

Deutsche Wohnen AG

» Company presentationMay 2014

» Key investment highlights of Deutsche Wohnen

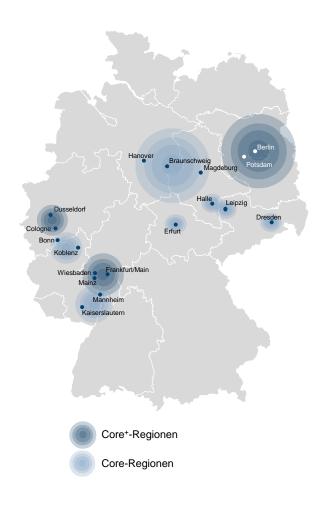
- Diversified business model with focus on metropolitan growth regions
- Best in class portfolio quality with highest rental growth of Peer Group
- Leadership in cost efficiency due to asset concentration
- Proven track record at the capital markets
- 5 With ~EUR 4bn free float market cap most liquid stock in german real estate
- We are well positioned to achieve further internal and external growth

» Deutsche Wohnen business model "Made in Germany" **Strong CF for Shareholder Return Dividends + NAV growth Nursing & Residential letting business Privatization &** assisted living institutional >EUR 600m gross rents from sales Backed by high-quality portfolio¹⁾ demographic Additional cash trends and NAV >EUR 8bn portfolio value contribution

Sustainable Financing (LTV, Maturities, Sources)

¹⁾ current gross rental income

» Deutsche Wohnen portfolio focussed and concentrated



Portfolio development underlines shift to growth regions with significant upside potential

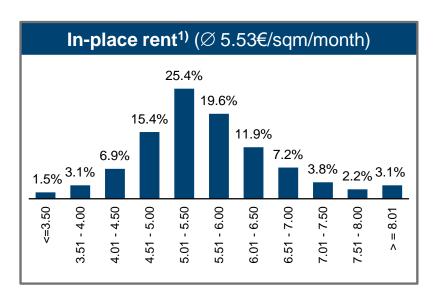
Total residential holdings: ~150,000 units

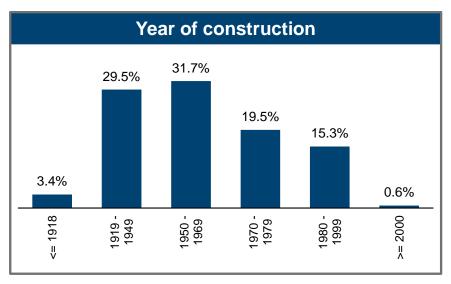
- Thereof ~80% in dynamic Core+-regions (~119,000 units)
- Thereof ~72% in Greater Berlin (~108,000 units)
 - Largest private landlord of Berlin
- Successful disposal of Non-core assets

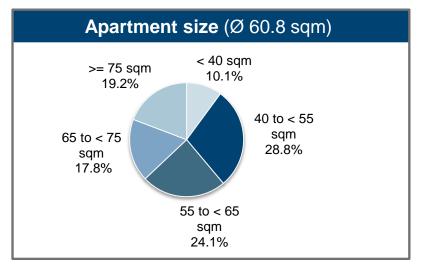
31/03/2014	Residential units #	Share in terms of units %	Area ¹⁾ K sqm	In-place rent ²⁾ EUR/sqm	Vacancy %	Fair Value ³⁾ EUR m	Fair Value ⁴⁾ EUR/sqm
Total	148,797	100%	9,040	5.58	2.6	8,823	947
Strategic core and growth regions	145,979	98%	8,860	5.60	2.4	8,712	955
Core+	118,690	80%	7,139	5.68	2.2	7,334	995
Core	27,289	18%	1,721	5.23	3.4	1,378	784
Non-core	2,818	2%	180	4.91	11.2	112	593

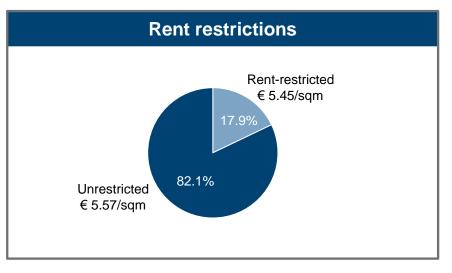
- Only residential area
- 2) Contractually owed rents from rented apartments divided by rented area
- 3) Fair Value including residential, commercial and parking spaces
-) Fair Value divided by residential and commercial area

