

## **Information for shareholders and their representatives as well as guests and viewers 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 or as a guest or viewer 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.

We will be conducting a virtual Annual General Meeting on 31 August 2022 without the physical presence of the shareholders and their representatives or guests and viewers and will be streaming it to them. Accordingly, it is not possible for the shareholders and their representatives or guests or viewers to physically attend the Annual General Meeting. However, shareholders and their representatives may follow the entire Annual General Meeting by means of audio and video streaming via the shareholder portal. The shareholder portal is operated by our service provider Computershare Deutschland GmbH & Co. KG, Eisenheimerstr. 61, 80687 Munich, solely on our behalf and in accordance with our instructions. It is available at the URL

[www.aareal-bank.com/en/investors-portal/equity-investors/general-meeting-2022/](http://www.aareal-bank.com/en/investors-portal/equity-investors/general-meeting-2022/)

We offer selected interested and registered persons (guests) the possibility of watching and listening to the virtual Annual General Meeting via a separate webstream organised by our service provider Neumann&Müller GmbH & Co. KG, Zeppelinstraße 126, 73730 Esslingen am Neckar (Neumann&Müller). Guests will be given a direct link to access the webstream. Via our service provider Neumann&Müller, we will also be offering the general public (viewers) the possibility of watching and listening to a livestream of the public part of the Annual General Meeting on our website.

### **I. Responsible staff member**

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

**Aareal Bank AG**  
**Paulinenstraße 15**  
**D-65189 Wiesbaden**  
**Telefax: +49 611 348-2965**  
[HV2022@aareal-bank.com](mailto:HV2022@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, depository bank
- Individual data for access to the shareholder portal
- Other data provided in connection with the virtual Annual General Meeting (e.g. e-mail address or 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 as a shareholder or representative visit our shareholder portal on the Internet or watch the separate or public webstream as a guest or viewer, we will collect data on visits to our shareholder portal and the separate or public webstream. The following data and device information may be recorded in the webserver log files:

- Data requested or retrieved (e.g. on screen resolution);
- Date, time, place and duration of data retrieval;
- Indication of whether the retrieval was successful;
- Type of web browser used and the operating system;
- Referrer URL (the site previously visited);
- IP address;
- For shareholders and their representatives only: shareholder number and session ID; and
- Login.

Your browser transmits this data to us automatically when you visit our shareholder portal or the separate webstream.

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 or, if you are a guest, move from the separate webstream, return to our website or reload the page. In addition, we use the local storage function to operate the shareholder portal in order to time-stamp your login to ensure that you are automatically logged out after 30 minutes of inactivity for security reasons. For the purposes of the separate and public webstream, we use local storage functions to store the preferences of our guests and viewers with regard to the webstream, e.g. volume or quality settings.

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.

If we contact guests to allow them to watch the virtual Annual General Meeting via the separate webstream, we may process their names and functions as well as their contact information required for the communication channel selected (e.g. e-mail address or postal address).

### **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.

If you contact us as a guest, use our information services or we send you information in connection with the virtual Annual General Meeting, we will receive the data either directly from you or, if applicable, in the course of our business activities from internal or external sources, some of which are also publicly accessible, e.g. if we contact you as a media or government representative.

### **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), the Telecommunications-Telemedia Data Protection Act (TTDSG) and the German Public Limited Companies Act (AktG) as well as other relevant statutory requirements.

Via the shareholder portal, amongst other options you can follow the virtual Annual General Meeting in audio or video mode, exercise your voting rights by means of postal voting, grant voting proxies, submit questions or lodge objections for inclusion in the minutes. To use the shareholder portal, you must enter your logon data that you 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. This also applies to the separate webstream for guests via which they may watch and listen to the virtual Annual General Meeting.

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

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. It is also necessary to process this data for the technical provision of the separate webstream for guests and the public webstream for viewers. The legal basis for such processing with regard to shareholders is Article 6 (1) c GDPR, read in conjunction with section 67e (1) of the German Public Companies Act (AktG) and, with reference to their representatives as well as guests and viewers, Article 6 (1) f 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 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) 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) most recently amended by the Act to Establish the "Reconstruction Aid Act 2021" Special Fund and to Temporarily Suspend the Obligation to File for Insolvency Due to Heavy Rainfall and Floods in July 2021 and to Amend Other Acts (Gesetz zur Errichtung eines Sondervermögens „Aufbauhilfe 2021“ und zur vorübergehenden Aussetzung der Insolvenzantragspflicht wegen Starkregenfällen und Hochwasser im Juli 2021 sowie zur Änderung weiterer Gesetze) of 10 September 2021 (C19-AuswBekG). The legal basis for such processing is Article 6 (1) c GDPR, in conjunction with section 67e (1) AktG.

