

The background is a collage of three images: a top-left view of a white architectural ceiling with a skylight; a bottom-left view of a balcony with ornate black metal railings and patterned wallpaper; and a right-side view of a tall, historic brick building with many windows and a decorative top section.

2023 INVITATION

to the extraordinary general meeting of
alstria office REIT-AG on December 1, 2023

Overview containing information in accordance with table 3 of the annex of the Implementing Regulation (EU) 2018/1212 ("DVO") for the notification pursuant to section 125 of the German Stock Corporation Act

A. Specification of the message

1. Unique identifier of the event	Extraordinary general meeting of alstria office REIT-AG 2023 in person (Formal specification according to DVO: 8d0789793456ee11b52900505696f23c)
2. Type of message	Notice of general meeting (Formal specification according to DVO: NEWM)

B. Specification of the issuer

1. ISIN	DE000A0LD2U1
2. Name of issuer	alstria office REIT-AG

C. Specification of the meeting

1. Date of the general meeting	December 1, 2023 (Formal specification according to DVO: 20231201)
2. Time of the general meeting	9:00 hours (CET) (Formal specification according to DVO: 8:00 hours UTC (Coordinated Universal Time))
3. Type of general meeting	Extraordinary general meeting with physical attendance of shareholders and/or their proxies (Formal specification according to DVO: XMET)
4. Location of the general meeting	House of the Patriotic Society (<i>Haus der Patriotischen Gesellschaft</i>), 1. floor, Reimarus-Saal, entrance: Trostbrücke 6, 20457 Hamburg, Germany
5. Record Date ¹	November 9, 2023 (cob) (Formal specification according to DVO: 20231109 (cob))
6. Uniform Resource Locator (URL)	https://alstria.com/investor/#generalmeeting

Further information on the notice of the general meeting (blocks D through F of table 3 of the annex of the DVO)

Further information on participation in the general meeting (block D), the agenda (block E) and specification of the deadlines regarding the exercise of other shareholder rights (block F) can be found on the Company's website at

<https://alstria.com/investor/#generalmeeting>.

¹ Please note that according to the formal requirements of the DVO, the so-called technical record date is a date that is not the same as the record date under stock corporation law within the meaning of section 123 para. 4 sentence 2 German Stock Corporation Act.

For further information on the record date under stock corporation law and its significance, please refer to the section "Further information and instructions – 2. Requirements for participating in the general meeting and for exercising the voting rights" in this invitation to the extraordinary general meeting in person.

**This is a convenience translation of the original German document which is available under:
<https://alstria.de/investoren/#hauptversammlung>**

alstria office REIT-AG

Hamburg

ISIN: DE000A0LD2U1

We hereby invite the shareholders to the extraordinary general meeting of alstria office REIT-AG ("**alstria**" or "**Company**") on

Friday, December 1, 2023 at 9:00 hours Central European Time ("CET")

at the House of the Patriotic Society (*Haus der Patriotischen Gesellschaft*), 1. floor, Reimarus-Saal, entrance: Trostbrücke 6,
20457 Hamburg, Germany.

The General Meeting will be held in person and not as a virtual General Meeting.

A shareholder portal will not be set up.

Agenda of the General Meeting

1. Amendment of the resolution on the appropriation of the annual net profit for the 2022 financial year to pay a further dividend

With notification as of April 8, 2022, the Company had announced that it intends to take up to EUR 850 million of debts and to use the corresponding funds and proceeds to return capital to the shareholders in the amount of approximately EUR 1 billion in the form of a share buyback or a special distribution.

After borrowing approximately EUR 760 million, the Company's extraordinary general meeting on August 31, 2022 had already resolved to distribute a further dividend for the 2021 financial year in the amount of EUR 4.21 per share. In the meantime, the Company has borrowed further funds in the amount of approximately EUR 100 million. Therefore, a further special distribution to the shareholders of approximately EUR 250 million shall now be made.