» Portfolio structure – characteristics meeting strong demand



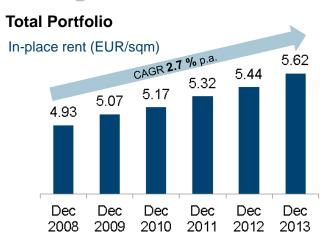






Note: Figures as of 31-Dec-2013 / Based on residential units ¹⁾ excl. vacant apartments

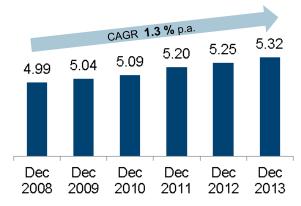
» Strong like-for-like development 1)



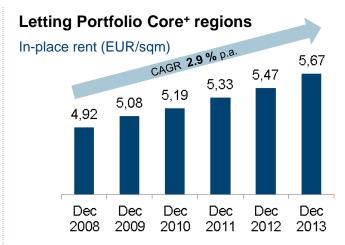
■ Comprises ~ 84,700 units under management since Dec 2008

Letting Portfolio Core regions

In-place rent (EUR/sqm)

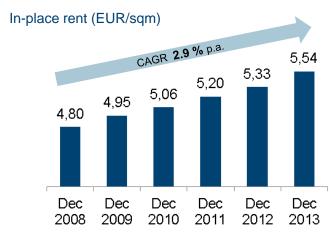


■ Comprises ~ 7,800 units under management since Dec 2008



■ Comprises ~ 72,000 units under management since Dec 2008

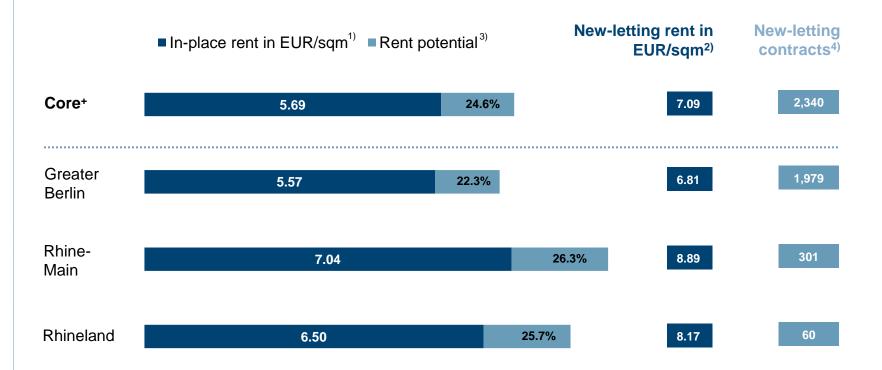
Letting Portfolio Greater Berlin



Comprises ~ 64,800 units under management since Dec 2008

¹⁾ Pro forma incl. GSW portfolio

» Dynamic rent potential in Core+ regions (letting portfolio)



Current tenant turnover: 7% annualised in Core+ Regions

Note: incl. acquisition

¹⁾ Contractually owed rent from rented apartments divided by rented area

²⁾ Contractually owed rents for newly concluded contracts for units not subject to rent control effective in 2014 respectively

³⁾ Rent potential = New-letting rent compared to in-place rent

⁴⁾ Unrestricted units as at 31/03/2014

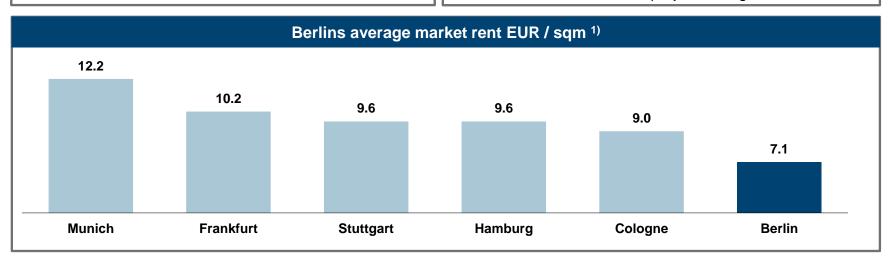
» Berlin residential real estate market offering attractive fundamentals