If you register as a guest, we will process your registration information to ensure that only guests invited by us can access the separate webstream of the virtual Annual General Meeting. Accordingly, we have a legitimate interest in performing an access control for our virtual Annual General Meeting. The legal basis for such processing is Article 6 (1) f GDPR.

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

We process your personal data in order to prepare, execute and follow up the virtual Annual General Meeting, especially to handle the registration and access of shareholders and shareholder representatives to the virtual Annual General Meeting

(e.g. to verify authorisation to participate, to prepare the attendance list, to dispatch voting cards) and to enable the shareholders and their representatives to exercise their rights in connection with the virtual Annual General Meeting (including the grant and revocation of voting proxies and instructions) and to enable us to perform our duties in relation to shareholders and their representatives (e.g. sending electronic confirmation of votes exercised by way of electronic postal voting).

In particular, we also track the votes that you cast if you or your authorised representative exercise(s) 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 such processing is Article 6 (1) c GDPR, read in conjunction with Section 67e (1) of the AktG and our obligations under company law in accordance with Sections 118 et seq. AktG and, where applicable, read in conjunction with the C19 AuswBekG.

Where applicable, we process the name, function and contact information (e.g. e-mail address or postal address) of guests required for the respective communication channel in order to send you, as a guest, an invitation to the virtual Annual General Meeting and to enable you to watch and listen to the virtual Annual General Meeting via a separate webstream. The legal basis for such processing is Article 6 (1) f GDPR. Our legitimate interest is to inform as wide a circle of interested parties as possible about the virtual Annual General Meeting and, if you are a media representative, to provide the basis for independent public reporting.

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.

In connection with the preparation, execution and follow-up of the virtual Annual General Meeting, we possibly also send your data to our legal and tax consultants or auditors as we have a legitimate interest in organising the virtual Annual General Meeting in conformity with the relevant legal regulations and in obtaining external advice in this regard. The legal basis for such processing is Article 6 (1) f GDPR.

#### **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, your name will be disclosed with the question(s). Accordingly, your name can be seen by other persons participating at the virtual Annual

General Meeting. Such 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 or who are interested in its contents to learn of the name of the person asking the question. The legal basis for such processing is Article 6 (1) f GDPR. If you do not agree to such disclosure, you may already object to the disclosure of your name for reasons arising from your specific situation at the time when the question is sent. In this case, please do not activate the checkbox requesting your consent to the disclosure of your name. In addition, the statements below apply to your rights as a data subject.

## **5. Preparing the register of participants and granting inspection thereof**

When you authorise the shareholder representatives to exercise your voting rights at the Annual General Meeting, we will enter your name and/or your company name, your place of residence or your headquarters, the number of your shares, the type of holding and the grant of such vote by proxy in the register of participants at the Annual General Meeting. Such data is processed in order to prepare the register of participants in accordance with Section 129 (1) sentence 2 of the German Public Limited Company Act (AktG) and to grant the right of inspection by the shareholders. The register of participants will be made available for inspection to duly registered shareholders during the Annual General Meeting before the first vote via the shareholder portal. In accordance with Section 129 (4) sentence 2 AktG, each shareholder must be granted the right of inspection of the register of participants for up to two years after the Annual General Meeting. Such data processing enables us to comply with our statutory obligation to prepare the register of participants and to grant the right of inspection and, in addition, to do justice to our legitimate interest in transparent execution of the virtual Annual General Meeting. The legal basis for preparing and making the register of participants available for inspection after the Annual General Meeting is Art. 6 (1) c) GDPR. The legal basis for making the register of participants accessible on the shareholder portal before the first vote is Art. 6 (1) f) GDPR.

## **6. Making corporate information available to, and maintaining contact with, shareholders (investor relations)**

Your personal data may also be processed for the provision of company information and to maintain contact with you (Investor Relations). The legal basis for such data processing is Art. 6 (1) c) GDPR, read in conjunction with Section 67e (1) of the German Public Limited Companies Act (AktG).

## **7. 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) GDPR.

## **8. Processing of data to comply with other statutory obligations**

In addition, your personal data may also be processed to satisfy further statutory obligations, e.g. supervisory requirements, statutory reporting and publication duties 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 for three years. In such cases, Art. 6 (1) c) GDPR, read in conjunction with the respective statutory regulations, also constitutes the decisive legal basis.