Against this background, the management board and supervisory board propose to amend the resolution on the appropriation of the annual net profit for the financial year 2022 adopted by the annual general meeting on May 4, 2023 (distribution of a dividend of EUR 0.06 per no-par value share entitled to dividend, i.e., in total EUR 10,697,476.32) as follows:

Of the amount of EUR 323,215,810.17 carried forward to new account in accordance with the resolution of the annual general meeting on May 4, 2023, an amount of EUR 251,771,816.52 shall be used to distribute a further dividend for the financial year 2022 to the shareholders. This results in a further dividend of EUR 1.41 per no-par value share entitled to dividend and the following appropriation of the annual net profit for the 2022 financial year:

in EUR

Distribution of a dividend of EUR 0.06 per no-par value share entitled to dividend, as resolved on the annual general meeting on May 4, 2023	10,697,476.32
Distribution of a further dividend of EUR 1.41 per no-par value share entitled to dividend	251,771,816.52
Total distribution	262,469,292.84
Transfer to revenue reserves	0.00
Profit carried forward	71,443,993.65
Annual net profit	333,913,286.49

The proposal reflects the 178,561,572 no-par value shares of the Company with dividend entitlement existing at the time of the recommendation. Should the number of no-par value shares carrying dividend rights for the 2022 financial year change before the time the resolution on agenda item 1 of the 2023 extraordinary general meeting is adopted, a correspondingly adjusted resolution proposal will be put to the vote at the general meeting, which will provide for an unchanged further dividend of EUR 1.41 per no-par value share carrying dividend rights for the 2022 financial year as well as correspondingly adjusted amounts for the dividend payout with regard to the further dividend and the total distribution as well as the profit carried forward.

In accordance with section 58 paragraph 4 sentence 2 AktG, the further dividend is due on the third business day following the resolution adopted by the general meeting, i.e., on December 6, 2023.

Further information and instructions

1. Total number of shares and voting rights

As per the date of the convocation of the general meeting, the share capital of the Company is EUR 178,561,572.00 and is divided into 178,561,572 no-par value bearer shares. Each of the 178,561,572 no-par value shares entitles the bearer to one vote in the general meeting (article 6 paragraph 1 sentence 2 and article 15 paragraph 3 sentence 1 of the articles of association). The Company holds no treasury shares at the time of convening the general meeting.

2. Requirements for participating in the general meeting and for exercising the voting rights

In accordance with article 14 paragraphs 2 and 3 of the articles of association, only those shareholders who are Company shareholders at the commencement of the 21st day prior to the general meeting, i.e., **November 10, 2023, 0:00 hours CET ("Record Date")**, and register in a timely manner for the general meeting are entitled to participate in the general meeting and to exercise voting rights. The registration must reach the Company by no later than the expiration of **November 24, 2023, 24:00 hours CET** at the following address together with a separate proof of shareholdings on the Record Date issued by the custodian bank:

Registration office:

alstria office REIT-AG
c/o Computershare Operations Center
80249 Munich
Germany
Email: anmeldestelle@computershare.de

The registration must be made, and proof of shareholdings must be provided in text form (section 126b of the German Civil Code (Bürgerliches Gesetzbuch; "**BGB**") and must be in German or English. The proof may also be provided by the ultimate intermediary according to section 67c paragraph 3 AktG. Shareholders with registered office abroad may request for information and forms for registration and proof of shareholding in English at

hv@alstria.de

After receipt of the registration and the proof of their shareholding by the Company, admission cards for the general meeting will be sent to the shareholders by the registration office.

Normally, the custodian banks submit the registration and proof of shareholding on behalf of their customers. To ensure the timely receipt of the admission cards, we ask that the shareholders request an admission card for the participation in the general meeting from their custodian banks as early as possible.

3. Free disposability of the shares

The eligibility to participate and the scope of the voting rights are determined solely according to the shareholdings of the shareholders on the Record Date. The Record Date does not coincide with a vesting period for the availability of the shareholdings for sale. Even if the shareholdings are sold in whole or in part after the Record Date, exclusively the shareholdings of shareholders on the Record Date shall be decisive for the participation and the scope of the voting rights, i.e., the sale of shares after the Record Date has no effect on the eligibility to participate and the scope of voting rights. This also applies to the purchase of shares after the Record Date. Persons who do not hold any shares as per the Record Date and only later become shareholders are not eligible to participate and vote.

4. Procedure for voting by proxy

Shareholders can also have their voting rights exercised by a proxy appointed by the Company or any other proxy. In this event, the participation requirements described in the above section "2. Requirements for participating in the general meeting and for exercising the voting rights" must be fulfilled for the respective shares as well.

