of your data and your privacy. This privacy statement explains what personal data concerning you as our shareholder or your representative we will be processing in connection with the preparation and execution of our virtual Annual General Meeting as well as in related follow-up activities and what rights you have under European Regulation (EU) 2016/679 (General Data Protection Regulation, GDPR) as well as the German Federal Data Protection Act (Bundesdatenschutzgesetz, BDSG) with regard to the processing of your data.

In 2020, we are conducting a virtual Annual General Meeting without the physical presence of the shareholders and their representatives and will be streaming it to them. Accordingly, it is not possible for the shareholders and their representatives to physically attend the Annual General Meeting. However, they may follow the entire Annual General Meeting by means of audio and video streaming via the shareholder portal. The shareholder portal is being operated by our service provider Computer-share Deutschland GmbH & Co. KG, Elsenheimerstrasse 6I, 80687 Munich, solely on our behalf and in accordance with our instructions. The shareholder portal can be accessed at the Internet address <https://www.aareal-bank.com/en/> (at Investors/Annual General Meeting 2020).

## I. Data controller

The data controller with respect to the processing of your personal data is:

**Aareal Bank AG**  
Paulinenstrasse 15  
65189 Wiesbaden  
Telefax: +49 611 348 2965  
E-mail: [HV2020@aareal-bank.com](mailto:HV2020@aareal-bank.com)

## II. Categories of data processed

In connection with the execution of our virtual Annual General Meeting, we process the following types of personal data concerning our shareholders:

- Name, title (if any), date of birth;
- Address and further contact data;
- Number of shares, manner in which shares are held;
- Logon data for the shareholder portal;
- Other data provided when the shareholder registers for participation in the virtual Annual General Meeting (e.g. e-mail address or mobile telephone number).

In addition, we process the name and address of the representative (if any) nominated by the shareholder.

If shareholders or their representatives contact us, we additionally process the personal data that we require to respond to their question or to address their concern, e.g. e-mail address or telephone number.

When you visit our shareholder portal on the Internet, we collect data showing what you access on the shareholder portal. The following data and device information are recorded in the webserver log files:

- Data requested or retrieved;
- Date and time of data retrieval;
- Indication of whether the retrieval was successful;
- Type of web browser used;
- Referrer URL (the site previously visited);
- IP address;
- Shareholder number and session ID; and
- Login.

Your browser transmits this data to us automatically when you visit our shareholder portal.

In addition, we use web storage functions. For this purpose, small text files are deposited and saved in your browser's local memory on your device. We use session storage technology to collect information on the authentication token (i.e. your "virtual" admission ticket) and your session data including your consent to our terms and conditions of use after you log onto the shareholder portal. This ensures that you are recognised again as a user when you move to another page on the portal during an active session, return to our website or reload the page. In addition, we use the local storage function to time-stamp your login to ensure that you are automatically logged out after 30 minutes of inactivity for security reasons. This data is automatically deleted when you close the browser. The menu of your browser will tell you what technical steps you can take to prevent web storage objects from being deposited and the settings you must select to be alerted when a new web storage object is deposited. Please note that if you prevent web storage objects from being accepted some of the functions of our website may no longer be available.

Finally, we also process information on motions, questions, nominations and other requests lodged by shareholders or their representatives in connection with the virtual Annual General Meeting as well as on the votes you cast.

## III. Sources of data

We and our service providers obtain the shareholders' personal data either from the shareholders themselves or from the shareholders' custodian banks at which our shares are held.

If you are a shareholder representative, we receive your personal data from the shareholder whom you are representing or directly from you in the case of data directly related to your activity during the virtual Annual General Meeting.

## IV. Purpose of and legal basis for processing

We process your personal data in accordance with the requirements of the GDPR, the German Federal Data Protection Act (BDSG) and the

German Public Limited Companies Act (AktG) as well as other relevant statutory requirements.

