

# HIAG

## Invitation

to the Annual General Meeting  
of HIAG Immobilien Holding AG

**Thursday, 17 April 2025**  
**at 10.30 am**  
**(doors open at 9.30 am)**

**Doka Schweiz AG**  
**Industriestrasse 24, 8155 Niederhasli**

Basel, 25 March 2025

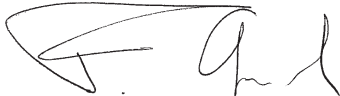
Dear shareholders,

We are pleased to invite you to the Annual General Meeting of HIAG Immobilien Holding AG on 17 April 2025.

You will find the agenda items for our General Meeting as well as explanations on the following pages.

Thank you for exercising your voting rights and for your trust in HIAG.

For the Board of Directors of HIAG Immobilien Holding AG

A handwritten signature in black ink, appearing to read 'F. Grisard', written over a horizontal line.

Dr Felix Grisard  
President of the Board of Directors

# Agenda and proposals from the Board of Directors

## 1

### 2024 Management Report, 2024 Annual Financial State- ments, 2024 Consolidated Financial Statements and Report of the Statutory Auditor

The Board of Directors proposes approving the 2024 Management Report, Annual Financial Statements and Consolidated Financial Statements for the financial year from 1 January to 31 December 2024 and acknowledging the Auditor's Report.

#### Comments

In their reports to the Annual General Meeting, the auditors confirmed the annual financial statements and the consolidated financial statements for the 2024 financial year without qualification and recommended their approval.

## 2

### Use of net profit, statutory re- tained earnings and statutory reserves from capital contri- butions for financial year 2024

For financial year 2024, the Board of Directors proposes a dividend payout of CHF 3.30 gross per share for a maximum of 10,119,600 outstanding shares.\* The maximum total distribution amounts to TCHF 33,395 and will be distributed from the statutory retained earnings up to a maximum of TCHF 3,036, and the statutory reserves from capital contributions up to a maximum of TCHF 30,359.

#### Comments

The proposed distribution is in line with HIAG's dividend policy. As per the dividend policy, the distribution is based on the net income for the period, excluding revaluation effects (incl. the resulting deferred taxes) and before significant non-cash-flow entries. The maximum payout ratio is 100%. The proposed distribution amounts to 64%.

#### 2.1 Use of net profit

Net income for 2024	TCHF	3,010
Carry-forward from previous year	TCHF	0
Net profit	TCHF	3,010
Allocation to statutory retained earnings	TCHF	-3,010
Carry-forward to new year	TCHF	0

The Board of Directors proposes allocating HIAG Immobilien Holding AG's net profit of TCHF 3,010 to the statutory retained earnings as follows:

#### 2.2 Use of statutory retained earnings

Statutory retained earnings	TCHF	97
Allocation of net profit	TCHF	3,010
Allocation to the statutory capital reserves	TCHF	0
Statutory retained earnings after allocation	TCHF	3,107
Dividend distribution from statutory retained earnings	TCHF	-3,036
Carry-forward to new year	TCHF	71

Distribution of a dividend from the statutory retained earnings for the 2024 financial year of TCHF 3,036 gross or CHF 0.30 per share for a maximum of 10,119,600 outstanding shares.\* The distribution from the statutory retained earnings is subject to Swiss withholding tax.

#### 2.3 Use of reserves from capital contributions

The Board of Directors proposes using HIAG Immobilien Holding AG's reserves from capital contributions as follows:

Statutory reserves from capital contributions	TCHF	125,046
Dividend distribution from capital contributions	TCHF	-30,359
<b>Carry-forward to new year</b>	<b>TCHF</b>	<b>94,687</b>

Distribution of a dividend from capital contributions for the 2024 financial year of TCHF 30,359 or CHF 3.00 per share for a maximum of 10,119,600 outstanding shares.\*

The dividend from capital contributions is paid out free of withholding tax.

The dividends will most likely be paid out starting from 25 April 2025. Starting from 23 April 2025, the shares will be traded accordingly without dividends.

\*The proposed dividend payout is based on the 10,119,600 shares issued by the company. Any treasury shares in the possession of the company are not entitled to receive a dividend. The number of shares granting entitlement to dividends will not be determined until the day of the payout. The amounts for dividend payouts and the resulting carry-forward can therefore vary accordingly.

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### 3

## Approval of the Sustainability Report

The Board of Directors proposes that the shareholders approve the 2024 Sustainability Report.