Authorizing proxies appointed by the Company

We offer our shareholders and their proxies the option to exercise their voting rights via proxies appointed by the Company. Proxies appointed by the Company may only vote in accordance with expressly given instructions on the individual items on the agenda. Should an individual vote take place on an agenda item with joint proposals, the instructions issued for that item shall apply to each subitem.

The granting of the power of attorney (with instructions) and its revocation require at least text form (article 15 paragraph 3 sentence 3 of the articles of association, section 134 paragraph 3 sentence 3 AktG in conjunction with section 126b BGB). A corresponding proxy and instruction form will be sent to shareholders who have registered in accordance with article 14 paragraphs 2 and 3 of the articles of association as part of the admission card.

Shareholders who wish to authorize the proxies appointed by the Company in advance of the general meeting are requested, in order to facilitate the organization, to send their proxies and instructions or revocations of proxies to the Company by **November 30, 2023, 18:00 hours CET** at the latest (receipt by the Company), by post or by email to the following address:

alstria office REIT-AG
c/o Computershare Operations Center
80249 Munich
Germany
Email: alstria-aoHV2023@computershare.de

On the date of the general meeting, the entry and exit control for the general meeting at the House of the Patriotic Society (*Haus der Patriotischen Gesellschaft*), 1. floor, Reimarus-Saal, entrance: Trostbrücke 6, 20457 Hamburg, Germany is available for the receipt of the proof of proxy (with instructions) until shortly before the start of the voting.

Authorizing third-party proxies

Shareholders may also have their voting rights exercised in the general meeting by an intermediary, proxy adviser, a person who offers himself in business to shareholders to exercise voting rights at the general meeting or any other person of their choice.

The declaration of granting power of attorney may be made either vis-à-vis the proxy or vis-à-vis the Company. The granting of the power of attorney, its revocation and the proof of authorization vis-à-vis the Company require at least text form if neither an intermediary, a shareholders' association, a voting rights advisor nor any other persons of equal status pursuant to section 135 paragraph 8 AktG is authorized (article 15 paragraph 3 sentence 3 of the articles of association, section 134 paragraph 3 sentence 3 AktG in conjunction with section 126b BGB). Shareholders who have registered in accordance with article 14 paragraphs 2 and 3 of the articles of association will be sent a proxy form as a part of their admission card. In addition, a corresponding proxy form in German or English can be downloaded from the Company's website at

<https://alstria.com/investor/#generalmeeting>.

The statutory provisions, in particular section 135 AktG, shall apply to the authorization of intermediaries, shareholders' associations, voting rights advisors or other persons of equal status pursuant to section 135 paragraph 8 AktG and to the revocation and proof of such authorization. Intermediaries, shareholders' associations, voting rights advisors and other persons of equal status pursuant to section 135 paragraph 8 AktG may stipulate special provisions for the procedure for their own authorization. The shareholders are therefore requested to contact their intended proxies in due time with regard to the form of the proxy that the proxies might require.

The issuance of a proxy, its revocation and the proof of a proxy which has been declared vis-à-vis the proxy can be sent to the Company prior to the general meeting by mail, fax or email at the following address:

alstria office REIT-AG
c/o Computershare Operations Center
80249 Munich
Germany
Email: alstria-aoHV2023@computershare.de

In order to facilitate the organization, shareholders are requested to send their proxies, proof of proxies and a potential revocation of proxies to the Company by no later than **November 30, 2023, 18:00 hours CET** (receipt by the Company) at the aforementioned address.

On the date of the general meeting, the entry and exit control for the general meeting at the House of the Patriotic Society (*Haus der Patriotischen Gesellschaft*), 1. floor, Reimarus-Saal, entrance: Trostbrücke 6, 20457 Hamburg, Germany is available for the receipt of the proof of proxy until shortly before the start of the voting.

5. Further information on exercising voting rights

If proxies and, if applicable, instructions are issued in due time by several means (letter, email or pursuant to section 67c paragraphs 1 and 2 sentence 3 AktG in conjunction with article 2 paragraphs 1 and 3 and article 9 paragraph 4 DVO), and if it is not apparent which was issued last, they will be considered in the following order regardless of the time of receipt: 1. pursuant to section 67c paragraphs 1 and 2 sentence 3 AktG in conjunction with article 2 paragraphs 1 and 3 and article 9 paragraph 4 DVO, 2. by email, and 3. by letter.