## **9. Cookies**

We use cookies that are technically absolutely necessary for our password-protected shareholder portal as well as the separate and public webstream for guests or viewers. Cookies are small files that are deposited on your desktop, notebook or mobile device by a website you visit. They tell us, for example, whether there has previously been a connection between your device and our password-protected shareholder portal or the separate or public webstream for guests and viewers. Cookies may also contain personal data. It is possible to set up your browser in such a way that you (i) are informed about the enabling of cookies, (ii) can enable cookies only in individual cases, (iii) can enable cookies only in special cases or reject them altogether, (iv) can activate the automatic deletion of cookies upon closing the browser. If you opt out of the use of cookies, some of the functions of our password-protected shareholder portal or the separate or public webstream for guests or other individual functions may not be available to you in full.

We only use the necessary session cookies for the purpose of providing the portal site and for the registration and identification of shareholders and their representatives or for the provision of the separate and public webstream. They are technically absolutely necessary for the respective functions and are deleted when you close your browser.

Accordingly, depositing absolutely necessary cookies and accessing the data stored in them is justified in accordance with section 25 (2) No. 2 TTDSG. The processing of personal data associated with and in addition to these cookies is necessary to protect our legitimate interest in enabling our shareholders and their representatives to visit our password-protected shareholder portal and guests and viewers to access the separate or public web stream. The legal basis for such processing is Article 6 (1) f) GDPR.

## **V. Data recipients and transmission to third countries**

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. In connection with the preparation, execution and follow-up of the Annual General Meeting, we may also forward your personal data to our legal and/or tax advisors or auditors.

According to Section 129 (1) sentence 2 of the AktG, we are required to prepare a register of participants. This register is also used to document proxy votes, disclosing the name of the relevant shareholder, which means that the names of shareholders appear in the register of participants whenever they authorise a person to cast a proxy vote. During the Annual General Meeting, the register of participants will be made available for inspection to duly registered shareholders before the first vote via the shareholder portal. In addition, according to section 129 (4) sentence 2 of the AktG, each shareholder is to be granted the right on request to inspect the register of participants for up to two years after the Annual General Meeting.

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 and your questions are dealt with at the virtual Annual General meeting, your name will be disclosed. Accordingly, your name can be seen by other persons participating at the virtual Annual General Meeting. 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).

Your data will generally be processed in countries that are members of the European Union (EU) and the European Economic Area (EEA). We will also send information to shareholders from countries outside the EU or EEA (third countries), e.g. invitations to Annual General Meetings. If this information also contains personal data (e.g. motions for the Annual General Meeting stating the name of the submitter of the motion), this data will thus also be transmitted to third countries. The provisions of the GDPR do not apply directly to third countries. A lower level of protection for your personal data may apply in these third countries unless the EU Commission has made an adequacy decision. Transmission is nevertheless necessary in order to inform all shareholders equally, as we are not permitted to exclude shareholders from third countries from our duty to provide information. Accordingly, by transmitting this data, we are complying with our contractual obligations. The legal basis for this transmission is Article 49(1) b GDPR.

## **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 their representatives as well as guests have the right as data subjects

- to receive information on the data processing and a copy of the data processed (right of access, Article 15 GDPR),
- to request the rectification of incorrect data or the completion of incomplete data (right to rectification, Article 16 GDPR)
- to request the immediate erasure of personal data (right to erasure, Article 17 GDPR)
- to request the restriction of data processing (right to restriction of processing, Article 18 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 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 personal data concerning you (right to object, Article 21 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 as well as guests may submit any complaints with regard to the processing of their personal data to the Company's data protection officer:

**Aareal Bank AG**  
**Data Protection Officer**  
**Paulinenstraße 15**  
**65189 Wiesbaden**  
[datenschutz@aareal-bank.com](mailto:datenschutz@aareal-bank.com)

Regardless of this, each shareholder, representative and guest has a right under Article 77 GDPR to lodge a complaint with a competent data protection supervisory authority. The data protection supervisory authority responsible for the Company is the Officer for Data Protection and Information Freedom of the State of Hesse (Post Office Box 3163, 65021 Wiesbaden, Telephone: +49 611 1408-0, Telefax: +49 611 14 08-900 or +49 611 1408-901, [poststelle@datenschutz.hessen.de](mailto:poststelle@datenschutz.hessen.de)).

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