#### Comments

The Board of Directors has decided to submit the Sustainability Report to the shareholders for binding approval. The Sustainability Report is a separate document that is available online at [www.annualreport.hiag.com](http://www.annualreport.hiag.com).

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### 4

## Discharge of the members of the Board of Directors

The Board of Directors proposes formally approving the actions of the members of the Board of Directors for financial year 2024.

#### Comments

The company is not aware of any facts or circumstances that would prevent the full discharge of the Board of Directors.

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### 5

## Re-election of the members of the Board of Directors

The Board of Directors proposes the re-election of the current members of the Board of Directors (including the President of the Board of Directors and the Vice President), each for a term of office until the end of the next Annual General Meeting.

#### Comments

As the term of office of the President, the Vice President and the members of the Board of Directors ends at the end of the Annual General Meeting, they must be re-elected by the Annual General Meeting. The Board of Directors is of the opinion that the existing members of the Board of Directors possess the skills required for the overall management of the company, and that their re-election is therefore in the interests of the company. Information on the professional backgrounds of the current members of the Board of Directors and their membership of the committees of the Board of Directors can be found from page 28 of the Annual Report, which is available at [www.annualreport.hiag.com](http://www.annualreport.hiag.com).

#### 5.1 Re-election of Dr. Felix Grisard as a member of the Board of Directors

#### 5.2 Re-election of Ms Salome Grisard Varnholt as a member of the Board of Directors

#### 5.3 Re-election of Dr. Jvo Grundler as a member of the Board of Directors

#### 5.4 Re-election of Mr Balz Halter as a member of the Board of Directors

#### 5.5 Re-election of Ms Anja Meyer as a member of the Board of Directors

#### 5.6 Re-election of Mr Micha Blattmann as a member of the Board of Directors

#### 5.7 Re-election of Dr. Felix Grisard as President of the Board of Directors

#### 5.8 Re-election of Mr Balz Halter as Vice President of the Board of Directors

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### 6

## Re-election of the members of the Compensation Committee

The Board of Directors proposes re-electing Salome Grisard Varnholt, Balz Halter and Anja Meyer as members of the Compensation Committee of the Board of Directors for one term of office, which will end upon the conclusion of the next Annual General Meeting.

#### Comments

As the term of office of the members of the Compensation Committee ends at the end of the Annual General Meeting, they must be re-elected by the Annual General Meeting. The members of the Board of Directors proposed for election have the necessary experience in the field of compensation systems and the recruitment of employees at a senior management level.

### 6.1 Re-election of Ms Salome Grisard Varnholt to the Compensation Committee of the Board of Directors

### 6.2 Re-election of Mr Balz Halter to the Compensation Committee of the Board of Directors

### 6.3 Re-election of Ms Anja Meyer to the Compensation Committee of the Board of Directors

## 7 Approval of the compensation of the members of the Board of Directors and the Executive Board

As per Art. 23 of the Articles of Association, the compensation of the Board of Directors and the Executive Board is voted on separately. The 2024 Compensation Report is available in electronic form at [www.annualreport.hiag.com](http://www.annualreport.hiag.com).

### 7.1 Approval of the total compensation of the members of the Board of Directors from the 2025 Annual General Meeting to the 2026 Annual General Meeting

The Board of Directors proposes that the shareholders approve the maximum total amount of compensation for the members of the Board of Directors for the period from the 2025 Annual General Meeting to the 2026 Annual General Meeting, i.e. TCHF 1,500 (including employer social security contributions (AHV/IV/ALV) and pension benefits required by law).

The proposed maximum total amount also includes compensation for additional services and is expected to be structured as follows:

Fixed compensation in cash (net)	TCHF	1,050
Committee attendance fees	TCHF	50
Share-based compensation	TCHF	150
Compensation for additional services	TCHF	50
Employer social security contributions and pension benefits	TCHF	200
<b>Total (gross)</b>	<b>TCHF</b>	<b>1,500</b>

The Board of Directors will consist of six members after the General Meeting.

#### Comments

The members of the Board of Directors receive only fixed compensation. The proposed compensation is in line with the guidelines for the compensation of the Executive Board and Board of Directors as set out in the Compensation Report.

### 7.2 Approval of the total compensation of the Executive Board for the current financial year 2025

The Board of Directors proposes that the shareholders approve the maximum total amount of fixed and variable compensation for the current financial year 2025, i.e. TCHF 4,000 (including employer social security contributions (AHV/IV/ALV) and pension benefits required by law).

