

**CA IMMO INTERNATIONAL AG**  
**Vienna**  
**FN 248937i**  
**ISIN ATCAIMMOINT5**

**Invitation to General Meeting**

We hereby invite our shareholders to the 6th Ordinary General Meeting of CA Immo International AG, which is to be held at 10 am on 5 May 2010 in the saloon Olympia Mancini, Hotel Savoyen Vienna, 1030 Vienna, Rennweg 16.

**Agenda**

1. Presentation of the adopted annual financial statements, consolidated financial statements, management report and Group management report as of 31 December 2009, together with the report of the Supervisory Board and the corporate governance report
2. Resolution discharging the members of the Management Board for the 2009 financial year
3. Resolution discharging the members of the Supervisory Board for the 2009 financial year
4. Resolution on the remuneration of the Supervisory Board for the 2009 financial year
5. Appointment of the auditor of the financial statements and auditor of the consolidated financial statements for the 2010 financial year
6. Resolution concerning the revision of the Articles of Association to reflect the amended statutory provisions, in particular such amendments arising from the Stock Corporation Law Amendment Act 2009 (AktRÄG 2009) and the Company Law Amendment Act 2008 (URÄG 2008), whereas the revisions shall be made in Article 4 (Share capital and shares), Article 6 (Supervisory Board), Article 7 (Annual General Meeting), Article 8 (Annual financial statements and distribution of profits), and by deleting Article 9 (Formation costs) and Article 10 (Merger costs)

**Documents for the General Meeting**

The following documents will be available for inspection by the shareholders during normal business hours on the premises of the company's headquarters at 1030 Vienna, Mechelgasse 1, Investor Relations Department, from the 21st day preceding the General Meeting, at the latest from 14 April 2010:

- Annual financial statements with management report
- Corporate governance report
- Consolidated financial statements with Group management report
- Report of the Supervisory Board  
in each case for the 2009 financial year
- Motions for resolutions concerning agenda items 2 to 6

The forenamed documents, the full text of this invitation and the forms for granting and revoking proxy will be accessible on the internet at [http://www.caimmointernational.com/en/investor\\_relations/ordinary\\_shareholders\\_meeting/](http://www.caimmointernational.com/en/investor_relations/ordinary_shareholders_meeting/) from the 21st day preceding the General Meeting, at the latest from 14 April 2010, and will also be available at the General Meeting. Upon request, each shareholder shall be sent a copy of the forenamed documents without undue delay and free of charge.

### **Guidance concerning shareholders' rights according to Articles 109, 110 and 118 AktG (Stock Corporation Act)**

Shareholders whose interests collectively total 5 % of the share capital, who have held the relevant shares for at least three months, can request in writing that items be added to the agenda of this General Meeting and be announced, provided that such a written request is received by the company, exclusively at the address 1030 Vienna, Mechelgasse 1, Investor Relations, by no later than the 21st day preceding the General Meeting, therefore by no later than 14 April 2010. For bearer shares deposited with a custodian, evidence of qualification as a shareholder shall be furnished simply by a deposit receipt according to Article 10a AktG, confirming that the proposing shareholder has held the shares for at least three months before submitting the request, whereas such receipt shall not be more than seven days old when presented to the company. The other requirements to be satisfied by the deposit receipt are set forth in the remarks concerning the eligibility to attend.

Shareholders whose interests collectively total 1 % of the share capital can submit motions for resolutions, together with grounds, concerning any item of the agenda in text form, and can request that such motions, together with grounds, be posted on the company's website, provided that such a request in text form is received by the company, either by post to CA Immo International AG, Investor Relations, Mechelgasse 1, 1030 Vienna, or by fax to +43 (0)1 532 59 07-595, or by e-mail to [ir@caimmointernational.com](mailto:ir@caimmointernational.com), by no later than the 7th working day preceding the General Meeting, therefore by no later than 26 April 2010, whereas the request is to be attached to the e-mail in text form, as a PDF file for example. For bearer shares deposited with a custodian, evidence of qualification as a shareholder entitled to exercise this right shall be furnished simply by presentation of a deposit receipt according to Article 10a AktG, whereas such receipt shall not be more than seven days old when presented to the company. The other requirements to be satisfied by the deposit receipt are set forth in the remarks concerning the eligibility to attend.

In the General Meeting, each shareholder is entitled on request to obtain information concerning the affairs of the company to the extent necessary to evaluate an agenda item properly.

In view of changes to the Stock Corporation Act arising from the Stock Corporation Law Amendment Act 2009, the provisions of our company's Articles of Association concerning the convening of the General Meeting, the depositing of shares for the duration of the General Meeting, and the entitlement to attend the General Meeting shall not apply.