Demographics

- Number of inhabitants increases consistently (mainly because of net migration gain)
- Until 10/2013 ca. +39,500 inhabitants
 (+1.2% leading to a total population of ~3.4 m)
- Top ranking for greatest average rise in employment figures nationwide in 2012 and 2013 up to ~1.8 m employees
- Household income raised by 3.1% in 2012

Supply and Demand

- Ca. 2.03m households with 54.3% single-person households (+1.3%pts. since 2007) and Ø 1.73 persons per household
- Lack of new built residential units in multi-family homes
- Approx. 6,600 apartments completed in 2013, equalling only +0.3% of ca. 1.9 m existing apartments
- Building permissions are accelerating (>10k in 2013;
 > 4k in Q1-2014) but still behind demand for new residential units which is projected to grow further



Berlin

Average market rent still offers headroom to grow

» Berlin's key facts



(1) Populat	ion
Population Berlin (10/2013) ⁽¹⁾	ca. 3.4m
Population Capital Region Berlin-Brandenburg (10/2013) ⁽¹⁾	ca. 4.5m

(2) Residential unit	s
Number of residential units (2012) ⁽¹⁾	ca. 1.9m
Number of residential units for letting (2012) ⁽⁶⁾	ca. 1.6m
Completed apartments 2013 (2012) ⁽¹⁾	6,641 (5,417)



(3) Vacancy an	d rents	(4) Economic data	
Average vacancy rate (2012) ⁽⁵⁾	2.3%	Average unemployment rate 2013 (2012) ⁽²⁾	11.7% (12.3%)
Mean monthly net cold rent according to rent table 2013 (2011) ⁽⁴⁾	€5.54/sqm (€5.21/sqm)	Purchasing power/ household per month 2013 (2012) ⁽³⁾	€2,851 (€2,696)
Monthly median new letting rent analysed by CBRE 2013 (2012) ⁽³⁾	€8.02/sqm/month (€7.50/sqm/month)	Housing cost ratio/ household per month 2013 (2012) ⁽³⁾	26.6% (27.4%)

» Core+ and Core regions showing positive fundamentals1)

Economic location

Demographic situation

Rhine-Main region incl. Frankfurt/ Main

- One of the most important regions in Germany with 5.6 m inhabitants and EUR 200 bn GDP
- Internationally outstanding position as financial markets centre, trade fair location, trading centre and central transport hub
- Above avg. purchasing power per inhabitant of ca. EUR 24k²⁾
- With 685,000 inhabitants largest city in Hesse and 5th largest within Germany
- Population increase of 6.6% and +8% no. of households (2007-2012)
- 54.1% single-person households
- New construction projects (2012: 2,144 res. units) unable to meet growing demand for living space
- Residential rents for medium to good quality standard: EUR 7.00/sqm – EUR 16.50/ sqm

Rhineland region incl. Dusseldorf

Focus on Dusseldorf:

- Top location for consultancy firms in Germany with 1,760 consultancy firms based here
- Most important trade centre with 3,800 retailers, 2,000 wholesalers and export trading companies
- Above avg. purchasing power per inhabitant of ca. EUR 25k¹⁾
- Ca. 598,000 inhabitants
- Sustained population growth evident since 2000 is set to continue
- Expected Increase of inhabitants up to ca. 600,600 by 2025 resulting in greater demand for living space
- Dynamic development of rental prices: avg. at EUR 9.25/sqm (H1-2013; +3.6% on y-o-y basis)

Hanover / Brunswick / Magdeburg

- Favourable location in the centre of Germany offering logistical advantages
- Automobile industry, machinery & plant engineering are traditionally strong sectors in the region
- Approx. 1 m inhabitants in total (sum of all 3 cities)

Hanover and Brunswick

- above average purchasing power of 22.3k¹⁾ and 22.9k¹⁾
- population growth combined with low vacancy rates and low levels of new construction lead to increasing demand

Magdeburg

 Stable demographic structure (inhabitants/ households) foreseen for the next years

