

EYEMAXX issues convertible bond of up to EUR 20.376 million

Aschaffenburg, 24 March 2017 –EYEMAXX Real Estate AG (General Standard; ISIN DE000A0V9L94) is issuing a fixed-interest convertible bond. Today the Bundesanstalt für Finanzdienstleistungsaufsicht (BaFin – German Financial Services Supervisory Authority) approved the securities offering prospectus for the issue of this convertible bond. According to the resolution made by the Managing Board of EYEMAXX Real Estate AG and the corresponding approval of the Supervisory Board the company plans to issue a fixed-interest convertible bond with a total nominal amount of up to EUR 20,376,000 running through to 15 December 2019. The annual interest coupon totals 4.5 percent, the conversion price has been set at EUR 11.89. The placement will take place as part of a subscription offer for shareholders of EYEMAXX Real Estate AG and holders of the EYEMAXX bond 2016/2019 (ISIN DE000A2BPCQ2). The bonds not subscribed for as part of the subscription offer are to be placed via a public offer in Germany and Austria and a private placement (rump placement) in Germany, and also in other EU countries and in Switzerland as the case may be. The proceeds from the convertible bond are to be used, in particular, to finance EYEMAXX Real Estate AG's real estate projects and to expand and modernise its own portfolio of properties. The company currently has a deal pipeline totalling around EUR 400 million. The approved securities offering prospectus with the issuing conditions which apply for the offering can be downloaded from the company's Web site at www.eyemaxx.com.

EXPLANATION PART

A total of up to 20,376 bearer bonds, each with a nominal amount of EUR 1,000 will be offered. The term for the convertible bond starts on 21 April 2017 and ends at midnight on 15 December 2019, repayment is scheduled for 16 December 2019.

The subscription period for the offering commences on 28 March 2017 and ends on 12 April 2017 (noon CET). The subscription price is the same as the nominal amount and thus totals EUR 1,000 per bond. Shareholders of EYEMAXX Real Estate AG are entitled to procure one convertible bond for 231 shares of EYEMAXX in each case. The holders of the 2016/2019 bond can subscribe for 11 2017/2019 convertible bonds for 25 bonds in each case. In addition, the issue also includes the possibility of over-subscription, in this case there is no entitlement to allocation. Bonds which are not subscribed for as a result of subscription rights being exercised will be offered to investors in Germany and Austria until 18 April 2017 (noon CET). Interest will be paid on the 2017/2019 convertible bond every six months in arrears, in each case on 16 June and 16 December, and for the first time in June 2017. The convertible bond can be converted to bearer shares of EYEMAXX Real Estate AG for the first time in July 2018. Additional exercise periods are scheduled for October 2018, July 2019 and October 2019. The initial conversion price is EUR 11.89 per share. The shares provided as part of the conversion bear profit participation rights from the start of the fiscal year in which they are issued. It

is planned to include the bonds in OTC trading (Open Market) on the Frankfurt Stock Exchange from 21 April 2017.

The funds from the convertible bond are to be used to finance real estate projects for which concrete construction will commence in 2017, and to expand and modernise individual investment properties. In addition, the proceeds from the issue are also to be used for new real estate developments.

EYEMAXX Real Estate AG intends to use the excellent opportunities currently prevailing on the market to further expand its existing project pipeline which now totals around EUR 400 million. In so doing, the focus will be on the core markets of Germany and Austria. As a result, the company is already preparing several new, large-volume residential real estate projects as well as mixed-use projects. The company is in advance-stage negotiations for the implementation of new residential construction projects in Vienna and in the Rhine-Main-Neckar region. Large-volume residential construction projects are also currently being investigated in Berlin.

During the first six months of 2017, the company plans to commence construction activities for several large projects, such as the “Postquadrat” in Mannheim, which is the largest project in the company’s history to date with a project volume of around EUR 170 million, as well as the residential projects “Park Apartments Potsdam”, “Lindenauer Hafen” in Leipzig and “Rustefeld Apartments” in Vienna.

Investment properties are the second pillar of EYEMAXX’s business model, in addition to the development of real estate projects. In future, fully let commercial properties in Germany and Austria are also to be held as investment properties in order to record constant cash flows from rental income in combination with the returns from development projects.

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partially register the share issue in the United States of America, or to perform a public offer in the United States of America.

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