

2015 COMPANY REPORT

Real estate data & Portfolio valuation

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# ALSTRIA AT A GLANCE

Platz der Einheit 1, Frankfurt

## KEY FIGURES – FIVE YEAR OVERVIEW

EUR k	2015	2014	2013	2012	2011
Revenues and earnings					
Revenues	115,337	101,782	104,224	101,286	90,798
Net rental income	102,140	90,020	93,249	90,110	80,868
Consolidated profit for the period	–111,379	36,953	38,945	39,911	27,448
FFO	59,998	47,626	45,328	43,571	34,685
Earnings per share (EUR)	-1.15	0.47	0.49	0.51	0.40
FFO per share (EUR)	0.61	0.60	0.57	0.55	0.48
	Dec. 31, 2015	Dec. 31, 2014	Dec. 31, 2013	Dec. 31, 2012	Dec. 31, 2011
Balance sheet					
Investment property	3,260,467	1,645,840	1,632,362	1,622,988	1,528,589
Total assets	3,850,580	1,769,304	1,785,679	1,786,893	1,686,637
Equity	1,619,377	846,593	844,114	829,287	768,195
Liabilities	2,192,916	922,711	941,565	957,606	918,442
NAV per share (EUR)	10.64	10.71	10.69	10.51	10.71
Diluted NAV per share (EUR) <sup>1)</sup>	10.68	10.67	10.60	n/a	n/a
Net LTV (%)	49.3	50.4	50.7	47.8	50.1
G-REIT key figures					
G-REIT ratio (%)	49.4	50.2	50.9	50.0	48.7
Revenues plus other income from investment properties (%)	100	100	100	100	100
EPRA <sup>2)</sup> key figures	2015	2014	2013	2012	2011
EPRA earnings per share (EUR)	0.42	0.59	0.57	0.55	0.50
EPRA cost ratio A (%) <sup>3)</sup>	26.1	22.9	21.7	21.6	n/a
EPRA cost ratio B (%) <sup>4)</sup>	22.1	19.8	18.6	18.5	n/a
	Dec. 31, 2015	Dec. 31, 2014	Dec. 31, 2013	Dec. 31, 2012	Dec. 31, 2011
EPRA NAV per share (EUR) <sup>5)</sup>	10.91	11.22	10.97	10.98	11.32
EPRA NNNAV per share (EUR)	10.66	10.58	10.55	10.50	10.71
EPRA net initial yield (%)	5.0	4.8	5.6	5.7	5.8
EPRA 'topped-up' initial yield (%)	5.3	5.0	5.8	5.7	5.8
EPRA vacancy rate (%)	11.2	11.0	6.8	8.0	6.5

<sup>1)</sup>Dillution based on potential conversion of convertible bond.

<sup>2)</sup> For further information please refer to EPRA Best Practices Recommendations, www.epra.com.

<sup>3)</sup>Including vacancy costs.

<sup>4)</sup>Excluding vacancy costs.

<sup>5)</sup>Based on cumulated fair value adjustments on financial derivatives as per Dec. 31, 2015, 2014 and 2013; based on fair value of financial derivatives as per Dec. 31, 2012 and before.



DIVIDEND PER SHARE (EUR)

FFO PER SHARE (EUR)



115.04)

**GUIDANCE 2016 REVENUES** EUR 200 million FFO EUR 115 million







#### Alexander Dexne Chief Financial Officer (CFO)

Olivier Elamine Chief Executive Officer (CEO)



## MANAGEMENT LETTER



## <u>DEAR LADIES AND GENTLEMEN,</u> SHAREHOLDERS, BUSINESS PARTNERS AND TENANTS,

alstria is very proud of the quality of its reporting, and we are always endeavoring to improve our standards year after year. Unfortunately, we will fall short of this objective in 2015. While the takeover of Deutsche Office has a substantial number of benefits, the improvement of our 2015 reporting clarity and speed is clearly not one of them.

The financial reporting of alstria in 2015 is impacted by a number of one-offs (including the goodwill amortization) linked to the transaction, which will make it harder to read through the underlying business performance. The good news is that we have done our best in order to ensure that 2016 will see things go back to normal and minimize the impact of the transaction on our reporting to the extent possible. The other good news is that we are as always available to assist if needed.

The benefit of the acquisition of Deutsche Office has been long debated in the market. The success of our EGM as well as our ability to acquire more than 94 % of Deutsche Office demonstrates that our shareholders and the wider market share our view about the potential of the transaction. alstria remains a pure German office play concentrated on the big and liquid German markets. The combined portfolio offers better diversification in terms of letting risk and it substantially improves our local presence in Germany's major office markets. The combination also allows us to significantly reduce our cost ratio, increase our competitiveness, and last but not least, substantially enhance alstria's capital market profile through higher market capitalization and better liquidity of our shares. At the same time, we did not compromise on our balance sheet quality. The LTV of the combined entity remains below 50 %, and the immediate amortization of the technical goodwill relating to the transaction preserves the conservative character of our balance sheet. The strength of our balance sheet has also been underpinned by the recent investment grade rating that the Company achieved by S&P.

While the main event for alstria in 2015 was the acquisition of Deutsche Office, we have also continued to run our day-to-day business and managed our existing portfolio. The year 2015 was a successful one in leasing in that we started new leases for around 56,000 m<sup>2</sup> at an average effective rent of EUR 9.87 per m<sup>2</sup> and an average lease length of 7.5 years. These new leases secured EUR 56 million of future revenues for the Company.

We have also used the strong momentum in the investment market to sell seven assets and delivered on our plan to exit the Munich market, where all three alstria assets have been sold, mainly after being repositioned for residential conversion. However, we still have the three Deutsche Office assets in Munich. These sales were realized at a premium of 12.7 % to the book value as per December 31, 2014 and generated a capital gain of EUR 14.1 million. The overall unlevered IRRs that we have achieved on the disposed assets since acquisition range from 15.6% on a project development in Ditzingen to 0.8% on an asset in the East German city of Magdeburg. The overall unlevered profit we generated from these assets was EUR 44.3 million, and the average unlevered IRR we have achieved is at 4.6%, which is somewhat below our usual underwriting criteria. However, considering that all of the assets we have sold this year (with the exception of the development project) were acquired back in 2007 at the high of the market, we believe the result achieved on these assets is still satisfactory (with a levered IRR that can be estimated north of 8%).

As a result of both the leasing and the disposal, the overall vacancy rate in the 'historical' alstria portfolio moved down from 12.6 % to 10.4 %.

Looking at the combined entity, the EPRA vacancy rate has been reduced from 14.3 % at the time of the announcement of the transaction to 11.2 % as of the reporting date, which also demonstrates the strength of the combined portfolio.

Despite the volatile environment in the financial markets, we are looking with confidence into the year 2016 and our continued dialogue. We expect our revenues for the year to grow to EUR 200 million, and our funds from operations (FFO) to reach EUR 115 million. The increased efficiency of the combined group will already bear fruits in the current year and significantly improve alstria's cash flow profile. Compared to the pro-forma FFO per share of EUR 0.68 in 2015, we expect the FFO per share to increase by 10% to EUR 0.75 in 2016.

Kind regards

6 min

Olivier Elamine

Alexander Dexne Chief Executive Officer (CEO) Chief Financial Officer (CFO)

## **BUSINESS MODEL**

#### OUR PRINCIPAL OBJECTIVE

We create and manage efficient office spaces with enduring appeal to our tenants. For our shareholders, we strive to generate superior and sustainable risk-adjusted returns through the active management of our German real estate portfolio.

#### OUR BUSINESS MODEL

We buy and manage office properties in Germany. As a long-term oriented owner, we focus on the expansion and active management of our property portfolio. We have a fully integrated operating platform and manage the assets throughout their life cycle. Close relationships with our tenants, a high degree of social responsibility and dedicated employees ensure a sustainable revenue base. For our shareholders, our strategy facilitates a stable and predictable cash flow and adequate risk-adjusted returns.

We carefully manage risks and consistently seize opportunities. Through the active management of our real estate portfolio and a balanced financing structure, we ensure the strength of our balance sheet, minimize the volatility of our earnings and optimize the risk-return profile of our Company. Our investment policy is continuously adjusted to the market situation in order to unlock the best earnings opportunities and secure future returns.

We don't rely on the market to grow our earnings. We are first and foremost real estate people, and we do believe that it is only through hard work on our assets that we can generate real growth for our Company and its shareholders.

## ALSTRIA'S STRENGTHS



## TARGETS AND ACHIEVEMENTS

#### SUBSTANTIAL GROWTH

In the second half of 2015, we acquired DO Deutsche Office AG and thereby almost doubled the size of our Company. The transaction was structured as a share-for-share transaction. It is NAV neutral and will offer substantial accretion to our FFO per share going forward.

#### ACHIEVEMENT OF INVESTMENT GRADE RATING AND PLACEMENT OF OUR FIRST CORPORATE BOND

After S&P assigned a BBB Investment Grade Rating to alstria, we issued our first corporate bond in order to optimize our debt structure and efficiently refinance Deutsche Offices' debt.

#### FURTHER STREAMLINING OF THE PORTFOLIO

Given the high price levels in the German office real estate market, we further streamlined our portfolio over the past 12 months. We sold seven assets from the alstria portfolio (including all of alstria's Munich assets) for a total consideration of EUR 125.8 million and acquired (in addition to the portfolio of Deutsche Office) two assets for EUR 49.6 million. The reallocation of invested capital further improved the quality of our portfolio.

#### SUCCESSFUL LEASING ACTIVITY

The combined portfolio started the year 2015 with a pro-forma vacancy rate of 14.5 % (alstria: 12.6 %, Deutsche Office: 16.4 %). A successful leasing activity (76,300 m<sup>2</sup> of new leases) and the disposal of assets with vacancy (30,600 m<sup>2</sup>) reduced the combined vacancy rate to 11.8 % as per December 31, 2015. The combined EPRA vacancy rate stood at 11.2 %.

## 5 MAINTAINANCE OF BALANCE SHEET QUALITY AND EARNINGS POWER

Despite the higher leverage of Deutsche Office, we managed to keep the net LTV at 49.3 % and the REIT equity ratio at 49.4 %. Our mid-term target remains to bring the net LTV closer to 45.0 %. The EPRA NAV per share on a consolidated basis was roughly stable at EUR 10.91, and the pro forma consolidated FFO per share rose slightly to EUR 0.61.







#### PORTFOLIO HIGHLIGHTS<sup>1)</sup>

	Dec. 31, 2015	Dec. 31, 2014
Number of properties	120	74
Number of joint venture properties	1	1
Market value (EUR m)	3,296	1,652
Contractual rent (EUR m)	208.3	99.7
Valuation yield (%)	6.3	6.0
Approx. lettable area (m <sup>2</sup> )	1,724,100	875,100
Vacancy (% of lettable area)	11.8	12.6
Lease length (years)	5.2	6.8
Average value per m² (EUR)	1,912	1,887
Average rent per m <sup>2</sup> (EUR per month)	11.5	10.9

<sup>1)</sup>Excluding joint venture and prepaid property.

#### MOVEMENTS PROPERTY PORTFOLIO

	EUR k
Investment properties as per Dec. 31, 2014	1,645,840
+ Transactions	1,628,207
o/w Asset values of Deutsche Office (as per Dec. 31, 2014)	1,780,660
o/w Acquisitions (alstria portfolio)	12,710
o/w Disposals (alstria portfolio)	-53,575
o/w Assets held for sale @ book value (alstria portfolio)	-53,245
o/w Acquisitions (Deutsche Office )	29,102
o/w Disposals (Deutsche Office)	-87,445
+ Capital expenditure	27,814
o/w Development (alstria portfolio)1)	11,652
o/w Investment (alstria portfolio)	11,733
o/w Investment portfolio (Deutsche Office)	4,429
+ Valuation result	-4,192
o/w alstria development portfolio <sup>1)</sup>	-3,638
o/w alstria investment portfolio	9,085
o/w Write-down acquisition costs 2015	-1,210
o/w Deutsche Office capex adjustment	-4,429
o/w Markdown of DO portfolio after first time consolidation	-4,000
Markdown of DO portfolio prior to first time consolidation	-77,108
= Investment properties as per Dec. 31, 2015	3,220,561
+ Prepaid property	39,906
= Adjusted investment properties as per Dec. 31, 2015	3,260,467
+ Assets held for sale (alstria portfolio)	69,143
o/w Transfer from IP @ book value as per Dec. 31, 2014	51,100
o/w Capex 2015	9,150
o/w Capital gains	8,893
+ Fair value of owner occupied properties as per Dec. 31, 2015	5,829
= Total portfolio value as per Dec. 31, 2015 (A)	3,335,439
Market value joint venture <sup>2)</sup> as per Dec. 31, 2014	51,450
+ Valuation result	1,727
+ Capital expenditure	1,066
= Market value joint venture <sup>2)</sup> as per Dec. 31, 2015 (B)	54,243
Total property value as per Dec. 31, 2015 (A+B)	3,389,682

 $^{\rm 1)}$  Assets classified as development assets as per Dec. 31, 2015 and 2014.  $^{\rm 2)}$  Joint venture @ 49 % share.



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## PORTFOLIO MANAGEMENT

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Hofmannstrasse 51, Munich

### RENTAL MANAGEMENT

#### OUR APPROACH

We do not expect market-driven growth for German office rents in the foreseeable future. For this very simple reason, growth requires more than just money and an Excel spreadsheet to be successful in the German market. It also requires operating excellence and local real estate expertise. Over the years, alstria has built up strong operational skills that allow us to actively manage real estate risk. Our real estate operations team, which makes up around 50 % of our employees, manages the relationship to our tenants and takes care of the buildings we operate. Based on our real estate expertise, we are also in a position to take real estate risk for parts of our portfolio through the acquisition of vacancies or the active repositioning of buildings. This strategy allows us to generate organic rental and capital growth in a flat-market environment and thereby create value for our Company and its shareholders.

#### **OUR TARGETS**

- > Manage long-term relationship with our tenants
- > Maximize the rental income for the portfolio over the long term
- > Reduce the vacancy in the portfolio

#### **OUR ACHIEVEMENTS 2015**

- **>** 76,300 *m*<sup>2</sup> of new leases
- > 101,000 m<sup>2</sup> of lease extensions
- Reduction of EPRA vacancy rate by 3.1 pp

11.2 % EPRA VACANCY RATE 101,000 <sup>m²</sup> LEASE EXTENSIONS\*

#### SUCCESSFUL LEASING BUSINESS

We started the year 2015 with a total vacancy rate of 12.6%. The respective EPRA vacancy, which does not take into account the development-related vacancy, stood at 11.0 % as per January 1, 2015. In the alstria portfolio, we managed to substantially decrease the vacancy rate to 10.4 % by December 31, 2015. We took profit from the very liquid leasing markets in Germany and signed new leases\* for a total lettable area of 34,300 m<sup>2</sup> and lease renewals for an area of 34,200 m<sup>2</sup>. A highlight in terms of new leases was the signing of an 11-year lease for 4.800 m<sup>2</sup> of lettable space in our asset located in Darwinstrasse 14–18 in Berlin as well as the reduction of vacancy in our building in Hofmannstrasse 51 in Munich through the lease of an additional 1,700 m<sup>2</sup> by the existing tenant.

Also, our local team in Düsseldorf recorded significant successes with the signing of long-term leases in our Bamler Service Park in Essen (2.500 m<sup>2</sup>) and in our asset in Elisabethstrasse 5–11 in Düsseldorf (2,000 m<sup>2</sup>). The vacancy rate also benefited from the disposal of vacant assets following successful change of use to residential, particularly in Munich.

#### EPRA VACANCY RATE DOWN TO 11.2 %

The portfolio of Deutsche Office started the year with a vacancy rate of 16.4 % and also recorded a successful leasing business (42,000 m<sup>2</sup> of new leases and 66,800 m<sup>2</sup> of lease extensions) in the course of the year. The consolidated portfolio showed a total vacancy rate of 11.8 % as per December 31, 2015 (excluding assets held for sale). As the acquired assets are of good quality and are located in regions with liquid leasing markets, we are optimistic about being able to further reduce the vacancy rate over the next few months. The reduction of acquired vacancy has been a source of internal growth over the past few years.

Of our 198,300 m<sup>2</sup> of vacant space (excluding assets held or sale), 27,700 m<sup>2</sup> represent development-related vacancy. According to EPRA standards, the vacancy rate was 11.2 % as per December 31, 2015 (11.0% in the 'historical' alstria portfolio as per December 31, 2014).

76,300 <sup>m<sup>2</sup></sup> NEW LEASES SIGNED\*

\*New leases correspond to lease of vacant space (pro forma alstria and Deutsche Office).

#### VACANCY SCHEDULE

			Vacancy rate <sup>1)</sup>
Investment property		m²	(%)
Total lettable area – Jan. 1, 2015	(A)	875,100	
Available for lease – Jan. 1, 2015	(B)	110,500	12.6 (B/A
+ Acquired space		925,800	
thereof Deutsche Office as per Dec. 31, 20	)14)	898,700	
– Disposed space <sup>2)</sup>		-114,100	
+ Net new built space		600	
– Remeasurements		-2,500	·
Total lettable area – Dec. 31, 2015	(C)	1,684,900	
+ Acquired vacancy		147,400	
thereof Deutsche Office as per Dec. 31, 20	)14)	147,400	
– Disposed vacancy		-30,600	
+ Expiries and breaks		148,300	· ·
– Renewals		-101,000	
– New leases		-76,300	·
= Available for lease – Dec. 31, 2015	(D)	198,300	11.8 (D/C
o/w Developments		27,700	

EPRA vacancy rate<sup>3)</sup>

56

11.2

🚔 EPRA

<sup>1)</sup> Excluding joint venture.

<sup>2)</sup> Including assets held for sale as per Dec. 31, 2015.

<sup>3)</sup> Detailled calculation see Table 7 on page 115.

#### EFFECTIVE RENT OF NEW LEASES AT EUR 9.87 PER m<sup>2</sup>

In 2015 new leasing contracts started for a lettable office and retail area of 55,900 m<sup>2</sup>. The weighted average net rent per m<sup>2</sup> for the new leases amounted to EUR 11.55, and the weighted average lease length (WAULT) was 7.5 years. Therefore, alstria generated a total future rental income of EUR 56.2 million through the new leases. The cost related to the new leases amounted to EUR 1.68 per m<sup>2</sup>, comprising cost for the fit-out of the space according to tenant needs (tenant improvements), broker fees and rent concessions (rentfree periods). Therefore, the effective rent per m<sup>2</sup> on the new leases starting in 2015 amounted to EUR 9.87. The decrease from 2014 is mainly due to the fact that we leased up a retail asset in the inner city of Hamburg in 2014, which had a substantial positive impact on our effective rent.

eni. EUR million NEW FUTURE RENTS GENERATED 9.87

EUR per m<sup>2</sup> EFFECTIVE RENT

#### WEIGHTED AVERAGE EFFECTIVE RENT

per m² in EUR (new leases alstria portfolio)	2015	2014	2013
Base rent	11.55	14.84	10.93
Tenant fit-outs	-1.28	-1.10	-1.22
Broker fees	-0.08	-0.19	-0.20
Rent concessions	-0.32	-0.15	-0.52
Effective rent	9.87	13.40	8.99
Weighted average lease term (in years)	7.5	11.1	7.4

#### BREAKDOWN OF CHANGE IN RENTAL INCOME (1 YEAR PERIOD)

	EUR k	%
Contractual rent as per Dec. 31, 2014	99,652	100.0
Transactions (Dec. 31, 2014–Dec. 31, 2015)	107,760	108.1
o/w Deutsche Office portfolio o/w Single asset acquisitions (alstria)	110,787 749	
o/w Single asset disposals (alstria)	-3,776	
L-f-l-change <sup>1)</sup> (Dec. 31, 2014–Dec. 31, 2015)	860	0.9
o / w Investment portfolio – New leases o / w Investment portfolio – Lease expiries o / w Development portfolio <sup>1)</sup> – New leases o / w Development portfolio <sup>2)</sup> – Lease terminations	2,813 -1,658 325 -620	
Contractual rent as per Dec. 31, 2015	208,272	209.0

<sup>1)</sup> Completed development assets 2015 (alstria portfolio).

<sup>2)</sup> Development assets 2015 mainly in process of vacation.

#### BREAKDOWN OF CHANGE IN RENTAL INCOME (2 YEAR PERIOD)

	EUR k	%
Contractual rent as per Dec. 31, 2013	106,660	100
Transactions (Dec. 31, 2013–Dec. 31, 2015)	104,108	97.6
o/w Deutsche Office portfolio	110,787	
o/w Single asset acqisitions (alstria)	3,270	
o/w Single asset disposals (alstria)	-9,949	
L-f-l-change <sup>1)</sup> (Dec. 31, 2013–Dec. 31, 2015)	-2,496	-2.3
o/w Investment portfolio – New leases	2,298	
o / w Investment portfolio – Lease expiries	-5,925	
o/w Development portfolio <sup>2)</sup> – New leases	2,083	
o/w Development portfolio <sup>3)</sup> – Lease terminations	-952	
Contractual rent as per Dec. 31, 2015	208,272	195.3

<sup>1)</sup> According to EPRA BPR (alstria portfolio).

EPRA

<sup>2)</sup> Completed development assets in 2014 and 2015 (alstria portfolio).

<sup>3)</sup> Development assets as per Dec. 31, 2015 mainly in process of vacation.

## TRANSACTIONS

#### OUR APPROACH

Acquisitions and disposals of real estate assets are part of our core business. We buy real estate assets that offer opportunities in our core markets. Potential acquisition targets undergo a rigorous due diligence, and our pricing discipline remains unchanged even in the current low interest rate environment. Our properties have to perform on an unlevered basis, and we generally do not assume any market-driven price increase in the foreseeable future, as we assume that office rents will be stable at best. When we acquire real estate assets, we strive for internal rates of return (on an unlevered basis) of 6 % to 12 %, depending on the individual risk perceived for the property. The lower end of the range tends to be a well-let property in an inner city location. The upper end of the range is more likely to be a property located at the city fringe and an asset that requires a full refurbishment.

