

May 10, 2011 Dr. Wolf Schumacher, CEO – Hermann J. Merkens, CFO



Agenda

- Q1 2011 results at a glance
- Capital increase
- SoFFin support measures
- Group capital and funding position
- Group figures Q1 2011
- Asset quality
- Outlook
- Appendix
- Definitions and Contacts



Q1 2011 results at a glance

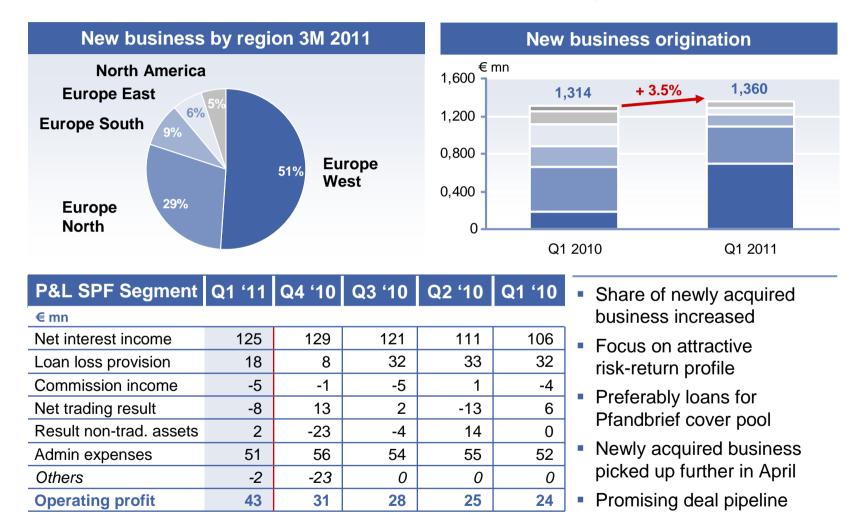


Q1 2011 results at a glance On track

	Q1 2011	Q4 2010	Q3 2010	Q2 2010	Q1 2010	Comments
€mn						
Net interest income	134	139	131	122	117	 Higher margins "paying off" Q4 2010 was boosted by € 3 - 4 mn one-offs
Allowance for credit losses	18	8	32	33	32	Strong portfolio quality and market development
Net commission income	30	37	24	32	30	Burdened by costs for the SoFFin guarantee
Net result trading-/ non-trading assets / on hedge accounting	-8	-14	-3	3	8	Reflects volatile markets
Administrative expenses	91	95	88	92	91	Cost discipline further maintained
Operating profit	47	40	33	31	30	On track in Q1



Structured property financing New business with attractive risk-return profile





Consulting / Services Solid in IT & volumes – weak in deposit margins

P&L C/S Segment (industry format)	Q1 '11	Q4 '10	Q3 '10	Q2 '10	Q1 '10
Euro mn					
Sales revenue	49	56	45	48	50
Own work capitalised	0	1	0	1	0
Changes in inventory	0	0	0	0	0
Other operating income	1	2	3	2	1
Cost of material purchased	5	7	6	5	5
Staff expenses	28	27	22	25	26
D, A, impairment losses	3	3	3	4	3
Results at equity acc. investm.	0	-	-	-	-
Other operating expenses	10	13	12	11	11
Results from interest and similar	0	0	0	0	0
Result from ordinary activities	4	9	5	6	6
Income taxes	1	3	1	2	2
Segment result	3	6	4	4	4
Segment result attributed to minority interests	1	0	1	0	1
Segment result after minority interests	2	6	3	4	3

Sales revenue

 SG I automatisering compensated the decrease of the deposit taking business revenues (deriving from the low interest rate environment)

Staff expenses

 Stable even including SG I automatisering

Segment result

 Client contract structure of SG I automatisering will regularly enhance Q4-results



Capital increase



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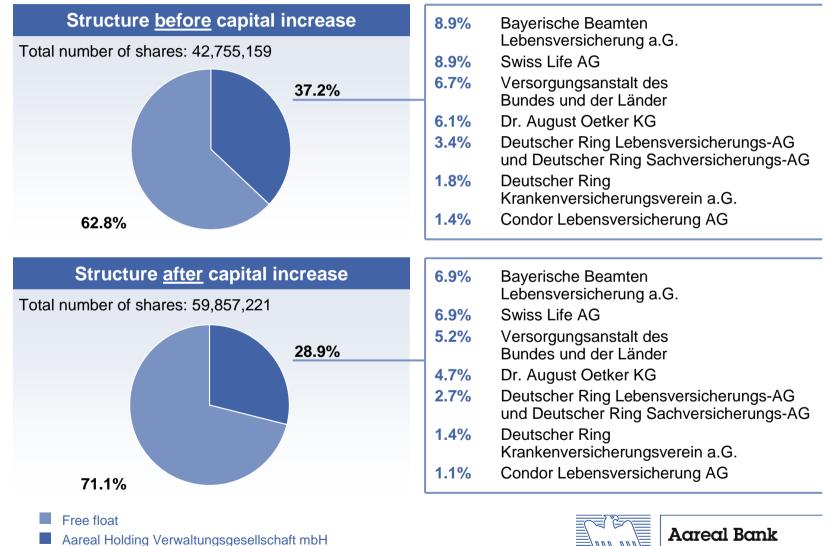
Successfully completed rights issue Gross proceeds of € 269.6 mn

Key dates				
Thu, 14 April 2011	Aareal Bank AG resolved on capital increase			
Thu, 14 April 2011	Aareal Holding successfully completed pre-placement of new shares			
Mon, 2 May 2011	Aareal Bank AG successfully completed capital increase. 99.73 per cent of subscription rights have been exercised.			
Tue, 3 May 2011	Settlement of new shares subscribed			



Shareholder structure

17 mn new shares guarantee a higher free float



Group

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Intended use of the proceeds from the successfully completed rights issue

New Business Opportunities	 Expanding new Structured Property Financing business to € 7 bn to € 8 bn in 2011 with higher margins compared to existing book and consistent with the bank's current underwriting and credit risk strategy Improving internal core capital generation potential
Improvement of Capital Position	 Pro-forma Tier 1 capital ratio¹⁾ ex SoFFin silent participation and ex hybrids (CT 1) would be 10.7%, incl. SoFFin 12.6% in Q1 2011 prior to employment of capital for new business Strong capital levels relative to peers strengthen Aareal Bank's overall capital market perception
Repayment of SoFFin	 € 75 mn of net proceeds used to redeem a further tranche of the SoFFin silent participation

