

Organisational Directive No.: IV- Compliance-004-01

Whistleblowing System – Directive

To: All IMMOFINANZ employees

Valid from: from time of publication

Valid to: until revoked

Issued by: Corporate Legal Affairs & Compliance

Contents

1. General	2
1.1 Purpose.....	2
1.2 Target groups.....	2
1.3 Additional regulation.....	2
2. Scope of application	2
3. Regulations for whistleblowing reports	2
3.1 Reporting of violations and subsequent procedure.....	2
3.1.1 Addressees for reports	2
3.1.2 Reporting channels, report form and content	3
a) EQS Integrity Line whistleblowing tool	3
b) Physical reports	4
3.1.3 Initiation of an investigation.....	4
3.2 Policies for conducting the investigation	5
3.3 Investigation results, reporting	6
4. Protective measures	6
4.1 Protection of the whistleblower.....	6
4.2 Documentation storage and data protection.....	7

1. General

1.1 Purpose

IMMOFINANZ attaches great importance to responsible corporate management based on the principles of integrity, honesty and transparency. Employees are therefore provided with the possibility to report violations (even if only presumed) of IMMOFINANZ's business principles and code of conduct (link to corporate code of conduct) or legal infringements concerning the company.

This directive sets out the communication channels and compulsory regulations for the receipt, submission, assessment and processing of such reports within IMMOFINANZ. The objective of the precautionary measures that have been taken by IMMOFINANZ is to identify breaches of IMMOFINANZ's business principles and code of conduct or violations of legal regulations by employees, management or other individuals engaged by IMMOFINANZ, to take corrective action as swiftly as possible and to minimise any resulting detrimental impact.

The purpose of this directive is also to establish a working environment in which employees feel free to report violations of IMMOFINANZ's business principles and code of conduct or violations of legal regulations which have been perceived by them personally to the best of their knowledge and belief without fear of personal consequences or other disadvantages.

1.2 Target groups

This directive applies to all IMMOFINANZ employees. Third parties external to the company do not form a direct part of the target group for this whistleblowing directive. However, if reports from external third parties are received through the whistleblowing system, the procedure for these reports must also be in accordance with these regulations.

This directive may be presented on request when entering into contracts with external third parties or in relation to legitimate due diligence enquiries, for example to provide documentation of an existing whistleblowing system.

1.3 Additional regulation

IMMOFINANZ has a company agreement in place concerning the whistleblowing system.

2. Scope of application

Relevant incidents within the meaning of this directive are breaches by IMMOFINANZ employees, other individuals engaged by IMMOFINANZ or individuals acting on behalf of IMMOFINANZ of laws, directives or other regulatory requirements as well as material violations of internal corporate policies, business principles and the code of conduct.

IMMOFINANZ attaches very high importance to acting in compliance with the law and in a fair and transparent manner at all levels within the company and therefore the scope of this directive also expressly covers such (presumed) breaches and/or perceptions thereof that relate to one or more members of the company's Executive Board and/or other executives or key employees of the company.

3. Regulations for whistleblowing reports

3.1 Reporting of violations and subsequent procedure

3.1.1 Addressees for reports

If an employee perceives a violation within the meaning of this directive, they are strongly encouraged to report it to the Compliance Officer or to the Head of Internal Audit. If the report relates to one of these individuals themselves, the employee must inform the person to which it does not relate and/or the Executive Board directly.

If there is doubt as to whether an incident which has been observed should be assessed as a violation within the meaning of this directive, it is recommended to discuss the matter in advance with the Compliance Officer or the Head of Internal Audit.

3.1.2 Reporting channels, report form and content

Reports of perceived and suspected cases which are made through one of the whistleblowing reporting channels provided by IMMOFINANZ (“whistleblowing reports”) may be made either in non-anonymous form or in anonymous form. The employee (“whistleblower”) is free to decide which type of report to submit.

Whistleblowers are asked to consider the option of submitting the report in non-anonymous form because:

- knowledge of the identity of the whistleblower may in certain circumstances facilitate the investigation of the matter if follow-up enquiries can be made,
- it is easier to ensure the protection of the (identified) whistleblower,
- otherwise, the risk of encouraging an internal “culture of suspicion” may arise.