Among other things, you can exercise your voting rights by means of postal voting, grant voting proxies, submit questions or lodge objections for inclusion in the minutes of the Annual General Meeting. To use the shareholder portal, you must enter your logon data that you have received together with your voting card. The various options for exercising your voting rights will then be displayed in the form of buttons and menus on the user interface of the shareholder portal. Use of the shareholder portal is subject to the terms and conditions of use, which may be inspected there.

### **1. Operation of the shareholder portal**

It is technically necessary for the above-mentioned logon data and device information recorded in the webserver log files to be processed and for web-storage elements to be used to ensure that the shareholder portal can be operated as well as to prevent any unauthorised use, to remedy any errors and to ensure smooth execution of the virtual Annual General Meeting. Accordingly, we have a legitimate interest in providing the shareholder portal as a service for our shareholders and their representatives so that they are able to exercise their shareholder rights conveniently and can participate in the virtual Annual General Meeting via online connection. The legal basis for this processing is Article 6(1) f of the GDPR.

### **2. Identity check**

When you log onto the shareholder portal, we process your logon data to ensure that you are authorised to participate in the virtual Annual General Meeting via online connection as a shareholder or shareholder representative or to take any preparatory measures.

It is necessary for this data to be processed for us to comply with our duties under company law (sections 118 et seq. of the AktG) where applicable also in conjunction with section 1 (2) no. 2 and 4 of the Act on Measures Affecting the Law on Corporations, Cooperatives, Associations, Foundations and Residential Property 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 (C19-AuswBekG)). The legal basis for this processing is Article 6(1) c of the GDPR.

### **3. Preparation and execution of the virtual Annual General Meeting as well as related follow-up activities**

We process your personal data to handle the logon of the shareholders and the shareholder representatives and their participation in the virtual Annual General Meeting (e.g. to verify authorisation to participate via online connection, to prepare the participation list, to distribute voting cards) and to enable the shareholders and shareholder representatives to exercise their rights in connection with the virtual Annual General Meeting (including the grant and revocation of voting proxies and instructions).

In particular, we also track the votes that you cast if you or your representative exercise your voting rights before or during the virtual Annual

General Meeting by postal vote or by electronic postal vote via the shareholder portal to ensure the due and proper approval of resolutions and vote-counting during the virtual Annual General Meeting. In addition, we process information about any objections that you lodge against resolutions passed during the virtual Annual General Meeting provided that you lodge such an objection during the virtual Annual General Meeting via the shareholder portal.

The legal basis for this processing is Article 6(1) c of the GDPR in conjunction with our obligations under company law in accordance with sections 118 et seq. of the AktG and, where applicable, in conjunction with the C-19 AuswBekG.

It is necessary for us to process your personal data to ensure the due and proper execution of the virtual Annual General Meeting. If you do not provide us with the necessary personal data, we may not be able to allow you to participate in the virtual Annual General Meeting via online connection.

### **4. Exercise of right to ask questions**

If you as a shareholder make use of your right to submit questions ahead of the virtual Annual General Meeting via our shareholder portal and your questions are included in the virtual Annual General Meeting or in the frequently asked questions (FAQ) published in advance on Aareal Bank AG's website, your name will be disclosed with the question(s). Accordingly, your name can be seen by other persons participating in the virtual Annual General Meeting via online connection. This data is processed to protect our legitimate interest to ensure that the virtual Annual General Meeting resembles a physical Annual General Meeting as far as possible and to protect the legitimate interest of the other persons participating in the virtual Annual General Meeting via online connection to learn of the name of the person asking the question. The legal basis for this processing is Article 6(1) f of the GDPR.

### **5. Processing in connection with voting right notifications**

In addition, we process data which is disclosed to us by you or other persons under a duty of disclosure in connection with voting right notifications submitted in accordance with the German Securities Trading Act. The legal basis for processing this data in such cases is the applicable statutory requirements as well as Article 6(1) c of the GDPR.

### **6. Processing of data to comply with statutory data retention obligations**

In addition, your personal data may also be processed to satisfy further statutory obligations, e.g. supervisory requirements as well as data retention obligations under corporate, commercial and tax law. Thus, for example, we are required to retain voting proxies issued to the proxy holders nominated to us for the virtual Annual General Meeting on a verifiable basis and to archive them for three years in such a way that they cannot be accessed. The relevant legal basis for this is also Article 6(1) c of the GDPR.