Should declarations be received by the same means using more than one form of voting instruction, the following shall apply: The granting of proxy and, if applicable, instructions to the proxies of the Company shall take precedence over the granting of proxy and instructions to an intermediary, a shareholders' association, a voting advisor pursuant to section 134a paragraph 1 number 3 AktG and a person of equal status pursuant to section 135 paragraph 8 AktG.

The last revocation of a declaration received in due time shall be decisive.

6. Requests for additions to the agenda in accordance with section 122 paragraph 2 AktG

Shareholders whose combined shares amount to one twentieth of the share capital or make up a prorated amount of at least EUR 500,000.00 (corresponding to 500,000 shares) may request pursuant to section 122 paragraph 2 AktG that items be placed on the agenda and published. A justification or resolution proposal must be enclosed for each new item. The request is to be directed to the management board of the Company in written form (section 126 BGB). Such request, together with the proof that the shareholders hold the minimum number of shares, must be received by the Company by no later than 30 days prior to the meeting (the day of receipt is not to be counted), i.e., by **October 31, 2023 at 24:00 hours CET** at the latest.

Any requests for additions must be sent to the following address:

alstria office REIT-AG
- Management Board -
Reference: Motions for the Extraordinary General Meeting 2023
Steinstraße 7
20095 Hamburg
Germany

A confirmation from the custodian bank is sufficient as proof of share ownership

Unless already published with the convocation, any additions to the agenda which need to be published will be published without undue delay (unverzüglich) upon receipt of the request in the German Federal Gazette (Bundesanzeiger) and provided to those media for publication where it can be assumed that the information will be disseminated throughout the entire European Union. Such additions will also be published on the Company's website at

<https://alstria.com/investor/#generalmeeting>

and communicated to the shareholders in accordance with section 125 paragraph 1 sentence 3 AktG.

7. Countermotions and election proposals, sections 126 paragraph 1, 127 AktG

Pursuant to section 126 paragraph 1 AktG, each shareholder is entitled to make countermotions to the proposed resolutions regarding the items of the agenda. If the countermotions are to be made accessible by the Company, they must be received by the Company together with proof of capacity as shareholder no later than 14 days prior to the meeting, i.e., by **November 16, 2023 at 24:00 hours CET**, at the following address:

alstria office REIT-AG
Reference: Motions for the Extraordinary General Meeting 2023
Steinstraße 7
20095 Hamburg
Germany
Email: hv@alstria.de

Countermotions addressed otherwise will not be made accessible. Subject to section 126 paragraphs 2 and 3 AktG, countermotions of shareholders which are to be made accessible will be published on the Company's website at

<https://alstria.com/investor/#generalmeeting>

together with the name of the shareholder and the potential justification and any potential position of the administration on such countermotion. Countermotions are to be submitted in German. If they are meant to be published in English as well, a translation is to be enclosed.

Pursuant to section 127 AktG, these provisions apply analogously to a shareholder's proposal to elect supervisory board members or auditors (insofar as this is an item on the agenda of the general meeting). In addition to the grounds specified in section 126 paragraph 2 AktG, the management board does not have to make a proposal accessible inter alia if the proposal does not contain the name, profession, and residence of the candidate. Proposals for the election of supervisory board members also do not have to be made accessible if no information is included regarding the proposed supervisory board candidate's membership in other supervisory boards to be established pursuant to statutory law within the meaning of section 125 paragraph 1 sentence 5 AktG.

The chair of the meeting is generally entitled to vote first on the proposals made by the management. If the proposals made by the management are then accepted with the necessary majority, the counterproposals or (deviating) election proposals will be rendered obsolete.

8. Right to information, sections 131 paragraph 1 AktG

Pursuant to section 131 paragraph 1 AktG, the management board is to provide each shareholder information regarding the matters of the Company upon request, provided such information is necessary to duly assess an item of the agenda and the management board has no right to decline to provide the requested information. The management board's duty to provide information also extends to the legal and business relations of alstria office REIT-AG with its affiliates. The duty to provide information in addition also concerns the situation of the alstria group and the companies included in the consolidated annual financial statements of alstria office REIT-AG.