Nonetheless, both non-anonymous and anonymous whistleblowing reports are taken equally seriously and treated equally. The guarantees relating to the protection of the whistleblower against disadvantages (see section 4) apply irrespective of the form of report.

IMMOFINANZ provides employees with the following two options for whistleblowing reports:

a) EQS Integrity Line whistleblowing tool

The EQS Integrity Line whistleblowing tool enables whistleblowing reports to be submitted from any computer with Internet access (including outside of the IMMOFINANZ network), either with disclosure of the identity of the person making the report (non-anonymous) or in anonymous form, according to their preference. The processing and access to the information is strictly limited to specifically designated IMMOFINANZ employees (see section 3.1.3). The tool also (again, according to the preference of the whistleblower) enables an anonymous mailbox to be set up as part of the submission of the whistleblowing report, which can likewise subsequently be accessed from any computer with Internet access. The anonymous mailbox facilitates two-way communication (e.g. for further enquiries or for information regarding the processing status to be sent to the whistleblower), even if the report has been made anonymously and the processor has no knowledge of the whistleblower’s identity. The anonymous mailbox also enables documents to be subsequently uploaded by the whistleblower in a straightforward process.

The EQS Integrity Line whistleblowing tool additionally ensures structured processing and documentation as well as adherence to a mandatory four-eyes principle in that it provides for fixed steps in the processing and reminders in the event that processing does not take place and defines different individuals for the processing of reports/incidents and closing of the case.

Finally, the EQS Integrity Line whistleblowing tool has an integrated anonymisation function whereby any content related to an individual can be simply and reliably anonymised (“blacked out”) on completion of the processing without having to destroy the entire report.

The EQS Integrity Line whistleblowing tool can be accessed using the following link both on IMMOFINANZ AG’s home page and in mynet:

<https://immofinanz.whistleblownetwork.net/frontpage>

For the subsequent processing, while it is certainly helpful if the whistleblower provides concrete evidence of a potential violation, it is not absolutely necessary. If the whistleblower does, however, have documents or information that may verify the allegation, IMMOFINANZ requests as a matter of utmost importance that these be submitted with the report (upload function in EQS Integrity Line whistleblowing tool). In each instance the whistleblowing report should be made in such a way as to enable the responsible individuals to investigate. In the event that there is insufficient information and no mailbox

has been set up for follow-up enquiries, successful further processing of anonymous reports is in certain circumstances unfortunately not possible.

Only those employees designated specifically for this purpose in the Compliance area, and where necessary Human Resources, have access to the reports in the EQS Integrity Line whistleblowing tool.

Circumstances, information and documents covered by a confidentiality classification serving the purposes of national security or subject to medical confidentiality or attorney-client privilege must not be submitted through the EQS Integrity Line whistleblowing tool. In the (unlikely, given IMMOFINANZ's activities) event that such information forms part of a whistleblowing report, the report may only be directly submitted to the Compliance Officer or the Head of Internal Audit. The other regulations contained in this directive nonetheless apply to the processing of such reports (confidentiality, whistleblower protection, etc.).

b) Physical reports

At IMMOFINANZ AG, a physical whistleblower system in the form of verbal or written reports is additionally available.

It is requested that a sealed envelope be used for written reports and that these be sent to the Compliance Officer or Head of Internal Audit (marked as "private/confidential" or similar).

Each employee may also choose to use a "conventional" means of escalation to highlight irregularities and prompt corrective measures to be taken e.g. verbal or written report to the manager, face-to-face meeting or telephone discussion with the Compliance Officer or Head of Internal Audit.

If the report is made to the manager, the manager is responsible for reporting the events reported – insofar as these are of material significance – depending on the type of incident (see section 3.1.3) to the Compliance Officer without undue delay.

