Explanations of the rights of the shareholders

(in accordance with sections 122 (2), 126 (1), 127, 131 Abs. 1.)

Request by a minority to supplement the agenda pursuant to section 122 (2) AktG

Shareholders whose aggregate shares reach one twentieth of the share capital or a proportional amount of the share capital of EUR 500,000 may request that items be placed on the agenda and published. The request must be made in writing and sent to the Management Board of HAMBORNER REIT AG at the following address:

Management Board of HAMBORNER REIT AG
Goethestraße 45
47166 Duisburg
Fax: +49 (0) 203/54405-49

and must reach the company no later than Sundy, 3 May 2026 (midnight CEST). A statement of grounds therefor or proposed resolution must accompany each new agenda item.

Applicants must provide evidence that they have held such shares for at least 90 days before the date on which the demand is received and that they will hold the shares until the Management Board's decision on the motion. This evidence can be provided using the share register. Sections 121 (7) and 70 AktG must be taken into account in calculating the minimum holding period. The motion must be signed by all shareholders, or their duly appointed representatives, constituting the necessary quorum.

Requests for additions to the agenda that must be published, if not already announced with the call, are published immediately upon receipt of the request in the Bundesanzeiger (German Federal Gazette) and supplied for publication to such media where it can be assumed that they will distribute the information throughout the entire European Union. Additionally, they will be published and communicated to the shareholders at the internet

https://www.hamborner.de/en/general-shareholder-meeting

The provisions of the German Stock Company Act underlying these shareholder rights read as follows:

Section 122 Calling of a meeting at the request of a minority (excerpt)

(1) [1]An Annual General Meeting shall be called if shareholders whose holding in the aggregate equals or exceeds one-twentieth of the share capital request such meeting in writing, stating the purpose and the reasons of such meeting; such demand shall be addressed to the Management Board. [2]The Articles of Association may provide that the right to request an Annual General Meeting be in another form and require the holding of a smaller proportion of the share capital. [3]Persons submitting a request must prove that they have held the shares for at least 90 days before the date the request is received and that they hold the shares until the Management Board decides on the request. [4]Section 121 (7) shall be applied accordingly.

(2) [1]In the same manner, shareholders with shares aggregating one-twentieth of the share capital or the proportional amount of EUR 500,000 may request that items be placed on the agenda and published. [2]A statement of the grounds therefor or a proposed resolution must accompany each new item. [3]The request within the meaning of the first sentence must reach the company at least 24 days (30 days in the case of listed companies) before the meeting; the day of receipt shall not be counted.

Section 121 General Provisions (excerpt)

(7) [1]In case of deadlines and dates which are calculated back from the date of the meeting, the day of the meeting itself shall not be included in the calculation. [2]Adjourning the meeting from a Sunday, Saturday or a holiday to a preceding or following working day shall not be an option. [3]§§ 187 to 193 of the German Civil Code shall not be applied analogously. [4]In case of unlisted companies, the articles may provide for a different calculation of the deadline.

Section 70 Calculation of the period of possession of the share of stock

[1]Where the exercise of rights attaching to the share of stock is contingent upon the stockholder having been holder of the share of stock for a specified period of time, a claim to transfer of title against a credit institution, a financial services provider, a securities institution or an enterprise pursuing activities in accordance with section 53 (1), first sentence, or section 53b (1), first sentence, or subsection (7) of the Banking Act (KWG) shall be equivalent to ownership of the share of stock. [2]The period of ownership of a predecessor in title shall be attributed to the stockholder if he has purchased the share of stock in any of the following manners: without monetary consideration, from his trustee, as a universal successor, in the course of a distribution of assets among a community, or as part of a portfolio transfer pursuant to section 13 of the Insurance Supervisory Act (VAG) or section 14 of the Act on Savings and Loan Associations (BauSparkG).

Motions and nominations by shareholders pursuant to sections 126 (1) and 127 AktG

Every shareholder is entitled to submit countermotions on items of the agenda and nominations for the election of Supervisory Board members or the appointment of auditors. Motions and nominations that are to be made accessible shall immediately be made accessible together with the name of the shareholder, the grounds therefor and any position of the Management Board and/or Supervisory Board at

https://www.hamborner.de/en/general-shareholder-meeting

if the company, not later than Tuesday, 19 May 2026 (midnight CEST), receives a countermotion against a proposed resolution on a specific agenda item with grounds therefor or a nomination which does not need grounds at the following address:

HAMBORNER REIT AG
Investor Relations
Goethestraße 45
47166 Duisburg
Fax: +49 (0) 203/54405-49.