#### OUR TARGETS

44.3

- > Grow alstria's portpolio in line with our acquisition criteria
- Streamline the portfolio in order to gain efficiency
- > Take profit on mature buildings that do not offer further upside

EUR million UNLEVERED

12.7

#### **OUR ACHIEVEMENTS 2015**

- > Through the acquisition of the Deutsche Office portfolio, we almost doubled the size of our portfolio
- > We further streamlined the portfolio by selling mature assets or properties that did not fulfill our core criteria in terms of location or asset class
- > We successfully sold assets and realized book gains after executing intense asset management and development measures

GAIN TO 2014 APPRAISED VALUE

#### SUBSTANTIAL PORTFOLIO GROWTH IN 2015

In 2015 we substantially grew our portfolio through the acquisition of DO Deutsche Office AG. As per December 31, 2015, the Deutsche Office portfolio consisted of 49 Investment properties with 882,100 m<sup>2</sup> of lettable space. The terms and rationale of the acquisition are described in detail on pages 44–48 in this report. From a real estate perspective, around 85 % of the Deutsche Office assets match our acquisition criteria in terms of location, asset class, asset quality and return profile. Around 12 % (EUR 200 million) of the acquired assets are up for sale, mainly because they are non-office assets (logistics, hotels and nursing homes). These assets will be sold over the coming 24 months.

#### STREAMLINING OF THE PORTFOLIO

We also further optimized the alstria portfolio in 2015. On the one hand, we acquired two properties worth EUR 50 million and therefore strengthened our core markets in Hamburg and Düsseldorf. By the middle of the year, we bought a fully let 5,700 m<sup>2</sup> building in the city center of Düsseldorf, thereby generating an annual rental income of EUR 749 k for a total consideration of EUR 11.6 million. Towards the end of the year, we strengthened our portfolio in Hamburg and acquired a small business park for EUR 38.0 million, which comprises 25,100 m<sup>2</sup> of lettable space, has a vacancy rate of 26 % and generates an annual rental income of EUR 2.3 million. The vacancy reduction offers the opportunity to further improve the cash flow on the asset.

#### EXIT FROM MUNICH

On the other hand, we also sold seven assets from the alstria portfolio in 2015, mainly in non-core locations, as part of our effort to permanently improve the efficiency of the portfolio. The total disposal volume amounted to EUR 125.8 million, and we were able to sell the assets at an average gain of 12.7 % compared to our 2014 appraised value. In 2015, we sold our entire exposure in Munich, as we do not currently expect to be able to build up a sizable local portfolio at reasonable prices in the Bavarian Capital. Therefore, we took profit of the high demand for real estate assets in Munich. The three assets in Landshuter Allee 174, Hofmannstrasse 51 and Arnulfstrasse 150 were sold at a total consideration of EUR 74.9 million and generated a book gain of EUR 12.2 million, or 19.5 %, compared to the 2014 appraised value. Furthermore, we sold two assets in Ditzingen after undertaking intense asset management and development measures. The same is true for the disposal of our asset Emil-von-Behring-Strasse 2 in Frankfurt, which we were able to sell at attractive terms after establishing a long-term lease. Finally, we also disposed off an asset located in Magdeburg, having reached full occupancy.

On average, the assets we sold had a value per m<sup>2</sup> of EUR 1,660 and reflected a yield of 4.1 %, while the assets we acquired showed a value per m<sup>2</sup> of EUR 1,370 and reflected a yield on cost of 6.2 %.

#### DISPOSALS (EXCL. DEUTSCHE OFFICE)

Asset	City	Disposal price (EUR k)	Lettable area (m²)	Annual rent (EUR k)	Vacancy rate (%)	Gain to appraised value 2014 (%)
Hofmannstr. 51 <sup>1)</sup>	Munich	44,387	22,200	989	65	30.6
Arnulfstr. 150	Munich	16,500	5,900	_	100	12.6
Landshuter Allee 174 <sup>1)</sup>	Munich	14,000	7,200	72	93	0.0
Siemensstr. 31–33	Ditzingen	19,200	14,600	1,537	0	8.4
Dieselstr. 181)	Ditzingen	12,685	9,600	888	0	5.0
Emil-von-Behring-Str. 2	Frankfurt	12,800	8,800	998	0	1.1
Halberstädter Str. 17	Magdeburg	6,200	7,500	717	0	-4.6
Total		125,772	75,800	5,201	35	12.7

<sup>1)</sup> Accounted as assets held for sale as per Dec. 31, 2015.

#### ACQUISITIONS (EXCL. DEUTSCHE OFFICE)

Asset name	City	Acquisi- tion price <sup>1)</sup> (EUR k)	Lettable area (m²)	Annual rent (EUR k)	Vacancy rate (%)	
Karlstr. 123-127	Düsseldorf	11,576	11,200	749	0	
Gasstr. 181)	Hamburg	38,000	25,100	2,336	26	
Total		49,576	36,300	3,085	18	

<sup>1)</sup> Excl. transaction costs.

#### DISPOSALS AT AVERAGE UIRR OF 4.6 %

We measure the performance of our assets over their entire holding period on the basis of an unlevered internal rate of return (UIRR). Throughout their holding period, the disposed buildings generated an unlevered profit of EUR 44.3 million and achieved an UIRR (including rent collected and capex spend) of 4.6 %. The overall performance of the assets sold was below our expected returns and the returns achieved in the past. This is mainly the reflection that most of the assets sold were acquired in 2007 at the peak of the market.

Asset name	City	Acquisition price (EUR k)	Holding period	Rent collected (EUR k)	Capex (EUR k)	Disposal price (EUR k)	UIRR <sup>1)</sup> (%)	Unlevered profit (%)
Hofmannstr. 51	Munich	41,764	2007–15	21,009	782	44,387	6.2	22,850
Arnulfstr. 150	Munich	16,259	2007-15	8,074	12	16,500	6.6	8,303
Landshuter Allee 174	Munich	11,796	2007-15	3,071	1,849	14,000	3.2	3,426
Siemensstr. 31–33	Ditzingen	28,620	2007-15	15,607	748	19,200	2.7	5,439
Dieselstr. 18	Ditzingen	3,100	2014-15	0	8,986	12,685	15.6	599
Emil-vBehring-Str. 2	Frankfurt	15,370	2007-15	9,254	3,696	12,800	2.9	2,988
Halberstädter Str. 17	Magdebur	g 10,417	2007-15	5,133	268	6,200	0.8	648
Total		127,325		62,148	16,342	125,772	4.6	44,253

#### ACHIEVED UNLEVERED IRR'S

<sup>1)</sup> Incl. 6% transaction costs and 5% real estate operating expenses.

## CAPITAL EXPENDITURE

#### OUR APPROACH

As a long-term real estate investor, we hold assets over their entire life cycle. Therefore, we continuously invest in our buildings in order to maintain the quality of our assets. We are also conducting heavy-duty refurbishments, as per some stage, every building also requires substantial development measures in order to start a new life. Over the years, we have built up internal capacities in order to carry out challenging refurbishments as well. At each moment in time, we have a number of assets under development. For example, existing buildings are undergoing a substantial refurbishment process so they can be upgraded to modern standards. Based on our deep real estate knowledge and our local expertise, we are in a position to take the development risk, which is usually rewarded with the respective development profit.

38.4

65,100

#### OUR TARGETS

- > Maintain the quality of our buildings over time
- Increase the quality of our properties through value enhancing capex
- Support the letting process through investments according to tenant requirements

#### **OUR ACHIEVEMENTS 2015**

- > Refurbishment projects progressed according to plan
- > Partial conversion of office properties into residential assets
- Successful leasing activity through tenant fit-outs

EUR million CAPEX / OPEX IN 2015

<sup>m²</sup> UNDER DEVELOPMENT

#### DEVELOPMENT PROJECTS DEVELOPED ACCORDING TO PLAN

In 2015, we continued to work on our existing development pipeline, which currently comprises eight buildings with a total lettable area of 65,100 m<sup>2</sup>. Five alstria developments were complemented by three additional assets from the DO portfolio by the end of 2015. Our main project is the 30-year old Wehrhahn Center located in the inner city of Düsseldorf, which we acquired in 2012. The 23,200 m<sup>2</sup> office building will undergo a substantial refurbishment starting mid-2016. The refurbishment will include a complete restructuring of the office and retail space, the installation of a new facade and the possible use of available land in the backyard for residential purposes. All in all, we plan to invest EUR 33 million into the building over the next two years. Our second biggest current development is the Mundsburg Center in Hamburg. Here, we are refurbishing 12,400 m<sup>2</sup> of retail space. After two years of work, this project is almost done and the asset is fully let. Another promising project is our asset Harburger Ring 17 in Hamburg, where we are refurbishing a mixed used building (office and residential). The project is developing according to plan and is expected to deliver an attractive yield on cost. The projects in Max-Eyth-Strasse 2 in Dortmund and Wandsbeker Chaussee 220 in Hamburg are still in the planning phase. For the latter one, we are currently applying for a building permit for a conversion from office to residential use in order to make best use of the building.

#### DEVELOPMENTS

Asset name	City	Status	Acquisition price <sup>1)</sup> (EUR k)	Rent collected <sup>1)</sup> (EUR k)	
Am Wehrhahn 33	Düsseldorf	Construction	29,400	9,100	
Hamburger Strasse 1–15 (Center)	Hamburg	Construction	17,600	14,500	
Harburger Ring 17	Hamburg	Construction	3,400	2,000	
Max-Eyth-Strasse 2	Dortmund	Planning	7,800	400	
Wandsbeker Chaussee 220	Hamburg	Planning	5,700	3,000	
Mergenthaler Allee 45–47 <sup>2)</sup>	Eschborn	Planning	11,900	n/a	
Eschersheimer Landstrasse 55 <sup>2)</sup>	Frankfurt	Planning	27,300	n/a	
Stiftsplatz 5 <sup>2)</sup>	Kaiserslautern	Planning	11,900	n/a	
Total			115,000	29,000	

<sup>1)</sup> Including transaction costs of 6 % and real estate operating expenses of 5 %.

<sup>2)</sup> Added to the development pipeline in 2015.

#### SUBSTANTIAL INVESTMENTS INTO THE PORTFOLIO QUALITY

The total amount spent for substantial and value enhancing capex measures was EUR 20.8 million in 2015. This amount is volatile from one year to the other because it depends on the projects themselves and the position they are currently at in their life cycles. Besides our capex spent on development projects, we also invest money within the context of new lettings. Capex related to new leases amounted to EUR 11.7 million in 2015 and was up compared to the prior year period. Of the capitalized amount relating to new lettings, the major part was related to tenant-fit-outs (EUR 9.6 million) and broker fees (EUR 0.7 million).

Furthermore, we spent opex on our buildings through smaller refurbishments (EUR 4.3 million) and ongoing repairs (EUR 1.6 million), which are recognized in our P&L and our FFO.

EUR k	2015	2014	2013	2012
Development	20,802	23,782	6,520	9,072
o/w Asset held for sale	9,150	_	-	_
Re-letting	11,733	9,452	7,963	3,795
o/w: Tenant fit-outs	9,582	6,191	4,684	2,239
o/w: Broker fees	744	2,011	391	834
o/w: capitalised interest	-	_	_	_
o/w: other cost	1,407	1,250	2,888	722
Maintenance <sup>1)</sup>	4,280	5,156	5,218	4,900
Running repairs <sup>1)</sup>	1,605	1,656	1,253	1,203
Total	38,420	40,046	20,954	18,970

#### TOTAL CAPEX/OPEX (ALSTRIA PORTFOLIO)

<sup>1)</sup> Included in P&L and FFO.

Capex spent (EUR k)	Book value as per Dec. 31, 2015 (EUR k)	Capex yet to spend (EUR k)	Total capex (EUR k)	Total cost (EUR k)	Estimated rent (EUR k)
500	32,300	32,500	33,000	62,400	4,640
7,900	32,400	3,300	11,200	28,800	2,543
900	3,000	3,300	4,200	7,600	454
100	3,800	n/a	n/a	n/a	n/a
_	3,300	n/a	n/a	n/a	n/a
n/a	11,900	n/a	n/a	n/a	n/a
n/a	27,300	n/a	n/a	n/a	n/a
n/a	11,900	n/a	n/a	n/a	n/a
9,400	125,900	39,100	48,400	98,800	7,637

### VALUATION

#### DEVALUATION ON DEUTSCHE OFFICE PORTFOLIO IN LINE WITH EXPECTATIONS

At least once a year our entire real estate portfolio is externally audited by Colliers International (valuation report see page 80–93. The portfolio of Deutsche Office was assessed by CBRE (valuation report see pages 94–109).

For the alstria portfolio, the annual revaluation process led to a total uplift of EUR 4.2 million (EUR 5.9 million including joint venture) in the course of 2015. Meaningful valuation gains were related to projects with significant capex spending. Valuation losses usually reflected shorter lease contracts. Market-driven yield compression did not have a major impact on our valuation levels. Deutsche Office's portfolio experienced a total markdown of EUR 81 million, which was in line with the expectations that were announced with the launch of a public takeover offer in June of 2015. The devaluation of the Deutsche Office portfolio concentrated on the assets in the Rhine-Main area and Berlin and reflected a more cautious view on achievable rental levels in these regions going forward.

The graph below illustrates the valuation yields of alstria's portfolio (including assets of Deutsche Office but excluding development assets). The bar represents the range between the asset with the lowest yield and the building with the highest yield in the respective region. The yield within the range represents the average valuation yield of the respective local portfolio. Usually the lower end of the range represents assets with longer-term leases and the higher end of the range represents the valuation of properties with shorter leases in each region.



#### RANGE OF VALUATION YIELDS<sup>1)</sup> IN ALSTRIA'S PORTFOLIO



#### LOWEST YIELD IN THE PORTFOLIO: 4.0 %

7

Johanniswall 4, Hamburg Location: Inner city of Hamburg Tenant: City of Hamburg WAULT: 18.8 years

### PORTFOLIO OVERVIEW

	Total lettable area (m²)	Office space (m²)	Vacancy (m²)	
Total portfolio on balance sheet	1,724,100	1,385,700	219,300	
JV (49 % share) off balance sheet	8,900	6,400	200	
Total portfolio	1,733,000	1,392,100	219,500	

#### INVESTMENT PORTFOLIO

	<b></b>		Total lettable area	Office space	Vacancy	
Asset name	City	Valuer	(m²)	(m²)	(m²)	
Hamburg						
Alte Königstrasse 29–39	Hamburg	Colliers	4,300	3,600	_	
Alter Steinweg 4	Hamburg	Colliers	32,000	28,000	_	
Amsinckstrasse 28	Hamburg	Colliers	8,100	7,800		
Amsinckstrasse 34	Hamburg	Colliers	6,200	5,900	_	
Bäckerbreitergang 73–75 <sup>3)</sup>	Hamburg	Colliers	2,700	2,600	_	
Basselweg 73	Hamburg	Colliers	2,700	1,900	_	
Besenbinderhof 41	Hamburg	Colliers	5,000	3,500	-	
Borsteler Chaussee 111–113	Hamburg	CBRE	6,800	3,600	200	
Buxtehuder Strasse 9–11	Hamburg	Colliers	7,700	5,100	1,500	
Drehbahn 36	Hamburg	Colliers	25,700	20,200	-	
Ernst-Merck-Strasse 9	Hamburg	Colliers	17,600	14,700	_	
Garstedter Weg 13	Hamburg	Colliers	3,600	2,700		
Grindelberg 62–66	Hamburg	Colliers	18,400	17,400		
Hamburger Strasse 1–15 (MOT)	Hamburg	Colliers	9,500	8,300	900	
Hammer Steindamm 129	Hamburg	Colliers	7,200	6,300		
Heidenkampsweg 51–57	Hamburg	CBRE	9,800	9,000	1,900	
Herthastrasse 20	Hamburg	Colliers	3,300	2,700	_	
Johanniswall 4	Hamburg	Colliers	14,100	10,500		
Kaiser-Wilhelm-Strasse 79–87	Hamburg	Colliers	5,600	4,300	600	
Kattunbleiche 19	Hamburg	Colliers	12,400	9,800	_	
Ludwig-Rosenberg-Ring 41	Hamburg	Colliers	5,000	3,600	_	
Max-Brauer-Allee 89–91	Hamburg	Colliers	9,800	7,000	_	
Nagelsweg 41–45	Hamburg	Colliers	6,600	6,000	_	
Öjendorfer Weg 9–11	Hamburg	Colliers	6,100	5,900	_	
Rahlstedter Strasse 151–157	Hamburg	Colliers	2,900	2,900	_	
Schaartor 1	Hamburg	Colliers	5,200	4,400	_	
Steinstrasse 10	Hamburg	Colliers	26,800	22,200	_	
Steinstrasse 5–7	Hamburg	Colliers	21,900	17,800	100	
Süderstrasse 24	Hamburg	Colliers	6,500	6,200	_	
Total			293,500	243,900	5,200	
Grosse Bleichen 23–274)						
(JV, off-balance-sheet)	Hamburg	Colliers	8,900	6,400	200	
Total (incl. JV)			302,400	250,300	5,400	

 $^{\rm D}$  According to the year-end valuation from Colliers International UK PLC and CBRE.  $^{\rm D}$  Valuation includes EUR 81 million mark-down on Deutsche Office assets.

Contractual rent	ERV <sup>1)</sup>		Wault	• •	Δ OMV <sup>2)</sup> (2014 vs. 2015)
(EUR) 208,271,800	(EUR) 233,712,000	(EUR) 3,295,533,000	(years) 5.2	(%)	(%) –1.2
2,585,000	2,652,400	54,243,000	9.2	16.6	5.4
210,856,800	236,364,400	3,349,776,000	5.2	2.4	-1.1

Contractual rent (EUR)	ERV <sup>1)</sup> (EUR)	OMV <sup>1)</sup> (EUR)	Wault (years)	∆ Contractual rent (2014 vs. 2015) (%)	Δ OMV <sup>2)</sup> (2014 vs. 2015) (%)
 592,800	568,200	11,325,000	10.4	0.0	6.8
4,176,700	4,773,500	87,600,000	10.4	0.0	1.3
1,003,500	969,000	13,300,000	1.0	0.0	-2.2
766,200	744,000	9,700,000	1.0	0.0	-1.5
186,500	545,000	8,800,000	2.0	60.6	1.1
274,200	291,600	5,100,000	9.7	0.0	0.0
546,400	502,800	6,950,000	2.4	2.5	0.0
743,600	760,500	11,200,000	4.7	-0.3	1.8
579,100	616,800	10,000,000	10.4	-2.7	0.5
3,431,400	3,528,000	75,800,000	20.4	0.0	6.3
2,032,100	2,316,400	32,400,000	1.9	0.1	-1.3
363,100	360,000	6,550,000	5.4	0.0	0.0
2,197,900	2,238,000	41,600,000	10.4	0.0	1.0
1,705,800	1,776,700	24,500,000	3.0	33.5	2.1
576,900	633,000	10,400,000	10.4	0.0	0.0
1,276,900	1,480,400	22,200,000	3.5	-19.4	-6.7
312,200	334,800	5,500,000	5.4	0.0	10.0
1,812,700	1,700,900	42,700,000	18.8	0.0	12.4
1,036,600	1,126,800	20,000,000	4.8	27.3	2.3
1,598,200	1,434,000	34,600,000	20.4	0.0	3.6
479,800	518,500	6,875,000	2.1	-0.0	-11.6
951,500	957,000	18,315,000	10.4	0.0	0.1
909,400	997,200	14,475,000	3.9	0.0	0.0
592,800	684,200	10,000,000	10.4	0.0	9.1
306,700	324,000	5,210,000	5.4	0.0	4.7
911,600	903,600	18,000,000	6.2	7.8	16.9
3,432,300	3,336,000	72,300,000	10.4	0.0	6.4
3,992,100	4,512,100	75,000,000	9.3	0.8	7.1
833,100	810,700	11,500,000	2.9	17.1	11.2
37,622,100	39,743,700	711,900,000	9.5	1.7	3.7
2,585,000	2,652,400	54,243,000	9.2	16.6	5.4
 40,207,100	42,396,100	766,143,000	9.4	2.5	3.8

<sup>3)</sup> Own used property, partly classified as property, plant and equipment. <sup>4)</sup> Joint venture asset (accounted at 49 %).