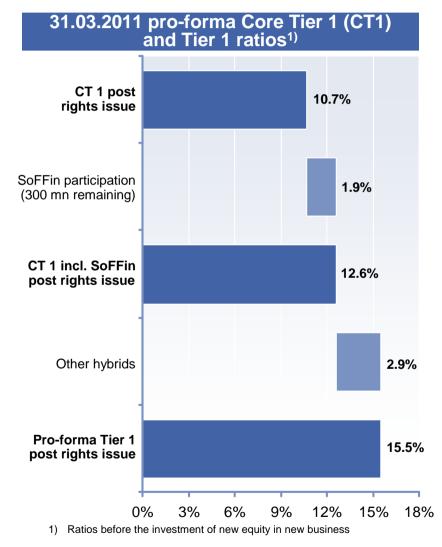
Enhanced position by current rights issue

 Pro-forma Tier 1 capital ratio as at 31.03.2011 includes repayment of € 75 mn of the SoFFin silent participation



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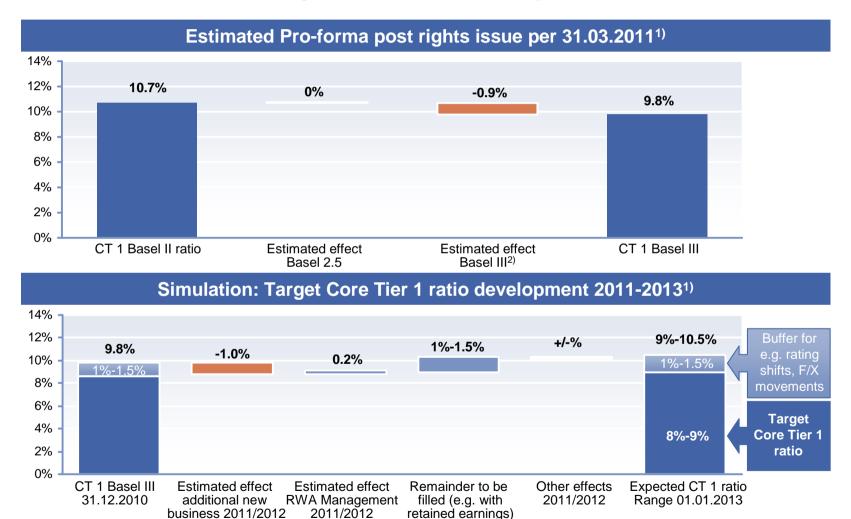
Strong capital ratios & stable capital structure post transaction facilitate further growth



- Targeted Core Tier 1 ratio acc. to Basel III in 2013 over-achieved as of today; new business opportunities will be captured only in accordance with achieving this target
- Capital structure post transaction well in line with other European banks
- Full repayment of remaining SoFFin silent participation possible without further capital increase



Estimated Basel III fully loaded effects Core Tier 1 ratio ex SoFFin/hybrids, development until 2013



1) Actual figures may vary significantly from estimates

2) Estimated impact of Basel III implementation due to capital deductions and counterparty credit risk

(on the basis of pro forma regulatory figures as at 31.03.2011 including the capital increase)

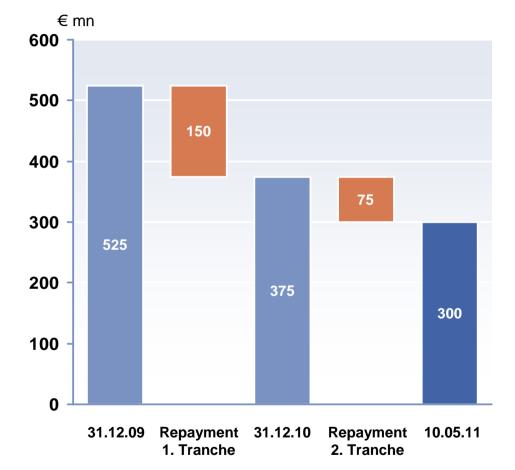


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SoFFin support measures



SoFFin support measures Demonstration of strength and soundness



- Aareal Bank was the first bank to start the repayment of the capital support provided by SoFFin
- First tranche amounts to € 150 mn
- Second tranche amounts to € 75 mn
- Manageable size of remaining € 300 mn SoFFin participation



SoFFin support measures Key terms

Silent participation

- Volume¹: € 300 mn in one tranche
- Coupon: 9% (tax deductible)
- Term: perpetual
- Fully recognised as Tier 1 capital
- Call rights: by Aareal Bank only, acc. to sec. 10(4)3 German Banking Law (KWG)
- No dividend payments during 2009 and 2010 for preceding years
- Additional remuneration: coupon increases on a pro rata basis by 0.5 pp for each ~0.18 € DpS²)
- Subordination in case of liquidation and insolvency: junior to existing and future Tier 2 instruments (incl. Genussrechte/-scheine) and other debt; pari passu with existing tier 1 hybrids and future tier 1 hybrid offerings; senior to shareholders
- Loss sharing: pari passu with all other instruments with loss participation; no dividend payment until full compensation of shared losses
 - Original volume: € 525 mn, first repayment tranche of € 150 mn in July 2010, second repayment tranche of € 75 mn in April 2011
- 14 2) Adjusted relative to the capital increase
 - 3) After early redemption of second bond remaining volume down from € 4 bn

Government guarantee facility

- Volume³⁾: € 2 bn
- Term: ≤ 36 months
- Guaranteed obligations: bearer bonds
- Drawdown period expired 31.12.2010
 - First bond:
 € 2 bn fully placed in 03/2009, maturing 26.03.2012
 - Second bond:
 € 2 bn onto own book 07/2010 maturing 05.06.2013 early redemption 04/2011
- Commitment fee: 10 bp (for undrawn guarantee)
- Drawdown fee:
 - \leq 12 months: 50 bp p.a.
 - > 12 months: 94.8 bp p.a.

