

Offer to Tender

**Rights for a potential additional payment (,top-up rights') of former BUWOG AG shareholders, ISIN:
AT0000A23KB4**

**To be tendered by sending the completed form to: RA Dr. Christian Boyer, Praterstern 2/1.DG, 1020 Vienna, Fax
+43-1 216 04 77, mail@nachbesserung.at**

Former shareholders of BUWOG AG, who are now holders of rights for a potential additional payment (,top-up rights'), which are securitized as ISIN AT0000A23KB4, are offered EUR 1.20 per unit plus an allowance of 20 EUR towards bank charges arising from the delivery of top-up rights and general charges for the payment for lots greater than 5000 top-up rights. (Example: 5,000 rights = 5,000*1.20+20=6,020 EUR). It is mutually agreed that § 934 Austrian Civil Code shall not be applicable to either party. The bidder may terminate this voluntary public tender offer by similar publication. In particular, the bidder will make use of this option if the top-up rights become worthless during the offer period, e.g. due to a judgment in the arbitration procedure at the commercial court.

Holders of this security who want to sell their rights according to the above terms and conditions may offer their rights by sending the completed form "offer to tender" to RA Dr. Christian Boyer (by mail: Praterstern 2/1.DG, 1020 Vienna, Austria; by Fax +43-1 216 04 77; or by Email mail@nachbesserung.at). Offers to tender will be confirmed within 7 business days, thereby creating a legally binding purchase agreement. Within another 7 business days the holder of the security shall effect the transfer of the securities to the given custody account. Finally, the purchase price will be transferred to the seller's bank account within 7 business days after the securities have been credited to the custody account.

Offer to Tender

I

Name, First Name

Street, No.

ZIP, City, Country

Telephone

Fax

Email

Bank/Custodian

BIC/SWIFT

Acc. No./IBAN

hereby offer to tender _____ lot size (in words): _____ rights securitized as ISIN AT0000A23KB4 and obligate myself to effect the transfer of the securities to the custody account 288-620-152/00 at Erste Bank, Vienna, BIC 20111/GIBAATWWXXX within 7 days after RA Dr. Christian Boyer confirmed my offer to tender and thereby created a legally binding purchase agreement.

The purchase price plus the allowance will be transferred to the seller's bank account within 7 business days after the securities have been credited to the custody account.

The offer to tender and the purchase agreement shall be governed by Austrian Law. Exclusive place of jurisdiction is Vienna.

Date, Signature