#### INVESTMENT PORTFOLIO

Asset name	City	Valuer	Total lettable area (m²)	Office space (m²)	Vacancy (m <sup>2</sup> )	
Rhine-Ruhr			· · ·	· .	· 、	
Alfredstrasse 234–238	Essen	CBRE	30,300	27,700	_	
Am Seestern 1	Düsseldorf	CBRE	36,200	32,200	25,000	
An den Dominikanern 6	Cologne	CBRE	27,500			
Bamlerstrasse 1–5	Essen	Colliers	33,900	29,200	2,100	
Berliner Strasse 91	Ratingen	CBRE	33,900	22,300	6,800	
Carl-Schurz-Strasse 2	Neuss	CBRE	12,700	12,600	100	
Doktorweg 2–4	Detmold	Colliers	9,800	7,900	_	
Earl-Bakken-Platz 1	Meerbusch	CBRE	8,000	7,200	_	
Elisabethstrasse 5–11	Düsseldorf	Colliers	11,200	10,000	1,100	
Emanuel-Leutze-Strasse 11	Düsseldorf	Colliers	8,100	7,300	6,300	
Friedrichstrasse 193)	Düsseldorf	Colliers	2,100	1,300	_	
Gartenstrasse 2	Düsseldorf	CBRE	5,100	5,000	500	
Gathe 78	Wuppertal	Colliers	8,500	4,100	1,300	
Georg-Glock-Strasse 18	Düsseldorf	Colliers	10,400	9,800	_	
Gereonsdriesch 13	Cologne	Colliers	2,500	2,100	-	
Graf-Adolf-Strasse 67–69	Düsseldorf	CBRE	5,400	3,700	1,200	
Hansaallee 247	Düsseldorf	Colliers	5,700	4,300	2,100	
Hans-Böckler-Strasse 36	Düsseldorf	Colliers	7,700	6,500	_	
Heerdter Lohweg 35	Düsseldorf	CBRE	37,700	33,300	4,400	
Horbeller Strasse 11	Cologne	Colliers	6,400	5,800		
Immermannstrasse 40	Düsseldorf	Colliers	7,800	6,800	1,600	
Ivo-Beucker-Strasse 43	Düsseldorf	Colliers	8,000	7,700		
Jagenbergstrasse 1	Neuss	Colliers	20,200	18,100	5,500	
Josef-Wulff-Strasse 75	Recklinghausen	CBRE	19,900	_		
Kaistrasse 16, 16a, 18	Düsseldorf	Colliers	9,300	8,900	4,000	
Kampstrasse 36	Dortmund	CBRE	3,200	1,700	1,400	
Maarweg 165	Cologne	CBRE	22,800	20,600	4,300	
Opernplatz 2	Essen	CBRE	24,300	24,300		
Pempelfurtstrasse 1	Ratingen	CBRE	19,100	17,000	8,700	
Total			437,700	337,400	76,400	
Rhine-Main						
Am Hauptbahnhof 6	Frankfurt	CBRE	7,700	5,900	400	
Berner Strasse 119	Frankfurt	CBRE	14,900	12,600	4,900	
Deutsche Telekom Allee 7	Darmstadt	CBRE	24,700	23,300		
Feldstrasse 16	Weiterstadt	CBRE	14,200	4,400	3,900	
Frankfurter Strasse 71–75	Eschborn	CBRE	6,700	2,300	1,000	
Goldsteinstrasse 114	Frankfurt	Colliers	8,500	7,900		
Gustav-Nachtigal-Strasse 3	Wiesbaden	Colliers	18,500	16,500		

 $^{\scriptscriptstyle 1)}$  According to the year-end valuation from Colliers International UK PLC and CBRE.

<sup>2)</sup> Valuation includes EUR 81 million mark-down on Deutsche Office assets.

<sup>3)</sup> Own used property, partly classified as property, plant and equipment.

Contractual rent (EUR)	ERV <sup>1)</sup> (EUR)	OMV <sup>1)</sup> (EUR)	Wault (years)	∆ Contractual rent (2014 vs. 2015) (%)	Δ OMV <sup>2)</sup> (2014 vs. 2015) (%)
, <u>· · ·</u> ,	· · ·			· · ·	· · ·
5,664,600	4,127,600	72,100,000	4.0	-0.0	-3.0
938,200	5,310,700	58,200,000	4.6	30.8	-2.2
3,757,100	3,867,500	60,300,000	4.6	1.7	3.8
3,698,300	3,705,400	49,000,000	3.3	7.0	-3.4
3,710,800	4,070,500	50,900,000	8.1	7.7	1.4
1,318,000	1,338,100	13,500,000	2.1	2.5	-2.2
832,400	867,700	10,985,000	3.7	0.2	-0.1
1,380,800	1,050,200	15,500,000	3.7	-0.0	-5.5
1,982,700	2,044,300	34,500,000	6.9	25.3	7.6
202,200	966,700	10,325,000	1.6	-24.5	-2.6
322,400	409,100	4,765,000	3.6	3.2	4.3
921,200	927,700	12,600,000	3.9	9.2	4.1
828,100	890,600	11,000,000	5.3	-1.2	0.5
2,103,300	1,815,600	25,500,000	2.0	0.0	-7.7
355,700	350,700	5,300,000	2.2	0.0	0.0
485,200	589,400	7,500,000	2.4	14.1	1.4
538,500	735,800	9,300,000	4.8	9.7	12.3
936,300	1,018,700	18,000,000	13.1	0.0	2.9
5,490,000	5,917,200	79,700,000	2.0	20.9	-1.2
639,900	587,300	7,600,000	2.3	11.1	1.3
979,800	1,320,700	16,725,000	1.9	-15.7	-0.2
998,400	1,075,300	11,000,000	3.7	1.5	0.0
1,381,200	1,927,800	23,600,000	3.4	-38.7	-17.7
1,900,000	2,263,400	31,000,000	5.3	-9.5	-1.6
1,279,200	2,122,200	27,535,000	3.8	12.7	-8.2
454,200	612,900	9,500,000	3.7	-12.8	-4.0
2,634,600	3,371,600	43,700,000	2.7	6.7	-4.0
2,556,400	2,419,600	36,200,000	7.0	-0.0	0.3
1,349,500	2,125,100	24,400,000	3.7	3.0	-4.3
49,639,000	57,829,400	780,235,000	4.3	2.9	-1.7
1,461,900	1,512,500	24,200,000	5.1	2.6	4.8
1,308,500	1,628,900	19,900,000	2.9	0.6	-5.7
3,504,400	3,590,400	47,400,000	4.4	1.0	-9.5
534,900	743,200	6,700,000	2.0	3.4	-10.7
1,136,600	1,331,600	15,700,000	17.1	-2.8	-8.7
1,106,100	1,154,100	15,000,000	1.1	0.2	-1.6
2,615,300	2,157,600	27,750,000	2.2	-0.0	-1.8

#### **INVESTMENT PORTFOLIO**

			Total lettable area	Office space	Vacancy	
Asset name	City	Valuer	(m²)	(m²)	(m²)	
Gustav-Nachtigal-Strasse 4	Wiesbaden	Colliers	800	700	800	
Hauptstrasse 45	Dreieich	CBRE	8,100	7,500	400	
Insterburger Strasse 16	Frankfurt	Colliers	13,200	13,000	2,200	
Mainzer Landstrasse 33 a	Frankfurt	Colliers	3,200	3,100	2,800	
Olof-Palme-Strasse 37	Frankfurt	CBRE	10,400	9,300	_	
Platz der Einheit 1	Frankfurt	CBRE	30,600	28,800	21,700	
Siemensstrasse 9	Neu-Isenburg	Colliers	9,600	9,300	1,900	
Solmsstrasse 27–37	Frankfurt	CBRE	29,800	27,400	_	
Stresemannallee 30	Frankfurt	Colliers	9,000	8,900	2,500	
T-Online-Allee 1	Darmstadt	CBRE	71,900	59,400	_	
Wilhelminenstrasse 25	Darmstadt	CBRE	8,500	5,000	500	
Total			290,300	245,300	43,000	
Stuttgart					· · ·	
Bahnhofstrasse 1–5	Heilbronn	CBRE	14,700	9,700	_	
Breitwiesenstrasse 5–7	Stuttgart	CBRE	25,400	20,200	200	
Carl-Benz-Strasse 15	Ludwigsburg	CBRE	32,500	4,100	1,700	
Epplestrasse 225	Stuttgart	Colliers	107,500	107,000	_	
Hanns-Klemm-Strasse 45	Böblingen	CBRE	14,900	14,100	-	
Hauptstätter Strasse 65–67	Stuttgart	Colliers	8,700	7,700	-	
Ingersheimer Strasse 20	Stuttgart	CBRE	12,300	11,100	600	
Kupferstrasse 36	Stuttgart	CBRE	5,400	5,000	1,000	
Kurze Strasse 40	Filderstadt	CBRE	5,300	4,500	1,200	
Rotebühlstrasse 98–100	Stuttgart	Colliers	8,400	6,400		
Vichystrasse 7–9	Bruchsal	CBRE	20,100	4,900	2,800	
Total			255,200	194,700	7,500	
Berlin						
An den Treptowers 3	Berlin	CBRE	85,400	81,700	800	
D		<u> </u>		22.222	45 000	

Total			115,200	109,200	19,100	
Holzhauser Strasse 175–177	Berlin	Colliers	7,600	7,500	2,500	
Darwinstrasse 14–18	Berlin	Colliers	22,200	20,000	15,800	
An den Treptowers 3	Berlin	CBRE	85,400	81,700	800	

 $^{\rm D}$  According to the year-end valuation from Colliers International UK PLC and CBRE.  $^{\rm D}$  Valuation includes EUR 81 million mark-down on Deutsche Office assets.

Contractual rer	nt ERV <sup>1)</sup>		Wault	△ Contractual rent (2014 vs. 2015)	Δ OMV <sup>2)</sup> (2014 vs. 2015)
(EUF		(EUR)	(years)	(%)	(%)
28,80	0 150,700	1,260,000	3.8	-2.0	0.0
1,343,10	1,083,700	20,600,000	11.8	0.0	0.5
1,492,60	0 1,759,800	26,400,000	4.2	-5.7	1.5
107,80	0 717,600	9,635,000	1.2	-45.3	-3.7
1,495,60	0 1,544,300	20,500,000	5.0	-0.0	-0.5
2,369,90	6,788,700	99,100,000	3.8	13.4	-9.6
1,065,20	0 1,273,900	11,100,000	2.8	11.1	11.0
7,102,40	0 5,322,900	82,100,000	2.0	0.0	-12.8
987,10	0 1,171,400	16,000,000	5.8	-11.9	-5.9
12,282,10	0 11,148,600	152,400,000	3.9	2.0	-10.7
1,338,90	0 1,410,400	22,600,000	2.4	7.4	0.0
41,281,20	0 44,490,300	618,345,000	4.0	1.2	-7.3
2,132,10	0 2,144,700	28,400,000	4.5	-1.0	-9.6
3,036,30	3,180,000	44,600,000	3.8	0.0	0.2
1,668,90	0 1,626,700	19,300,000	6.4	1.6	0.0
15,671,10	0 15,824,900	225,000,000	4.3	0.0	0.0
1,896,70	0 1,693,100	21,400,000	1.5	0.0	-7.0
1,710,50	0 1,729,800	20,000,000	2.0	-0.0	0.0
1,675,70	0 1,729,000	22,800,000	1.9	0.5	-4.2
463,20	0 504,400	6,200,000	2.6	-1.3	-1.6
472,00	0 572,300	6,500,000	1.8	-2.7	1.6
1,351,30	0 1,366,300	18,525,000	4.6	0.4	0.5
1,042,50	0 1,101,800	12,600,000	4.3	94.4	-2.3
31,120,30	0 31,473,000	425,325,000	3.9	1.7	-1.3

13,937,000	15,285,500	209,300,000	3.5	-2.1	-8.3
757,600	2,750,400	30,600,000	9.5	>100	10.1
462,000	669,600	6,850,000	2.4	-1.9	-0.7
15,156,600	18,705,500	246,750,000	3.7	2.7	-6.1

#### INVESTMENT PORTFOLIO

Asset name	City	Valuer	Total lettable area (m²)	Office space (m²)	Vacancy (m²)	
Others					·······	
Arndtstrasse 1	Hanover	Colliers	10,900	7,300	_	
Balgebrückstrasse 13–15	Bremen	CBRE	4,100	3,800	100	
Carl-Reiss-Platz 1–5	Mannheim	Colliers	17,500	14,800		
Carl-Reiss-Platz TG	Mannheim	Colliers				
Frauenstrasse 5–9	Trier	CBRE	16,900	1,000	800	
Friedrich-Scholl-Platz 1	Karlsruhe	Colliers	26,800	26,800		
Gutenbergstrasse 1	Ismaning	CBRE	12,200	10,400	2,200	
Hofmannstrasse 51 <sup>3)</sup>	Munich	Colliers	22,200	19,700	14,400	
Lina-Ammon-Strasse 19	Nuremberg	CBRE	11,200	10,100	2,600	
Lötzener Strasse 3	Bremen	CBRE	5,000	3,600	600	
Ludwig-Erhard-Strasse 49	Leipzig	CBRE	6,300	6,000		
Nägelsbachstrasse 26	Erlangen	CBRE	11,600	7,200	600	
Oskar-Messter-Strasse 22–24	Ismaning	CBRE	12,400	11,300	2,100	
Richard-Wagner-Platz 1	Nuremberg	CBRE	6,800	5,600	100	
Taunusstrasse 34–36	Munich	CBRE	11,200	10,800	_	
Washingtonstrasse 16/16a	Dresden	Colliers	20,500	17,300	8,600	
Werner-von-Siemens-Platz 1	Laatzen	Colliers	21,100	18,000	1,600	
Zellescher Weg 21–25a	Dresden	Colliers	6,500	5,200	100	
Total			223,200	178,900	33,800	

#### Total investment portfolio

1,615,100 1,3

1,309,400 185,100

<sup>1)</sup> According to the year-end valuation from Colliers International UK PLC and CBRE.

<sup>2)</sup> Valuation includes EUR 81 million mark-down on Deutsche Office assets.

<sup>3)</sup> Accounted as assets held for sale.

#### ACQUISITIONS

Asset name	City	Valuer	Total lettable area (m²)	Office space (m <sup>2</sup> )	Vacancy (m²)	
Karlstrasse 123–127	Düsseldorf	Colliers	5,700	5,200	_	
Vaihinger Str. 131	Stuttgart	CBRE	21,400	18,500	_	
Total acquisitions			27,100	23,700	-	

<sup>1)</sup> According to the year-end valuation from Colliers International UK PLC and CBRE.

<sup>2)</sup> Valuation includes EUR 81 million mark-down on Deutsche Office assets.
Contractual rent (EUR)	ERV <sup>1)</sup> (EUR)	OMV <sup>1)</sup> (EUR)	Wault (years)	∆ Contractual rent (2014 vs. 2015) (%)	Δ OMV <sup>2)</sup> (2014 vs. 2015) (%)
1,221,900	1,226,400	23,000,000	15.7	10.4	10.8
329,300	361,400	3,760,000	3.3	1.3	1.6
1,709,200	1,587,300	22,950,000	2.2	0.0	2.0
144,300	174,000	1,550,000	2.6	1.2	3.3
1,202,500	2,094,900	25,300,000	3.8	-41.0	-11.2
2,615,600	2,724,000	40,600,000	10.0	-0.6	5.2
1,058,200	1,194,500	12,800,000	7.3	>100	17.4
988,800	2,728,800	44,386,000	3.0	>100	30.5
1,145,700	1,185,600	15,100,000	4.3	-4.0	-6.2
314,700	306,100	3,250,000	3.9	1.0	-7.1
755,800	641,500	8,900,000	2.2	0.0	-5.1
1,403,100	1,396,200	18,500,000	3.0	-4.4	-1.6
1,307,600	1,423,800	16,700,000	4.7	5.9	-1.8
1,005,700	879,700	14,400,000	4.2	>100	16.1
1,773,700	1,759,300	26,400,000	5.9	1.7	0.4
1,090,300	1,635,100	16,825,000	2.6	-13.4	-8.6
1,771,200	2,193,100	24,600,000	2.1	0.2	-1.6
696,300	614,600	8,700,000	2.9	-0.5	-7.4
20,533,900	24,126,300	327,721,000	5.2	6.6	3.5
195,353,100	216,368,200	3,110,276,000	5.2	2.5	

Contractual rent (EUR)	ERV <sup>1)</sup> (EUR)	OMV <sup>1)</sup> (EUR)	Wault (years)	Transfer of benefits and burden	Δ OMV <sup>2)</sup> (2014 vs. 2015) (%)
748,700	792,000	11,500,000	7.5	Sept. 3, 2015	n/a
3,787,700	2,792,200	29,600,000	2.0	Nov. 1, 2015	n/a
4,536,400	3,584,200	41,100,000	2.9	n/a	n/a

### DEVELOPMENT ASSETS

Asset name	City	Valuer	Total lettable area (m²)	Office space (m²)	Vacancy (m²)	
Am Wehrhahn 33	Düsseldorf	Colliers	23,200	23,200	11,400	
Dieselstrasse 18 <sup>3)</sup>	Ditzingen	Colliers	9,600	-	_	
Eschersheimer Landstrasse 55	Frankfurt	CBRE	8,700	8,100	4,100	
Hamburger Strasse 1–15 (MUC)	Hamburg	Colliers	12,400	_	700	
Harburger Ring 17	Hamburg	Colliers	3,200	1,500	2,900	
Landshuter Allee 174 <sup>3)</sup>	Munich	Colliers	7,200	7,000	6,600	
Max-Eyth-Strasse 2	Dortmund	Colliers	-	-	-	
Mergenthalerallee 45–47	Eschborn	CBRE	5,100	4,800	3,500	
Stiftsplatz 5	Kaiserslautern	CBRE	9,300	5,500	2,500	
Wandsbeker Chaussee 220	Hamburg	Colliers	3,200	2,500	2,500	
Total development portfolio			81,900	52,600	34,200	

<sup>1)</sup> According to the year-end valuation from Colliers International UK PLC and CBRE.

<sup>2)</sup> Valuation includes EUR 81 million mark-down on Deutsche Office assets.

<sup>3)</sup> Accounted as assets held for sale.

### DISPOSALS

Asset name	City	Valuer	Total lettable area (m²)	Office space (m <sup>2</sup> )	Vacancy (m²)	
Arnulfstrasse 150	Munich	Colliers	5,900	5,600	5,900	
Emil-von-Behring-Strasse 2	Frankfurt	Colliers	8,800	8,200	_	
Halberstädter Strasse 17	Magdeburg	Colliers	7,500	6,900	_	
Siemensstrasse 31–33	Ditzingen	Colliers	14,600	11,300	_	
Total disposals			36,800	32,000	5,900	

6.3 %

<sup>1)</sup> According to the year-end valuation from Colliers International UK PLC.

208.3 EUR million CONTRACTUAL RENT

Contractual rent (EUR)	ERV <sup>1)</sup> (EUR)	OMV <sup>1)</sup> (EUR)	Wault (years)	∆ Contractual rent (2014 vs. 2015) (%)	Δ OMV <sup>2)</sup> (2014 vs. 2015) (%)
2,230,800	4,640,000	32,300,000	3.5	-12.3	-7.6
888,000	888,000	10,757,000	20.0	0.0	247.0
1,629,400	1,920,700	27,300,000	3.6	6.3	-4.5
2,405,300	2,542,900	32,400,000	6.0	15.6	20.7
29,000	453,700	3,000,000	1.2	-9.1	27.7
72,300	1,238,400	14,000,000	2.2	0.0	0.0
3,500	3,500	3,800,000	2.0	9.4	-2.4
178,400	590,400	5,400,000	1.9	-24.5	-6.9
867,200	1,024,900	11,900,000	3.6	7.0	-2.5
78,400	457,100	3,300,000	3.2	-79.5	-35.3
8,382,300	13,759,600	144,157,000	5.9	-2.3	5.3

Contractual rent (EUR)	Disposal price (EUR)	Appraised value <sup>1)</sup> as per Dec. 31, 2014 (EUR)	Wault (years)	Transfer of benefits and burden	∆ Disposal price/ appraised value 2014 (%)
-	16,500,000	14,660,000	0.0	Dec. 31, 2015	12.6
1,000	12,800,000	12,665,000	5.1	Dec. 31, 2015	1.1
700	6,200,000	6,500,000	2.5	Nov. 30, 2015	-4.6
1,500	19,200,000	17,720,000	4.2	Aug. 28, 2015	8.4
3,200	54,700,000	51,545,000			6.1

3,350 EUR million TOTAL PORTFOLIO VOLUME

> 5.2 Years WAULT



Company Report 2015 alstria FINANCING 39



Heidenkampsweg 51-57, Hamburg



### FINANCING

#### OUR PERSPECTIVE

A real estate company needs a solid balance sheet and access to different sources of financing. Over the years, we've built up a high reputation in the capital market and positioned alstria as a reliable and solid investment target. Our REIT status clearly helps in this respect because the REIT is a globally established trademark that stands for a solid financing structure. The quality of our balance sheet steadily improved over time, and we remain on our path to further de-lever the company going forward. After achieving an initial BBB rating by Standard & Poor's in November 2015, our sources of financing today include equity, bank debt, a convertible bond and a corporate bond.

#### **OUR TARGETS**

- > Maintain alstria's ability to finance its assets at any given moment in time
- > Make use of different equity and debt instruments
- Further reduce corporate LTV to below 45 %

#### **OUR ACHIEVEMENTS 2015**

- > We issued 73.2 million new shares in 2015, mainly related to the exchange offer to the shareholders of Deutsche Office
- > S&P rated alstria with an initial BBB, making us the first commercial property company to achieve an Investment Grade Rating
- > We issued our first benchmark-sized bond in the capital market



### Debt maturity profile

<sup>1)</sup> Loan amount of EUR 331.9 million repaid on Feb. 22, 2016.

#### EQUITY POSITION ALMOST DOUBLED IN 2015

In 2015 we substantially increased the equity position in our balance sheet through the issuance of 73.2 million new shares. The total number of shares therefore increased from 79.0 million to 152.2 million in the course of 2015. In March of 2015, we executed a 10 % capital increase (7.9 million shares) in an Accelerated Book Building (ABB) process and made use of our authorized capital. Following our shareholders' approval of the public tender offer to shareholders of DO Deutsche Office AG, we issued 65.1 million new shares for the exchange of 170.8 million Deutsche Office shares (exchange ratio: 1:0.381) and therefore acquired 94.6 % of the Company's outstanding shares and voting rights in October of 2015. Our equity position improved by 91.2 % from EUR 846.6 million to EUR 1,619.4 million (excluding minorities) in the course of 2015, mainly through the capital measures taken. Our REIT equity ratio of 49.4 % as per December 31. 2015 was slightly down compared to the 50.2 % reported as per December 31, 2014. On a per share basis, the equity remains stable, demonstrating that the full acquisition of Deutsche Office had no dilutive impact on our shareholders.