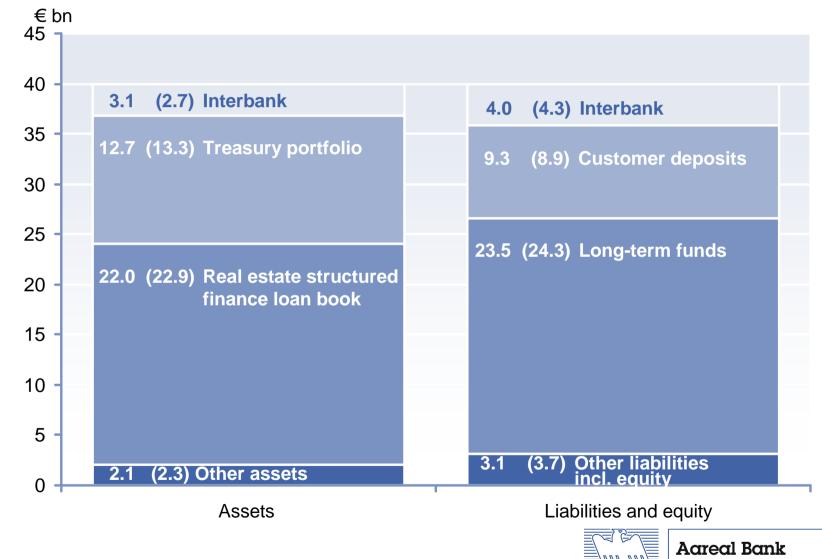


B/S structure & funding position



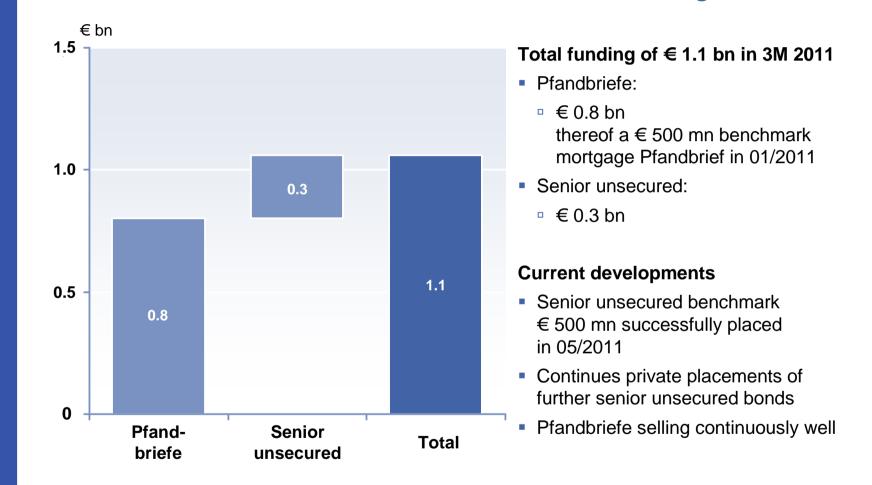
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Asset- / Liability structure according to IFRS As at 31.03.2011: \in 39.9 bn (31.12.2010: \in 41.2 bn)



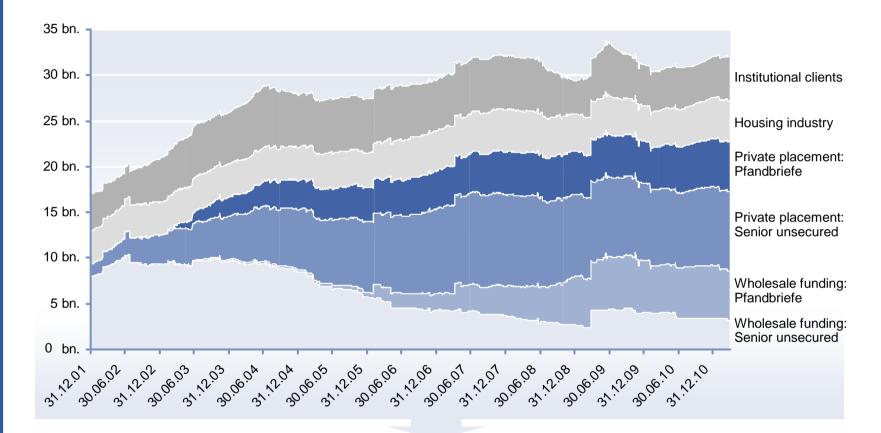
Group

Refinancing situation 2011 Flexible use of unsecured and secured funding





Refinancing situation Diversified funding sources and distribution channels



- Aareal Bank has clearly reduced its dependency upon wholesale funding
- At the beginning of 2002, long term wholesale funding accounted for 47% of overall funding volumes - by 31.03.2011, this share had fallen to 27% (or even 10% without Pfandbriefe)



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Group figures Q1 2011



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Net interest income Higher margins "paying off"

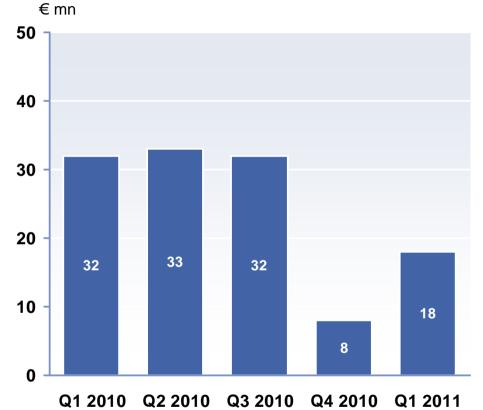


- NII Structured Property Financing
- NII Consulting / Services

- Net interest income Q1 2011: € 134 mn
- Q4 2010 was boosted by € 3 4 mn one-offs
- Net interest income influenced by
 - Structured Property Financing: Mainly results from higher margins
 - Consulting / Services: Low interest rate level still burdens the deposit taking business



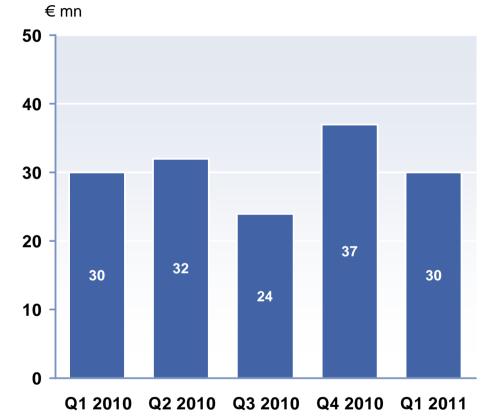
Loan loss provisions Loan loss provisions proving high portfolio quality



- Q1 loan loss provisions of € 18 mn stays annualised below the given range of € 110 mn to € 140 mn
- Loan loss provisions may vary quarter by quarter
- Close monitoring of our loan portfolio and successful restructuring efforts results in only € 18 mn LLP in Q1



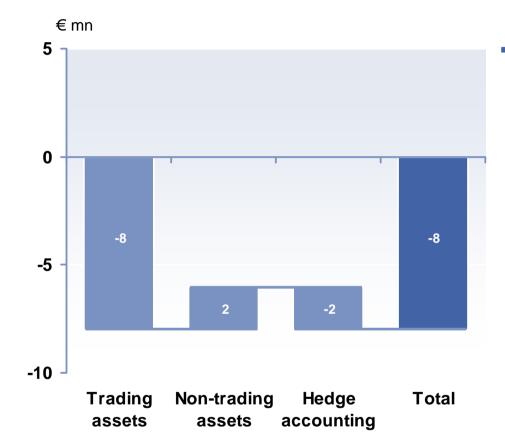
Net commission income Costs for additional SoFFin guarantee since Q3