Core+ regions

Core regions

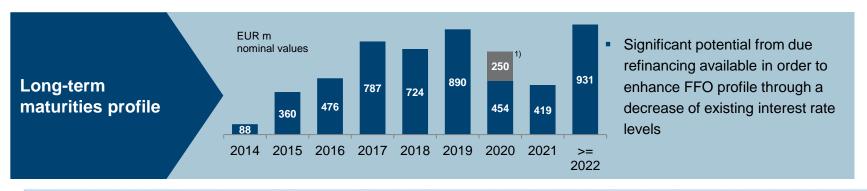
¹⁾ excl. Berlin

²⁾ national average: ca. 21k

» LTV at 56.5%; low average interest rate ~ 3.36%

	Financial liabilities in EUR	m
	Mark-to-market	5,288.5
Debt structure	LTV (%)	56.5%
	Nominal value	5,379.0
	LTV (%)	57.5%

	•	Avg. interest rate incl. Convertible bond:	~3.36%
Daht samina	•	Avg. mandatory redemptions p.a.:	~1.6%
Debt service	•	Avg. weighted maturity:	~7.9 years
	•	Interest rate fixed or hedged:	~91%



1) Convertible Bond

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» Strong position in the capital markets

Most investable German listed real estate company

- Free float market cap¹⁾ increased by ~ 78% from EUR 2.3bn (April 2013) to EUR 4.2bn (April 2014)
- Largest free float of all residential peers
- Ø daily trading volume²⁾ increased by 55% to ca. 583`sh

MDAX Ranking	Apr. 2013	Apr. 2014	EPRA Weighting	Apr. 2013	Apr. 2014
Market cap	14	6	Germany	21.9%	31.2%
Turnover	30	20	Europe	2.0%	3.4%
Weight (%)	2.1	3.1	Global	0.3%	0.5%

Outperforming EPRA Germany by 6% in 2013



Impressive track record of placements

- 3 structured equity transactions in 2013
- EUR 195m ABB for acquisitions (fully invested)
 - 14.6m shares January 2013
 - Value accretive as placed above NAV
 - Discount below 3% of share price
- Successful use of shares as acquisition currency to accelerate growth and drive consolidation
 - Blackstone portfolio: 8.2m shares
 - GSW transaction: 117.3m shares

Flexible use of equity instruments to create shareholder value

According to Deutsche Börse definition

²⁾ Only regarding ISIN DE000A0HN5C6 by April 2014 on y-o-y basis

» Strong earnings and cash contributions from letting

Earnings from letting: + EUR 60.8m

in EUR m	Q1-2014	Q1-2013
Current gross rental income	157.0	83.3
Non-recoverable expenses	(3.2)	(1.3)
Rental loss	(2.5)	(1.1)
Maintenance	(17.2)	(8.4)
Others	(2.4)	(1.6)
Earnings from Residential Property Management	131.7	70.9
Personnel, general and administrative expenses	(10.6)	(6.8)
Net Operating Income (NOI)	121.1	64.1
NOI margin	77.1%	77.0%
NOI in EUR / sqm / month	4.33	4.12
in EUR m	Q1-2014	Q1-2013
Net operating income (NOI)	121.1	64.1
Cash interest expenses	(46.0)	(26.6)
Cash flow from portfolio after cash interest expenses	75.1	37.5
Interest cover ratio	2.63	2.41

In-place rent:

Q1-14: EUR 5.58 / sqm

Maintenance¹⁾

Q1-14: EUR 7.38 /sqm (Q1-13: EUR 6.48 /sqm) additional EUR 7.9m for modernisation (EUR 3.39 /sqm in Q1-14)

NOI increased by EUR 57.0m (89%) due to higher current gross rental income of EUR 73.7m (full effect of 2013 acquisitions including GSW)

w/o EUR 1.1m for nursing and assisted living

NOI-margin

Cash flow

+ 100.3%

Constant on y-o-y basis despite higher maintenance expenses

NOI in EUR / sqm / month

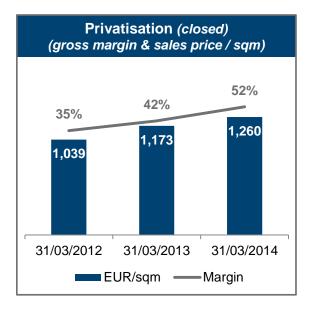
 + 5.1% due to changes in portfolio structure resulting from GSW acquisition among others

1) extrapolated 12 months

» NAV contribution by strong disposal business

Closed in EUR m	Q1-2014	Q1-2013
Sales proceeds	86.4	32.1
Cost of sales	(3.0)	(2.0)
Net sales proceeds	83.4	30.1
Carrying amounts of assets sold	(67.6)	(24.6)
Earnings from Disposals	15.8	5.5