### ACHIEVEMENT OF INVESTMENT GRADE RATING

In 2015 we further extended our sources of financing. After being rated BBB by Standard & Poor's we issued our first benchmark-sized Eurobond and made use of capital market debt. The EUR 500 million bond was placed with international investors with a 2.25 % coupon and has a maturity of five years. The proceeds from the bond replaced higher yielding bank debt mainly for the refinancing of the Deutsche Office portfolio. Our corporate net LTV as per December 31, 2015 stood at 49.3 % and further improved compared to the prior year number of 50.4 % despite the consolidation of Deutsche Office with a higher LTV of around 53.5 % (as per December 31, 2014). Our mid-term target is still to reduce the LTV to around 45 %.





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## GERMANY IS A FEDERAL STATE

The German office real estate has a fundamentally different structure than other European markets. In Germany there is no dominant market like Paris or London. Due to its federal structure, there are a number of smaller office markets spread across the country with the main office markets being Berlin, Hamburg, Frankfurt, Düsseldorf, Munich and Stuttgart. If somebody intends to get exposure to the German office market, it is not sufficient to concentrate on just one submarket because it might not reflect the dynamic of the German economy, or it might not be big and liquid enough to bear a greater amount of risk than initially anticipated. To put this into perspective, the investment volume in Central London is higher than the combined investment volume of the big six German office centers.

### INVESTMENT VOLUME 2015<sup>1)</sup>

Central London compared to investment volume of the Big 6 German office markets in EUR bn



A concentrated investment into just one German submarket would also mean a huge leasing risk. Again, from the European perspective, the annual take-up in Central Paris is as big as the combined take-ups of Berlin, Hamburg and Frankfurt. Looking at the smaller German cities would substantially increase the liquidity risk as well as the letting risk.

Investing in the German office property market presents the following conundrum. On the one hand, the investment needs to be spread across a number of markets in order to present a fair reflection of the underlying strength of the economy, while on the other hand, it requires strong operational capability which cannot be efficiently achieved on a too wide territory. In order to solve this conundrum, we have decided to focus on the major German markets, where we can build up a substantial portfolio and therefore spend the time and resources to thoroughly analyze the market.

### ANNUAL TAKE UP 2015<sup>1)</sup>

Central Paris compared to combined take up of Berlin, Hamburg and Frankfurt



### ACQUISITION IS IN LINE WITH OUR TARGETS

Given the structure of the German market, the logic of last years' transaction becomes obvious. So far, we had sizable investment volumes in Hamburg, Düsseldorf and Stuttgart. Combining with

Deutsche Office's assets also gives us critical size in Frankfurt and Berlin and further strengthens our positions in Düsseldorf, Stuttgart and Hamburg. The achievement of a critical portfolio size in each of the main German office markets (except Munich) allows us to establish local offices, run efficient sub-portfolios and exploit these opportunities to the highest extent possible.

At the same time, the diversification of the tenant risk as well as the geographical risk improves the risk return profile of the Company. Therefore, from a real estate perspective, the combination of alstria's and Deutsche Office's portfolios makes perfect sense. As we are first and foremost real estate people, this was the most important driver in making the takeover offer decision. Besides that, we stuck to what we always said with regard to corporate growth: we will not accept a deterioration of our balance sheet quality and acquisitions need to have a positive impact on our FFO per share rather sooner than later. The acquisition of Deutsche Office is in line with all our targets and is for the benefit of all our stakeholders.

# TERMS OF THE ACQUISITION

The transaction itself was structured as a pure share-for-share deal. All in all, we issued 65.1 million new shares for the acquisition of 170.8 million Deutsche Office shares (exchange ratio: 0.381 alstria

share to 1 Deutsche Office share). In an extraordinary general meeting, 99.7 % of alstria's shareholders approved the offer on July 23, 2015. The transaction was also supported by a large majority of Deutsche Office shareholders, which led to alstria's ownership of 94.6 % in Deutsche Offices' share capital and voting rights. The new shares were issued at EUR 12.64 per share, resulting

in a technical purchase price of EUR 823 million for the IFRS equity of Deutsche Office. As a result of the transaction, we built up goodwill on our balance sheet amounting to EUR 144.8 million. As we strongly believe that the concept of goodwill does not apply to real estate (considering that all the assets on the balance sheet are already marked to market), we have written down this goodwill in our 2015 accounts.

### Deutsche Office is a perfect fit

85 % of DO assets are matching our acquisition criteria

### Strong support

99.7 % alstria's shareholders voted for the offer 94.6 % of DO shareholders excepted the offer

### PORTFOLIO OFFERS OPPORTUNITIES

We are firmly convinced that Deutsche Office's portfolio offers significant opportunities. The majority of the assets are good quality in

Disciplined underwriting EUR 81 million mark-down on DO portfolio our view. Our underwriting of the company was based on a bottom-up approach, where we valued each and every asset separately. While running this exercise, we did adjust the rental expectation for some of the vacant assets in order to more appropriately reflect the market

conditions or the risk-return expectation for some leased assets which presented a substantial re-letting risk. This underwriting exercise led to a mark-down by EUR 81.1 million while pricing the transaction on the Deutsche Office portfolio.

The enhanced portfolio management will also be supported by the stronger local presence in our existing office in Düsseldorf and the establishment of new offices in Frankfurt and Stuttgart. Furthermore, the application of alstria's integrated business model to the assets of Deutsche Office will result in better efficiency and improved asset management capabilities. On the financing side, after we achieved an investment grade rating by Standard & Poor's, we took significant steps to reduce the cost of debt in the Deutsche Office portfolio through the issuance of two corporate bonds. The EUR 500 million proceeds repay the higher yielding bank debt that so far refinanced the portfolio of Deutsche Office.

### **BETTER DIVERSIFICATION**

The combination of alstria's and Deutsche Office's portfolios diversifies the cluster risk with regard to the locations we are invested in. So far, alstria has concentrated on Hamburg, Düsseldorf and Stuttgart. Combining with Deutsche Office's portfolio strengthens the existing locations and gives us an additional critical mass in the Rhine-Main area around Frankfurt and in Berlin. Today, we have significant exposure in five of the six main German office locations.

In real estate, the change of the tenancy structure over time is a natural process. We do not see that as a risk in the first place, as tem-

*It's all about risk-return* Sizeable portfolios in 5 of 6 major German office markets porary vacancy also allows us to refurbish or reposition buildings. However, in order to secure a continual cash flow over time, it's better to have a diversified tenant base. Before, both companies combined had seven single tenants contributing more than 5 % of the annual rental

income. The combination of alstria and Deutsche Office reduced this number to just two.

### STRONGER LOCAL PRESENCE

Sizable investments in German offices require a multi-local approach in order to realize the best risk-return profile, and taking advantage of existing opportunities requires local operations. It is ancient wis-

dom, but it still appears to be right: real estate business is local business and we are where our assets are. Only if you have the local knowledge and the local network you are able to run a successful real estate business. The achievement of a critical size in most of the major German office markets allows us to establish local offices. Besides our headquarters in Hamburg, from which we serve the

Hamburg and Berlin markets, we have strengthened our existing local office in Düsseldorf to manage our assets in the Rhine-Ruhr area. After also achieving a critical size in the Rhine-Main area and Stuttgart region, we also established local offices in Frankfurt and Stuttgart. The local offices are responsible for all of the real estate operations of their respective sub-portfolios, including asset management, property management and technical management. Our central administration activities are concentrated in the Hamburg headquarters.

### <u>BETTER EFFICIENCY</u>

The more we focus, the better our efficiency. It is our strong belief in this concept that drives our focused approach on a single asset class: offices. Offices are what

we know best and where we learn to add value. As the German office market requires a multi-local investment approach due to its diversified structure, we are firmly convinced that it needs sizable sub-portfolios in order to run efficient operations and optimize the risk-return profile of the total portfolio.

Given that we reached a critical size in five of the six main German office markets through the combination of alstria and Deutsche Office, we will be able to substantially increase the Companies' efficiency. More assets require more people to manage them, but the establishment of local offices will save us time on traveling, time better spent on our real estate operations.

There will also be additional savings linked to synergy effects in overhead cost that will grow only marginally compared to the growth of our portfolio volume. This will result in a reduction of our cost ratio going forward. We expect that our overall SG&A costs will be reduced by EUR 2.5 million compared to the combined SG&A of alstria and Deutsche Office.

### Real estate business is local business

Headquarters in Hamburg local offices in Düsseldorf, Frankfurt, Stuttgart

*Efficient operating platform* Cost down by EUR 2.5 million

### BETTER CAPITAL MARKET PROFILE

The higher the liquidity of a stock and the wider its shareholder base, the cheaper its cost of capital. Over the years, we've continuously increased the free float market capitalization of our Company that went hand in hand with the higher liquidity of our share. Prior to the

Better liquidity – lower cost of capital Higher index weightings and MDAX membership transaction with Deutsche Office, our Company crossed the symbolic EUR 1 billion mark in terms of market capitalization, which is a threshold for many institutional investors to have a closer look into a stock. With the capital increase related to the acquisition of Deutsche Office and the positive stock price performance after the announce-

ment of the takeover, our market capitalization almost doubled to EUR 1.9 billion.

The development of our stocks' liquidity over the past years is even more impressive. Compared to the average daily trading volume of EUR 2.2 million in 2014, the liquidity more than tripled to EUR 6.9 million in 2015.

The new size and liquidity of the Company clearly puts us ahead of our competition and positions alstria as the undisputed market leader in the listed German office space as well as on equal foot with most of the European office peers.

#### MARKET CAPITALIZATION

in EUR million

LIQUIDITY Average daily trading volume in EUR million











Breitwiesenstrasse 5-7, Stuttgart

### BUSINESS DEVELOPMENT

### OUR TARGETS

- > Secure and constantly improve the balance sheet quality
- > Increase our FFO per share on a sustainable basis
- Achieve cash flow oriented management to secure an attractive dividend policy over time

#### **OUR ACHIEVEMENTS 2015**

- > The net LTV fell to 49.3 % and our REIT equity ratio stood at 49.4 %
- > The FFO per share improved to EUR 0.61
- > EPRA NAV per share was almost stable at EUR 10.91 despite a substantial mark-down of the DO portfolio and the write-down of the entire goodwill

### PROFIT AND LOSS ACCOUNT

From an operational perspective, alstria developed absolutely according to plan in the reporting period and delivered on the guidance we gave to the market again. We updated our guidance after the successful completion of the acquisition of Deutsche Office in October 2015 to reflect the first time consolidation of Deutsche Office for the last two months of 2015. Our revenues of EUR 115.3 million matched the forecast of EUR 116 million and funds from operations (FFO) of EUR 60.0 million slightly exceeded our guidance of EUR 59 million for the financial year 2015. However, our net profit was distorted by a number of one-off effects related to the acquisition of Deutsche Office.

Revenues increased by 13.3 % from the prior year period due to first time consolidation effects and totaled EUR 115.3 million (2014: EUR 101.8 million). Real estate operating expenses amounted to EUR 12.8 million, or 11.1% of total revenues during the reporting period (2014: EUR 11.1 million or 10.9 % of revenues). Administrative and personnel expenses increased by 46.9% to EUR 18.5 million due to one-off costs related to the acquisition of Deutsche Office and a higher (non-cash) share-based compensation following the outperformance of the alstria share. The main impacts relating to the acquisition of Deutsche Office can be found in the other operating expenses and in the goodwill impairment. Other operating expenses dropped from EUR -2.0 million in 2014 to EUR -13.9 million in 2015. This development was mainly due to EUR 9.8 million transaction costs related to the acquisition. The goodwill of EUR 144.8 million technically occurred as the difference between the purchase price of Deutsche Office of EUR 822.7 million (placement price of new shares multiplied by number of new shares issued) and the fair value of the company represented by the IFRS equity (excluding minority interest) of EUR 677.9 million as per the acquisition date.

Net financing costs increased by 22.7 % to EUR 43.3 million from EUR 35.3 million in the prior year period. The increase mainly resulted from charges for early repayment of Deutsche Office's debt (EUR 9.2 million). The consolidated net result amounted to EUR –111.4 million in the period under review (2014: EUR 37.0 million) and was caused by one-off items related to the acquisition of Deutsche Office, as described earlier.

### FFO AND AFFO

The increase in funds from operations by 26 % to EUR 60.0 million was mainly driven by the first time consolidation of Deutsche Office for the last two months of 2015, as well as a better operating result of alstria on a standalone basis. The FFO per share\* increased slightly from EUR 0.60 in 2014 to EUR 0.61 in 2015. alstria's adjusted funds from operations (AFFO) increased by 13.3 % to EUR 43.2 million. The measure AFFO adjusts FFO for non-expensed capital expenditures that aim at maintaining the quality of the underlying investment portfolio or its cash flow. The adjustments mainly comprised alstria's capitalized capex measures due to tenant-specific property adjustments, which were spent to support the lease-up process.

### BALANCE SHEET

Since December 31, 2014, the value of alstria's investment properties almost doubled to EUR 3,260.5 million as per December 31, 2015. The significant increase resulted from the acquisition of 51 properties (of which 49 were Deutsche Office properties) as well as the capitalization of modernization measures on the one hand and the disposal of eight assets (seven alstria assets and one Deutsche Office asset) on the other hand. Cash and cash equivalents stood at EUR 460.3 million as per December 31, 2015 and were up from EUR 63.1 million a year before. Liquid funds came in from the acquisition of Deutsche Office, a capital increase in March 2015 and the issuance of a corporate bond. The proceeds of the bonds were only partially used to repay higher yielding bank debt by December 31, 2015.

Total equity increased by 95.8 % to EUR 1,657.7 million as per December 31, 2015. The substantial increase was mainly a result of the acquisition of Deutsche Office, which was structured as a share-for-share transaction and increased alstria's share capital by EUR 65.1 million to EUR 152.2 million. The effects from the capital increase were partly compensated by the dividend payment in May 2015 and the loss for the year 2015. alstria's long-term debt increased by 96.3 % to EUR 1,715.6 as per the reporting date due to the issuance of a corporate bond (EUR 500 million) and Deutsche Office's bank loans (EUR 471.1 million). The average interest rate stood at 2.8 % as per December 31, 2015 (December 31, 2014: 3.4 %). The corporate net LTV ratio (including the bond and the convertible bond) was 49.3 %.

\* Divided by weighted number of shares at the end of the reporting period (Dec. 31, 2015: 96,718,329), divided by 79,018,487 shares as per Dec. 31, 2014.

### <u>OUTLOOK 2016</u>

Based on the current portfolio, alstria is expecting revenues of EUR 200 million in 2016. The slight decrease from the pro-forma revenues of EUR 205 million in 2015 is mainly due to the disposal of assets. The FFO is expected to increase to EUR 115 million, which represents an increase of 10 % compared to the pro-forma FFO of EUR 104 million.

The management report contains statements relating to anticipated developments. These statements are based on current assessments and are, by their very nature, exposed to risk and uncertainty. Actual developments may differ from those predicted in these statements.

### FFO

for the period from January 1 to December 31, 2015

2015	2014
-110,568	36,972
4,192	-824
6,763	27,461
-12,655	-4,566
-1,301	-12,179
173,567	762
144,795	
9,765	_
9,162	_
59,998	47,626
-601	_
59,397	47,626
-16,162	-9,452
43,235	38,174
96,718	79,018
0.61	0.60
	-110,568 4,192 6,763 -12,655 -1,301 173,567 144,795 9,765 9,765 9,162 59,998 -601 59,397 -16,162 43,235 96,718

<sup>1)</sup> Non-cash income or expense and non-recurring effects.

<sup>2)</sup> (A)FFO is not a measure of operating performance or liquidity under generally accepted accounting principles, in particular IFRS, and should not be considered as an alternative to the Company's income or cash-flow measures as determined in accordance with IFRS. Furthermore, no standard definition exists for (A)FFO. Thus, the (A)FFO or measures with similar names as presented by other companies may not necessarily be comparable to the Company's (A)FFO.

<sup>3)</sup> Divided by weighted number of shares at the end of the reporting period (Dec. 31, 2015: 96,718,329), divided by 79,018,487 shares as per Dec. 31, 2014.

> For the full consolidated financial statement and notes please see our Annual report 2015 which is available on our website www.alstria.com/investors.

### CONSOLIDATED INCOME STATEMENT

for the period from January 1 to December 31, 2015

EUR k	2015	2014
Revenues	115,337	101,782
Income less expenses from passed-on operating expenses	-423	-632
Real estate operating expenses	-12,774	-11,130
Net rental income	102,140	90,020
Administrative expenses	-6,383	-4,755
Personnel expenses	- 12,068	-7,807
Other operating income	4,043	6,141
Other operating expenses	-13,859	-2,025
Goodwill impairment	-144,795	_
Net result from fair value adjustments on investment property	-4,192	824
Gain on disposal of investment property	12,655	4,566
Net operating result	-62,459	86,964
Net financial result	-43,333	-35,329
Net gain of the shares in joint venture	1,988	12,798
Net loss from fair value adjustments on financial derivatives	-6,763	-27,461
Pre-tax income	-110,567	36,972
Income tax expense	- 812	-19
Consolidated profit/loss for the period	-111,379	36,953
Attributable to:	-	
shareholders of alstria	-110,970	36,953
minority shareholders	-409	_
Earnings per share (EUR)	-	
Basic earnings per share	-1.15	0.47
Diluted earnings per share	-1.04	0.45

### CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended December 31, 2015

EUR k	2015	2014
1. Cash flows from operating activities		
Consolidated profit/loss for the period	-111,379	36,953
Interest income	-128	-113
Interest expense	43,461	35,442
Result from income taxes	812	19
Unrealised valuation movements	8,952	13,937
Goodwill impairment	144,795	
Other non-cash income (-)/expenses (+)	2,329	-731
Gain (-)/loss (+) on disposal of fixed properties	-12,654	-4,566
Depreciation and impairment of fixed assets (+)	426	179
Decrease (+)/increase (-) in trade receivables and other assets that are not attributed to investing or financing activities	2,642	844
Decrease (–) / increase (+) in trade payables and other liabilities that are not attributed to investing or financing activities	1,916	1,435
Cash generated from operations	81,172	83,399
Interest received	128	113
Interest paid	-35,559	-30,604
Income taxes paid	-110	-19
Net cash generated from operating activities	45,631	52,889
2. Cash flows from investing activities		
Acquisition of investment properties	-78,531	-75,264
Proceeds from sale of investment properties	80,698	65,467
Payment of transaction cost in relation to the sale of investment properties	-1,980	-291
Acquisition of other property, plant and equipment	-142	22
Proceeds from the equity release of interests in joint ventures	12,636	1,470
Payments for capital contribution in joint ventures	-	-2,205
Net cash due to business combination	116,029	
Net cash from / used in investing activities	128,710	-10,801

> For the full consolidated financial statement and notes please see our Annual report 2015 which is available on our website www.alstria.de/investors.

EUR k	2015	2014
3. Cash flows from financing activities		
Cash received from cash equity contributions	102,725	170
Payment of transaction costs for issuance of shares	-2,336	_
Proceeds from the issue of bonds and borrowings	-	173,823
Proceeds from the issue of a corporate bond	500,000	
Payments of dividends	-43,470	-39,467
Payments of the redemption of bonds and borrowings	-292,512	-192,629
Payments of transaction costs for taking loans	-5,899	-740
Payments for the change / termination of financial derivatives	-35,741	-2,882
Net cash from / used in financing activities	222,767	-61,725
4. Cash and cash equivalents at the end of the period		
Change in cash and cash equivalents (subtotal of 1 to 3)	397,108	-19,637
Cash and cash equivalents at the beginning of the period	63,145	82,782
<b>Cash and cash equivalents at the end of the period</b> <i>thereof restricted: EUR 32,036 k;</i>		
previous year: EUR 0 k	460,253	63,145

#### CONSOLIDATED BALANCE SHEET

as per December 31, 2015 Assets

EUR k	2015	2014
Non-current assets		
Investment property	3,260,467	1,645,840
Equity-accounted investments	23,900	34,534
Property, plant and equipment	5,161	5,085
Intangible assets	607	344
Derivatives	8,462	6,643
Total non-current assets	3,298,597	1,692,446
Current assets		
Trade receivables	12,578	3,498
Accounts receivable from joint ventures	-	88
Tax receivables	226	_
Other receivables	9,783	10,127
Cash and cash equivalents	460,253	63,145
thereof restricted	32,036	_
Assets held for sale	69,143	_
Total current assets	551,983	76,858
Total assets	3,850,580	1,769,304

For the full consolidated financial statement and notes please see our Annual report 2015 which is available on our website www.alstria.de/investors.

#### Equity and liabilities

EUR k	2015	2014
Equity		
Share capital	152,164	79,018
Capital surplus	1,499,477	691,693
Hedging reserve	-270	-3,095
Retained earnings	-31,994	78,977
Equity attributable to shareholders	1,619,377	846,593
Minorites	38,287	-
Total equity	1,657,664	846,593
Non-current liabilities		
Long-term loans, net of current portion	1,715,590	874,025
Derivatives	23,208	13,488
Other provisions	3,221	3,628
Other liabilities	1,854	2,036
Deferred tax liabilities	132	_
Total non-current liabilities	1,744,005	893,177
Current liabilities		
Short-term loans	376,402	7,702
Trade payables	20,477	4,389
Profit participation rights	362	424
Derivatives	-	6,198
Income tax liabilities	8,687	-
Other provisions	1,794	461
Other current liabilities	41,189	10,360
Total current liabilities	448,911	29,534
Total liabilities	2,192,916	922,711
Total equity and liabilities	3,850,580	1,769,304

### CASH COST OF DEBT

as per December 31, 2015

EUR k	Nominal amount	Cost of debt (%)	Average maturity (years)
Bank debt <sup>1)</sup>	1,192.7	2.07	4.0
Bond	500.0	2.25	5.2
Convertible bond	79.2	2.75	2.5
Total	1,771.9	2.14	4. 3

<sup>1)</sup> Loan amount of EUR 331.9 million repaid on Feb. 22, 2016.

