

DECLARATION OF COMPLIANCE

In November 2019, the Management Board and Supervisory Board of the Company issued the following joint declaration of compliance pursuant to Sec. 161 of the German Stock Corporation Act (AktG):

The Management Board and Supervisory Board of TLG IMMOBILIEN AG declare that TLG IMMOBILIEN AG (the "Company") has fulfilled the recommendations of the amended German Corporate Governance Code dated 7 February 2017 (published on 24 April 2017 and corrected on 19 May 2017) (the "Code") since the last declaration of compliance in March 2019, subject to the following exceptions, and intends to fulfil all of the recommendations in the future.

Recommendation 4.2.1 sentence 1 of the Code: the Management Board shall have a chair or spokesperson

Recommendation 4.2.1 (1) sentence 1 of the Code recommends that the Management Board have a chair or spokesperson.

Prior to the appointment of Mr Barak Bar-Hen as Chairman of the Management Board and CEO of the Company, the Company had opted for a dual leadership model by appointing a CFO and a COO and trusted the two members of the Management Board to work together well and closely and to distribute their fields of responsibility properly.

With the appointment of Mr Barak Bar-Hen as Chairman of the Management Board and CEO as at 3 June 2019, the Company has a Management Board consisting of three persons with the classic CEO-CFO-COO structure and has since been meeting the specifications of recommendation 4.2.1 sentence 1 of the Code.

Recommendation 5.1.2 (2) sentence 3 of the Code: the Supervisory Board shall specify an age limit for the members of the Management Board

According to recommendation 5.1.2 (2) sentence 3 of the Code, the Supervisory Board shall specify an age limit for the members of the Management Board.

The Company does not consider the specification of a general age limit a reasonable criterion for the selection of suitable Management Board members. An age limit is not currently an issue between the persons currently appointed to the Management Board. Additionally, with regard to decisions affecting the composition of a functional, effective Management Board, the appointment of a member with many years of experience can be in the interest of the Company, rendering the specification of a general age limit unreasonable in the eyes of the Company, regardless of the candidate in question.

Recommendation 5.4.1 (4) sentence 1 of the Code: targets for the share of female members

According to recommendation 5.4.1 (4) sentence 1 of the Code, proposals by the Supervisory Board to the general meeting shall take targets for the composition of the Supervisory Board into account.

In its meeting on 23 May 2017, the Supervisory Board set the target proportion of women on the Supervisory Board at 16.67%. The Supervisory Board is not currently meeting this target and was unable to take the target into account in its proposals to the general meeting due to a lack of available female candidates.

Recommendation 5.4.3 sentence 3 of the Code: proposed candidates for the Supervisory Board chair

According to recommendation 5.4.3 sentence 3 of the Code, proposed candidates for the Supervisory Board chair shall be announced to the shareholders.

Due to the number of positions and candidates that were up for election with regard to the Supervisory Board at the general meeting in 2019, it was not possible to coordinate potential candidates for the Supervisory Board chair in advance. The newly elected Supervisory Board appointed one of its own members chairperson at its constitutive meeting after the end of the general meeting.

Furthermore, the Company voluntarily fulfils the recommendations of the Code with the following exception:

According to recommendation 2.3.3 of the Code, the Company should make arrangements to allow shareholders to follow the general meeting using modern means of communication (e.g. the Internet). In order to preserve the character of the general meeting as a personal meeting of its shareholders, the Company has decided not to follow this recommendation. Instead, the results of votes and the presentation of the Management Board are published on the website of the Company.