- All quarters shown are burdened with $\sim \in 5$ mn costs for the first SoFFin guarantee facility
- The impact increased to ~€ 10 mn starting in Q3 2010 due to the additional SoFFin guarantee facility drawn at the end of Q2 2010 (which was held onto own book)
- Considering these facts net commission income of € 30 mn is a good performance regarding the challenging environment
- Q1 2011 includes revenues from SG I automatisering of around € 3 mn



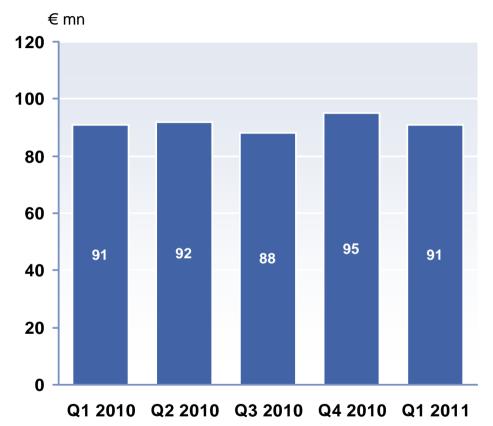
Trading, non trading and hedge accounting Result reflects volatile markets in Q1 2011



 Trading result reflects burden from cross-currency basis swaps and positive development of credit derivatives



Admin expenses High cost discipline further maintained



- Q1 2011-figures with € 91 mn about the average of the last quarters and showing that the efficiency measures still keeping the admin expenses under control
- Q1 2011 includes for the first time $\sim \in 1$ mn addition burden from the German bank levy
- Includes effect of consolidation of Aareon's Dutch acquisition SG I automatisering since Q4 2010 (~€ 3 mn per quarter)

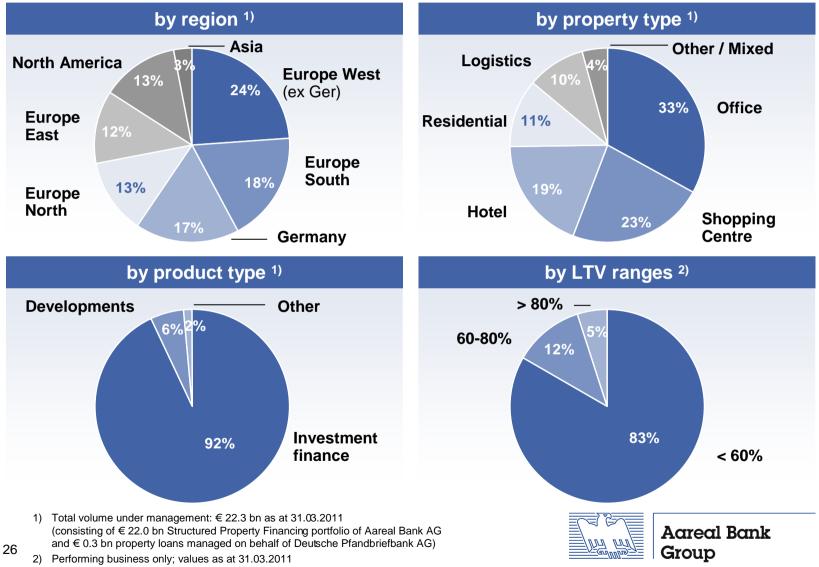


Asset quality



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Total property finance portfolio High diversification and sound asset quality



Total property finance portfolio NPL-level stabilising with constant coverage ratios

LLP- and NPL development				
	NPL Exposure ¹⁾	Specific Allowances ¹⁾	Portfolio Allowances ²⁾	
Euro mn				
As at 31.12.2010	791	261	94	
Utilisation Q1 2011	-94	-39	-	
Addition Q1 2011	22	18	-	
As at 31.03.2011	719	240	94	
Coverage ratio specific allowances	33.4 %			
		240	94	
As at 31.03.2011	719	334		
Coverage ratio incl. portfolio allowances		46.5 %		

1) Incl. property finance portfolio still on DEPFA's balance sheet

2) General LLP consists to a high degree of Basel II expected loss which

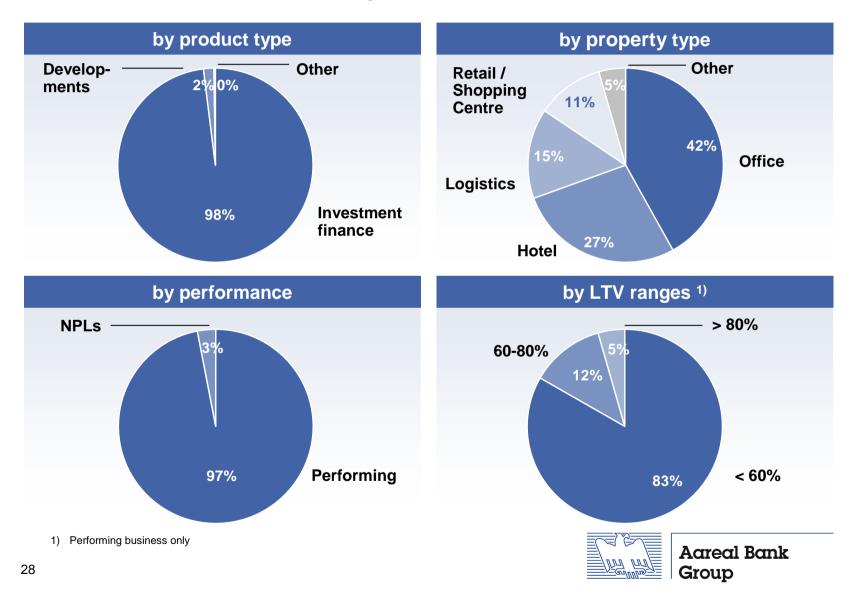
are allocated specific loans in most cases