### BALANCE SHEET RATIOS

EUR k		2015	2014
Investment properties		3,260,467	1,645,840
Carrying amount of owner occup	ied properties	4,448	4,536
Assets held for sale		69,143	0
Equity value of JV	(A)	23,900	34,534
Carrying amount of immovable a	ssets (B)	3,357,958	1,684,910
Adjustments to fair value of owne occupied properties	er	1,382	1,199
Fair value of immovable assets	(C)	3,359,340	1,686,109
Cash on balance sheet	(D)	460,253	460,253
IFRS equity (including minorities)	(E)	1,657,664	1,618,969
Interest bearing debt	(F)	2,103,764	895,086
G-REIT equity ratio (%)	(E)/(B)	49.4	50.2
Corporate LTV (%)	(F)/(B-A)	63.8	54.2
Corporate Net LTV (%)	(F-D)/(B-A)	49.3	50.4

### MOVEMENT IN NET ASSET VALUE<sup>1)</sup>

	EUR k	EUR per share
NAV as per Dec. 31, 2014	846,593	10.71
Revaluation alstria portfolio <sup>1)</sup>	5,964	
Capex adjustment DO portfolio	-4,429	
Profit on disposals	12,665	
Adjusted profit for the year	-122,345	
Dividend payment	-43,470	
Net proceeds from capital increase	923,335	
Share-based remuneration	1,064	
NAV as per Dec. 31, 2015	1,619,377	10.64
EPRA NAV as per Dec. 31, 2015 <sup>2)</sup>	1,750,443	10.91
EPRA NNNAV as per Dec. 31, 2015 <sup>2)</sup>	1,710,611	10.66

<sup>1)</sup> Incl. Joint Venture.

<sup>2)</sup> Calculation see Table 5, page 114.

#### WEHRHAHN CENTER DÜSSELDORF

AM WEDT

The Wehrhahn Center, which was built in 1985, is situated in the well-established city submarket. alstria acquired the complex of buildings, which consists of five interconnected parts, as part of a portfolio transaction. While the basement of each building hosts retail areas, the other six stories contain office space. The two underground carparks, which are situated in two of the basements, provide space for more than 500 vehicles/cars. Since the office spaces no longer meet the current demands regarding building services and flexibility, alstria decided to fundamentally revitalize the building. This comprises, among others, the total gutting of the building down to the shell construction and the application of a new façade with a modern axis grid, which allows a highly flexible and complete restructuring of the office floorplans. The new building technology corresponds to the highly flexible new design. Apart from the office areas, the new two-story entrances will be highlighted. Partial heightening of particular building parts, efficient building equipment and the design of roof terraces will heighten the lettable area. The refurbishment, which will start in March 2016, is expected to be completed by the end of 2017.

# EPRA EPRA KEY PERFORMANCE INDICATORS

Performance measure	2015	2014	Definition
EPRA earnings per share (EUR)	0.42	0.59	Earnings from operational activities.
EPRA NAV per share (EUR)	10.91	11.22	Net Asset Value adjusted to include properties and other investment interests at fair value and to exclude certain items not expected to crystallise in a long-term investment property business model.
EPRA NNNAV per share (EUR)	10.66	10.58	EPRA NAV adjusted to include the fair values of (i) financial instruments, (ii) debt and (iii) deferred taxes.
EPRA Net initial yield (NIY) (%)	5.0	4.8	Annualised rental income based on the cash rents passing at the balance sheet date, less non-recoverable property operating expenses, divided by the market value of the property, increased with (estimated) purchasers' costs.
EPRA 'topped up' NIY (%)	5.3	5.0	This measure incorporates an adjustment to the EPRA NIY in respect of the expiration of rent- free periods (or other unexpired lease incentives such as discounted rent periods and step rents).
EPRA vacancy (%)	11.2	11.0	Estimated Market Rental Value (ERV) of vacant space divided by ERV of the whole portfolio.
EPRA cost ratios (%)	A: 26.1 B: 22.1	A: 22.9 B: 19.8	Administrative & operating costs (including [A] & excluding [B] costs of direct vacancy) divided by gross rental income.

Purpose
A key measure of a company's underlying oper- ating results and an indication of the extent to which current dividend payments are supported by earnings.
Makes adjustments to IFRS NAV to provide stakeholders with the most relevant informa- tion on the fair value of the assets and liabilities within a true real estate investment company with a long-term investment strategy.
Makes adjustments to EPRA NAV to provide stakeholders with the most relevant information on the current fair value of all the assets and liabilities within a real estate company.
A comparable measure for portfolio valuations.
A comparable measure for portfolio valuations.
A 'pure' (%) measure of investment property space that is vacant, based on ERV.
A key measure to enable meaningful measure- ment of the changes in a company's operating costs.







T-Online-Allee 1, Darmstadt

### INVESTOR RELATIONS AND ALSTRIA'S SHARE

### OUR APPROACH

alstria has built up a high reputation in the capital market over the past years. Our communication with investors, analysts, the press and other interested stakeholders is based on transparency, reliability and continuity. Our disclosure policy on financial and non-financial information meets the highest international standards. Due to our very stable business model, we are also able to deliver on our communicated targets.

### OUR TARGETS

- > Transparent disclosure fulfilling the highest industry standards
- > Proactive dialogue with our investors
- > Long-term Total Shareholder Return outperforming comparable indices

#### **OUR ACHIEVEMENTS 2015**

- > Awards by EPRA and Thomson Extel for best reporting standards and financial communication
- > More than 270 face-to face meetings with investors
- > 3-year average TSR of alstria's share: 14.3 %



### SHARE PRICE DEVELOPMENT

#### TOTAL SHAREHOLDER RETURN OF 22.3 % IN 2015

alstria measures its shareholder value creation by Total Shareholder Return (TRS). The TSR includes the share price performance plus dividends. For the year 2015, alstria's TSR amounted to 22.3 %, which was in line with the performance of our European peers. As the real estate business requires a long-term view, the multi-year performance is also an important indicator for the attractiveness of our share. Over the past three years (2013–2015), the compound annual TSR was 14.3 % and therefore proves the strength of our business model. In comparison to the broad stock market, alstria delivered superior returns with an outperformance of around 100 bps against the European Real Estate Sector (measured by the EPRA Europe Index).

#### ANNUALIZED TOTAL SHAREHOLDER RETURN<sup>1</sup>) (DIVIDEND REINVESTED) in %



<sup>1)</sup> Source: alstria calculation and data from EPRA website.

### INTERNATIONAL SHAREHOLDER STRUCTURE

Following the takeover of Deutsche Office, our shareholder structure recorded a significant change in the course of 2015. Through the exchange of shares, Deutsche Office's majority shareholder Oaktree Capital became a substantial shareholder in alstria. As of December of 2015, Oaktree Capital held 25.4 % of all outstanding alstria shares. A broad number of investors hold 74.6 % of shares, which represents alstria's free float. More than 90 % of our shares are held by institutional investors, which are mainly large pension funds and specialized real estate investors. However, the stock's significant increase in market capitalization and liquidity over the course of 2015 also increasingly attracts generalists who are looking for access to the German office real estate market. As of year-end 2015, alstria's top 20 investors held around 60% of the outstanding shares. Geographically, around 35 % of alstria's free-float shareholders are located in the United States, while 20 % are based in the United Kingdom. Another 10% of our shareholders are based in France. 10% in the Netherlands and 4 % each in Switzerland and Germany. The internationalized shareholder structure is related to the REIT status of our Company, as the REIT is a globally established trademark for listed real estate Companies.



#### KEY SHARE DATA

ISIN	DE000A0LD2U1
Symbol	AOX
Market segment	Financial Services
Industry group	Real Estate
Prime sector Prime Standard, Frankfurt	
Indices FTSE EPRA / NAREIT Global Real Estate Inde FTSE EPRA / NAREIT Europe Real Estate Inde MDAX, German REIT Index	
Designated sponsor	Oddo Seydler Bank

		Dec. 31, 2015	Dec. 31, 2014
Number of shares	thousand	152,164	79,018
thereof outstanding	thousand	152,164	79,018
Closing price <sup>1)</sup>	EUR	12.32	10.30
Market capitalisation	EUR k	1,874,660	813,885
Free float	%	74.6	95.0
		2015	2014
Average daily trading volum	ne		
(all exchange and OTC) <sup>2)</sup>	EUR k	6,893	2,243
thereof XETRA	EUR k	2,935	1,127
Share price: high <sup>1)</sup>	EUR	13.85	10.54
Share price: low <sup>1)</sup>	EUR	10.55	9.05

<sup>1)</sup>Xetra-closing share price.

<sup>2)</sup>Source: Bloomberg.

### COVERAGE BY ANALYSTS

The interest of analysts and financial journalists in the development of alstria office REIT-AG remained high in 2015. In total, 17 investment banks and brokers published reports on a regular basis during the year. Therefore, alstria remained one of the best covered companies in the German MDAX and SDAX.

### INVESTMENT BANKS AND ANALYSTS

Baader Bank	André Remke
Bankhaus Lampe	Georg Kanders
Berenberg Bank	Kai Klose
Commerzbank	Thomas Rothäusler
Deutsche Bank	Markus Scheufler
Greenstreet Advisors	Kalonga Mumba
HSBC Trinkaus & Burkardt	Thomas Martin
J. P. Morgan	Tim Leckie
Kempen & Co	Remco Simon
Kepler	Dirk Becker, Thomas Neuhold
Metzler Equities	Jochen Schmitt
M.M. Warburg & CO	Andreas Pläsier
Morgan Stanley	Bianca Riemer
Société Générale	Marc Mozzi
Solventis	Ulf van Lengerich
UBS	Osmaan Malik
Victoria Partners	Bernd Janssen

#### INVESTOR RELATIONS ACTIVITIES

In 2015, our investor relations activities continued to focus on informing investors, financial analysts and the business press about alstria's development and market environment. alstria's management roadshows and participation in numerous investment conferences all around the globe ensured a constant dialogue between the Company and its shareholders. Over the course of the year, we had more than 270 meetings with investors and analysts at home and abroad. With respect to the issuance of our first benchmark bond (volume EUR 500 m), we also initiated our first debt roadshow. The special information requirements of our new investors in the debt capital market will be an integral part of our IR activities going forward. In addition to our presence on roadshows and conferences, we carried out a number of site visits to our properties, mainly those in Hamburg, Düsseldorf and Frankfurt.

Digital communication with investors has always been key for alstria. Any interested person is invited to listen to a live-stream of alstria's results presentation via the Company's website. Relevant information on alstria can be found at any time on our website at www.alstria.com/investors. Since November of 2015, we are also offering the opportunity for a direct chat with alstria via our website in order to make communication between our Company and its stakeholders as convenient as possible.


#### AWARDS

Our efforts in terms of transparency and continuous, proactive dialog with capital market participants was again awarded in 2015. We received the EPRA BPR Gold Award for our Annual Report 2014, and our investor relations activities were ranked number one for best investor relations in the German SDAX by Extel Surveys for the second time in a row. More information on our awards can be found on our website.



ALSTRIA ON THE ROAD 24 roadshows & conferences 270 investor meetings 8 countries in 12 months

> Amsterdam London Brussejs Paris Vunich Zurich

Helsinki



7



An den Treptowers 3, Berlin



# SUSTAINABLE ENGAGEMENT

#### OUR APPROACH

We define sustainability as the actions we take to promote and safeguard the environmental, social and economic interests of our stakeholder groups – including investors, tenants, employees and communities in which we operate – for the long term. Our sustainability approach is embedded in each and every decision and level of the organization. Pursuing a path of continuous improvement and innovation is what we believe sustainability is all about.

#### **OUR TARGETS**

- Full disclosure of nonfinancial information meeting highest reporting standards
- Improve the energy efficiency of our buildings
- Stimulate our stakeholders in adopting environmentally sound practices

#### **OUR ACHIEVEMENTS 2015**

- > We received for a second year in a row the 'CDP Climate Action Award' for the substantial reduction (-87%) of our operational greenhouse gas emissions
- > We set a framework agreement for procuring 100 % of our electricity from renewable sources and 100 % of climate-neutral natural gas
- > We established an energy management system according to ISO 50001 for our operational processes

## SUSTAINABILITY 2015

The year 2015 has been a pivotal one in terms of the Company's achievements in the area of sustainability. Staying true to our corporate values while adapting to global trends helped us to define and sharpen our CSR strategy towards a carbon-neutral economy. This year's highlights include:

- > Achieving a reduction of 87 % for our operational greenhouse gas (GHG) emissions (3,630 tCO<sub>2</sub>e) equivalent to an annual GHG production of 164 households. This result was achieved through a systemic procurement of energy produced from renewable sources;
- > Joining the RE100 initiative and committed to procure 100 % of the company's electricity from renewable sources, which we will achieve in 2016;
- > Being included in the Climate Disclosure Project (CDP) real estate sector leader index in the DACH region and the country leader index due to an improved climate performance score (91 B);

- > Getting invited in December of 2015 to accompany the official German delegation on the 'Train to Paris' to the UN Climate Change Conference COP 21 in Paris and participate in the discussions and activities on board;
- Contributing USD 50,000 to fundamental research of organic solar cells;
- > Extending our beneficial rental agreement to UNICEF in Hamburg;
- > Offering space to the City of Hamburg in one of our buildings near the Central Station to support the refugees' action plan.

This year's sustainability report is organized and presented based on the latest reporting framework available (GRI G4) and has substantially improved regarding the scope of coverage of nonfinancial information. For more information, please refer to alstria's sustainability report 2015.







More detailed information on management compensation can be found in the Annual Report 2015.

<b>40% FIXED REMUNERATION</b> > All cash		BASIC SALARY
20 % SHORT-TEF VARIABLE REMU Mix of cash and		PERFORMANCE MEASURE
75 % Cash	25 % Virtual shares (vesting period of 2 years)	Like-for-like budgeted FFO, adjusted by impact of acquisitions and disposals
	M INCENTIVE (LTI) UNERATION sting period of 4 years)	PERFORMANCE MEASURE
50 % Relative total shareholder return (TSR)		Total shareholder return relative to EPRA-NAREIT EUROPE Ex-UK
50 % Absolute total shareholder return (TSR)		Absolute total shareholder return



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Deutsche Telekom Allee 7, Darmstadt

# VALUATION REPORT

alstria office REIT-AG portfolio as at 31 December 2015

The Directors alstria office REIT-AG Bäckerbreitergang 75 20355 Hamburg Germany Prepared by

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For the attention of Alexander Dexne

Dear Sirs

# ALSTRIA OFFICE REIT AG PORTFOLIO (THE 'COMPANY') A PORTFOLIO OF 70 PROPERTIES (THE 'PORTFOLIO') VALUATION DATE: 31 DECEMBER 2015

## INTRODUCTION

In accordance with the instruction letter dated 10 December 2015, forming *Appendix II* to this report, we have considered the Properties owned by the Company referred to in *Appendix III* to this report, in order to provide you with our opinion of the Market Value of the Portfolio, as per 31 December 2015. The purpose of this valuation is for use in the Company's balance sheets, debt covenant calculation and inclusion within the Company's financial year end accounts.

This report should be read in conjunction with the individual Property reports prepared by us at the time of each acquisition.

We have pleasure in presenting our report.

# STATUS OF VALUER AND CONFLICTS OF INTEREST

The Properties have been valued by suitably qualified surveyors who fall within the requirements as to competence as set out in PS 2.3 of the RICS Valuation – Professional Standards (incorporating the International Valuation Standards) January 2014 (the 'Red Book') issued by the Royal Institution of Chartered Surveyors (the 'RICS') and who are valuers registered in accordance with the RICS Valuer Registration Scheme ('VRS').

We confirm that Colliers International complies with the requirements of independence and objectivity under PS 2.4 and that we have no conflict of interest in acting on the Company's behalf in this matter. We confirm that we have undertaken the valuations acting as independent valuers, qualified for the purpose of this instruction.

#### COMPLIANCE WITH RICS VALUATION STANDARDS

We confirm the valuations have been made in accordance with the appropriate sections of the Valuation Standards ('VS') contained within the 'Red Book' prepared by the 'RICS'.

The International Valuation Standards Council ('IVSC') publishes and periodically reviews the International Valuation Standards ('IVS'), which set out internationally accepted, high level valuation principles and definitions. These have been adopted and supplemented by the RICS, and are reflected in Red Book editions. Thus, the RICS considers that a valuation that is undertaken in accordance with the Red Book will also be compliant with IVS.

We confirm that our valuation complies with the requirements of IAS 40 – Investment Property. Where an entity opts to account for investment property using the Fair Value model, IVSC considers that the requirements of the model are met by the Valuer adopting Market Value.

We further confirm that our methodology complies with IFRS 13 with regards to transaction costs.

#### IFRS 13 states:

The price in the principal (or most advantageous) market used to measure the fair value of the asset or liability shall not be adjusted for transaction costs. Transaction costs shall be accounted for in accordance with other IFRSs. Transaction costs are not characteristic of an asset or a liability; rather they are specific to a transaction and will differ depending on how an entity enters into a transaction for the asset or liability.

- The standard valuation methodology allows for purchaser's costs to be added to the market value to arrive at a gross market value so that a net return to the purchaser can be calculated. All comparables are analysed in this way so there is uniformity across the market. As such the market value reported reflects the actual price paid and does not include purchase or disposal costs.
- The net yields that are adopted are based upon the net return to the purchaser which includes their costs. This is logical as the purchaser would wish to reflect his total acquisition costs in determining his actual return.
- 3. The example below illustrates the approach:

Sale Price	€25,000,000
Purchaser's costs at 6 %	€1,500,000
Net passing income	€1,250,000
Analysed net initial yield	4.72 % Net annual income / (Sale price + purchaser's costs)

# ACTUAL MARKET TRANSACTION (EXAMPLE)

Net passing income	€1,250,000
Net initial yield adopted	4.72 % derived from the analysis of market transaction
Capitalisation of net income using Net Initial Yield	€26,500,000
Deduction of purchaser's costs to arrive at Market Value	€25,000,000 Market Value is equivalent to 'unadjusted transaction price in the market' – and is not adjusted for disposal costs.

# VALUATION APPROACH USING NET INITIAL YIELD

Our General Assumptions and Definitions form Appendix I to this report.

## SOURCES OF INFORMATION

We have relied upon the information provided to us, which is identified, together with the source, in the relevant sections of this report. Unless stated otherwise, we have assumed that the information provided is accurate and that we have been supplied with all the information that has a material effect upon the value of the individual Properties.

Furthermore, we have assumed that any information supplied can, if necessary, be verified. Should any of the information provided be found to be inaccurate or incomplete there could be an unspecified impact upon value.

## **INSPECTIONS**

All Properties are subject to a full inspection at the time off acquisition and are then subject to a full inspection on a rolling basis as required for the annual year end valuations. Approximately one third of the Portfolio is inspected each year.

Asset No	Asset	City
2004	Zellescher Weg 21–25a	Dresden
2009	Ludwig-Erhard-Strasse 49	Leipzig
2017	Gathe 78 / Karlstrasse 13 / Friedrichstrasse 39	Wuppertal
2023	Steinstrasse 10	Hamburg
2024	Alte Königstrasse 29–39	Hamburg
2025	Amsinckstrasse 28	Hamburg
2026	Amsinckstrasse 34	Hamburg
2027	Basselweg 73	Hamburg
2028	Besenbinderhof 41	Hamburg
2029	Buxtehuder Strasse 9, 9a, 11, 11a	Hamburg
2053	Steinstrasse 5–7	Hamburg
2054	Friedrichstrasse 19	Düsseldorf
2057	Arndtstrasse 1	Hannover
2063	Epplestrasse 225	Stuttgart
2066	Washingtonstrsse. 16/16a	Dresden
2069	Werner-von-Siemens Platz 1	Laatzen

The following Properties were inspected in September 2015.

Asset No	Asset	City
2109	Am Wehrhahn 33, Oststrasse 10, Cantadorstrasse 3	Düsseldorf
2110	Georg-Glock-Strasse 18	Düsseldorf
2111	Ivo-Beucker-Strasse 43	Düsseldorf
2112	Stresemannallee 30	Frankfurt am Main
2113	Siemensstrasse 9	Neu-Isenburg
2120	Karlstrasse 123–127	Düsseldorf

The following Property was inspected in December 2015.

Asset No	Asset	City
2004	Gasstrasse 18	Hamburg

With regard to those Properties that were not inspected, the Company has confirmed to us that since our last inspections there have been no material changes to the physical attributes of the Properties and their surrounding areas that could impact upon their value, other than those that may have been disclosed as part the valuation process. Our Valuation is therefore made on the assumption that this is correct.

# THE PORTFOLIO AND ITS LOCATION

The Portfolio comprises 70 investment Properties, predominately offices, located throughout Germany. The regional location profile of the Portfolio by Market Value across Germany by State is illustrated below. It can be seen that the three largest concentrations of investment property are held in the City of Hamburg (49.94%), Baden-Württemberg (18.95%) and North Rhine Westphalia (18.04%). Properties are located in the business districts of cities including Berlin, Düsseldorf, Detmold, Dortmund, Dresden, Essen, Frankfurt, Hannover, Karlsruhe, Köln, Leipzig, Mannheim, Munich, Neu-Isenburg, Neuss, Stuttgart, Wiesbaden and Wuppertal.

# ALSTRIA OFFICE REIT AG: MARKET VALUE BY FEDERAL STATE



The following asset was purchased in Q4 2015.

