

Ad hoc announcement according to section 15 WpHG

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Takeover Offer Fair Value REIT-AG – Minimum acceptance rate exceeded

Frankfurt/Main, 12 November 2015 – DEMIRE Deutsche Mittelstand Real Estate AG (“DEMIRE”, ISIN DE000A0XFSF0), in connection with the voluntary public Takeover Offer by DEMIRE for Fair Value REIT-AG, announces that the minimum acceptance rate of 50.1% has been exceeded and the respective closing condition will – subject to any rights of withdrawal as described in the offer document which are, however, currently not applicable – be fulfilled at the end of the acceptance period.

DEMIRE expects to publish the acceptance rate, as of expiration of the acceptance period and notwithstanding the potential two-week additional acceptance period, on 19 November 2015.

The Executive Board

Disclaimer

This announcement is neither an offer to exchange nor a solicitation of an offer to exchange Fair Value REIT-AG shares. Moreover, this announcement is neither an offer to purchase nor a solicitation to purchase DEMIRE Deutsche Mittelstand Real Estate AG shares. The terms and further provisions regarding the public Takeover Offer are disclosed in the Offer Document approved by the German Federal Financial Supervisory Authority. Investors and holders of Fair Value REIT-AG shares are strongly recommended to read the Offer Document and all other documents in connection with the public Takeover Offer because they contain or will contain important information.

The Takeover Offer will be carried out exclusively in accordance with the laws of the Federal Republic of Germany and specifically in accordance with the WpÜG and the Regulation on the Content of the Offer Document, the Consideration to be granted in Takeover Offers and Mandatory Takeover Offers and the Exemption from the Obligation to Publish and Launch an Offer (WpÜGAngebV).

Shares of DEMIRE Deutsche Mittelstand Real Estate AG have not been nor will be registered under the United States Securities Act of 1933, as amended, or in accordance with any securities regulations of a state, district or any other jurisdiction in the United States of America. Subject to certain exceptions, DEMIRE Deutsche Mittelstand Real Estate AG shares must not be offered or sold within the United States of America or any other jurisdiction where to do so would constitute a violation of the national laws of such jurisdiction. DEMIRE Deutsche Mittelstand Real Estate AG does not make a public offer with the Takeover Offer under any other jurisdiction than the Federal Republic of Germany (particularly not in the United States of America). No announcements, registrations, admissions or approvals of the Offer Document and/or the Takeover Offer have been applied, procured, or granted outside of the Federal Republic of Germany.

The publication, dispatch, distribution or dissemination of the Offer Document or other documents related to the Takeover Offer outside of the Federal Republic of Germany may generally result in the applicability of the laws of jurisdictions other than those of the Federal Republic of Germany. The publication, dispatch, distribution or dissemination of the Offer Document may be subject to legal restrictions in these jurisdictions. Therefore, the Offer Document as well as any other documents related to the Takeover Offer may not be dispatched, published, distributed or disseminated by third parties in these countries if and to the extent that such a dispatch, publication, distribution or dissemination is in violation of applicable laws or dependent on the compliance with official proceedings of official approval or the satisfaction of additional conditions and such approval is not obtained or such compliance or conditions are not satisfied. The dispatch, distribution or dissemination of the Offer Document or other documents related to the Takeover Offer in countries of the European Union or European Economic Area are not subject to any legal restrictions.

The information in this release may contain forward-looking statements that are subject to various risks and uncertainties. Such forward-looking statements are based on current forecasts, expectations and estimates of DEMIRE's Executive Board at the time of their publication. Such statements constitute neither promises nor guarantees and are subject to various known and unknown risks and uncertainties, some of which are beyond DEMIRE's influence. These risks and uncertainties may lead to actual results differing materially from statements that are mentioned herein. DEMIRE accepts no obligation to update or adjust the forward-looking statements contained in this release to reflect events or circumstances after the date of this release.

Contact

DEMIRE Deutsche Mittelstand Real Estate AG

Investor Relations

Lyoner Straße 32

60528 Frankfurt am Main

Phone: +49 (0) 69-719 189 79 0

Fax: +49 (0) 69-719 189 79 11

ir@demire.ag

www.demire.ag

Investor Relations

GFEI Aktiengesellschaft

Lars Kuhnke

Phone: +49 (0) 511 4740 2310

ir@demire.ag