 Free cash flow from sales activities of ca. EUR 45m (520 closed privatisation units and 982 closed units institutional sales)





Berlin: Papageienviertel



Hanover: Bemerode/Kronsberg



Berlin: Steglitz

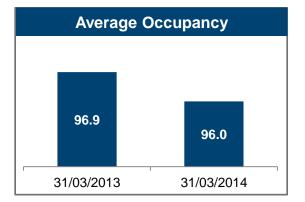


Berlin: Hufeisensiedlung

» Nursing and Assisted Living – increasing FFO contribution

in EUR m	Q1-2014	Q1-2013
Income		
Nursing	13.7	11.8
Living	1.5	0.5
Other	1.6	1.0
Total income	16.8	13.3
Costs		
Nursing and corporate expenses	(4.4)	(3.4)
Staff expenses	(8.2)	(6.8)
Total costs	(12.6)	(10.2)
Earnings from Nursing and Assisted Living	4.2	3.1
Cash interest expenses	(1.1)	(0.8)
FFO contribution	3.1	2.3

31/03/2014	Facilities	Places
Greater Berlin	12	1,442
Saxony	7	475
Others	2	257
In total	21	2,174



- 18 of 21 facilities are owned by Deutsche Wohnen with Fair Value of the properties of EUR 144.9m
- Slight decrease in average occupancy to 96.0% mainly due to last years` acquisitions with upside potential

» Adjusted EBITDA increased by ~ EUR 61m / + 93% (y-o-y)

in EUR m	Q1-2014	Q1-2013
Earnings from Residential Property Management	131.7	70.9
Earnings from Disposals	15.8	5.5
Earnings from Nursing and Assisted Living	4.2	3.1
Segment contribution margin	151.7	79.5
Corporate expenses	(22.8)	(11.8)
Other operating expenses/income	(4.4)	(2.0)
EBITDA	124.5	65.7
Restructuring & Reorganisation expenses	2.2	0.0
EBITDA (adjusted)	126.7	65.7

Adj. EBITDA

Increased by ~EUR 61m mainly attributable to an increase of earnings from letting
 ~EUR 61m and from disposals ~EUR10 m

» Adjusted EBT increased by ~ 113% (y-o-y)

in EUR m	Q1-2014	Q1-2013
EBITDA (adjusted)	126.7	65.7
Depreciation	(1.6)	(1.3)
Financial result (net)	(52.0) ²⁾	(30.1) ³⁾
EBT (adjusted)	73.1	34.3
Restructuring & Reorganization	(2.2)	0.0
Valuation SWAP and Convertible Bond	(16.7)	(0.2)
EBT	54.2	34.1
Current taxes	(3.3)	(2.6)
Deferred taxes	(5.4)	(5.3)
Profit	45.5	26.2
Earnings per share 1)	0.16	0.17

in EUR m	Q1-2014	Q1-2013	
Interest expenses	(47.1)	(27.4)	
Non-cash interest expenses	(5.2)	(2.9)	
	(52.3)	(30.3)	
Interest income	0.3	0.2	
Financial result (net)	(52.0)	(30.1)	

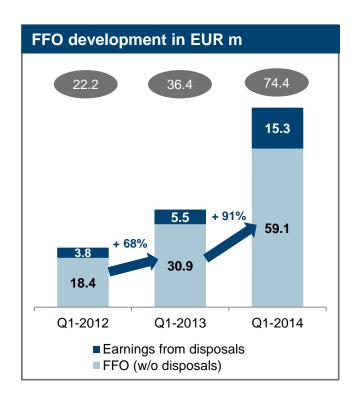
Non-cash interest expenses (in EUR m)	Q1-2014	Q1-2013
Low interest bearing liablities	(4.3)	(1.8)
Liabilities from EK 02 taxes	(0.4)	(0.5)
Employee benefit liability	(0.5)	(0.5)
DB 14	0.0	(0.1)
Total	(5.2)	(2.9)

¹⁾Based on weighted average shares outstanding (Q1-14: 286.2m; Q1-13: 158.1m) ²⁾ Adjusted for Valuation of SWAP and Convertible Bond (EUR 16.7m)