Asset No	Asset	City
2120	Karlstrasse 123–127	Düsseldorf
2171	Gasstrasse 18	Hamburg

The following 7 assets were sold during 2015

Asset No	Asset	City
2010	Halberstädter Strasse 17	Magdeburg
2012	Arnulfstrasse 150	Munich
2065	Siemensstrasse 31–33	Ditzingen
2068	Emil-von-Behring-Str. 2	Frankfurt am Main
2070	Hofmannstrasse	Munich
2072	Landshuter Allee 174	Munich
2117	Dieselstrasse (Hagebaumarkt)	Ditzingen

# ALSTRIA OFFICE REIT-AG JUNE 2015: GROSS RENT BY LEASE EXPIRY

An analysis of the lease expiry terms demonstrates that the majority of the income is secured for the following periods:

Portfolio Lease Expiry Profile	Gross Rent (€)	Percentage %
Expiries in less than 1 year and open ended leases	4,875,888	4.82
Expiries between 1 and 3 years	29,181,768	28.87
Expiries between 3 and 5 years	13,877,472	13.73
Expiries between 5 and 10 years	22,047,312	21.81
Expiries between 10 and 20 years	24,111,000	23.86
Expiries in excess of 20 years	6,978,456	6.90





To illustrate the strength of the income over the life span of the Portfolio the graph shows tenancies in the current income stream pattern until June 2036 with the red line depicting how this would decline if no leases were renewed. The positive aspect of this analysis is that the decline is broadly even with no occurrence of sudden falls albeit that in 2017/18 and 2026 the decline of gross income is greater than the average.

# FLOOR AREAS

In accordance with the instruction letter we have not measured the Properties and have relied upon the floor areas and car parking stated in the most recent tenancy schedule provided by the Company. Nevertheless, during the course of our inspections we did seek to ensure, where possible, that the areas provided were consistent with the accommodation inspected. We are not aware of any major inconsistencies in this regard but would emphasise that we cannot provide any warranty as to the accuracy of the floor areas provided.

# TENURE

We have been provided with the following reports, which we have had regard to in arriving at our opinions of value.

Title	Date
Due Diligence Report	12 December 2005
Draft Due Diligence Report	26 September 2006
Summary of Major Findings	27 September 2005
Legal Due Diligence Report	26 September 2006
Preliminary Legal and tax Due Diligence Report	28 September 2006
Legal Due Diligence Report	24 October 2006
Legal Due Diligence Report	16 July 2007
Legal Due Diligence Report	31 October 2007
Draft Preliminary Key Issues Report for Legal Due Diligence	14 November 2007

Title	Date
Red Flag List of Legal Due Diligence	14 December 2007
Preliminary Legal Due Diligence Report	1 April 2008
Draft Preliminary Key Issues List	8 December 2010
Draft Preliminary Key Issues List	25 January 2011
Legal Due Diligence Report – third draft	6 June 2011
Preliminary Key Issues List	18 July 2011
Legal Due Diligence Report	12 February 2012
Final Key Issues List	21 May 2013
Due Diligence Report	24 June 2013
Legal Due Diligence Report	16 September 2014
Provisional Due Diligence Report	10 November 2015

The above reports were prepared by the Company's lawyers: Messrs Alpers & Stenger, Hogan Lovells, Freshfields Bruckhaus Deringer, and trûon Rechtsanwälte. Our valuations assume that, with the exception of the matters disclosed within the aforementioned reports, there are no unusual, onerous or restrictive covenants in the titles which are likely to affect the value.

# LETTINGS

We have relied upon the letting details contained within the following reports prepared by the Company's lawyers Messrs Alpers & Stenger, Hogal Lovells, Freshfields Bruckhaus Deringer, and trûon Rechtsanwälte.

Title	Date
Due Diligence Report	12 December 2005
Draft Due Diligence Report	26 September 2006
Summary of Major Findings	27 September 2005
Legal Due Diligence Report	26 September 2006
Preliminary Legal and tax Due Diligence Report	28 September 2006
Legal Due Diligence Report	24 October 2006
Legal Due Diligence Report	16 July 2007
Legal Due Diligence Report	31 October 2007
Draft Preliminary Key Issues Report for Legal Due Diligence	14 November 2007
Red Flag List of Legal Due Diligence	14 December 2007
Preliminary Legal Due Diligence Report	1 April 2008
Draft Preliminary Key Issues List	8 December 2010
Draft Preliminary Key Issues List	25 January 2011
Legal Due Diligence Report – third draft	6 June 2011
Preliminary Key Issues List	18 July 2011
Legal Due Diligence Report	12 February 2012
Final Key Issues List	21 May 2013
Due Diligence Report	24 June 2013
Legal Due Diligence Report	16 September 2014
Provisional Due Diligence Report	10 November 2015

In circumstances where there have been tenant changes we have relied solely upon the summary letting details provided by the Company. We have assumed all tenant information provided to be accurate, up-to-date and complete.

#### **RENT ROLL**

We have been provided with rent rolls effective as at 31 December 2015 which we have relied upon in arriving at our opinion of market value. We have assumed all information provided to be accurate, up-to-date and complete.

With regard to the two assets where the Company have offices: > 2073: Bäckerbreitergang 75, Hamburg, and > 2054: Friedrichstrasse 19, Düsseldorf

we have been requested to make the Assumption that the Company occupy the accommodation on a typical commercial Fach und Dach lease for a term of 5 year commencing on the valuation date, and are paying a Market Rent. This Assumption is made on the basis that the Company undertakes to enter such a lease should either of these Properties be sold.

### CONDITION

We have not carried out building surveys of the Properties and neither have we tested the drainage or service installations in the buildings as this was outside the scope of our instructions. If there is significant capital expenditure required on a Property this sum will have been identified from either the technical due diligence reports referred to below or notified to us by the Company, and deducted from the value reported. At an aggregate level we have made a total CAPEX deduction for identified works in the sum of  $\leq$ 52,210,000 in our valuation. This includes the sum of  $\leq$ 28,800,000 for major redevelopment works at Am Wehrhahn 33, Düsseldorf.

We have been provided with the following reports prepared on the Company's behalf by URS Deutschland GmbH (URS):

Title	Date
Technical Due Diligence Report	19 December 2005
Technical and Environmental Due Diligence Assessment	25 August 2006
Intermediate Environmental Bullet Point Report	9 October 2006
Structural Property Survey	19 October 2006
Technical Due Diligence Report	29 December 2006
Technical and Environmental Due Diligence Assessment Revised Final Report	7 November 2007
Technical and Environmental Due Diligence Assessment	13 November 2007
Technical and Environmental Due Diligence Assessment Reports	21 December 2007
Technical and Environmental Due Diligence Assessments	22 December 2007
Technical and Environmental Due Diligence Assessments	31 August 2010

Additionally, we have been provided with the following reports, prepared on behalf of the Company, either by ARGOS Projektmanagement GmbH, Arcadis, Valteq or Drees & Sommer.

Title	Date
Technical Due Diligence Assessment	1 April 2008
Technical and Environmental Due Diligence Draft Report	28 July 2011
Quick Check – Technical Due Diligence Report	2 April 2011
Technical Due Diligence Quick Check Report	5 April 2011
Technical Due Diligence Schedule	6 April 2011
Technical Due Diligence Schedule	7 April 2011
Technical Due Diligence Report (Red-Flag-DD)	12,13 & 14 February 2012
Technical Due Diligence Report (Red Flag Report)	24 April 2013
Technical Due Diligence Report	26 June 2013
Technical Due Diligence Report	28 July 2013
Technical Due Diligence Report	4 September 2014
Technical Due Diligence Report	23 November 2014

# ENVIRONMENTAL MATTERS

We have been provided with the following reports, prepared on the Company's behalf by URS Deutschland GmbH (URS), which we have relied upon in arriving at our opinions of value.

Title	Date
Technical Due Diligence Report	19 December 2005
Technical and Environmental Due Diligence Assessment	25 August 2006
Intermediate Environmental Bullet Point Report	9 October 2006
Structural Property Survey	19 October 2006
Technical Due Diligence Report	29 December 2006
Technical and Environmental Due Diligence Assessment Revised Final Report	7 November 2007
Technical and Environmental Due Diligence Assessment	13 November 2007
Technical and Environmental Due Diligence Assessment Reports	21 December 2007
Technical and Environmental Due Diligence Assessments	22 December 2007
Technical and Environmental Due Diligence Assessments	31 August 2010

Additionally, we have been provided with the following reports, prepared on behalf of the Company, either by ARGOS Projektmanagement GmbH, Arcadis, DEKRA or Drees & Sommer.

Title	Date
Technical Due Diligence Assessment	1 April 2008
Technical and Environmental Due Diligence Draft Report	28 July 2011
Quick Check – Technical Due Diligence Report	2 April 2011
Technical Due Diligence Quick Check Report	5 April 2011
Technical Due Diligence Schedule	6 April 2011
Technical Due Diligence Schedule	7 April 2011
Technical Due Diligence Report (Red-Flag-DD)	12,13 & 14 February 2012
Environmental Due Diligence, Phase I	23 August 2012

# TOWN PLANNING

Upon acquisition the following due diligence reports were reviewed. We have not made any formal searches or enquiries in respect of the Properties and are, therefore, unable to accept any responsibility in this connection. However, as and when required we will undertake informal enquiries of the local planning authority.

Title	Date
Due Diligence Report	12 December 2005
Draft Due Diligence Report	26 September 2006
Summary of Major Findings	27 September 2005
Legal Due Diligence Report	26 September 2006
Preliminary Legal and tax Due Diligence Report	28 September 2006
Legal Due Diligence Report	24 October 2006
Legal Due Diligence Report	16 July 2007
Legal Due Diligence Report	31 October 2007
Draft Preliminary Key Issues Report for Legal Due Diligence	14 November 2007
Red Flag List of Legal Due Diligence	14 December 2007
Preliminary Legal Due Diligence Report	1 April 2008
Draft Preliminary Key Issues List	8 December 2010
Draft Preliminary Key Issues List	25 January 2011
Legal Due Diligence Report – third draft	6 June 2011
Preliminary Key Issues List	18 July 2011
Legal Due Diligence Report	12 February 2012
Final Key Issue List	21 May 2013
Due Diligence Report	24 June 2013
Legal Due Diligence Report	16 September 2014
Provisional Due Diligence Report	10 November 2015

The above were prepared by the Company's lawyers, Alpers & Stenger, Hogal Lovells, Freshfields Bruckhaus Deringer, and trûon Rechtsanwälte for formal search information, town planning and permit issues and we have had regard to this information in arriving at our opinions of market value.

## MARKET APPROACH

In preparing our valuations we have taken into account market trends in the respective localities and except where you have advised us to the contrary, or our other enquiries have alerted us to this, we have assumed that there have been no material changes to any of the Properties or their surroundings that might have a material effect on value, since the time of our inspection.

In arriving at our opinions of value we have had regard to comparable investment transactions in determining the net initial yield and equivalent yield which we have adopted in capitalising the current income stream.

Where Properties have less than 5 years of term certain left we have adopted income void periods which range from 6 to 24 months, depending upon the type of property, prior to re-letting.

In respect of indefinite leases we have assumed a further year of income followed by a suitable void period.

For certain large Properties we have adopted a structural void ranging from 5 % to 10 %, depending on the vacancy rate at the date of valuation.

Generally across the portfolio we have adopted an income void period of 3 to 6 months for car parking.

In addition, where appropriate, we have allowed for capital expenditure either to undertake works necessary to re-let Properties at the end of the lease or deal with extraordinary items of disrepair that are the responsibility of the lessor.

We are of the opinion that the Portfolio as a whole or each of its individual assets would appeal to a wide range of national purchasers including funds, property companies and institutions. It would also be of interest to overseas investors attracted by a combination of long dated high quality income and Properties with the opportunity to add value through active asset management. We consider that demand for the Portfolio would be strong.

## NON-RECOVERABLE EXPENSES

In arriving at our opinion of the value we have made a total deduction of 5 % from the Market Rent to allow for non-recoverable costs. Such costs relate to items which cannot be recovered from the tenant and generally includes the expense of maintaining and repairing all structural components of the property and associated access roads, as well as being financially responsible for maintenance and repair items and management expenses etc. However, it does not include tenant improvement measures that have been taken into consideration. Moreover, for the purposes of this valuation we have been provided with updated planned CAPEX details by the Company which we have deducted from our valuation on the basis of a day one deduction.

#### PURCHASER'S COSTS

This comprises the relevant federal state Real Estate Transfer Tax ranging between 3.5% and 6.5%, together with a total of 1.5% agent's fee and legal fee. In practice for the larger Properties brokers would be prepared to accept a lower fee than that adopted by us in our valuation models. Nevertheless, given the practical difficulties of determining the appropriate fee on a property by property basis we consider that this is a prudent approach to assessing purchaser's costs. The only exception to this approach is in relation to the Daimler HQ investment property in Stuttgart. The high value of this asset means that on a sale we are satisfied that combined agents and lawyers' fees would be less than 1.5%.

# MARKET RENT

In preparing our valuation we have made an analysis of the Market Rent of the Properties and compared it to the passing rent. Any difference between the Market Rent and the passing rent has been taken into consideration in our valuation.

# FREE AND HANSEATIC CITY OF HAMBURG INDEXED RENT

We have been advised by the Company that in respect of 15 Hamburg Properties, where the Free and Hanseatic City of Hamburg (FHH) is the principal or sole tenant, the indexation threshold will be met in 2015. Consequently, the current rent for FHH within these Properties will increase by 4.5 % with effect from 1 April 2016. We consider the majority of vendors would top up the day one income for a period of three months so as to make the yield profile more reflective of the current market. Therefore, our valuation model allows for a day one CAPEX cost equal to the difference between the actual passing rent and the indexed rent, which in aggregate total amounts to  $\xi$ 236,635.

The 15 Properties are as follows:

Asset No	Asset	City
2020	Alter Steinweg 4 / Wexstrasse 7	Hamburg
2021	Drehbahn 36	Hamburg
2023	Steinstrasse 10	Hamburg
2024	Alte Koenigstrasse 29–39	Hamburg
2027	Basselweg 73	Hamburg
2029	Buxtehuder Strasse 9, 9a, 11, 11a	Hamburg
2033	Garstedter Weg 13	Hamburg
2036	Grindelberg 62–66	Hamburg
2037	Hammer Steindamm 129	Hamburg
2038	Herthastrasse 20	Hamburg
2039	Johanniswall 4	Hamburg
2041	Kattunbleiche 19	Hamburg
2045	Max-Brauer-Allee 89–91	Hamburg
2046	Oejendorfer Weg 9–11	Hamburg
2050	Rahlstedter Strasse 151–157	Hamburg

# MARKET VALUE

We are of the opinion that the aggregate Market Value, as at 31 December 2015, of these 70 investment Properties is €1,733,880,000 (One billion seven hundred and thirty three million and eight hundred and eighty thousand Euros). The aggregate net yields are as follows.

%	
4.94	
5.66	
5.60	
	5.66

We confirm that all of the foregoing opinions of value reflect current real estate transfer taxes which range between 3.5% and 6.5% according to the State in which the individual Properties are situated.

The aggregate Value of the Portfolio is the sum of the individual Market Values. This aggregate figure makes no allowance for any effect that placing the whole Portfolio on the market may have on the overall realisation. The market value of the Portfolio sold as in a single transaction would not necessarily be the same as the aggregate figure reported.

A schedule of Market Values for each Property forms *Appendix III* to this report.

# DISCLOSURES

In accordance with UK Valuation Standard 4.3 we confirm the following:

- i. Colliers International has valued this Portfolio since 2006.
- ii. The total fees earned in the latest financial year from the Company amounted to substantially less than 5 % of our Company turnover.
- iii. We are not aware of any non-valuation fee earning work being undertaken by Colliers International for the Company.

#### LIABILITY AND PUBLICATION

This report is private and confidential and for the sole use of alstria office REIT-AG for publication in its reports and accounts.

We do not accept any responsibility to any third party for the whole or any part of its contents.

Neither the whole nor any part of this valuation or any reference thereto may be included within any published document, circular or statement or disclosed in anyway without our prior written consent to the form and context in which it may appear. In breach of this condition, no responsibility can be accepted to third parties for the comments or advice contained in this report.

For the avoidance of doubt, this report is provided by Colliers International Valuation UK LLP and no partner, member or employee assumes any individual responsibility for it nor shall owe a duty of care in respect of it.

Colliers International has relied upon property data supplied by the Company which we assume to be true and accurate. Colliers International takes no responsibility for inaccurate Company supplied data and subsequent conclusions related to such data

Yours faithfully

Christopher J Fowler-Tutt BSc MRICS Director RICS Registered Valuer Colliers International Valuation UK LLP

Adrian Camp BSc (Hons) MRICS Director RICS Registered Valuer Colliers International Valuation UK LLP

# EXCERPT FROM THE VALUATION REPORT

# DO DEUTSCHE OFFICE PORTFOLIO

Q4 2015 Valuation date: 31 December 2015

# Instruction Party

# Prepared by

DO Deutsche Office AG Maarweg 165 50825 Cologne Germany CBRE GmbH Bockenheimer Landstraße 24 60323 Frankfurt am Main Germany

Zentrale > +49 (0) 69 170077-0 FAX > +49 (0) 69 170077-73

# PART I – OPINION OF VALUE

# INSTRUCTION / PROPERTIES

CBRE GmbH ("CBRE") has been appointed to undertake a valuation of 50 commercial properties of DO Deutsche Office AG. CBRE prepared a report (the "Report") in German.

# PURPOSE OF VALUATION

Unser Gutachten dient dem Auftraggeber als eine von mehreren Informationsquellen hinsichtlich der Liegenschaftswerte für Bilanzierungs- und sonstige Bewertungszwecke.

# ADDRESSEE

This valuation statement is addressed to and may be relied upon by: DO Deutsche Office AG Maarweg 165 50825 Cologne Germany

## RELIANCE / DISCLOSURE

A copy of the valuation report may be disclosed without liability to the auditors of the Principle on a non-reliance basis.

# PUBLICATION

Subject to the other terms of this instruction, neither the whole nor any part of our report nor any references thereto may be included in any published document, circular or statement nor published in any way without our prior written approval of the form and context in which it will appear.

## DATE OF INSPECTION

Each component of the portfolio was inspected (dated between 2 September and 22 October 2015) if possible, both, externally and internally (on the basis of an adequate sample of rooms which it is assumed were typical of the remainder).

#### **PROPERTIES**

Please refer to Appendix B "Valuation Overview" for a complete list of all subject properties.

#### DATE OF VALUATION

31 December 2015

# MARKET VALUE (ROUNDED)

On the assumption that there are no unusual factors of which we are unaware and on the basis of the comments and assumptions specified in this report, CBRE is of the opinion that, as per the date of valuation, 31 December, the Market Value of the respective freehold interest in the subject properties, rounded on asset-to-asset basis, is:

# 1,645,080,000 EUR (One Billion Six Hundred and Fourty-five Million Eighty Thousand EUR)

We have valued the Properties individually and no account has been taken of any discount or premium that may be negotiated in the market if all or part of the portfolio was to be marketed simultaneously, either in lots or as a whole.

Please refer to Part III of the Valuation Report and Appendix C "Valuation Overview" for further details on a valuation unit basis.

# MARKET INSTABILITY

In accordance with valuation practice guidance – applications VPGA 9 of the RICS Valuation Standards, we would draw your attention to the following comment regarding current market conditions.

Going forward, we would draw your attention to the fact that the current volatility in the global financial system has created a significant degree of turbulence in commercial real estate markets across the world. Furthermore, the lack of liquidity in the capital markets means that it may be very difficult to achieve a sale of property assets in the short-term. We would therefore recommend that the situation and the valuations are kept under regular review, and that specific marketing advice is obtained should you wish to effect a disposal.

# COMPLIANCE WITH VALUATION STANDARDS

This valuation has been prepared in accordance with the RICS Valuation – Professional Standards, Ninth Edition (Red Book), published by the Royal Institution of Chartered Surveyors January 2014. The property details on which each valuation is based are as set out in this report.

We confirm that we have sufficient current local and national knowledge of the particular property market involved and have the skills and understanding to undertake the valuation(s) competently.

## CAPITAL VALUES

The property has been valued to "Market Value" in accordance with VPS 4 of the Red Book (Ninth Edition) which is defined as:

"The estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's length transaction after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion".

#### CURRENCY

The reporting currency is EUR.

#### SOURCES OF INFORMATION

This valuation has been substantially and mainly based upon the information and documents supplied to us by the Principal or third parties instructed by the Principal as well as our inspections of the properties.

Please refer to Appendix D "Sources of Information" for a sample overview of the data rooms, to which CBRE has been provided access to for each property. Additional information were obtained during the Q&A process.

All conclusions made by CBRE as regards the condition and the actual characteristics of the land and buildings have been based exclusively on our inspection of the subject properties and on the documents and information provided.

CBRE has assumed that it was provided with all information and documents that were relevant to CBRE in carrying out this appraisal report. We have assumed that the information and documentation had unrestricted validity and relevance as per the date of valuation. We have not checked the relevant documents and information with respect to the above-mentioned issues.

CBRE had access to the subject properties in order to carry out the inspection. We have not carried out any building surveys. The properties have not been measured as part of CBRE's inspection nor have the services or other installations been tested. All of CBRE's conclusions resulting from the inspection are based purely on visual investigations without any assertion as to their completeness.

Investigations that might cause damage to the subject properties have not been carried out. Statements about parts of the structure or materials that are covered or otherwise inaccessible are based on the information or documents provided or on assumptions. In particular, structural surveys and technical investigations of any defects or damage of the properties, which may exist, have not been carried out.

