

ANNUAL GENERAL MEETING 2020

AGENDA AND PROPOSED RESOLUTIONS FOR THE MEETING

- 01 PRESENTATION OF THE STAND-ALONE ANNUAL ACCOUNTS OF THE COMPANY FOR THE FINANCIAL YEAR 2019, OF THE APPROVED CONSOLIDATED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2019, THE AUDITOR REPORT RELATING TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2019 AS WELL AS THE MANAGEMENT REPORT FOR THE FINANCIAL YEAR 2019

The supervisory board of the Company (the **Supervisory Board**) has not made any comments to the stand-alone annual accounts, the consolidated financial statements for the financial year 2019 as drawn up by the Management Board (the **Financial Statements**), nor to the report prepared by the management board (the **Management Report**) and the report of the independent auditor relating to the Financial Statements (the **Auditor Report**).

The Management Board and the Supervisory Board propose to the Meeting to approve the Financial Statements in accordance with article 461-7 of the Luxembourg act on commercial companies dated 10 August 1915, as amended (the **Companies Act**).

- 02 ACKNOWLEDGEMENT OF THE PROFIT OF THE COMPANY MADE WITH RESPECT TO THE FINANCIAL YEAR 2019 AND ALLOCATION TO THE LEGAL RESERVE

The Management Board proposes that the Meeting acknowledges that the Company made a profit with respect to the financial year 2019 in an aggregate amount of EUR 80,646,721.13 (the **Profit**).

The Management Board proposes that the Meeting resolves to not proceed with any dividend distribution and to carry forward the Profit to the next financial year.

- 03 DISCHARGE (*QUITUS*) TO EACH OF THE MEMBERS OF THE MANAGEMENT BOARD FOR THE FINANCIAL YEAR 2019
The Management Board and the Supervisory Board propose to the Meeting to grant discharge (*quitus*) to the members of the Management Board for the performance of their duties as members of the Management Board for, and in connection with, the financial year 2019.

- 04 DISCHARGE (*QUITUS*) TO EACH OF THE MEMBERS OF THE SUPERVISORY BOARD FOR THE FINANCIAL YEAR 2019
The Management Board and the Supervisory Board further propose to the Meeting to grant discharge (*quitus*) to the members of the Supervisory Board for the performance of their duties as members of the Supervisory Board for, and in connection with, the financial year 2019.

05 APPOINTMENT OF NEW MEMBERS OF THE SUPERVISORY BOARD

Following the expiration of the mandates of Mr Micha Blattmann, Mr Urs Felder and Mr Ulrich Plett as well as the resignation of Mr Jonathan Matthew Lurie as members of the Supervisory Board, all with effect after the holding of the Meeting, the Management Board and the Supervisory Board propose to the Meeting to appoint the following persons as new members of the Supervisory Board with effect as of the closing of the Meeting:

- Dr. Georg Allendorf, residing in Alzeyer Strasse 160c, 67592 Flörsheim-Dalsheim, Germany, for a term of office ending after the annual general meeting of the Company which will be held in 2023;
- Dr. Gabriele Apfelbacher, residing in Romanstraße 71, 80639 Munich, Germany, for a term of office ending after the annual general meeting of the Company which will be held in 2023;
- Timothy Blackwell, residing in Böndlerstrasse 61, 8802 Kilchberg/Zurich, Switzerland, for a term of office ending after the annual general meeting of the Company which will be held in 2023;
- Marc Driessen, residing in Geibelstraße 46b, 2203 Hamburg, Germany, for a term of office ending after the annual general meeting of the Company which will be held in 2023; and
- Olaf Klinger, residing in Goseberg 30, 37603 Holzminden, Germany, for a term of office ending after the annual general meeting of the Company which will be held in 2023.

The Board further proposes that the Meeting recommends that Dr. Georg Allendorf shall be designated by the Supervisory Board as chairman.

Further information about the proposed candidates is available on the homepage at www.corestate-capital.com under "shareholders" and "Annual General Meeting" and will be available for inspection during the Meeting. Curricula vitae for the proposed candidates, providing information about their relevant knowledge, skills and experience, together with a list of relevant activities besides the Supervisory Board position forming the subject of these elections, are also available on the homepage at www.corestate-capital.com under "shareholders" and "Annual General Meeting".

06 APPOINTMENT OF THE INDEPENDENT AUDITOR (*CABINET DE RÉVISION AGRÉÉ*) FOR THE FINANCIAL YEAR 2020

The Management Board and the Supervisory Board propose to the Meeting to appoint Ernst & Young SA, 35E Avenue John F. Kennedy, 1855 Luxembourg, represented by partner Pavel Nesvedov, as independent auditor (*cabinet de révision agréé*) for the stand-alone annual accounts and consolidated financial statements of the Company for the financial year 2020, and to grant power and authority to the Management Board and the Supervisory Board to enter into the relevant agreement (in accordance with market standards) with Ernst & Young SA.

07 ADVISORY NON-BINDING VOTE ON THE NEW REMUNERATION POLICY

The Management Board proposes to the Meeting to approve on a non-binding basis the new remuneration policy in accordance with the requirements of Directive EU 2017/828 of 17 May 2017, as implemented under Luxembourg law by the law of 1st August 2019.