## HIAG

## Invitation

to the Extraordinary General Meeting of HIAG Immobilien Holding AG

## **Dear shareholders**

As announced in the half-year report 2021, the Board of Directors of HIAG Immobilien Holding AG will be proposing a capital increase with an offer to existing shareholders. Subject to the approval of the Extraordinary General Meeting on 29 September 2021, the placement of the new shares is planned for the fourth quarter of 2021. The proceeds from the capital increase are expected to be used to finance projects, pay down external financing and take advantage of opportunities for the purchase of real estate that upgrades the HIAG portfolio with long-term cash flow and value increasing potential. For further information, please refer to paragraph 1, Approved capital increase.

In addition, I am pleased to propose a competent new addition to our Board of Directors for election: real estate specialist Anja Meyer (\* 1967, CH) will fit in perfectly as our sixth Board member. She is the owner and delegate of the Board of Directors of smeyers Holding AG (www.smeyer.ch), a real estate consulting and site development company, and holds a degree in "SME intensive studies" from the University of St. Gallen and a business degree from the Cantonal School of Lucerne.

#### Important information related to Covid-19

The current, still tense situation with regard to the coronavirus (Covid-19) has convinced us to hold the upcoming Extraordinary General Meeting on 29 September 2021 without the physical presence of the shareholders. As you may recall, the Federal Council decided on 11 September 2020 to prolong Covid-19 Ordinance 3, on which our decision is based, until 31 December 2021.

Shareholders can therefore exercise their rights exclusively via the independent proxy holder, Mr. Oscar Battegay, Esq., Battegay Dürr AG, Heuberg 7, Postfach 2032, CH-4001 Basel. Detailed information on how to issue voting instructions to the independent proxy holder (in writing or by the online platform Sherpany) can be found under "Representation and granting proxy" at the end of this invitation.

On behalf of the Board of Directors, I would like to thank you for your understanding. I hope to be able to welcome you to the next General Meeting under normal circumstances again.

Should you have any questions, please contact Charlotte Leysner by phone at +41 61 606 55 19 or by e-mail at charlotte.leysner@hiag.com.

Best regards, HIAG Immobilien Holding AG

Dr. Felix Grisard

President of the Board of Directors

# Agenda and proposals from the Board of Directors

### 1

## Approved capital increase

At the General Meeting, the Board of Directors will propose – in addition to the existing approved capital increase as per Art. 3a of the Articles of Incorporation – the creation of a maximum of CHF 1,700,000 of approved share capital by issuing a maximum of 1,700,000 registered shares with a nominal value of CHF 1.00 each.

The Board of Directors would be authorised to conduct the capital increase by 29 September 2023. The issuing price would be determined by the Board of Directors. The subscription rights of the shareholders would remain unchanged.

In connection with the creation of approved capital, the Articles of Incorporation would be amended with a new Art. 3c as follows:

#### "Art. 3c: Approved share capital

The Board of Directors is entitled to increase the share capital by a maximum of CHF 1,700,000 by issuing a maximum of 1,700,000 fully paid-up registered shares with a nominal value of CHF 1.00 each at any time until 29 September 2023. The increase can be made by firm underwriting and/or in instalments. The issuing price, date of dividend entitlement and type of contribution are determined by the Board of Directors. The Board of Directors may allow subscription rights that have not been exercised to expire, or it may place shares on the market for which subscription rights have been granted but not exercised. The new registered shares are subject to registration restrictions as per Article 5 of the Articles of Incorporation after acquisition."

#### **Explanations:**

The company intends to issue new registered shares as part of a rights issue after the Extraordinary General Meeting if there is a favourable window in the capital market. The proceeds from the planned capital increase are expected to be used to finance projects, pay down external financing and take advantage of opportunities for the purchase of real estate that upgrades the HIAG portfolio with long-term cash flow and value increasing potential.

## 2

# Election to the Board of Directors

At the General Meeting, the Board of Directors will propose the election of Ms. Anja Meyer as a new member of the Board of Directors for a term of office until the conclusion of the next Ordinary General Meeting.

#### **Explanations:**

Anja Meyer (\* 1967) is the owner and delegate of the Board of Directors of smeyers Holding AG (www.smeyer.ch), a real estate consulting and site development company. She holds a degree in "SME intensive studies" from the University of St. Gallen and a business degree from the Cantonal School of Lucerne.

## Note

#### Invitation

The invitation and a proxy form will be sent to voting shareholders listed in the shareholders' register as at 08 September 2021, 5 pm, using the most recent address listed in the shareholders' register. Shareholders who are listed in the shareholders' register after this date but before 16 September 2021, 5 pm will be sent the invitation after 23 September 2021. No registrations with voting rights will be entered in the shareholders' register from 23 September 2021 to 29 September 2021. The cutoff date for the right to vote at the General Meeting is 16 September 2021, 5 pm.

#### Representation and granting proxy

In accordance with Covid-19 Ordinance 3, the company has decided to conduct the 29 September 2021 Extraordinary General Meeting exclusively via votes through the independent proxy holder and without the physical presence of the shareholders. Each shareholder can, via Sherpany or the proxy form that is sent with this invitation, allow him or herself to be represented by the independent proxy holder, Mr Oscar Battegay, Esq., Battegay Dürr

AG, Heuberg 7, Postfach 2032, CH-4001 Basel, and issue general or individual instructions. Proxies can be sent to the independent proxy holder either directly using his abovementioned address or to the HIAG Immobilien Holding AG shareholders' register c/o Computershare Schweiz AG, Postfach 4601, Olten. Instructions for the independent proxy holder can be sent directly to his address as specified above. As an alternative, instructions can be issued electronically. By granting proxy to the independent proxy holder, the shareholders' voting rights are fully preserved without the shareholders having to physically attend the Extraordinary General Meeting on 29 September 2021.

#### **Electronic issuing of instructions**

HIAG Immobilien Holding AG offers its shareholders the possibility of registering on the online platform Sherpany and issuing electronic instructions to the independent proxy holder. Shareholders who are not yet registered on this online platform can register using the enclosed documents.