Since no information to the contrary has been brought to our attention, we have assumed that there are no building materials or structures and no characteristics of the site that could endanger or have a deleterious effect on either the fitness of the subject properties for its purpose or the health of its occupiers and users. Common examples include high alumina cement concrete, calcium chloride, asbestos and wood wool as permanent shuttering.

# Documents and Information provided

# Deleterious Material etc.

Site Conditions	We did not carry out investigations on site in order to determine the suitability of ground conditions and services, nor did we undertake environmental, archaeological, or geotechnical surveys. Unless no- tified to the contrary, our valuations were carried out on the basis that these aspects are satisfactory and also that the site is clear of underground mineral or other workings, methane gas, or other nox- ious substances. In the case of a property which may have redevelopment poten- tial, we have assumed that the site has load bearing capacity suitable for the anticipated form of redevelopment without the need for addi- tional and expensive foundations or drainage systems. Furthermore, we have assumed in such circumstances that no unusual costs will be incurring in the demolition and removal of any existing structure on the property.
Environmental Contamination	Since no information to the contrary has been brought to our atten- tion, we have assumed that the subject properties are not contami- nated and that no contaminative or potentially contaminative use is, or has ever been, carried out at the properties. Since no information to the contrary has been brought to our attention, we are not aware of any environmental audit or other environmental investigations or soil surveys which may have been carried out on the properties and which may draw attention to any contamination or the possibility of any such contamination. As we had not been specifically instructed, we have not under- taken any investigation into the past or present uses of either the properties or any adjoining or nearby land, to establish whether there is any potential for contamination from these uses and assume that none exists. Should it, however, be subsequently established that such con- tamination exists at the properties or on any adjoining land or that any premises have been or are being put to contaminative use, this may have a detrimental effect on the value reported.
Legal Requirements/ Consents and Au- thorisation for the Use of the Property	An investigation of the compliance of the properties with legal re- quirements (including (permanent) planning consent, building permit, acceptance, restrictions, building, fire, health and safety regulations etc.) or with any existing private-law provisions or agreements re- lating to the existence and use of the site and building has not been carried out. In preparing our valuations, we have assumed that all necessary consents and authorisations for the use of the properties and the processes carried out at the properties are in existence, will continue to subsist and are not subject to any onerous conditions.
Taxes, Contributions, Charges	Since no information to the contrary has been brought to our atten- tion, we have assumed that all public taxes, contributions, charges etc. which could have an effect on value will have been levied and paid as per the date of valuation.

Since no information to the contrary has been brought to our attention, we have assumed that the subject properties are covered by a valid insurance policy that is adequate both in terms of the sum assured and the types of potential loss covered.

In accordance with established legal practice, we have not regarded statements by public officials, particularly regarding factual information, as binding. We do not assume any liability for the application of any such statements or information in the subject appraisal report.

For the purpose of determining the Market Value of the subject properties, we have assumed that the existing business will continue (as regards both manner and extent of usage of the subject properties) for the remainder of the useful life determined for the buildings, or that comparable businesses would be available to take over the use of the subject properties.

Where there is high voltage electricity supply apparatus within close proximity to the properties, unless, otherwise stated, we have not taken into account any likely effect on future marketability and value due to any change in public perception of the health implications.

No investigations have been carried out concerning either the status of payments of any contractually agreed rent or ground rent at the date of valuation, or of the creditworthiness of any tenant(s). Since no information to the contrary has been brought to our attention, we have assumed that there are no outstanding rental payments and that there are no reservations concerning the creditworthiness of any of the tenants.

Since no information to the contrary has been brought to our attention, we have assumed that the properties are free from any pending litigation, that the ownership is unencumbered and that there are no other legal restrictions such as easements on real estate, rent regulations, restrictive covenants in leases or other outgoings which might adversely affect value.

Since no information to the contrary has been brought to our attention, we have assumed that there are no circumstances related to subsidies or grants that might influence the value of the properties.

Should any of the information or assumptions on which the valuation is based be subsequently found incorrect or incomplete, our calculations may need to be amended and the valuation figure may also be incorrect and should be re-evaluated. We therefore cannot accept any liability for the correctness of this assessment or for any loss or damage resulting there from.

## VERIFICATION

We recommend that before any financial transaction is entered into based upon these valuations, you obtain verification of the information contained within our valuation statement and the validity of the assumptions we have adopted.

Insurance Policy

Statements by Public Officials

Assumptions regarding the Future

## Tenants

Pending Litigation, Legal Restrictions (Easements on Real Estate, Rent Regulation etc.)

#### Subsidies

## Important

We would advise you that whilst we have valued the properties reflecting current market conditions, there are certain risks, which may be or may become uninsurable. Before undertaking any financial transaction based upon this valuation, you should satisfy yourselves as to the current insurance cover and the risks that may be involved should an uninsured loss occur.

# CONFLICT OF INTEREST

We hereby confirm that we have no existing potential conflict of interest in providing the valuation report, either with the Principal or with the properties.

Furthermore, we confirm that we will not benefit (other than from receipt of the valuation fee) from this valuation instruction.

#### INSURANCE AND LIABILITY

The liability of CBRE, of a legal representative or an agent is restricted to gross negligence and willful intent.

The liability restriction referred to in the first paragraph shall not apply, if and as far as product liability claims are present, if the existence of a defect has been maliciously concealed, if a guarantee has been assumed and/or in case of a personal injury, death or damage to personal health.

The liability restriction referred to in the first paragraph shall not apply in cases of negligence, if and as far as the damage is covered by an insurance of CBRE. However, in this case, the liability of CBRE shall be limited to a maximum amount of EUR 15,000,000.00.

The liability restriction referred to in the first paragraph shall not be applicable in cases of negligence, if essential Contractual obligations (so-called "cardinal duties", the satisfaction of which enables the proper execution of the Contract at all and on which the Client relies and may as a rule rely on its compliance) have been violated. However, the liability for essential Contractual obligations is limited to the reimbursement of the foreseeable, typically occurring damages. In this case, the liability of CBRE is limited to a maximum amount of EUR 15,000,000.00.

#### ASSIGNATION OF RIGHTS

The addressees of the agreement, based upon which this report has been prepared, shall not be entitled to assign their rights under the agreement – in total or in part – to any third party or parties, unless it was explicitly specified otherwise in the agreement.

#### PLACE OF PERFORMANCE AND JURISDICTION

The agreement, on which the preparation of this report is based, is governed by and construed in accordance with the laws of Germany. In the event that there is any conflict between the English legal meaning and the German legal meaning of this Contract or any part hereof, the German legal meaning shall prevail. The place of performance and jurisdiction for disputes arising from this contractual relationship shall be Frankfurt am Main, Germany.

## LEGAL NOTICE

This valuation report (the "Report") has been prepared by CBRE Valuation ("CBRE") exclusively for DO Deutsche Office AG, Maarweg 165, 50825 Cologne (the "Client") in accordance with the terms of the instruction letter dated 24 August 2015 ("the Instruction"). The Report is confidential and it must not be disclosed to any person other than the Client without CBRE's prior written consent. CBRE has provided this report on the understanding that it will only be seen and used by the Client and no other person is entitled to rely upon it, unless CBRE has expressly agreed in writing. Where CBRE has expressly agreed that a person other than the Client can rely upon the report then CBRE shall have no greater liability to any party relying on this report than it would have had if such party had been named as a joint client under the Instruction.

CBRE's maximum aggregate liability to all parties, howsoever arising under, in connection with or pursuant to reliance upon this Report, and whether in contract, tort, negligence or otherwise shall not exceed the lower of: EUR 15 million (Fifteen million Euro); and CBRE shall not be liable for any indirect, special or consequential loss or damage howsoever caused, whether in contract, tort, negligence or otherwise, arising from or in connection with this Report. Nothing in this Report shall exclude liability which cannot be excluded by law.

# PROFESSIONAL COMPETENCE

Stefan Gunkel joined CBRE in September 2003. He is a Managing Director and Head of Valuation Germany. He also holds the position of Head of Office & Logistics Valuation within the Frankfurt Valuation Services team.

Prior to joining CBRE Stefan was Head of Valuation at Insignia Germany.

Stefan has a degree in business administration (Diplom-Betriebswirt) and a postgraduate qualification in real estate economics (Immobilienökonom) from the European Business School (ebs) in Oestrich-Winkel. In 2003, he qualified as a CIS HypZert (F), Real Estate Valuer for financial purposes and has also been awarded the title of Recognized European Valuer (REV). Stefan is an "öffentlich bestellter und vereidigter Sachverständiger" (publicly appointed and sworn-in valuer) at the Chamber of Industry and Commerce Hanau-Gelnhausen-Schlüchtern.

Tobias Jermis joined CBRE in September 2003. He is a Director for Office & Logistics Valuation and holds a position as Team Leader in the Frankfurt Valuation Services team.

Prior to joining CBRE Tobias was a Senior Consultant in the Valuation Team of Insignia Germany.

Tobias studied business administration at the Goethe-University in Frankfurt and graduated as Diplom-Kaufmann. Tobias was also awarded a postgraduate qualification (Immobilienökonom) from the European Business School (ebs), Oestrich-Winkel which is comparable to an Executive Master of Science in Real Estate. Tobias is a Member of the Royal Institution of Chartered Surveyors (RICS). He has also qualified as a CIS HypZert (F) – Real Estate Valuer for financial purposes and Recognized European Valuer (REV).

Stefan Gunkel, Ö.b.u.v. SV., CIS HypZert (F)

Tobias Jermis, MRICS, CIS HypZert (F)

Jens Breyhan, MRICS	Jens Breyhan joined CBRE in December 2006. He is a Director for Office & Logistics Valuation and holds a position as Team Leader IT & Valuation Services in the Frankfurt Valuation team. Jens studied Economic Sciences (Wirtschaftswissenschaften) with an international focus in Dortmund and was awarded the qualification of Diplom-Kaufmann. He was awarded a postgraduate qualification (Immobilienökonom) from the European Business School (ebs), Essen, which is comparable to an Executive Master of Science in Real Estate. Jens is a Member of the Royal Institution of Chartered Surveyors (RICS).
Ismail Tahir	Ismail Tahir joined CBRE in May 2013 as an Associate Director in the Office & Logistics service line. He is part of the IT & Valuation Services team in Frankfurt. Prior to joining CBRE he gained broad experiences in the real estate industry working six years for Jones Lang LaSalle GmbH and Deka Immobilien GmbH. Ismail is certified by TÜV Rheinland, a provider of technical ser- vices, as Expert for the Evaluation of Real Estate (TÜV). He has also degree in engineering from Darmstadt University of Applied Sciences.
Philipp Zindel	Philipp Zindel joined CBRE in August 2011. He is a Consultant in the Office & Logistics Valuation Team in Frankfurt. Prior to joining CBRE, he worked for Florian Krieger Architektur und Städtebau in Darmstadt from June 2010 until July 2011. Philipp Zindel studied architecture at the ETH Zürich, Switzerland, and graduated with a Master of Science in 2010. Furthermore, he completed the degree course Real Estate at the Danube University Krems, Austria in 2013 and earned a Master of Science.
Lee-Willem Visavachaiwat	Lee-Willem joined CBRE in August 2012. He is a Consultant in the International Valuation Team in Berlin. Prior to joining CBRE, he worked as a Junior Asset Manager for Arminius Kapitalgesellschaft mbH in Frankfurt from July 2010 until October 2011. He completed a bachelor's degree in Business Administration at the RheinMain University in Wiesbaden, Germany. Furthermore, he was awarded a postgraduate real estate degree (Immobilienökonom) from the International Real Estate Business School (IREIBS), Univer- sity of Regensburg, which is comparable to an Executive Master of Science in Real Estate. He is a Member of the Royal Institution of Chartered Surveyors (RICS).
Niklas Blässing	Niklas Blässing joined CBRE in April 2015 as a Junior Consultant in the Office & Logistics Valuation team in Frankfurt. Prior to joining CBRE he worked as an intern for BBE Handelsber- atung GmbH in Munich and PATRIZIA Immobilien AG in Augsburg (Portfolio Advisory). Niklas has a Bachelor of Science in business administration with a focus on real estate from the University of Regensburg. He also earned a Master of Science in Real Estate from the International Real Estate Business School (IREIBS) of the University of Regensburg with a focus on Real Estate Management & Development as well as Real Estate Investment & Finance.

Linda Fischer joined CBRE in March 2015 as a Junior Consultant in Linda Fischer the Office & Logistics Valuation team in Frankfurt.

Prior to joining CBRE Linda studied International Management at Leipzig University of Applied Science (HTWK), earning a Bachlor's degree. Afterwards she earned a master's degree in real estate from the International Real Estate Business School (IREIBS) at the University of Regensburg focusing on Real Estate Management and Development as well as Real Estate Investment and Finance.

During her studies she worked as an intern for several companies including Landesbank Baden-Württemberg in Stuttgart, RREEF Spezial Invest and Jones Lang LaSalle in Frankfurt am Main.

Katherine Smith joined CBRE in September 2014 as a Junior Consult- Katherine Smith ant in the Office & Logistics Valuation team in Frankfurt.

Prior to joining CBRE, she studied at the European Business School (EBS) in Oestrich-Winkel and the Universitat Pompeu Fabra (UPF) in Barcelona, earning a Bachelor of Science in Management with a focus on Real Estate and Finance.

During her studies, Katherine worked for Fortress Germany in Frankfurt a.M., EY in Eschborn, and Feondor Asset Management in Geneva, Switzerland.

Yours faithfully

Yours faithfully

ppa. Jens Breyhan, MRICS Director Team Leader IT & Valuation Services Frankfurt

For and on behalf of CBRE GmbH T: +49 69 1700 77 648 jens.breyhan@cbre.com

Stefan Gunkel, Ö.b.u.v. Sachverständiger, CIS HypZert (F) Managing Director Head of Valuation Germany

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# <u>PART II, APPENDIX A – VALUATION APROACH</u> <u>AND VALUATION ASSUMPTION</u>

#### **1 VALUATION APPROACH**

1.1 DCF (Discounted Cashflow)

**d** In arriving at our Market Values and the Vacant Possession for the subject commercial or mixed used properties with a significant part of income from commercial use we have applied the DCF (discounted cash flow) approach, based on a 10-year time horizon.

The DCF model involves period-by-period estimation of gross income and expenditure, to calculate the net income (cash flow) for each period, explicitly taking into account a range of variables including changes in rent due to contractual agreements and growth in Market Value, expenditure on maintenance, repairs and renovation, timing of vacancies etc. over a the period of the time horizon.

The properties are valued, normally using the income capitalisation method, at the end of the time horizon, using forecasts of the then rental income and appropriate investment yield, on the assumption that it will be sold at that point. The resulting net cash flows are then discounted at a selected discount rate, normally set by comparing with money-market rates and allowing for the relative disadvantages of real estate ownership, in order to arrive at the net present value.

After allowing for purchaser's costs if appropriate, the result is the Market Value.

In comparison, the income capitalisation method is based on capitalisation of the current and market net rental income from the properties, adjusted for landlord's expenditure, at a rate obtained by direct or indirect comparison with sales of comparable real estate in the market. This method does not reflect e.g. rental growth and expenditure forecasts explicitly, rather their effect is implicit in the yield (capitalisation) rate that is adopted.

1.2 Market Value	The properties have been valued to "Market Value" in accordance
	with VPS 4 of the Red Book which is defined as:

"The estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's length transaction after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion".

No allowances have been made for any expenses of realisation nor for taxation, which might arise in the event of a disposal.

No account has been taken of any inter-company leases or arrangements, or of any mortgages, debentures or other charges.

**1.3 Rental Values** Rental values indicated in this report are those which have been adopted by us as appropriate in assessing the letting potential of the properties, subject to market conditions that are either current or expected in the short term. They are mainly based on recent lease agreements within the properties, our experience of the markets and our knowledge of actual comparable market activity.

# 2 GENERAL VALUATION ASSUMPTIONS

Landlord's fixtures such as lifts, escalators, central heating and other **2.1 The Property** normal service installations have been treated as an integral part of the building and are included within our valuations.

Tenant-specific process plant and machinery, tenants' fixtures and specialist trade fittings have been excluded from our valuations.

In the absence of any information to the contrary, we have assumed that:

- > there are no abnormal ground conditions, nor archaeological remains, present which might adversely affect the current or future occupation, development or value of the properties;
- > the properties are free from rot, infestation, structural or latent defect:
- > no currently known deleterious or hazardous materials or suspect techniques, including but not limited to Composite Panelling, have been used in the construction of, or subsequent alterations or additions to, the properties.

In accordance with our instruction we have assumed that the sub- 2.3 Environmental ject properties are not contaminated and that no contaminative or potentially contaminative use is, or has ever been, carried out at the properties. In the absence of any information to the contrary, we have assumed that:

- > the Property is not contaminated and is not adversely affected by any existing or proposed environmental law,
- > all uses and any processes which are carried out on the Property which are regulated by environmental legislation are properly licensed by the appropriate authorities.

Since no information to the contrary has been brought to our attention, we are not aware of any environmental audit or other environmental investigations or soil surveys which may have been carried out on the properties and which may draw attention to any contamination or the possibility of any such contamination

Neither have we undertaken any investigations into the past or present uses of either the properties or any adjoining or nearby land, to establish whether there is any potential for contamination from these uses and assume that none exists.

We have otherwise had regard to the age and apparent general condition of the Property. Comments made in the property details do not purport to express an opinion about, or advise upon, the condition of uninspected parts and should not be taken as making an implied representation or statement about such parts.

For the purpose of our valuation we have not measured the pro- 2.4 Floor Areas perties but have relied on the floor areas as state in the tenancy lists as well as the schedules of area that were provided to us within by the Principal.

## 2.2 Repair and Condition

# Matter

2.5 Title, Tenure, Planning and Lettings	<ul> <li>Unless stated otherwise within this report, and in the absence of any information to the contrary, we have assumed that</li> <li>&gt; the properties possess a good and marketable title free from any onerous or hampering restrictions or conditions.</li> <li>&gt; all buildings have been erected either prior to planning control, or in accordance with planning permissions, and have the benefit of permanent planning consents or existing use rights for their current use.</li> <li>&gt; the properties are not adversely affected by town planning or road proposals.</li> <li>&gt; all buildings comply with all statutory and local authority requirements including building, fire and health and safety regulations.</li> <li>&gt; there are no user restrictions or other restrictive covenants in leases which would adversely affect value.</li> <li>&gt; vacant possession can be given of all accommodation which is unlet or is let on a service occupancy.</li> <li>We have not conducted credit enquiries on the financial status of any tenants. We have, however, reflected our general understanding of purchasers' likely perceptions of the financial status of commercial tenants and made an allowance for the risk of default, depending on the size and sector of the tenants, in the estimated market rent.</li> </ul>
2.6 Infrastructure & Services	It is assumed that all the sites are serviced within the meaning of paragraph 123 of the German statutory building code (Baugesetz- buch § 123) i.e. that they are connected to the road system, service mains (water, electricity, gas and district heat) and sewers (for both waste and surface water) and that refuse collection was provided.
2.7 Taxes, Insurance	<ul> <li>In undertaking our valuation, we have assumed that</li> <li>All public taxes, contributions, charges etc. which could have an effect on value will have been levied and paid as per the date of valuation.</li> <li>the subject properties are covered by a valid insurance policy that is adequate both in terms of the sum assured and the types of potential loss covered.</li> <li>Other expenditure or tax consequences that may occur when the transaction is completed or upon resalewere not considered by us.</li> </ul>
2.8 VAT	In the case of the subject properties there are leases to tenants that do not pay VAT to the landlord. As a result, the input tax on the costs associated with the turnover, such as capital expenditure, non-trans- ferable ancillary costs, management costs and letting fees cannot be deducted. These costs have therefore been reflected as gross costs for the purposes of this valuation. In doing so, the current VAT rate of 19 % has been adopted. Depending on the type of use, on re-letting it has mainly been assumed that the tenant would be subject to VAT, so that the landlord would be able to exercise the VAT option or the relinquishment of tax exemption on a new letting.

The following purchaser's costs have been assumed with regards to 2.9 Purchaser's the size of the subject properties:

Notary and legal fees: IThe allowance for each individual property of 0.25 % to 0.75 % is in line with average costs for notarizing a purchase contract (compulsory under German law), land registry costs and miscellaneous legal charges and depends on the volume of the individual property.

Agent's fees: In the German market it is common for the purchaser to be responsible for paying all or at least part of the agent's fees. We have therefore adopted a level for each individual property of 1.00 % to 2.00 %.

Land transfer tax: Under German tax law, a transfer tax based on the purchase price has to be paid on property purchase. This is generally paid by the purchaser. The tax rate is different in each of the German federal states, at the date of valuation the rate is between 3.0% and 6.5%.

# **3 SPECIFIC VALUATION ASSUMPTIONS**

Under German law, management and repair costs are transferable to commercial tenants. In case of the subject properties the vast majority of the commercial leases contain an allocation of maintenance and repair obligations between landlord and tenant that meet a commercial lease standard: the tenant is responsible for or at least obliged to bear the costs of maintenance and repair within the leased premises and of a share of costs for maintenance and repair of common facilities. All relevant commercial leases contain a cap for maintenance and repair costs of common areas and technical facilities to be borne by the tenant.

Based on experience of the typical allowances reflected in the mar- **3.1 Non-recoverable** ket for mixed-use buildings, we have assumed 0 % to 2.5 % for the subject property of the gross rental income for management costs.

For regular Maintenance based on the type of use following cost **3.2 Non-recoverable** approaches per m<sup>2</sup>/unit and year were chosen by us:

- > 4.00 9.00 EUR for office space
- > 4.00 9.00 EUR for retail space
- > 7.00 9.00 EUR for residential space
- > 1.50 5.00 EUR for storage space
- > 2.50 8.00 EUR for gastronomy spacen
- > 0.00 8.00 EUR for other space
- > 7.00 EUR for nursing home space
- > 5.00 EUR for logistics space
- > 6.00 7.00 EUR for hotel space
- > 30.00 75.00 EUR for internal parking units
- > 25.00 50.00 EUR for external parking units

These figures reflect the state of repair of the subject properties as well as the existence of lifts, restrictions because of an entry in the monuments list, the overall updated condition of the individual buildings after the planned refurbishments, etc.