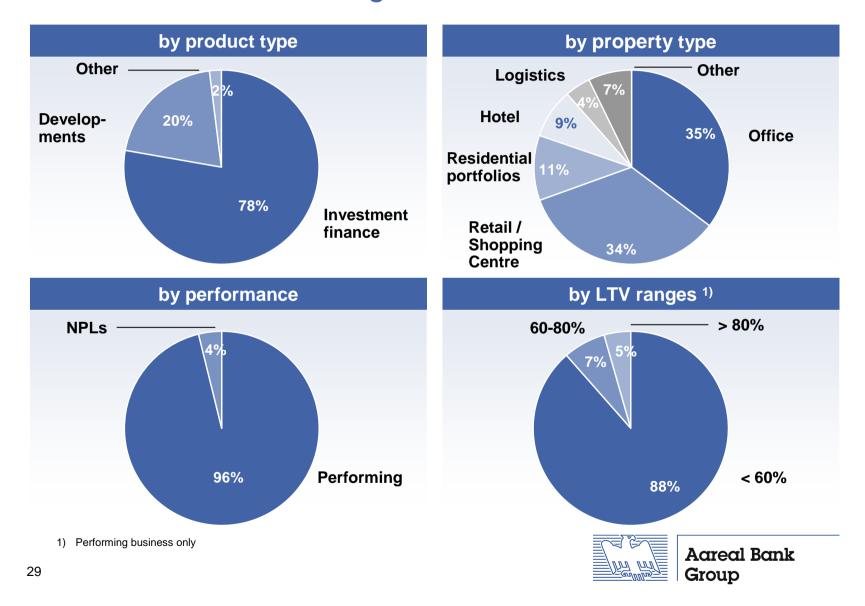
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Western Europe (ex Ger) credit portfolio Total volume outstanding as at 31.03.2011: € 5.3 bn

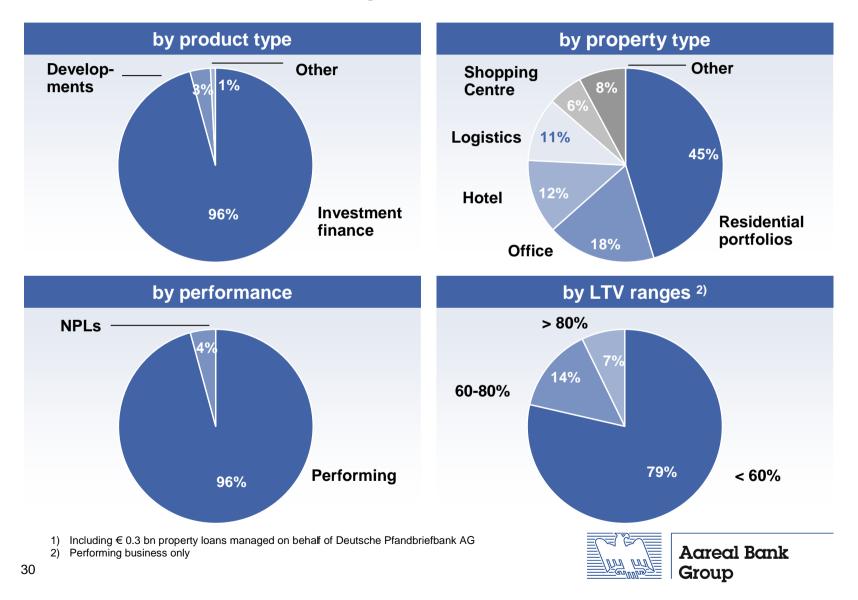


Southern Europe credit portfolio Total volume outstanding as at 31.03.2011: € 4.1 bn

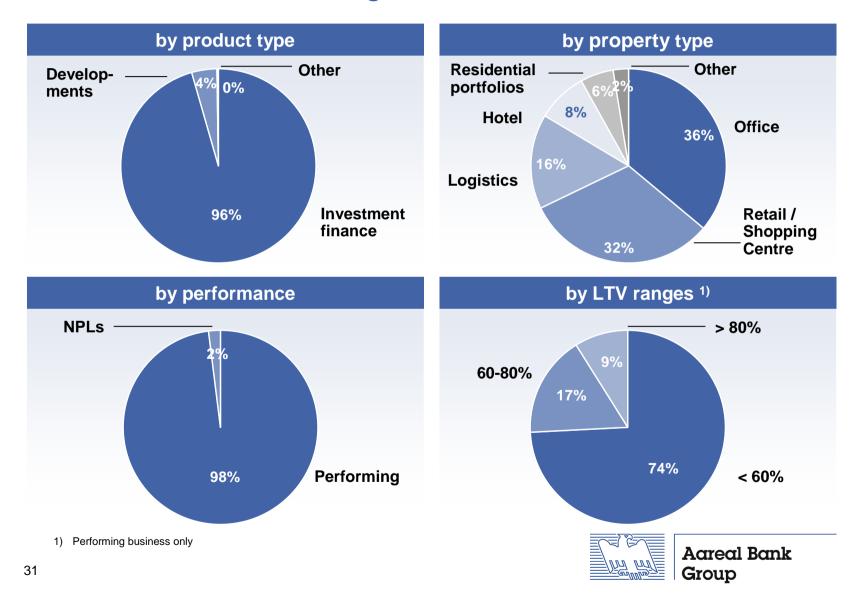


German credit portfolio

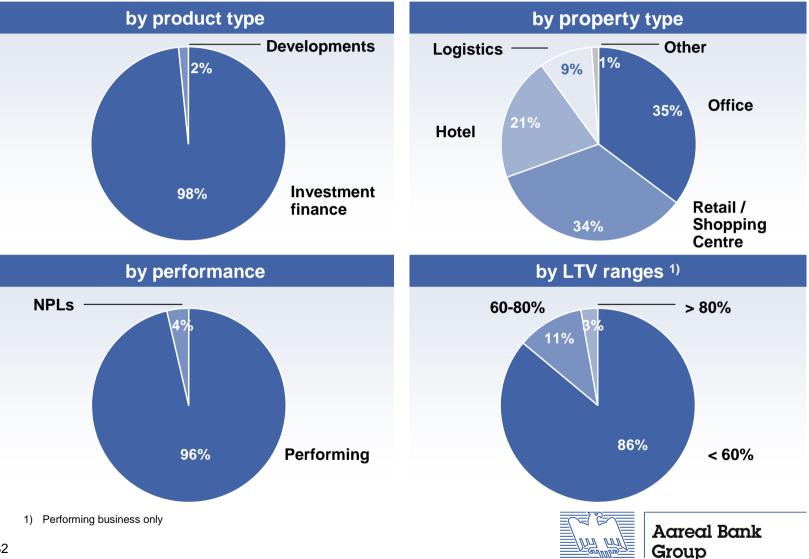
Total volume outstanding as at 31.03.2011: € 3.8 bn¹⁾



Northern Europe credit portfolio Total volume outstanding as at 31.03.2011: € 2.8 bn

