

**Voluntary Commitment in connection with
the proposed Contingent Capital 2013/2017/2018/2020 and the proposed
Authorized Capital 2020**

The Management Board of LEG Immobilien AG has adopted the following resolution on the Contingent Capital 2013/2017/2018/2020 proposed under agenda item 6 for the Annual General Meeting of LEG Immobilien AG on 19 August 2020 and the Authorized Capital 2020 proposed under agenda item 7:

"The Management Board will increase the share capital of LEG Immobilien AG from the Contingent Capital 2013/2017/2018/2020 proposed to the Annual General Meeting on 19 August 2020 under agenda item 6 and from the Authorized Capital 2020 proposed under agenda item 7 by a total of no more than 50% of the current share capital of EUR 71,379,836.00, i.e. by a total of no more than EUR 35,689,918.00.

The total number of shares issued under the Contingent Capital 2013/2017/2018/2020 and the Authorized Capital 2020 without pre-emptive sub-scription rights for shareholders will not exceed 10% of the share capital, neither at the time that the proposed authorizations come into effect nor at the time of issuance. Shares underlying the convertible bonds issued by the company in September 2017 and in June 2020 are not counting towards this threshold.

This voluntary commitment shall take effect upon the authorization proposed under agenda item 6 to issue convertible bonds and/or bonds with warrants and profit-participation rights with option and/or conversion rights (or a combination of these instruments) and the corresponding amendment of the Contingent Capital 2013/2017/2018/2020 as well as the Authorized Capital 2020 proposed under agenda item 7 and ends at the latest at the end of the 18 August 2025. This voluntary commitment ends earlier if a future General Meeting decides on a new Contingent Capital and/or a new Authorized Capital."

The Management Board will also submit this voluntary commitment at the Annual General Meeting on 19 August 2020 and have it recorded for notarial recording of the Annual General Meeting on 19 August 2020.

LEG Immobilien AG

Furthermore, the Management Board will make the voluntary commitment available on the Company's website for the duration of the terms of the Conditional Capital 2013/2017/2018/2020 and the Authorized Capital 2020.

Düsseldorf, 29 July 2020



Lars von Lackum



Susanne Schröter-Crossan



Dr. Volker Wiegel