

Declaration concerning the German Corporate Governance Code

The Managing and Supervisory Boards of Fair Value REIT-AG issued the following declaration of conformity with the German Corporate Governance Code (Version dated June 6, 2008) within the meaning of Section 161 of the AktG on February 26, 2009:

Fair Value REIT-AG's Managing and Supervisory Boards welcome and support the German Corporate Governance Code and the objectives thus pursued. Fair Value REIT-AG follows the recommendations of the German Corporate Governance Code in the version dated June 6, 2008 and will continue to do so in future with the following exceptions:

- **D&O insurance:** The D&O insurance concluded for the Managing and Supervisory Boards does not include a deductible (Item 3.8).
- **Total remuneration for the Managing Board members:** The Managing Board's total remuneration comprises fixed and variable components, but does not include a component as a long-term incentive containing risk elements, in particular it does not include any stock options or comparable structures (Item 4.2.3).
- **Compensation cap:** The Managing Board's contracts currently do not contain compensation caps in case of premature termination of the membership (Item 4.2.3).
- **Age limit for members of the Managing and Supervisory Boards:** There is no age limit for members of the Managing and Supervisory Boards (Items 5.1.2 and 5.4.1).
- **Committees:** In view of its low number of members, the Supervisory Board has not formed any committees with sufficient expertise (Item 5.3.1) or an audit committee (Item 5.3.2).

February 26, 2009