

## **Ad-hoc-announcement**

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### **Capital increase of up to 15,323,121 new shares to finance further growth**

- **Issuance of up to 15,323,121 new shares, representing approximately 10% of the currently issued share capital**
- **Proceeds to be partially used to fund c. EUR 87.4 m acquisitions that have already been secured and further acquisitions or repayment of debt including a potential cash settlement of the convertible bond**
- **Accelerated bookbuilding process**
- **alstria confirms that it will be meeting its guidance for the FY2017**
- **Portfolio valuation gain 2017 expected to amount to c. EUR 180 m (EUR 1.17 per share)**

**Hamburg, 29 January 2018-** Today, the Management Board of alstria office REIT-AG ("alstria", "The Company", ISIN DE000A0LD2U1), with the approval of the Supervisory Board, resolved on a capital increase of the Company's nominal share capital from EUR 153,961,654 by up to EUR 15,323,121 to up to EUR 169,284,775 by issuing up to 15,323,121 new no-par value ordinary bearer shares against cash contributions. The new shares will be issued under exclusion of shareholders' subscription rights utilizing alstria's authorized capital.

The new shares shall be admitted to trading on the regulated market of the Frankfurt Stock Exchange with a simultaneous listing in the Prime Standard segment of the Frankfurt Stock Exchange, which has enhanced disclosure obligations, without publication of a securities prospectus. The new shares will carry full dividend rights for the fiscal year 2017. alstria has committed to a lock up period of 90 days from settlement.

The new shares will be offered for purchase exclusively to institutional investors in Germany and abroad in a private placement by way of an accelerated book building process.

alstria will use the proceeds to fund further growth through acquisitions, including c. EUR 87.4 m for the acquisition of two properties in Hamburg and Stuttgart that have already been secured. Remaining funds will be deployed in-line with alstria's disciplined investment approach and will be used for further acquisitions or repayment of debt including a potential cash settlement of the convertible bond.

alstria confirms that it will meet its financial guidance for 2017 (revenues of EUR 193 m and funds from operations (FFO) of EUR 113 m).

alstria office REIT-AG has received final valuation reports from its independent appraisers (Colliers and Savills), according to which the value of its real estate investment portfolio as per December 31, 2017 amounts to approximately EUR 3.35 bn. This reflects a total increase by approximately EUR 350 m compared to the last external valuation as per December 31, 2016. The isolated revaluation gain of the portfolio (net of capex and acquisitions) amounts to approximately EUR 180 m (EUR 1.17 per share).

#### Financial figures:

Explanations to the utilized financial figures can be found on the website of alstria office REIT-AG under <https://www.alstria.com/en/glossary>.

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#### More information on:

[www.alstria.com](http://www.alstria.com)  
[www.twitter.com/alstria\\_REIT](https://www.twitter.com/alstria_REIT)  
[www.alstria.blogspot.com](http://www.alstria.blogspot.com)  
[www.beehive.work](http://www.beehive.work)

#### About alstria

alstria office REIT AG is the leading real-estate operator focusing solely on German office property in selected German markets. Our strategy is based on the ownership and an active management of our properties throughout their entire life cycle, strong added-value services to our customers and deep knowledge of the markets in which we operate. alstria strives for sustainable long-term value creation while taking advantage of short-term arbitrage of inefficiencies in the real estate markets. As per Sept. 30, 2017 the portfolio comprised 119 buildings with a lettable area of 1.6 m sqm and a total portfolio value of EUR 3.2 bn.

#### Disclaimer

This release is for information only and does not constitute an offer to sell, purchase, exchange or transfer any securities or a solicitation of any such offer in the United States or any other jurisdiction. The securities referred to herein have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the 'Securities Act') and may not be offered or sold in the United States absent registration or an exemption from registration under the Securities Act. Neither alstria office REIT-AG ("alstria") nor any other participant in the transactions described herein intends to register any securities under the Securities Act or with any securities regulatory authority of any state or other jurisdiction in the United States in connection with the proposals described in this announcement. The shares may not be offered to the public in any jurisdiction in circumstances which would require the preparation or registration of any prospectus or offering document relating to the shares in such jurisdiction. No action has been taken by alstria, Morgan Stanley & Co. International plc, UBS Limited, Kempen & Co N.V. or any of their respective affiliates that would permit an offering of the shares or possession or distribution of this announcement or any other offering or publicity material relating to such securities in any jurisdiction where action for that purpose is required. In member states of the European Economic Area ('EEA'), this announcement and any offer if made subsequently is directed only at persons who are 'qualified investors' within the meaning of Article 2(1)(e) of the Prospectus Directive (Directive 2003/71/EC) ('Qualified Investors'). Any person in the EEA who acquires the securities in any offer (an 'investor') or to whom any offer of the securities is made will be deemed to have represented and agreed that it is a Qualified Investor. Any investor will also be deemed to have represented and agreed that

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This release constitutes neither an offer to sell nor a solicitation of an offer to buy any shares. As far as this release contains forward-looking statements with respect to the business, financial condition and results of operations of alstria, these statements are based on current expectations or beliefs of alstria's management. These forward-looking statements are subject to a number of risks and uncertainties that could cause actual results or performance of the Company to differ materially from those reflected in such forward-looking statements. Apart from other factors not mentioned here, differences could occur as a result of changes in the overall economic situation and the competitive environment - especially in the core business segments and markets of alstria. Also, the development of the financial markets and changes in national as well as international provisions particularly in the field of tax legislation and financial reporting standards could have an effect. Terrorist attacks and their consequences could increase the likelihood and the extent of differences. alstria undertakes no obligation to publicly release any revisions or updates to these forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events.

### **Information to Distributors**

Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended ("MiFID II"); (b) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the "MiFID II Product Governance Requirements"), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any "manufacturer" (for the purposes of the Product Governance Requirements) may otherwise have with respect thereto, new shares have been subject to a product approval process, which has determined that such new shares are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the "Target Market Assessment"). Notwithstanding the Target Market Assessment, distributors (for the purposes of the MiFID II Product Governance Requirements) should note that: the price of new shares may decline and investors could lose all or part of their investment; new shares offer no guaranteed income and no capital protection; and an investment in new shares is compatible only with investors who do not need a guaranteed income or capital protection, who (either alone or in conjunction with an appropriate financial or other adviser) are capable of evaluating the merits and risks of such an investment and who have sufficient resources to be able to bear any losses that may result therefrom. The Target Market Assessment is without prejudice to the requirements of any contractual, legal or regulatory selling restrictions in relation to the placement of the new shares. Furthermore, it is noted that, notwithstanding the Target Market Assessment, the Joint Bookrunners will only procure investors who meet the criteria of professional clients and eligible counterparties. For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase, or take any other action whatsoever with respect to the new shares. Each distributor is responsible for undertaking its own target market assessment in respect of the new shares and determining appropriate distribution channels.