The company may refrain from publishing a countermotion and its grounds or a nomination under the requirements specified in section 126 (2) AktG. The above rules for countermotions likewise apply by analogy to nominations of a shareholder for the election of Supervisory board members or appointment of the auditor; grounds are not needed for nominations.

Shareholders are requested to provide proof of their shareholder status when sending the countermotion or nomination.

The provisions of the German Stock Company Act underlying these shareholder rights, which also specify the conditions upon which it is possible to refrain from making countermotions and nominations accessible, read as follows:

Section 126 Motions by shareholders

(1) [1]Motions by shareholders, including the name of the shareholder, the grounds therefor and any position taken by management must be made accessible to the entitled parties named in section 125 (1) through (3) if the shareholder at least 14 days before the meeting of the

company has sent a countermotion against a recommendation by the Management Board and Supervisory Board on a certain item of the agenda with grounds therefor to the address communicated for this in the call. [2]The day of receipt is not counted. [3]For listed companies, the accessibility must occur on the website of the company. [4]Section 125 (3) applies accordingly.

(2) [1]A countermotion and the grounds therefor need not be made accessible:

1. if the Management Board would become criminally liable by reason of such communication;
2. if the countermotion would result in a resolution of the Annual General Meeting which would be illegal or would violate the Articles of Association;
3. if the grounds contain statements which are manifestly false or misleading in material respects or which are libellous;
4. if a countermotion of such shareholder based on the same facts has already been made accessible with respect to an Annual General Meeting of the company pursuant to section 125;
5. if the same countermotion of such shareholder on essentially identical grounds has already been made accessible pursuant to section 125 to at least two Annual General Meetings of the company within the past five years and at such Annual General Meetings less than one-twentieth of the share capital represented has voted in favour of such countermotion;
6. if the shareholder indicates that he will neither attend nor be represented at the Annual General Meeting; or
7. if, within the past two years at two Annual General Meetings, the shareholder has failed to make or cause to be made on his behalf a countermotion communicated by him.

[2]The statement of the grounds need not be made accessible if it exceeds five thousand characters.

(3) If several shareholders make countermotions for resolution in respect of the same subject matter, the Management Board may combine such countermotions and the respective statements of the grounds.

Section 127 Nominations by shareholders (excerpt)

[1]Section 126 shall apply analogously to a nomination by a shareholder for the election members of the supervisory board or the appointment of auditors. [2]The nomination need not be supported by a statement of the grounds therefor.

[3]The Management Board also need not communicate such nomination if it fails to contain the particulars required by section 124 (3) fourth sentence and section 125 (1) fifth sentence.

Shareholder's right to information in accordance with section 131(1) AktG

On request, the Management Board will provide each shareholder with information at the Annual General Meeting concerning the affairs of the company, including the legal and business relations of the company with its affiliates, provided that such information is required to make a proper assessment of the respective agenda item.

The provisions of the German Stock Corporation Act on which these shareholder rights are based and which also determine the conditions under which the provision of information may be delivered, read as follows:

Section 131 Shareholder's right to information

(1) [1]Upon request, each shareholder shall be provided with information at the Annual General Meeting by the Management Board regarding the company's affairs, to the extent that such

information is necessary to permit a proper evaluation of the respective agenda item. [2]The duty to provide information shall also extend to the company's legal and business relations with any affiliated enterprises. [3]If a company makes use of the simplified procedure pursuant to section 266 (1) third sentence, section 276 or section 288 of the Commercial Code (Handelsgesetzbuch), each shareholder may request that the annual financial statements be presented to them at the Annual General Meeting on those annual financial statements in the form that would have been used if this simplified procedure were not applied. [4]The duty of the Management Board of a parent company (section 290 (1) and (2) of the Commercial Code) to provide information at the Annual General Meeting at which the consolidated financial statements and the Group management report are presented also extends to the position of the Group and the companies included in the consolidated financial statements.

(1a) [1]If the Annual General Meeting is held in virtual form, subsection 1 first sentence applies with the proviso that the Management Board may stipulate that questions from shareholders be submitted by means of electronic communication no later than three days prior to the meeting. [2]Section 121 (7) shall apply to the calculation of the deadline. [3]Questions that are not submitted prior to the deadline are not required to be considered.

(1b) [1]The invitation may reasonably limit the extent to which questions can be submitted. [2]The right to submit questions may be limited to shareholders who have properly registered for the Annual General Meeting.