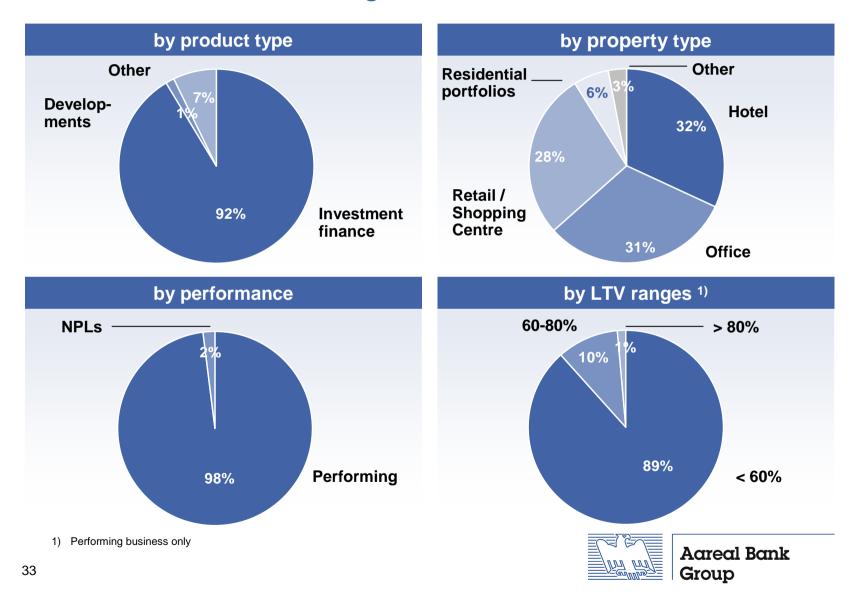


Eastern Europe credit portfolio Total volume outstanding as at 31.03.2011: € 2.7 bn

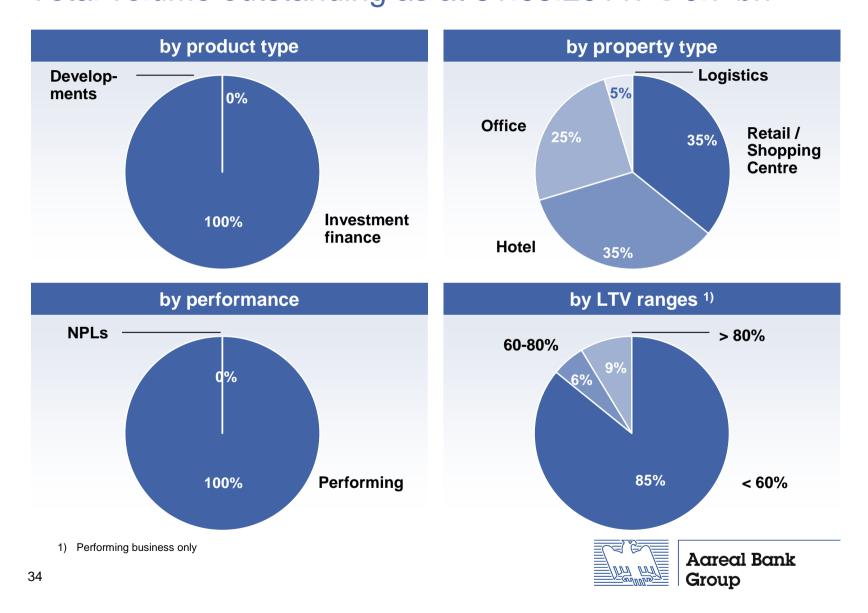


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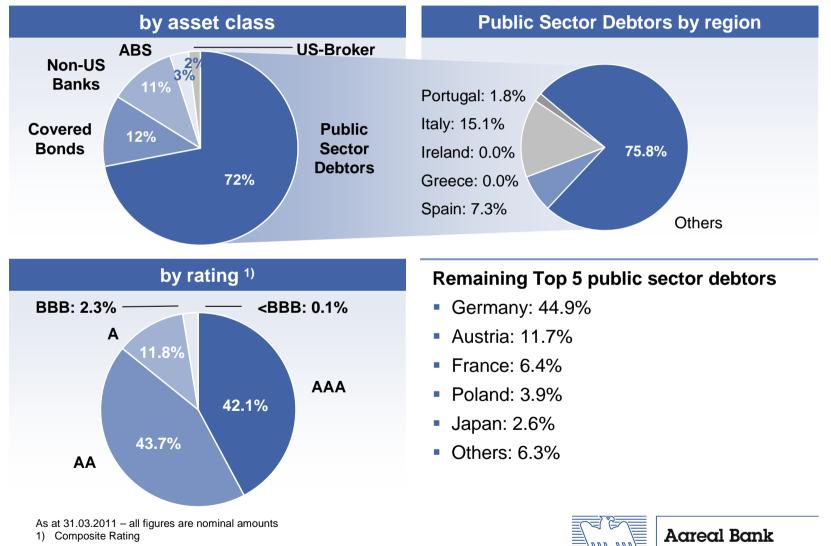
North America credit portfolio Total volume outstanding as at 31.03.2011: € 2.8 bn



Asia credit portfolio Total volume outstanding as at 31.03.2011: € 0.7 bn



Treasury portfolio € 12.1 bn of high quality assets



Group

Outlook



Outlook

	2011	2012
Net interest income	Target expected above 2010 levelModerately increasing interest rate level assumed	
Net loan loss provisions	Expected to range between € 110 mn and € 140 mn ¹⁾	
Net trading result / results from non-trading assets	 Unpredictable in current markets / no significant burdens from non-trading assets expected 	
Admin expenses	 Under control: slightly above 2010 level including additional burden of German banking levy 	
Operating profit	 Clearly above 2010 level, despite additional burden of German banking levy Expected positive impact from early redemption of € 2 bn SoFFin-guaranteed bond held on own books of € 14 mn pre-tax (pro rata of € 19 mn p.a.) 	
Pre-tax RoE	Above 2010 level	

1) As in 2010, the bank cannot rule out additional allowances for credit losses



Main drivers of RoE improvement

Aareal Bank Group			
Key figures 2010			
	01.01 31.12.2010	01.01 31.12.2009	Change
Profit and Loss account	Euromn	Euro mn	
	509	460	
Net interest income Allowance for credit losses	509	460	
Net interest income after allow ance for credit losses	404	310 133	
Net commission income	123	-2	
Net result on hedge accounting	-2		
Net trading income / expenses	-12	-22	
Results from non-trading assets	-12	-22	
Results from companies accounted for at equity	-17	0	
Results from investment properties	-17	361	
Administrative expenses	-9	-14	
Net other operating income / expenses			
Impairment of goodwill	0	2	
Operating Profit	134	87	
Income taxes	40	20	
Net income / loss	94	67	
Allocation of results			
Net income / loss attributable to non-controlling interests	18	18	
Net income / loss attributable to shareholders of Aareal Bank AG	76	49	
Appropriation of profits			
Silent partnership contribution by SoFFin	30	26	
Consolidated retained profit / accumulated loss	46	23	