- Costs for Management
- Costs for regular Maintenance

# Costs
# Costs for Tenant Improvements

3.3 Non-recoverable Under German law, it is frequently the tenant's responsibility to carry out decorative and minor repairs during the tenancy or at the end of the lease term. Decorative repairs include superficial measures such as painting walls or removing stains from carpets but no comprehensive renovations.

> Upon a change of tenants, however, additional expenses for basic repairs and renovation of the interior of the individual rental units must be incurred to facilitate re-letting.

Use	Initial TI's	Continuing TI's
Office	50 to 350 EUR / m <sup>2</sup>	50 to 250 EUR / m <sup>2</sup>
Retail	50 to 100 EUR / m <sup>2</sup>	50 to 100 EUR / m <sup>2</sup>
Residential	50 to 100 EUR / m <sup>2</sup>	50 to 100 EUR / m <sup>2</sup>
Storage	0 EUR / m <sup>2</sup>	0 EUR / m <sup>2</sup>
Restaurant	0 to 250 EUR / m <sup>2</sup>	0 to 150 EUR / m <sup>2</sup>
Other Areas	0 to 100 EUR / m <sup>2</sup>	0 to 100 EUR/m <sup>2</sup>
Nursing Home	75 to 150 EUR / m <sup>2</sup>	75 to 150 EUR / m <sup>2</sup>
Warehouse	15 to 25 EUR / m <sup>2</sup>	15 to 25 EUR/m <sup>2</sup>
Hotel	100 EUR / m <sup>2</sup>	100 EUR / m <sup>2</sup>

- 3.4 Non-recoverable Certain costs which arise as a result of voids in buildings cannot be re-Service Charges covered through the service charges. These typically include heating, on vacant Space lighting and cleaning of vacant areas. Such costs, where applicable, have been assessed at a level of 12.00 EUR/ $m^2$ /month for the main areas and between  $0.00 - 6.00 \text{ EUR}/\text{m}^2/\text{month}$  for other areas.
- 3.5 Deferred Main-Based on our inspection and the information which we were provided tenance Costs within the technical due diligence assessment, it is our opinion that (structural the overall condition of the buildings and its technical equipment has Costs) been regularly maintained.

According to the information provided by the client we have adopted an amount of -10,274,500 EUR for deferred maintenance. This corresponds to a share of about 0.6 % as measured by the total value of the portfolio.

3.6 Permanent At the date of valuation the DO Deutsche Office Portfolio has a Void Allowance/ total vacancy area of 116,993 m<sup>2</sup>. We have appointed 2.675 m<sup>2</sup> of this area as a structural vacancy. The Portfolio thus has a cumulative Structural vacancy rate of approximately 13.2%. Vacancy

3.7 Void Period for Depending on the quality of situation and the respective property, the currently vacant current rental situation and the local vacancy rate we have assumed Space/ Future an initial downtime until structural vacancy and on re-letting of rental Void Periods on units currently occupied as well as for future vacant accommodation Re-Letting the void periods for the different types of uses as follows:

Use	Initial Void Period	Continuing Void Period
Office	6 – 24 months	12 – 24 months
Retail	6 – 18 months	6 – 18 months
Residential	6 – 18 months	6 – 18 months
Storage	6 – 24 months	12 – 24 months
Restaurant	12 – 24 months	12 – 24 months
Other Areas	12 – 24 months	12 – 24 months
Nursing Home	12 – 15 months	12 – 15 months
Warehouse	12 – 18 months	12 – 18 months
Hotel	12 – 24 months	12 – 18 months
Parking internal	6 – 24 months	12 – 24 months
Parking external	6 – 24 months	12 – 24 months

Our assumptions are based on experience of the local property market and depending on the quality of situation, the respective condition of the individual property and the current rental situation.

Under German law, there are no restrictions for charging agency fees 3.8 (Re-) Letting or other expenses incurred in letting, e.g. meetings to negotiate lease Costs terms, newspaper adverts etc. with regards to the letting of commercial space. Fees are determined by regional circumstances, the current market environment and particularly the property's attractiveness.

For calculation purposes we have assumed that letting fees equivalent to three month's rent for the commercial units would be paid by the owner on re-letting of the subject properties.

We have not explicitly taken account for the risk of rental loss attributable to tenants either unable and / or unwilling to pay rent. Instead we have reflected the risk implicitly by adopting an appropriate Discount and Exit Cap Rate.

Taking explicitly into account inflation, we have assumed annual rates of 1.4 % in 2016, and 2.0 % in the following years. Inflation rates are provided by Consensus Forecast and ECB, edited by CBRE Research.

We have adjusted market rents in accordance with the rent review clause in regards to indexation.

The calculated cash flows during the time horizon and the "capitalisation (exit) value" have been discounted using the selected discount rate, monthly in advance.

Capitalisation and discount rates relate to each specific property and take into account the following criteria:

- > Location and quality of the subject property,
- > The current letting situation as regards vacancy, over- or under-rented situation, quality of tenant(s) (covenant), lease length(s) and the quality of the lease (indexation adjustments and stepped rents etc.),
- > Demand and level of prices in the relevant local or regional real estate markets,
- > The development prospects of the location and the property itself.

## 3.9 Risk of rental loss

#### 3.10 Inflation and Rental Growth

#### 3.11 Discount Rate and Capitalization Rate

The discount rate reflects the specific combination of risks and opportunities presented by the property, the location and the letting situation during the 10-year period of detailed consideration of cash flows. The exit capitalisation rate is used to capitalise the net rental income at that time. The net rental income used for capitalisation is calculated from the potential rental value at the date of capitalisation less operating costs.

**3.12 Market Rent** (ERV) The market rents adopted are in accordance with the results of the recent lease agreements (12 months), our internal CBRE rental data base and other internal sources, the internet data base Immodaten. de (asking rents) and the local lokal acting market participants.

> Taking into account market conditions, as well as the advantages and disadvantages of the individual location and the property characteristics, so far as they have an effect on the letting ability we have adopted market rental values on a property basis.

> At date of valuation the aggregated Current Gross Rental Income on portfolio level was 121,480,613 EUR p. a. (excluding vacant space).

**3.13 Letting Period** All of the fixed commercial lease terms are calculated as indicated in the tenancy lists, including indexation. On re-letting we have assumed a five-year lease.

Some leases incorporate second options to extend. We have generally assumed that the second options will be exercised with a probability of 50 %



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Hauptstrasse 45, Dreieich



# ADDITIONAL SHAREHOLDER INFORMATION

#### CALCULATION OF PORTFOLIO YIELDS

#### alstria's calculation

EUR k		Dec, 31, 2015	Dec, 31, 2014
Portfolio value			
Investment properties (on balance she	et)1)	3,220,561	1,645,840
Value of own used property		5,829	5,735
Assets held for sale		69,143	
Total portfolio value	(A)	3,295,533	1,651,575
Income			
Contractual rent	(B)	208,272	99.652
Real estate operating expenses (5 %)		-10,414	-4,983
Contractual net rent	(C)	197,858	94,669
Yield (%)	(B/A)	6.3	6.0
Net yield (%)	(C/A)	6.0	5.7

<sup>1)</sup> Excluding prepaid property (Gasstrasse 18, Hamburg).

#### EPRA calculation

EUR k		Dec, 31, 2015	Dec, 31, 2014
Portfolio value			
Investment properties (on balance	sheet)	3,260,467	1,645,840
Value of JV (49 % share)		54,243	51,450
Trading property		69,143	_
Development assets		-144,157	-90,255
Completed portfolio		3,239,696	1,607,035
Acquisition cost		210,580	104,457
Gross up completed property portfolio valuation	(A)	3,450,276	1,711,492
Income			
Contractual rent		208,272	101,868
Contactual rent developments		-8,382	-6,003
Contractual rent (excluding developments)		202,475	95,865
Rent-free periods		-10,822	-4,559
Annualised cash passing rent		191,653	91,306
Property outgoings		-20,247	-9,587
Annualised net cash rents (B)		171,406	81,719
Rent free periods		10,822	4,559
'topped-up' net annulised rent (C)		182,227	86,278
EPRA Net initial yield (%) (B/A)		5.0	4.8
EPRA 'topped-up' Net initial yield (%) (C/A)		5.3	5.0

Table 1

EPRA Table 2

EUR k		Dec, 31, 2015	Dec, 31, 2014
Portfolio value			
Investment properties (on balance sheet)		1,579,351	1,645,840
Acquired asset <sup>1)</sup>		38,000	-
Value of own used property		5,829	5,735
Total portfolio		1,623,180	1,651,575
Value of JV (100 %)		110,700	105,000
Net valuation		1,733,880	1,756,581
Acquisition cost		112,306	113,132
Capital cost		52,447	58,515
Gross value	(A)	1,898,634	1,928,228
Income			
Initial gross rents		101,072	100,545
Non-recoverable expenses		5,083	5,203
Initial net rents	(B)	95,989	95,342
Reversions		14,704	17,133
Estimated net rents	(C )	110,693	112,475
Colliers net initial yield (%)	(B/A)	5.06	4.94
Colliers reversionary yield (%)	(C/A)	5.83	5.83
Colliers equivalent yield (%)		5.65	5.66

#### Table 3 Colliers' calculation (alstria portfolio)

<sup>1)</sup> Gasstrasse 18, Hamburg.

## Table 4 CBRE calculation (DO portfolio)

EUR k		Dec, 31, 2015	Dec, 31, 2014
Portfolio value			
Total portfolio (on balance sheet)		1,645,080	1,880,400
Acquisition cost		119,358	128,171
Gross value	(A)	1,764,438	2,008,571
Income			
Initial rent	(B)	101,357	99,744
Market rent	(C)	112,530	122,520
Potential rent	(D)	117,859	128,111
Net yield – Current (%)	(B/A)	5.74	4.97
Net yield – Market (%)	(C/A)	6.38	6.10
Net yield – Potential (%)	(D/A)	6.68	6.38

#### EPRA NAV per share

# EPRA Table 5

EUR k	Dec, 31, 2015	Dec, 31, 2014
NAV (IFRS equity ex. minority interest)	1,619,377	846,593
Share 'A' (outstanding shares)	152,164	79,018
NAV per share (EUR)	10.64	10.71
Effect of exercise of options, convertibles and other equity interests	94,466	82,884
'new' Shares B	8,241	8,092
Share A+B	160,405	87,110
Diluted NAV, after the exercise of options, convertibles and other equity interests	1,713,844	929,477
Dilluted NAV per share (EUR)	10.68	10.67
Revaluation of investment properties (if IAS 40 cost option is used)	1,382	1,199
Fair value adjustments of financial instruments	35,143	45,657
Fair value adjustments of joint ventures	-	656
Deferred tax	132	
EPRA NAV	1,750,501	976,989
Adjustment minortiy interest	58	-
EPRA NAV (ex. minority interest)	1,750,443	976,989
EPRA NAV per share (EUR)	10.91	11.22
Fair value of financial instruments	-35,143	-45,657
Fair value of debt	-4,238	-8,700
Fair value adjustments of joint ventures	-318	-656
Deferred tax	-132	
EPRA NNNAV	1,710,611	921,976
EPRA NNNAV per share (EUR)	10.66	10.58

EPRA earnings & earnings per share		🕿 EPRA
EUR k	Jan. 1– Dec. 31, 2015	Jan. 1– Dec. 31, 2014
Earnings per IFRS income statement	-111,380	36,952
(a) Changes in value of investment properties, development properties held for investment and other interests	4,192	-824
(b) Profits or losses on disposal of investment properties, development properties held for investment and other interests	-12,655	-4,567
(c) Goodwill impairment	144,795	
(d) Changes in fair value of financial instruments	6,763	27,461
(e) Acquisition costs on share deals	10,740	
(f) Deferred tax in respect to EPRA adjustments	8	
(g) Adjustments (a) to (c) above in respect of joint ventures	-1,301	-12,179
(h) Non-controlling interest on adjustments	-65	
EPRA earnings	41,097	46,843
EPRA earnings per share (EUR)	0.42	0.59

Table 6

#### Table 7 EPRA vacancy rate

EUR k	Dec. 31. 2015	Dec. 31. 2014
Estimated rental value (ERV)	222,605	106,660
ERV of vacant space	24,848	11,785
Vacancy rate (%)	11.2	11.0

#### Table 8 EPRA cost ratio

#### Jan. 1-Jan. 1-Dec. 31, Dec. 31, EUR k 2015 2014 Administrative / operating expense line per IFRS income statement -31,226 -23,692 Service fees / recharges -424 -632 1,140 Management fees 1,087 Other operating income / recharges intended to cover overhead expenses Share of joint ventures expenses -307 -686 Exclude: Investment Property Depreciation 90 90 Ground rent costs \_ \_ **EPRA Costs** (including direct vacancy costs) (A) -30,727 -23,833 Direct vacancy costs 4,689 3,210 **EPRA Costs** (excluding direct vacancy costs) (B) -26,038 -20,623 Gross Rental Income less ground rents 115,337 101,782 Less: service fee and service charge costs components of gross rental income 424 632 Add: Share of joint ventures 1,573 2,044 Gross rental income (C) 117,805 103,987 EPRA cost ratio (%) (including direct vacancy costs) (A/C) 26.1<sup>1)</sup> 22.9 EPRA cost ratio (%) (excluding direct vacancy costs) (B/C) 22.1<sup>1)</sup> 19.8 thereof: 12.2 SG&A cost (%) 15.2 Real estate operating cost (%) 6.9 7.6

<sup>1)</sup> Adjusted cost ratio of 25.1 % (incl. vacancy) and 21.1 % (excl. vacancy) taking EUR 1,200 k of non-recurring severance payments into account.

#### 🕿 EPRA

🕿 EPRA

# GLOSSARY

AFFO	The adjusted funds from operations (AFFO) is equal to the FFO (funds from operations) with adjustments made for capital expendi- tures used to maintain the quality of the underlying investment portfolio.
Annual financial statements	The annual financial statements include the balance sheet and the profit and loss account of a company. In respect of a joint stock company, these are prepared by the Management Board, audited by a chartered accountant for compliance and checked by the Supervisory Board.
Annual General Meeting	At least once a year the shareholders of a joint stock company con- vene for the Annual General Meeting. This meeting elects the Su- pervisory Board and the balance sheet auditor. It passes resolutions on the appropriation of the annual profit shown, on measures for raising capital, on changes to the articles of association and other fundamental issues; it is the only body which can approve the deci- sions made by the Supervisory Board and the Management Board.
Asset management	Value-driven management and /or optimisation of real estate invest- ments through letting management, refurbishment, repositioning and tenant management.
Average cost of debt	The cost of finance expressed as a percentage of the weighted average of borrowings during the period.
Cash flow	The cash flow statement shows how the cash and cash equivalents of the Group changed in the course of the financial year as a result of cash received and paid. In accordance with IAS 7, a distinction is made between cash flows from operating activities and cash flows from investing and financing activities.
<b>CO</b> <sub>2</sub>	Carbon dioxide, a gas produced primarily through the combustion of fossil fuels, is believed to be the main cause of climate change.
Completed developments	Completed developments consist of those properties previously in- cluded in the development programme, which have been transferred to the investment portfolio from the development programme during the reporting period.
Contractual rent	At a given date, the contractual rent reflects the total annualised rent taking into consideration all signed rental contracts.
Contractual vacancy rate	Contractual vacancy rate is the amount of space as a per cent of the total area of the portfolio on which there is no current or future signed lease contract.
Coverage	Information provided on a listed public company by banks and finan- cial analysts in the form of studies and research reports.

Corporate social responsibility is a management concept whereby companies integrate social and environmental concerns in their busi- ness operations and interactions with their stakeholders.	CSR
The German Share Index (DAX) reflects the value trend of the 30 most important German shares. In addition to the market prices, the dividend payments are also included here. DAX began at the end of 1987 with a value of 1,000.	DAX
The development programme together with proposed developments.	Development pipeline
The share of the distributed net profit of a company to which a shareholder is entitled in line with the number of shares he holds.	Dividend
The European Public Real Estate Association is an organization that represents the interests of the major European property management companies and supports the development and market presence of European public property companies.	EPRA
The estimated market rental value of the total lettable space in a property, after deducting head and equity rents, calculated by the Group's external valuers.	ERV
The estimated amount for which a property should exchange on the date of valuation between a willing buyer and a willing seller in an arm's-length transaction after proper marketing, wherein the parties had each acted knowledgeably, prudently and without compulsion. The fair value for alstria's investment properties is reviewed regularly by external appraisers.	Fair value (or open market value [OMV])
alstria calculates Funds From Operations as EBT, decreased/increased by the net gain/loss from fair value adjustment on investment prop- erty, decreased/increased by the net gain/loss from fair value ad- justment on financial derivatives, increased/reduced by the profit/ loss on disposal of investment property, decreased/increased by the net gain/loss from fair value adjustments on investment property of joint ventures, decreased/increased by non-recurring items, plus non-cash-expenses and less cash taxes paid.	FFO
Real Estate Investment Trusts are public listed companies, fully tax transparent, which solely invest in properties.	G-REIT
The international financial reporting standards (IFRS) are adopted by the International Accounting Standards Board (IASB). The objective is to achieve uniformity and transparency in the accounting princi- ples that are used by companies and other organisations worldwide for financial reporting. IFRS have applied to listed companies since January 1, 2005.	IFRS

Investment property	Property, land and buildings, which are held as financial investments to earn rents or for growth and not used for the Company's own purpose. The value of the investment property is determined ac- cording to IAS 40.
Joint venture	Legally independent entity formed between two or more parties to undertake economic activity together. It is jointly controlled by the parties under a contractual arrangement whereby decisions on finan- cial and operating policies essential to the operation, performance and financial position of the venture require each party's consent.
LTV and Net LTV	alstria calculates loan to value (LTV) by dividing the total loans out- standing to finance investment properties by the value of all mort- gaged investment properties. The calculation of alstria's Net LTV also deducts the available non-restricted cash on the respective balance sheet date, which is deducted from the gross debt amount.
MDAX	Mid Cap Index; it contains, with variable weighting, the prices of the 50 most important, in terms of market capitalisation and turnover, German joint stock companies which are not included in DAX30. In addition to dividend payments, subscription right proceeds are also included when calculating the index.
NAV (net asset value)	Reflects the economic equity of the Company. It is calculated from the value of assets less debt.
NNNAV (triple net asset value)	The Company computes NNNAV as total equity as reported in the IFRS consolidated statement of financial position, which accounts for the carrying amount and the fair value of financial instruments and financial liabilities, adjusted for hidden reserves and hidden losses in immovable assets and financial liabilities.
Office building	Property where at least 75 % of the lettable area is destined to office use (disregarding potential ground floor retail).
Passing rent	Annual gross rental income as per a certain date, excluding the net effects of straight-lining for lease incentives.
Performance	The term performance describes the percentage appreciation of an investment or a securites portfolio during a given period.
Pre-let	A lease signed with a tenant prior to completion of a development.
Property management	Property management is the management of real estate assets in- cluding the processes, systems and manpower required to manage the life cycle of a building.
Roadshows	Corporate presentations to institutional investors.

The term share describes both the membership rights (holding in the joint stock company) and the security which embodies these rights. The holder of a share (shareholder) is a 'sharer' in the assets of the joint stock company. Their rights are protected by the regulations contained in the Companies Act.	Share
The capital stipulated in a corporation's articles of association. The ar- ticles also specify the number of shares into which the share capital is divided. The Company issues shares in the amount of its share capital.	Share capital
An individual, community or organisation that affects or is affected by some aspect of an organisation's products, operations, markets, industries and outcomes.	Stakeholder
The Supervisory Board is one of the three executive bodies of a joint stock company: Annual General Meeting, Management Board and Supervisory Board. The Supervisory Board appoints the Management Board and provides supervision and advice regarding management of the Company's business.	Supervisory Board
Alignment of an organisation's products and services with stake- holder expectations, thereby adding economic, environmental and social value.	Sustainability
Any incentive offered to occupiers to enter into a lease. Typically the incentive will be an initial rent-free period, or a cash contribution to fit-out or similar costs.	Tenant incentives
Dividends and capital growth in the share price, expressed as a per- centage of the share price at the beginning of the year.	TSR (Total share- holder return)
A principle that allows those affected by administrative decisions, business transactions or charitable work to know not only the basic facts and figures but also the mechanisms and processes. It is the duty of civil servants, managers and trustees to act visibly, predictably and understandably.	Transparency
The Unlevered internal rate of return (UIRR) is a key indicator to assess the attractiveness of an investment. It is the rate needed to discount the unlevered sum of the future cash flow to equal the initial investment.	UIRR
Vacant space refers to the sum of all lettable space that at the end of a calendar year is unoccupied or offered for lease.	Vacant space
An electronic stock exchange trading system that uses the open order book and thus increases transparency.	XETRA
Key performance indicator, which is determined at a given date by the contractual rent in relation to the fair value of the property.	Yield

# IMPRINT

alstria office REIT-AG is a member of DIRK (Deutscher Investor Relations Verband, the German Investor Relations Association).

Other reports issued by alstria office REIT-AG are posted on the Company's website.

#### FORWARD-LOOKING STATEMENTS

This annual report contains forward-looking statements. These statements represent assessments which we have made on the basis of the information available to us at the time. Should the assumptions on which the statements are based not occur, or if risks should arise the actual results could differ materially from the results currently expected.

#### NOTE

This report is published in German (original version) and English (non-binding translation).

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