

**CTP N.V.**  
**Amsterdam, the Netherlands**

**Announcement pursuant to Section 23 para. 1 sentence 1 no. 1 of the German Securities Acquisition and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz – WpÜG*) in conjunction with Section 39 para. 2 sentence 3 no. 1 German Stock Exchange Act (*Börsengesetz – BörsG*)**

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION (IN WHOLE OR IN PART) IN, INTO OR FROM ANY JURISDICTION WHERE SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OF SUCH JURISDICTION.**

On December 7, 2021, CTP N.V., Amsterdam, the Netherlands (“**CTP**” or the “**Bidder**”) published the offer document (the “**Offer Document**”) for its voluntary public takeover and delisting offer (the “**Offer**”) to the shareholders of Deutsche Industrie REIT-AG, Potsdam, Germany (“**DIR**”) to acquire all no-par value bearer shares of DIR not already directly held by the Bidder (ISIN DE000A2G9LL1) (the “**DIR Shares**”).

As consideration, CTP offers the payment of a cash amount of EUR 17.12 per DIR Share (the “**Cash Consideration**”) or alternatively, by choice of the respective shareholder of DIR, five (5) shares of CTP (the “**Offer Shares**”) in exchange for four (4) DIR Shares (corresponding to 1.25 Offer Shares per each DIR Share) in accordance with the provisions of the Offer Document (the “**Share Consideration**”).

The acceptance period for the Offer expires on January 6, 2022 at 24:00 hours (midnight) (CET) unless it is extended pursuant to the provisions of the German Securities Acquisitions and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz – “WpÜG”*).

1. As of December 30, 2021, 18:00 hours (CET) and December 31, 2021, 14:00 hours (CET) (the “**Reference Dates**”), the Offer has been accepted for a total of 4,233,648 DIR Shares. This corresponds to approximately 13.20% of the share capital and voting rights of DIR as of the Reference Dates.
  - a) The Cash Consideration has been accepted for a total of 350 DIR Shares as of the Reference Dates. This corresponds to approximately 0.00% of the share capital and voting rights of DIR as of the Reference Dates.
  - b) The Share Consideration has been accepted for a total of 4,233,298 DIR Shares as of the Reference Dates. This corresponds to approximately 13.20% of the share capital and voting rights of DIR as of the Reference Dates.
2. Neither the Bidder nor persons acting jointly with the Bidder within the meaning of Section 2 para. 5 WpÜG or their subsidiaries held any DIR Shares or voting rights in DIR as of the Reference Dates, nor were any voting rights in DIR attributed to the Bidder or persons acting jointly with the Bidder within the meaning of Section 2 para. 5 WpÜG or their subsidiaries pursuant to Section 30 WpÜG.
3. As of the Reference Dates, the Bidder directly held instruments within the meaning of Section 38 para. 1 sentence 1 no. 2 of the German Securities Trading Act

(*Wertpapierhandelsgesetz* – “**WpHG**”) in the form of the Irrevocable Undertakings (as defined and described in more detail in Section 5.8 of the Offer Document) in relation to a total of 10,588,085 DIR Shares. This corresponds to approximately 33.01% of the share capital and voting rights in DIR as of the Reference Dates. These instruments are also indirectly held by the Other Controlling Persons (as defined in Section 5.5 of the Offer Document). To the extent that the Irrevocable Undertakings (as defined in Section 5.8 of the Offer Document) have already been fulfilled by acceptance of the Offer without the knowledge of the Bidder, the relevant DIR Shares may already be covered under Section 1.

4. Other than that, neither the Bidder nor persons acting jointly with the Bidder within the meaning of Section 2 para. 5 WpÜG nor their subsidiaries held any voting rights in relation to DIR to be disclosed pursuant to Sections 38, 39 WpHG as of the Reference Dates.

**Amsterdam, January 3, 2022**

**CTP N.V.**

**Important notes:**

This announcement is for information purposes only and neither constitutes an invitation to sell, nor an offer to purchase, securities of Deutsche Industrie REIT-AG (subsequently the “Company”) but constitutes a legally required announcement according to the German Securities Acquisition and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz* – *WpÜG*) in the context of a voluntary public takeover and delisting offer (subsequently the “Offer”). The final terms and further provisions regarding the Offer are disclosed in the offer document that has been approved for publication by the German Federal Financial Supervisory Authority (*Bundesanstalt für Finanzdienstleistungsaufsicht*). Investors and holders of securities of the Company are strongly recommended to read the offer document and all announcements in connection with the Offer as they contain or will contain important information.

The Offer will be made exclusively under the laws of the Federal Republic of Germany, especially under the WpÜG and the German Stock Exchange Act (*Börsengesetz* – *BörsG*), and certain provisions of the securities laws of the United States of America applicable to cross-border tender offers. The Offer will not be executed according to the provisions of jurisdictions other than those of the Federal Republic of Germany or the United States of America (to the extent applicable). Thus, no other announcements, registrations, admissions or approvals of the Offer outside of the Federal Republic of Germany have been filed, arranged for or granted. Investors in, and holders of, securities in the Company cannot rely on having recourse to provisions for the protection of investors in any jurisdiction other than the provisions of the Federal Republic of Germany. Subject to the exceptions described in the offer document as well as any exemptions that may be granted by the relevant regulators, a public tender offer will not be made, neither directly nor indirectly, in jurisdictions where to do so would constitute a violation of the laws of such jurisdiction.

CTP N.V. (subsequently the “Bidder”) reserves the right, to the extent legally permitted, to directly or indirectly acquire further shares outside the Offer on or off the stock exchange. If such further acquisitions take place, information about such acquisitions, stating the number of shares acquired or to be acquired and the consideration paid or agreed on, will be published without undue delay, if and to the extent required by the laws of the Federal Republic of Germany or any other relevant jurisdiction.

To the extent any announcements in this document contain forward-looking statements, such statements do not represent facts and are characterized by the words “will”, “expect”, “believe”, “estimate”, “intend”, “aim”, “assume” or similar expressions. Such statements express the intentions, opinions or current expectations and assumptions of the Bidder and the persons acting together with the Bidder. Such forward-looking statements are based on current plans, estimates and forecasts, which the Bidder and the persons acting together with the Bidder have made to the best of their knowledge, but which they do not claim to be correct in the future. Forward-looking statements are subject to risks and uncertainties that are difficult to predict and usually cannot be influenced by the Bidder or the persons acting together with the Bidder. These expectations and forward-looking statements can turn out to be incorrect and the actual events or consequences may differ materially from those contained in or expressed by such forward-looking statements. The Bidder and the persons acting together with the Bidder do not assume an obligation to update the forward-looking statements with respect to the actual development or incidents, basic conditions, assumptions or other factors.