9. Further elaborations

Further elaborations regarding the rights of the shareholders in accordance with sections 122 paragraph 2, 126 paragraph 1, 127 and 131 paragraph 1 AktG can be downloaded on the Company's website at

<https://alstria.com/investor/#generalmeeting>.

10. Website via which information pursuant to section 124a AktG is accessible, voting results and confirmation of the voting count

This invitation to the general meeting, the documents to be made available to the general meeting on the Company's website pursuant to section 124a AktG, motions by shareholders and other information in connection with the general meeting shall be made available as soon as possible after the general meeting has been convened via the Company's website at

<https://alstria.com/investor/#generalmeeting>.

After the general meeting, the voting results will be announced at the same internet address.

Confirmation of the vote count in accordance with section 129 paragraph 5 AktG can be requested by those voting within one month of the date of the general meeting at the email address

hv@alstria.de.

11. Time data in this invitation

All time information in this invitation refers to the Central European Time (CET). With regard to the coordinated universal time (UTC), this corresponds to the ratio UTC = CET minus one hour.

Information regarding data protection

The protection of personal data of shareholders, shareholder representatives and guests who register to participate in the general meeting of alstria office REIT-AG (“**we**” and “**Company**”) and/or who participate in it (“**EGM Participants**”) is very important to us. With the following information we advise EGM Participants about the processing of their personal data in connection with the preparation, execution and follow-up of the general meeting.

Who is responsible for data processing?

Data controller pursuant to article 4 paragraph 7 of the General Data Protection Regulation (“GDPR”) is:

alstria office REIT-AG
– Management Board –
Steinstraße 7
20095 Hamburg
Germany
Email: info@alstria.de
Tel. no.: +49 (0)40 226 341 300

How can the data protection officer be reached?

AGM Participants can contact the data protection officer of alstria office REIT-AG as follows:

alstria office REIT-AG
– Data Protection Officer –
Steinstraße 7
20095 Hamburg
Germany
Email: dataprotection@alstria.de
Tel. no.: +49 (0)40 226 341 300

What personal data are processed?

As part of the preparation, execution and follow-up of the general meeting, the following categories of personal data of shareholders are processed:

- First name and last name
- Contact data (e.g. address, email address, telephone number)
- Share-related data (e.g. number of shares, type of ownership)
- General meeting-related data (e.g. number of admission card and, where appropriate, instructions)
- Participation behaviour-related data (e.g. registration to the general meeting, voting behaviour and, where appropriate, information about and content of requests for additions to the agenda, motions, election proposals, requests for information and speeches)
- if applicable, email address (e.g. when contacting us or requesting the dispatch of business documents to be made available).

If shareholders have appointed a third party to exercise their shareholder rights, personal data of the proxy (in particular first and last name as well as place of residence of the proxy) are also processed. We ask Shareholders to expressly point this out to the proxies and to make this information regarding data protection available to them.

Concerning guests of the general meeting, information about their first and last names, contact data (in particular address, email address, telephone number as well as, if applicable, the company for which they work) are processed.

For what purposes are personal data processed and on what legal basis is data processing based?

Personal data are used to handle the registration and participation of EGM Participants (e.g. verification of eligibility) and to enable the shareholders to exercise their rights (e.g. speech and voting) at the general meeting (including the issuing, revocation and proof of proxies and instructions).

Pursuant to section 129 paragraph 1 sentence 2 AktG, a list of the shareholders present or represented and the shareholder representatives must be drawn up at the general meeting, stating their name and place of residence as well as the number of shares represented by each shareholder and their type.

In addition, personal data of the EGM Participants may also be processed to fulfil additional statutory obligations, such as regulatory requirements as well as obligations under corporate, commercial and tax law-related requirements to retain data.

The legal basis for the processing of personal data at the general meeting is article 6 paragraph 1 lit. c) GDPR.

In addition, personal data is also processed to safeguard legitimate interests in the sense of article 6 paragraph 1 lit. f) GDPR for the efficient preparation, execution and follow-up of the general meeting, statistics/analysis (if and as far as this is done in relation to person) and the establishment, exercise and defence of legal claims.

Which participants receive personal data?