3.1.3 Initiation of an investigation

Depending on the issue to which a whistleblowing report relates, in all cases the Compliance area has responsibility and where applicable Human Resources is responsible, in accordance with the following classifications:

Compliance:

- Corruption and dishonesty
- Theft, fraud, tax evasion, abuse of trust, exploitation of weaknesses
- Improper use of company property, illegal acquisition of equity interests, conflicts of interest
- Money laundering, breach of international sanctions
- Insider trading
- Data protection and IT security
- Violation of environmental law
- Other punishable offences or crimes

Human Resources:

- Discrimination, moral/sexual harassment, bodily/sexual assault
- Violation of human rights

If a report is made in the EQS Integrity Line whistleblowing tool, there is automatic allocation to the Compliance Officer.

Physical whistleblowing reports must be manually recorded by the Compliance Officer through the EQS Integrity Line whistleblowing tool before further steps are taken in order to document the correct processing of the whistleblowing report. The legal provisions for the protection of personal data must be strictly observed in doing so (e.g. no personal data may be subsequently recorded by the Compliance Officer in the EQS Integrity Line whistleblowing tool if express approval for this has not been given).

The processing of whistleblowing reports must be documented in the EQS Integrity Line whistleblowing tool. The report is processed promptly in each instance by the Compliance Officer – in the event of Human Resources' responsibility, the Compliance Officer together with the designated employee from the Human Resources area – and, following settlement of the case, prepared for closure in the EQS Integrity Line whistleblowing tool. The Compliance Officer approves the closure in the EQS Integrity Line whistleblowing tool.

In every instance, the processing and documentation must be protected from unauthorised access.

Irrespective of the subject of a report or the channel through which it is submitted, when a report is received the Compliance Officer must promptly inform the Head of Internal Audit of the receipt of the whistleblowing report and the subject. The Internal Audit area is further involved in the processing as necessary. Further involvement is, however, a requirement if a report concerns the area which is processing it (i.e. the Compliance area or Human Resources). Provision of notification to the Internal Audit area is only not permitted if a report concerns the Internal Audit function and immediate notification may impede or complicate clarification. In this event, the Executive Board must be promptly informed in all instances.

It must also be strictly ensured that reports may not be processed under any circumstances by those employees who are personally affected. In this event an appropriate alternative must be defined.

Reports concerning violations within the meaning of this directive are forwarded, with the consent of the person making the report in the case of non-anonymous reports, to the internal area concerned. The employee against which an allegation of a violation has been made (including senior executives and Executive Board members) must be informed about the report and its content, provided this poses no potential risk to the objectives of the investigation process that is to be initiated.

All whistleblowing reports submitted are examined. Within 7 days of the receipt of the report, confirmation is provided to the whistleblower to the extent that this is possible (non-anonymous reports or via the mailbox set up in the EQS Integrity Line whistleblowing tool). If the whistleblower feels that their report is not being taken seriously, they have the option to escalate the matter to the Executive Board.

A person making a non-anonymous report (or an anonymous report if a mailbox has been set up in the EQS Integrity Line whistleblowing tool) must be informed accordingly if there is insufficient evidence of the violation.

Irrespective of whether a whistleblowing report is submitted physically or through the EQS Integrity Line whistleblowing tool, the employee reporting a (presumed) violation must not fear any disadvantage as a result of the report (e.g. if they voluntarily disclose their identity), even if it is ultimately found that no offence has taken place, unless a false report was deliberately submitted or the report was made in bad faith ("reports submitted in bad faith" are unfounded and knowingly false reports with the intention of causing harm to an individual or several employees) - see section 4.

3.2 Policies for conducting the investigation

A response must be provided to the whistleblower (in the case of non-anonymous reports or if there is a mailbox) within a reasonable timeframe and within a maximum of three months from confirmation of the receipt of the report.

The employee responsible for processing the whistleblowing report:

- must take all appropriate measures to ensure that the investigation proceeds in a fair and impartial manner. Insofar as this is stipulated in the provisions of Austrian employment law, all individuals concerned in the investigation must be informed of the allegations made against them and the evidence and be given the opportunity to respond;
- may involve the Internal Audit area for support in conducting the required assessments/investigations (if it was not already previously the addressee of the report) or necessary third parties for active investigative measures;

- may employ expert assistance to address questions outside of their own area of expertise (e.g. external legal advice or internal expert advice);
- is responsible for ensuring that the investigation is conducted with due care and diligence and within a reasonable timeframe; protection of the identity of the whistleblower and individuals affected by the investigation, particularly the person to which the report relates, must be ensured;
- must promptly document all material steps in the processing in the EQS Integrity Line whistleblowing tool.