³⁾ Adjusted for Valuation SWAP (EUR -0.2m)

» Recurring FFO per share performance +5 % (y-o-y)

in EUR m	Q1-2014	Q1-2013
Profit	45.5	26.2
Earnings from Disposals	(15.8)	(5.5)
Depreciation	1.6	1.3
Valuation SWAP and Convertible Bond	16.7	0.2
Non-cash financial expenses	5.2	2.9
Deferred taxes	5.4	5.3
Tax benefit from capital increase	0.0	0.5
FFO attributable to non-controlling interest	(1.7)	0.0
Restructuring & Reorganization expenses	2.2	0.0
FFO (w/o disposals)	59.1	30.9
Earnings from Disposals	15.3 ²⁾	5.5
FFO (incl. disposals)	74.4	36.4
FFO (w/o disposals) per share 1)	0.21	0.20
FFO (incl. disposals) per share 1)	0.26	0.23



Accretive FFO (w/o disposals) per share development: +5% (y-o-y)

Based on weighted average shares outstanding (Q1-14: 286.2m; Q1-13: 158.1m)

²⁾ Adjusted for minority contribution

» Balance sheet

Assets

in EUR m	31/03/2014	31/12/2013
Investment properties	8,907.8	8,937.1
Other non-current assets	551.4	552.2
Derivatives	0.2	2.7
Deferred tax assets	282.9	280.5
Non current assets	9,742.3	9,772.5
Land and buildings held for sale	91.6	97.1
Trade receivables	22.3	29.8
Other current assets	57.8	77.3
Cash and cash equivalents	180.1	196.4
Current assets	351.8	400.6
Total assets	10,094.1	10,173.1

Equity & Liabilities

in EUR m	31/03/2014	31/12/2013
Total equity	3,977.8	3,944.3
Financial liabilities	5,032.1	5,154.6
Convertible	256.4	250.2
Tax liabilities	68.5	62.6
Deferred tax liabilities	355.4	353.1
Derivatives	181.6	159.3
Other liabilities	222.3	249.0
Total equity and liabilities	10,094.1	10,173.1

Equity ratio

• Stable at 39% on y-o-y basis

Equity in EUR m	31/03/2014
+ Profit	45.5
 Cash flow hedge 	11.3
- Pensions	0.7

» EPRA NAV per share up by 1.6%

in EUR m	31/03/2014	31/12/2013
Equity (before non-controlling interests)	3,810.1	3,777.8
Fair value adjustment of convertible bond	6.0	(2.2)
Fair values of derivative financial instruments	181.4	156.5
Deferred taxes (net)	72.5	72.6
EPRA NAV (undiluted)	4,070.0	4,004.7
Goodwill	(491.6)	(491.6)
Adjusted NAV (undiluted)	3,578.4	3,513.1

in EUR m	31/03/2014	31/12/2013
EPRA NAV per share in EUR (undiluted)	14.22	13.99
Adjusted NAV per share in EUR (undiluted)	12.50	12.27
Shares outstanding in m	286.22	286.22

EPRA NAV per share

Increased by 1.6% to EUR 14.22 as at 31 March 2014

Adjusted NAV

Reflects (i.e. deducts) the goodwill from GSW transaction

» Guidance 2014 (unchanged)

- FFO (w/o disposals): min. EUR 210m FFO expected
 EUR 203m considering 8% minority share = EUR 0.71 per share (+9.2% growth)
- Dividend policy: 60% of FFO (w/o disposals) = EUR 0.42 per share (+23.5% growth)
- Synergies: EUR 15m to be generated in 2014, thereof EUR 10m effective / to realise in 2014
- Mid term target: overall cost ratio of 12% from 2016 onwards
- 5 LTV: ~ 55%
- Opportunistic portfolio strategy: accretive acquisitions and disposals will continue