Net interest income expected to increase until 2012; in normalised markets under pressure due to lower margins but still on / above 2010 level

Loan loss provisions expected to improve over time

Net commission income expected to increase driven by intern. business of Aareon and early redemption / maturity of SoFFin bonds

Admin expenses expected to decrease due to efficiency and cost cutting measures

Expected pre-tax RoE in normalised markets: 12% - 13%



Appendix



Aareal Bank Group Key figures Q1 2011

	01.01 31.03.2011	01.01 31.03.2010	Change
	Euro mn	Euro mn	
Profit and loss account			
Net interest income	134	117	15%
Allowance for credit losses	18	32	-44%
Net interest income after allowance for credit losses	116	85	36%
Net commission income	30	30	0%
Net result on hedge accounting	-2	2	-
Net trading income / expenses	-8	6	-
Results from non-trading assets	2	0	-
Results from companies accounted for at equity	0	-	-
Results from investment properties	2	0	-
Administrative expenses	91	91	0%
Net other operating income / expenses	-2	-2	-
Impairment of goodwill	-	0	-
Operating Profit	47	30	57%
Income taxes	12	9	33%
Net income / loss	35	21	67%
Allocation of results			
Net income / loss attributable to non-controlling interests	5	5	0%
Net income / loss attributable to shareholders of Aareal Bank AG	30	16	88%
Appropriation of profits			
Silent partnership contribution by SoFFin	6	8	-25%
Consolidated retained profit / accumulated loss	24	8	200%



Aareal Bank Group: Segment Reporting Key figures Q1 2011 by operating units

	Struc Prop Finai	erty	Consu Serv	lting / ⁄ices	Consoli Reconc		Aareal Bank Group		
	01.01	01.01	01.01	01.01	01.01	01.01	01.01	01.01	
	31.03.	31.03.	31.03.	31.03.	31.03.	31.03.	31.03.	31.03.	
	2011	2010	2011	2010	2011	2010	2011	2010	
Euro mn									
Net interest income	125	106	0	0	9	11	134	117	
Allowance for credit losses	18	32					18	32	
Net interest income after allowance for credit losses	107	74	0	0	9	11	116	85	
Net commission income	-5	-4	44	45	-9	-11	30	30	
Net result on hedge accounting	-2	2					-2	2	
Net trading income / expenses	-8	6					-8	6	
Results from non-trading assets	2	0					2	0	
Results from companies accounted for at equity			0				0		
Results from investment properties	2	0					2	0	
Administrative expenses	51	52	40	39	0	0	91	91	
Net other operating income / expenses	-2	-2	0	0	0	0	-2	-2	
Impairment of goodwill		0						0	
Operating profit	43	24	4	6	0	0	47	30	
Income taxes	11	7	1	2			12	9	
Net income / loss	32	17	3	4	0	0	35	21	
Allocation of results									
Net income / loss attributable to non-controlling interests	4	4	1	1			5	5	
Net income / loss attributable to shareholders of Aareal Bank AG	28	13	2	3	0	0	30	16	