The proposed maximum total amount is expected to be structured as follows:

Base salary, net, in cash	TCHF	1,600
Individual bonus, gross, in cash	TCHF	550
LTIP 2025, gross, in cash	TCHF	700
LTIP 2025, gross, share-based	TCHF	700
Other components of compensation, employer social security contributions and pension benefits	TCHF	450
<b>Total (gross)</b>	<b>TCHF</b>	<b>4,000</b>

The proposed compensation of the Executive Board members concerns four members (CEO, CFO, Head of Portfolio and Transactions and Head of Development and Realisation). The total compensation of Dr Jvo Grundler is included in the compensation of the members of the Board of Directors.

#### Comments

The members of the Executive Board receive both fixed and variable compensation. The proposed compensation is in line with the guidelines for the compensation of the Executive Board and Board of Directors as set out in the Compensation Report.

### 7.3 Consultative vote on the 2024 Compensation Report

The Board of Directors proposes that the shareholders approve the 2024 Compensation Report by way of a consultative vote.

#### Comments

The vote on the Compensation Report for the 2024 financial year is consultative. The consultative vote on the Compensation Report is required by law because the variable compensation of the Executive Board was approved prospectively at last year's Annual General Meeting. The Compensation Report is a separate section in the 2024 Annual Report, which is available online at [www.annualreport.hiag.com](http://www.annualreport.hiag.com).

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## 8

### Election of the independent proxy

The Board of Directors proposes that the law firm Battegay Dürr AG, Heuberg 7, P.O. Box 2032, CH-4001 Basel, be elected as independent proxy for a term of office ending upon the conclusion of the next Annual General Meeting.

#### Comments

In accordance with the law and the Articles of Association, the independent proxy must be elected annually by the Annual General Meeting. The law firm Battegay Dürr AG fulfils the requirements for independence. The previous independent proxy, Mr Oscar Battegay, and his deputy, Dr Rafael Klingler, are both employees of the law firm Battegay Dürr AG, thus ensuring continuity and proxy voting.

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## 9

### Re-election of Ernst & Young AG as auditor

The Board of Directors proposes re-electing Ernst & Young AG, Basel, as auditor for a term of office of one year.

#### Comments

Ernst & Young AG has confirmed to the Board of Directors that it fulfils the independence requirements for the exercise of its mandate.

## Notes

### Annual Report

The 2024 Annual Report has been available to shareholders at the company headquarters for consultation and also online at [www.annualreport.hiag.com](http://www.annualreport.hiag.com) since 3 March 2025. For sustainability reasons, we do not print the Annual Report.

### Invitation and tickets

The invitation, registration form (for ordering tickets), proxy form and a brief guide to gvote will be sent by post to voting shareholders listed in the shareholders' register as at 5 pm on 20 March 2025, using the last address recorded in the share register.

Shareholders who are listed in the shareholders' register after this date but before 5 pm on 3 April 2025 will be sent the invitation on or after 8 April 2025. No registrations with voting rights will be entered in the shareholders' register from 3 April 2025 to 17 April 2025. The cut-off date for the right to vote at the General Meeting is 5 pm on 3 April 2025.

Personal tickets, including voting coupons (in the form of a QR code on the ticket), will be sent out from 8 April 2025 onwards. Tickets can also be ordered electronically by 11.59 pm on 14 April 2025 via the gvote shareholder platform (please refer to the brief guide).

The ticket and ballot papers must be presented upon entry to the General Meeting on 17 April 2025.

### Representation at the General Meeting by shareholders, third parties or the independent voting proxy

Any shareholder may be represented by and give general or specific instructions to another shareholder entered with voting rights in the share register, a third party who need not be a shareholder, or the independent proxy holder, attorney-at-law Oscar Battegay, Battegay Dürr AG, Heuberg 7, P.O. Box 2032, CH-4001 Basel, using the gvote shareholder platform (please refer to the brief guide) or the proxy form sent together with this invitation. Powers of attorney can be sent to the independent proxy holder by 14 April 2025 at the latest (based on the date shown in the postmark), either directly using his above-mentioned address or to the HIAG Immobilien Holding AG shareholders' register c/o Computershare Schweiz AG, P.O. Box, 4601 Olten. Instructions for the independent proxy holder can be sent directly to his address as specified above by 14 April 2025 at the latest (based on the date shown in the postmark). Alternatively, instructions can be issued to the independent proxy electronically via the gvote shareholder platform (please refer to the brief guide).

### Electronic issuing of instructions

If you register or have already registered with the gvote shareholder platform, you can issue instructions to the independent proxy holder electronically. Instructions and powers of attorney may be issued electronically until 11.59 pm on 14 April 2025 at the latest.