» Appendix

» Overview of portfolio as at 31 March 2014

31/03/2014	Residential units	Share in terms of	Area 1)	In-place rent ²⁾	Vacancy	Fair Value ³⁾	Share in terms	Fair Value ⁴⁾	Multiple in-place	Yield	Multiple market	Yield
	#	units %	K sqm	EUR/sqm	%	EUR m	of Fair Value %	EUR/sqm	rent	%	rent	%
Total	148,797	100%	9,040	5.58	2.6	8,823	100%	947	14.3	7.0	12.8	7.8
Strategic core and growth regions	145,979	98%	8,860	5.60	2.4	8,712	98.7%	955	14.3	7.0	12.8	7.8
Letting portfolio	139,012	93%	8,398	5.60	2.2							
Privatisation	6,967	5%	462	5.49	5.7							
Core ⁺	118,690	80%	7,139	5.68	2.2	7,334	83.1%	995	14.6	6.8	13.0	7.7
Letting portfolio	113,825	76%	6,818	5.69	2.0							
Privatisation	4,865	3%	321	5.53	5.1							
Core	27,289	18%	1,721	5.23	3.4	1,378	15.6%	784	12.8	7.8	11.8	8.5
Letting portfolio	25,187	17%	1,581	5.21	3.1							
Privatisation	2,102	1%	140	5.38	7.1							
Non-core	2,818	2%	180	4.91	11.2	112	1.3%	593	11.4	8.8	9.7	10.3
Disposal	584	0%	36	5.01	16.1							
Other	2,234	2%	143	4.88	9.9							

- Dynamic Core+ regions comprise 80% of total units and 83% of total fair value
- Attractive spread between multiples of in-place rent and market rent offering further potential for **NAV-growth**
- Very successful ongoing disposal of non-core portfolio

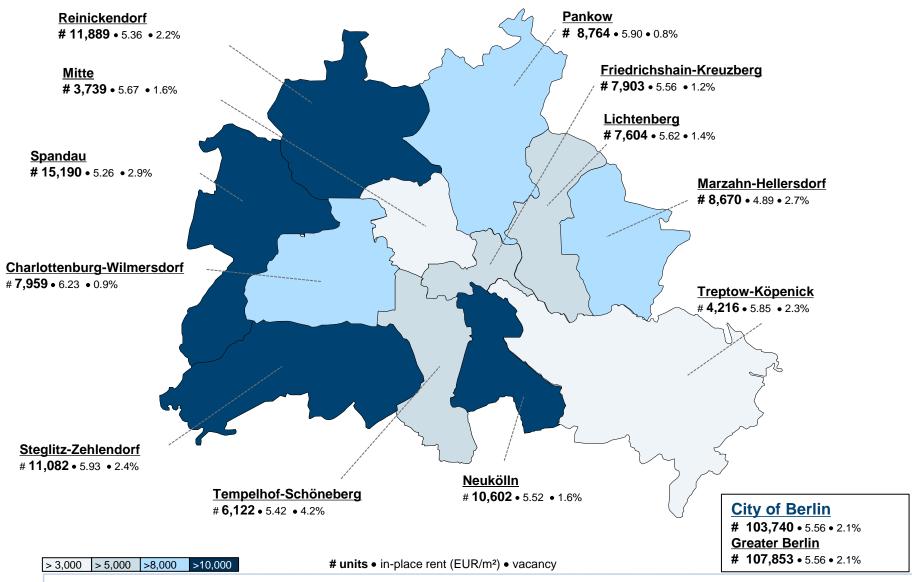
- Only residential area
- Contractually owed rents from rented apartments divided by rented area
- Fair Value including residential, commercial and parking spaces
- Fair Value divided by residential and commercial area