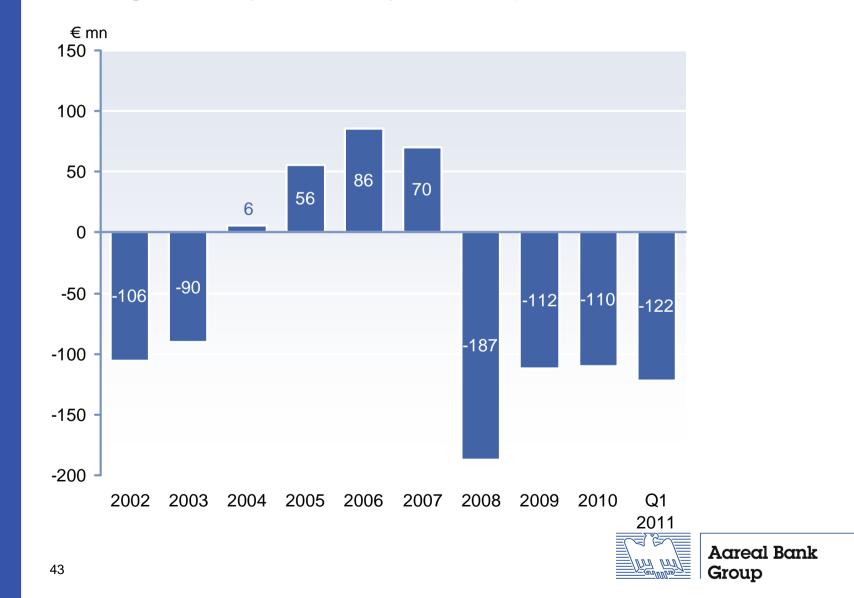


Aareal Bank Group: Segment Reporting Key figures - quarter by quarter

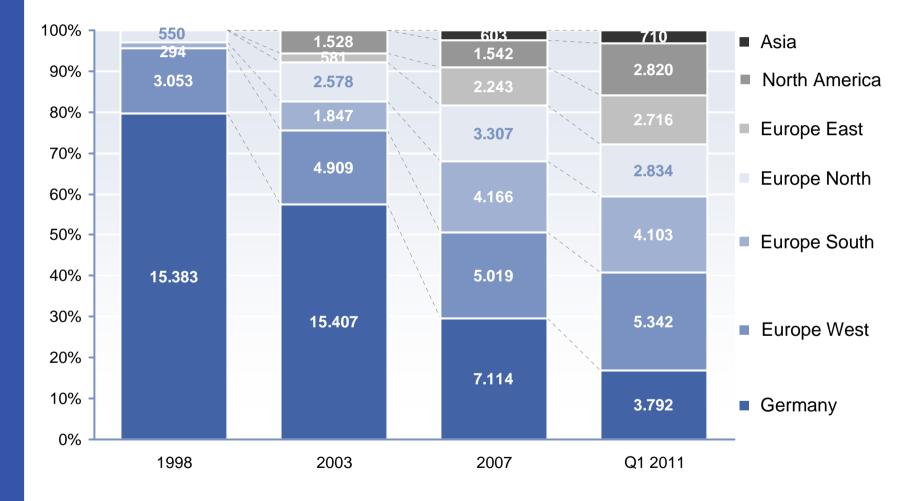
		Structured Property Financing				Consulting / Services					Consolidation / Reconciliation					Aareal Bank Group									
	Q1	Q4	Q3	Q2	Q1	Q1	Q4	Q3	Q2	Q1	Q1	Q4	Q3	Q2	Q1	Q1	Q4	Q3	Q2	Q1					
	2011	2010	2010	2010	2010	2011	2010	2010	2010	2010	2011	2010	2010	2010	2010	2011	2010	2010	2010	2010					
Euro mn																									
Net interest income	125		121	111	106	0	0	0	0	0	9	10	10	11	11	134	139	131	122	117					
Allowance for credit losses	18	8	32	33	32											18	8	32	33	32					
Net interest income after	107	121	89	78	74	0	0	0	0	0	9	10	10	11	11	116	131	99	89	85					
allowance for credit losses	107	121	09	10	/4	Ŭ	Ŭ	U	U	U	3	10	10			110	131	33	03	05					
Net commission income	-5		-5		-4	44	49	39	43	45	-9	-11	-10	-12	-11	30	37	24	32	30					
Net result on hedge accounting	-2		-2	2	2											-2	-4	-2	2	2					
Net trading income / expenses	-8		2		6											-8	13	2	-13	6					
Results from non-trading assets	2	-23	-4	14	0		0	1	0							2	-23	-3	14	0					
Results from companies		0	0	5		0										0	0	0	5						
accounted for at equity		Ŭ	0	5		0										U	0	0	5						
Results from investment	2	-17	0	0	0											2	-17	0	0	0					
properties			-		_														-	0					
Administrative expenses	51	56	54	55	52	40	40	35	38	39	0	-1	-1	-1	0	91	95	88	92	91					
Net other operating income /	-2	-2	2	-7	-2	0	0	0	1	0	0	0	0 -1	0	0	-2	-2	1	-6	-2					
expenses	_	-2	-2	-2	-2	-		-	Ŭ	Ŭ	0		0	Ű	Ű			<u> </u>	-	-		0	-		
Impairment of goodwill					0					0							0			0					
Operating profit	43	31	28	25	24	4	9	5	6	6	0	0	0	0	0	47	40	33	31	30					
Income taxes	11	8	10	7	7	1	3	1	2	2						12	11	11	9	9					
Net income / loss	32	23	18	18	17	3	6	4	4	4	0	0	0	0	0	35	29	22	22	21					
Allocation of results																									
Net income / loss attributable to	1	1	1	1	4	1	0	1	0	1						5	1	5	4	5					
non-controlling interests		-	4	4	-	· · · · ·	Ŭ		0	!						5	4	5		J					
Net income / loss attributable to	28	20 10	19	14	14	14	0 14	10 14	14	13	2	6	3	4	3	0	0	0	0	0	30	25	17	18	16
shareholders of Aareal Bank AG	20	19	14	14	15	2	0	3	4	3	0	0	0	0	0	30	25	17	10	10					



Revaluation reserve Change mainly driven by asset spreads



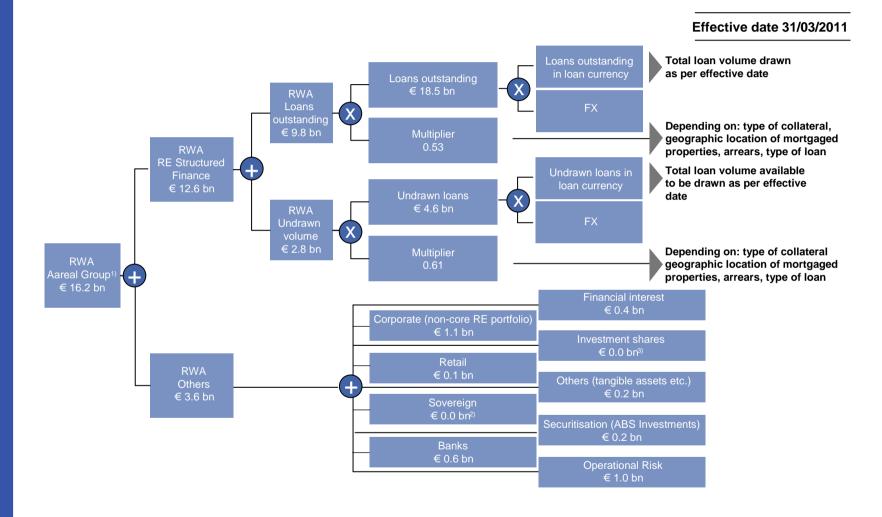
Development property finance portfolio Diversification continuously strengthened (in € mn)



Property finance under management



From asset to risk weighted asset (RWA) Essential factors affecting volume of RWA



1) Excl. of market risk

2) Exposure to Sovereigns amounts to € 18 mn

45 3) Exposure to investment shares amounts to € 16 mn



Details on successfully completed rights issue terms

Terms of the offering								
Company	Aareal Bank AG ("Aareal Bank" or the "Company")							
Number of shares	17.102.062 new shares by way of subscription offer to the existing shareholders							
Subscription ratio	2 for 5 (i.e. 2 new for 5 existing shares)							
Subscription price	€ 15.75 per share							
Gross proceeds	€ 269.6 mn							
Pre-placement of Aareal Holding	 Aareal Holding participates via tail swallowing, i.e. upfront placement of 4.99 mn new shares to exercise its remaining subscription rights for new shares Shareholding post offering of 28.9% 							
Use of proceeds	 Expanding profitable new business opportunities Strengthening the regulatory capital base Further partial repayment of € 75 mn of SoFFin Silent Participation 							
Offer structure	 Public offering in Germany and Luxembourg Private placement to international institutional investors outside the US in accordance with Regulation S 							
Lock-up	9 months for Company; 6 months for Aareal Holding							



Definitions and contacts



Definitions

Property Financing Portfolio

- Paid-out financings on balance sheet
- Incl. remaining property loans on DEPFA books

New Business

- Newly acquired business incl. renewals
- Contract is signed by customer
- Fixed loan value and margin
- Operating profit ./. Net income/loss attributable to non-controlling interests Pre tax RoE = Allocated (average) equity

Allocated Equity

Average of:

- Equity (excluding minorities and revaluation surplus but including silent participation by SoFFin) start of period less dividends and
- Equity (excluding minorities and revaluation surplus but including silent participation by SoFFin) end of period less expected dividends
- Admin expenses CIR = Net income

Net Income

net interest income + net commission income + net result on hedge accounting + net trading income + results from non-trading assets + results from investments accounted for at equity + results from investment properties + net other operating income



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