## V. Data recipient

Service providers retained by the Company for the purposes of executing the virtual Annual General Meeting only receive from the Company such personal data as they require to perform the requested service and process this data solely on the Company's behalf and in accordance with its instructions. All our employees as well as all employees of the external service providers who have access to this data or process it are subject to an undertaking to treat it confidentially.

If a shareholder asks for an item to be placed on the agenda, the Company will disclose this item provided that the requirements under corporate law are satisfied, stating the name of the shareholder in question. Similarly, if shareholders submit counter-motions and nominations, the Company will disclose these provided that the requirements under corporate law are satisfied, stating the name of the shareholder in question on the Company's website.

If you as a shareholder make use of your right to submit questions during the virtual Annual General Meeting via our shareholder portal and your questions are included in the virtual Annual General Meeting or in the frequently asked questions (FAQ) published in advance on Aareal Bank AG's website, your name will be disclosed. Accordingly, your name can be seen by other persons participating in the virtual Annual General Meeting via online connection.

Finally, we may be subject to an obligation to transmit your personal data to other recipients, e.g. in connection with the publication of voting right notifications in accordance with the provisions of the German Securities Trading Act, or to government authorities in order to satisfy statutory reporting duties (e.g. to tax or criminal prosecution authorities).

## VI. Duration of storage and deletion of data

We will delete or anonymise your personal data as soon as it is no longer required for the above-mentioned purposes unless we are required by law to continue storing the data (e.g. under the German Public Limited Companies Act, the German Commercial Code, the German Fiscal Code or other statutory provisions). In addition, we will retain data if this is necessary in connection with claims that are asserted against or by our Company or to preserve the above-mentioned legitimate interests. Please contact our data protection officer if you have any specific questions concerning the duration for which data is stored.

## VII. Rights of the data subjects and data protection officer

Provided that the statutory requirements are satisfied, shareholders and shareholder representatives as data subjects have the right

- to receive information on the data processing and a copy of the data processed (right to access, Article 15 of the GDPR),

- to request the rectification of incorrect data or the completion of incomplete data (right to rectification, Article 16 of the GDPR)
- to request the erasure of personal data (right to erasure, Article 17 of the GDPR)
- to request the restriction of data processing (right to restriction of processing, Article 18 of the GDPR),
- to receive the personal data concerning the shareholder or shareholder representative which he or she has provided to a controller in a structured, commonly used and machine-readable format and to transmit that data to another controller without hindrance from the controller to which the personal data have been provided (right to data portability, Article 20 of the GDPR).

**If we process your data to preserve the legitimate interests of Aareal Bank AG or a third party, you have the right to object, on grounds relating to your particular situation, at any time to processing of your personal data (right to object, Article 21 of the GDPR). In this case, we will no longer process your personal data, unless we can demonstrate compelling legitimate grounds for the processing which override your interests, rights and freedoms, or if the processing serves to establish, exercise or defend legal claims.**

Shareholders and shareholder representatives may submit any complaints with regard to the processing of their personal data to the Company's data protection officer:

**Aareal Bank AG**  
**Datenschutzbeauftragter**  
**Paulinenstrasse 15**  
**65189 Wiesbaden**  
**E-mail: [datenschutz@aareal-bank.com](mailto:datenschutz@aareal-bank.com)**

Regardless of this, each shareholder and each shareholder representative has a right under Article 77 of the GDPR to lodge a complaint with a competent data protection supervisory authority. The data protection supervisory authority responsible for the Company is the Hessischer Beauftragter für Datenschutz und Informationsfreiheit (Officer for Data Protection and Information Freedom of the State of Hesse) (Gustav-Stresemann-Ring 1, 65189 Wiesbaden, Telephone: +49 611 1408 0, Telefax: +49 611 1408 900 or +49 611 1408 901, E-mail: [poststelle@datenschutz.hessen.de](mailto:poststelle@datenschutz.hessen.de)).



**Aareal Bank**