Further information on these shareholders' rights according to Articles 109, 110 and 118 AktG is available with immediate effect on the company's website at [http://www.caimmointernational.com/en/investor\\_relations/ordinary\\_shareholders\\_meeting/](http://www.caimmointernational.com/en/investor_relations/ordinary_shareholders_meeting/).

### **Record date and attendance of the General Meeting**

The entitlement to attend the General Meeting and to exercise the voting right and other shareholder rights assertible within the framework of the General Meeting is determined by the share ownership as of midnight on the 10th day preceding the General Meeting, therefore at midnight CET on 25 April 2010 (record date).

For bearer shares deposited with a custodian, evidence of share ownership on the record date shall be furnished simply by way of a deposit receipt according to Article 10a AktG, whereas such receipt must be received by the company no later than on the 3rd working day preceding the General Meeting therefore by no later than 30 April 2010, exclusively at the following address:

By post: CA Immo International AG  
Investor Relations

Mechelgasse 1  
1030 Vienna  
By fax: CA Immo International AG  
Investor Relations  
+43 (0)1 532 59 07-595

Deposit receipts cannot be transmitted by SWIFT (Section 262 (20) AktG).

### **Deposit receipt according to Article 10a AktG**

The deposit receipt is to be issued by the custodian financial institution having its seat in a member state of the European Economic Area or in a full member state of the OECD, whereas the receipt shall contain the following information:

- Information on the issuer: name/company name and address or a code conventionally used in transactions between financial institutions (SWIFT code)
- Information on the shareholder: name/company name, address, date of birth if a natural person, if applicable name of register and registration number if a legal entity
- Information on the shares: number of shares held by the shareholder (if par shares), also the par value and (in case of several share categories) the name of the share category or the internationally accepted security identification number
- Custody account number or other identifier
- Time to which the deposit receipt refers

The deposit receipt furnishing evidence of share ownership and the entitlement to attend the General Meeting must refer to the forenamed record date, therefore to 25 April 2010.

The deposit receipt shall be accepted in either German or English.

The shares of shareholders registering for the General Meeting or presenting a deposit receipt shall not be blocked, so that shareholders can still freely dispose of their shares even after registering or presenting a deposit receipt.

### **Representation by proxy**

Each shareholder entitled to attend the General Meeting is entitled to appoint a proxy to attend the General Meeting in his name, whereas the proxy shall dispose of the rights held by the shareholder he is representing.

The proxy must be granted to a specific person (natural person or legal entity) in text form, whereas several persons can be granted proxy.

The proxy form must be received by the company exclusively at one of the following addresses:

By post: CA Immo International AG  
Investor Relations  
Mechelgasse 1  
1030 Vienna

By fax: CA Immo International AG  
Investor Relations  
+43 (0)1 532 59 07-595

By e-mail: [ir@caimmointernational.com](mailto:ir@caimmointernational.com), whereas the notification is to be attached to the e-mail in text

form, as a PDF file for example

By hand: Upon registering for the General Meeting at the venue

A proxy form will be sent on request. It can also be downloaded from the company's website at [http://www.caimmointernational.com/en/investor\\_relations/ordinary\\_shareholders\\_meeting/](http://www.caimmointernational.com/en/investor_relations/ordinary_shareholders_meeting/).

If the proxy form is not presented by hand when registering on the day of the General Meeting, it must be received by the company by no later than 4 pm CET on 4 May 2010.

If a shareholder has granted proxy to his custodian financial institution, such institution, in addition to issuing a deposit receipt, can simply declare that it has been granted proxy. The remarks concerning the presentation of deposit receipts shall apply mutatis mutandis to the furnishing of such a declaration.

As a service, we intend to offer our shareholders the option of being represented in the General Meeting by voting proxies appointed by the company. Please note that the voting proxies do not accept any orders to speak, raise objections to resolutions of the General Meeting, ask questions, or make proposals.

The preceding provisions concerning the granting of proxy apply mutatis mutandis to the revoking of such proxy.

#### **Total number of shares and votes**

At the time of the convening of the General Meeting, the company's share capital totals EUR 315,959,906.95 and is divided into 43,460,785 no-par/bearer shares. Each share carries one vote; the total number of votes is 43,460,785.

The shareholders and proxies can be asked, upon entering the General Meeting, to prove their identity by showing a generally accepted valid identity document bearing a photograph, such as a passport or driving licence. In order to facilitate efficient admission procedures, shareholders are asked to arrive at the venue in good time before the start of the General Meeting. Doors open for the collection of voting cards at 9 am.

Vienna, April 2010

The Management Board