3.3 Investigation results, reporting

Following completion of the process, the Compliance Officer presents a corresponding report to the Executive Board and the Head of Internal Audit, covering the following points:

- Summary of the investigation and where applicable the evidence.
- If no violation has occurred or the case cannot be closed (for example, due to insufficient information):
 - Explanation/justification of the decision.
- In the event that there has been an actual violation:
 - Conclusions on the extent of the infringements.
 - Recommendations and proposals for measures to address deficiencies and avoid the future occurrence of similar incidents.
 - Any recommendations for disciplinary measures; the Human Resources area – following a corresponding Executive Board resolution – is always responsible for implementing these.

After completion of the process and the report to the Executive Board, the whistleblowing case must also be closed by the Compliance Officer in the EQS Integrity Line whistleblowing tool.

4. Protective measures

4.1 Protection of the whistleblower

The internal process described above and the following protection regulations are intended to encourage whistleblowers to disclose violations that they are aware of or presumed violations within the meaning of this directive (see section 2).

It is, however, requested that whistleblowing reports be limited to personal perceptions; reporting of mere rumours or “hearsay” is not permitted.

Whistleblowers who have submitted reports in good faith may not as a result be penalised or discriminated against or put at a disadvantage in any way whatsoever, even if ultimately no infringement is found to have occurred, or if the facts of the matter afterwards turn out to be inaccurate or are not pursued further, provided that a false report was not intentionally submitted by the whistleblower. However, a deliberately incorrect report submitted by the writer may lead to disciplinary action and even to legal proceedings (slander, defamation of business reputation, libel, etc.).

An employee who has committed a violation, either alone or jointly with others, is not automatically protected from disciplinary measures in relation to the violation because they have reported themselves and/or others through the whistleblowing system. However, the self-reporting may be taken into account in the decision as to whether disciplinary action will be taken, particularly if the whistleblowing report played a decisive role in clarifying the situation and consequently (further) damage could be prevented.

IMMOFINANZ must protect the identity of the whistleblower and in the case of non-anonymous reports only discloses the name of the employee concerned in the following instances:

- The whistleblower agrees with the disclosure;
- The disclosure is stipulated by law or by an official body (e.g. the involvement of the authorities is necessary or the person against whom the allegations are made must be informed that a report has been made about them); or

- The disclosure is necessary in order to prevent or reduce a threat to life and health or the safety of an individual.

Unauthorised disclosure of the identity of the whistleblower or of information from which their identity could be derived is viewed as an infringement of this directive.

4.2 Documentation storage and data protection

Records in connection with reports of irregularities and whistleblowing reports are strictly confidential.

All records forming part of the investigation process are stored with due care and confidentiality by the Human Resources area (if it has been involved in the processing) and the Compliance area in accordance with the relevant Austrian employment and data protection legal provisions and requirements following completion of the process – provided that the suspicion was found to be justified and disciplinary action (at minimum a caution or warning) or other legal measures were taken – for the period for which the employment contract of the employee concerned is valid.

If there is justified suspicion, data may be stored for longer and until the issue has been fully clarified (in the event of a legal dispute, until its final settlement).

However, if the suspicion is proved to be unfounded or a report cannot be clarified due to other reasons (e.g. due to lack of further information), the personal data which had to be recorded and forwarded in connection with the report and subsequent investigation must be destroyed in its entirety, at latest within two months following the completion of the investigation process, or the reports may only be stored in anonymised form.

In the case of non-anonymous reports, only the following information about the whistleblower (if available) may be used: identity data (e.g. name, employee number), contact details, position within the company, area, details on the circumstances reported and information on the measures taken.

With respect to the person concerned in the report, only the following information may be collected: identity data, contact details, position within the company, details on the circumstances reported and information on the measures taken (e.g. investigations).

With respect to third parties involved (external service providers, witnesses, people able to provide information), only the following information may be collected: identity data, contact details, position within or external to the company, details on the circumstances reported, information on the nature of involvement in the matter reported (witness, external service provider, etc.).