(1c) [1]Questions that are submitted properly must be made accessible to all shareholders prior to the meeting and answered by the company at least one day before the meeting; section 121 (7) shall apply to the calculation of the deadline. [2]For listed companies, the questions and answers must be made accessible on the website of the company. [3]Section 126 (2) first sentence nos. 1, 3 and 6 apply accordingly to the accessibility of the questions. [4]If the answers are continuously accessible one day before the start of the meeting and during the meeting itself, the Management Board may refrain from providing information on these questions at the meeting.

(1d) [1]Every shareholder connected to the meeting by electronic means shall have the right to ask follow-up questions about all of the answers provided by the Management Board prior to and during the meeting. [2]Subsection 2 second sentence also applies to the right to ask follow-up questions.

(1e) [1]In addition, every shareholder connected to the meeting by electronic means shall have the right to ask questions at the meeting by electronic means on matters arising after the deadline set out in subsection 1a first sentence. [2]Subsection 2 second sentence also applies to this right to ask questions.

(1f) The chairperson of the Annual General Meeting is permitted to stipulate that the right of information in accordance with subsection 1, the right to ask follow-up questions in accordance with subsection 1d and the right to ask questions in accordance with subsection 1e may be exercised at the meeting only by way of video communication.

(2) [1]The information provided shall comply with the principles of conscientious and accurate accounting. [2]The Articles of Association or the procedural rules pursuant to section 129 may authorize the chairperson of the meeting to place reasonable limitations on the time for questions and speeches by shareholders and may specify further details thereon.

(3) [1]The executive board may refuse to provide information,

1. to the extent that providing such information is, according to sound business judgement, likely to cause material damage to the company or an affiliated enterprise;
2. to the extent that such information relates to tax valuations or the amount of certain taxes;

3. regarding the difference between the value at which items are shown in the annual balance sheet and the higher market value of such items, unless the Annual General Meeting is to approve the annual financial statements;

4. regarding the methods of classification and valuation, if disclosure of such methods in the notes suffices to provide a clear view of the actual condition of the company's assets, financial position and profitability within the meaning of section 264 (2) of the Commercial Code; the foregoing shall not apply if the Annual General Meeting is to approve the annual financial statements;

5. if the provision thereof would render the Management Board criminally liable;

6. insofar as, in the case of credit institutions, financial services institutions or securities institutions, information need not be given on methods of classification and valuation applied and set-offs made in the annual financial statements, annual report, consolidated financial statements or Group management report;

7. if the information is continuously accessible on the website of the company for at least seven days before the start of the Annual General Meeting.

[2]The provision of information may not be refused for other reasons.

(4) [1]If information has been provided to a shareholder by reason of his/her status as a shareholder outside an Annual General Meeting, such information shall, upon request, be provided to any other shareholder at the Annual General Meeting even if such information is not necessary to permit a proper evaluation of the respective agenda item. [2]If the Annual General Meeting is held in virtual form, it must be ensured that all shareholders connected to the meeting by electronic means can communicate their requests in accordance with the first sentence by electronic means. [3]The Management Board may not refuse to provide such information on the grounds of subsection (3) first sentence nos. 1 through 4. [4]The first to third sentences shall not apply if a subsidiary (section 290 (1) and (2) of the Commercial Code), a joint venture (section 310 (1) of the Commercial Code) or an associated enterprise (section 311 (1) of the Commercial Code) provides the information to a parent company (section 290 (1) and (2) of the Commercial Code) for purposes of the inclusion of the company in the consolidated financial statements of the parent company and such information is required for such purposes.

(5) [1]A shareholder who has been denied information may request that their question and the reason for which the information was denied be recorded in the minutes of the meeting. [2]If the Annual General Meeting is held in virtual form, it must be ensured that all shareholders connected to the meeting by electronic means can communicate their requests in accordance with the first sentence by electronic means.

In addition, the chairman of the meeting is entitled to adopt various rules of order at the Annual General Meeting. The underlying provisions of the Articles of Association of the company read as follows:

Section (16) of the Articles of Association of HAMBORNER REIT AG (excerpt)

(2) [1]The chairperson of the Annual General Meeting chairs the discussions and determines the order of the items to be discussed and the order of voting, which can also differ from the order shown in the agenda. [2]Furthermore, the chairperson determines the form, procedure and further details of voting and can also stipulate that several items be put to the vote simultaneously.

(3) [1]The chairperson of the Annual General Meeting can reasonably restrict shareholders' rights to speak and ask questions. [2]In particular, at the start of or during the Annual General Meeting, the chairperson can set a reasonable time limit for the course of the meeting, for the discussion of the individual items of the agenda and for the time for speaking and asking questions, either in general or for individual speakers.