» Details on regions of portfolio as at 31 March 2014

31/03/2014	Residential SI units #	hare in terms of units in %	Area k sqm	In-place rent ¹⁾ EUR/sqm	Vacancy in %	Commercial units #	Parking spaces #
Total	148,797	100%	9,040	5.58	2.6%	2,098	31,408
Strategic core and growth regions	145,979	98%	8,860	5.60	2.4%	2,063	30,447
Letting portfolio	139,012	93%	8,398	5.60	2.2%	1,953	27,873
Privatisation	6,967	5%	462	5.49	5,7%	110	2,574
Core +	118,690	80%	7,139	5.68	2.2%	1,845	20,504
Letting portfolio	113,825	76%	6,818	5.69	2.0%	1,737	18,502
Privatisation	4,865	3%	321	5.53	5.1%	108	2,002
Greater Berlin	107,853	72%	6,479	5.56	2.1%	1,631	14,851
Letting portfolio	104,066	70%	6,235	5.57	2.0%	1,587	14,122
Privatisation	3,787	3%	244	5.25	3.9%	44	729
Rhine-Main	9,018	6%	542	6.97	2.6%	168	4,892
Letting portfolio	8,090	5%	479	7.04	1.9%	121	4,014
Privatisation	928	1%	63	6.35	8.4%	47	878
Rhineland	1,819	1%	119	6.54	3.9%	37	732
Letting portfolio	1,669	1%	104	6.50	3.4%	29	366
Privatisation	150	0%	15	6.84	7.1%	8	366
Core	27,289	18%	1,721	5.23	3.4%	218	9,943
Letting portfolio	25,187	17%	1,581	5.21	3.1%	216	9,371
Privatisation	2,102	1%	140	5.38	7.1%	2	572
Hanover/Brunswick/Mago	deburg 11,039	7%	708	5.25	4.1%	111	2,776
Letting portfolio	10,210	7%	654	5.20	3.9%	110	2,499
Privatisation	829	1%	54	5.85	6.9%	1	277
Rhine Valley South	4,853	3%	303	5.56	1.8%	41	3,341
Letting portfolio	4,650	3%	290	5.56	1.4%	41	3,186
Privatisation	203	0%	13	5.64	10.0%	0	155
Rhine Valley North	2,949	2%	191	5.20	1.7%	3	2,116
Letting portfolio	2,845	2%	184	5.19	1.4%	3	2,007
Privatisation	104	0%	7	5.53	10.1%	0	109
Central Germany	5,720	4%	343	4.98	3.0%	55	1,152
Letting portfolio	5,720	4%	343	4.98	3.0%	55	1,152
Privatisation	0	0%	0	0	0.0%	0	C
Others	2,728	2%	176	5.03	6.2%	8	558
Letting portfolio	1,762	1%	110	5.08	6.2%	7	527
Privatisation	966	1%	66	4.94	6.2%	1	3′
Non-Core	2,818	2%	180	4.91	11.2%	35	961
Disposals	584	0%	36	5.01	16.1%	22	236
Other	2,234	2%	143	4.88	9.9%	13	725

Contractually owed rents from rented apartments divided by rented area

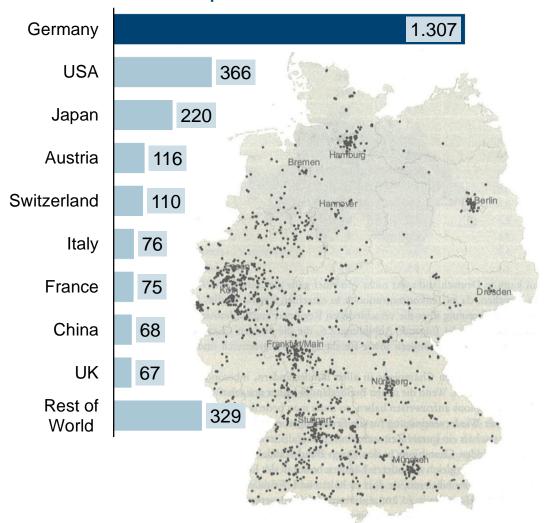
» The Berlin-Portfolio at a glance



Note: Figures as of 31-March-2014 / Based on residential units

» Hidden Champions – backbone of German economy

Number of Hidden Champions



Hidden Champion =

- No. 1 on continent and/or Top 3 worldwide in their sector
- 2. Revenues < 5 bn Euro
- 3. Mainly family-owned, max 5,000 employees

Main Reasons:

- 1. Historical, scattered regionalism leads to intensive competition
- 2. Strong manufacturing basis
- 3. Power of innovation
- 4. Unit labour costs
- 5. "Made in Germany"
- 6. Dual apprenticeship
- 7. Political stability

Source: Simon, Herrmann: Hidden Champions (2012); p. 56, 63; Processing CBRE

» Management board and areas of responsibilities



Michael Zahn

Chief Executive Officer
(CEO)

Areas of responsibility:

- Strategy
- Property Management
- Nursing and Assisted Living
- HR
- Communication



Andreas Segal

Chief Financial Officer
(CFO)

Areas of responsibility:

- Equity Financing
- Debt Financing
- Treasury
- Investor Relations
- Legal/Compliance



Lars Wittan

Chief Investment Officer
(CIO)

Areas of responsibility:

- Accounting/Tax/Controlling
- Asset Management
- Risk Management
- Corporate Planning
- IT/Organisation

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