The data of the EGM Participants are processed by the employees of alstria office REIT-AG who are involved in the organization of the general meeting. In addition, we partly employ different external service providers (and their subcontractors) for the preparation, execution and follow-up of the general meeting (general meeting service providers and IR service providers such as Computershare Deutschland GmbH & Co. KG, which are looking after the technical execution of the general meeting and consultants as well as the notary keeping the minutes) which have their residence in the European Economic Area (EEA) or meet the requirements of the provisions of Chapter 5 of the GDPR for the transfer of personal data to third countries. The service providers will only receive personal data that is necessary for the performance of the service ordered.

If a shareholder requests that items be placed on the agenda, the Company will publish these items stating the name of the shareholder, provided that the conditions are met in accordance with the provisions of the German Stock Corporation Act (cf. section 122 paragraph 2, 126 paragraph 1, 127 AktG). Similarly, the Company will make countermotions and election proposals by shareholders available on its website stating the name of the shareholder, provided that the conditions are met in accordance with the provisions of the German Stock Corporation Act (see the above explanation of section 122 paragraph 2, 126 paragraph 1, 127 AktG for further details).

Other shareholders and EGM Participants may access data out of the list of participants during the meeting and shareholders may access the data for up to two years thereafter (section 129 paragraph 4 AktG).

In addition, we may transmit personal data of the EGM Participants to authorities who process the data on their own responsibility (e.g. to supervisory authorities due to legal regulations), courts, arbitral tribunals or legal advisors.

It is not intended to transfer personal data to countries outside Europe (i.e. outside the EEA).

From which sources do the data come from?

To the extent that personal data have been provided by the shareholders in the course of the registration for the general meeting, alstria or the service providers engaged by it will normally receive the personal data of the shareholders via the registration office from the credit institutions of the shareholders, who have been entrusted by the shareholders with the custody of the shares of the Company (so-called custodian banks). In addition, alstria or the service providers engaged may receive personal data from the EGM Participants (e.g. when filing motions).

As far as participation behaviour-related data are concerned, such as requests for information or requests for additions to the agenda, these personal data are provided by the EGM participants themselves.

Is there an obligation to provide data?

The Company must process personal data of the EGM Participants in the general meeting in order to enable them to exercise their rights at the general meeting. If an EGM Participant does not provide their personal data, it may not be possible for them to exercise their rights related to the general meeting.

How long are the personal data stored?

As a rule, personal data are deleted as soon as they are no longer required for the aforementioned purposes and evidence and retention obligations under statutory or European law (e.g. in the German Stock Corporation Act, the German Commercial Code, the German Fiscal Code (Abgabenordnung)) do not require us to store them any longer. For the data collected in connection with general meetings, the retention period is regularly up to three years. Further evidence and retention obligations result from the German Commercial Code and the German Fiscal Code, pursuant to which the retention period can amount to up to ten years.

Does automated decision-making occur in individual cases (including profiling)?

We do not employ any purely automated decision-making process pursuant to article 22 GDPR or profiling.

What rights do those affected have?

Affected parties may contact the Company's data protection officer at any time by sending an informal message using the above contact details to exercise their rights under the GDPR. As far as the requirements pursuant to applicable law are met, those affected in particular have the following rights:

- Provision of access to the personal data concerning the affected person as well as the receipt of a copy of the processed data in accordance with article 15 GDPR
- Rectification of incorrect personal data and completion of incomplete personal data, article 16 GDPR
- Deletion of personal data, if the legal requirements are met, in particular if they are no longer required to meet the aforementioned purposes, article 17 GDPR
- Limitation of the processing of personal data if the legal requirements are met, Article 18 GDPR
- **Withdrawal of consent, article 7 paragraph 3 GDPR** (e.g. via email to dataprotection@alstria.de)
- Right to data portability of data processed by automated means based on consent or a contract, article 20 GDPR
- **Objection to the processing of personal data based on legitimate interests pursuant to article 6 paragraph 1 lit. f GDPR, article 21 GDPR**
- Lodge a complaint with a data protection authority at the choice of the affected person (e.g. the data protection authority competent for alstria: Der Hamburgische Beauftragte für Datenschutz und Informationsfreiheit, Ludwig-Erhard-Str. 22, 7. OG, 20459 Hamburg, Germany, tel.: +49 (0) 40 428 54 – 4040, email: mailbox@datenschutz.hamburg.de), article 77 GDPR

Hamburg, October 2023

The management board

BUILDING YOUR FUTURE



alstria office REIT-AG
www.alstria.com
info@alstria.de