

Declaration of conformity with the German Corporate Governance Code (GCGC)

The Management and Supervisory Boards of Fair Value REIT-AG issued the following declaration of conformity with the German Corporate Governance Code (Version dated June 18, 2009) within the meaning of Section 161 of the AktG on March 15, 2010:

Fair Value REIT-AG's Management and Supervisory Boards welcome and support the German Corporate Governance Code and the objectives it pursues. Fair Value REIT-AG follows the recommendations of the German Corporate Governance Code in the version dated June 18, 2009 and will continue to do so in future with the following exceptions:

- **D&O insurance:** The D&O insurance concluded for the Management and Supervisory Boards does not include a deductible (Item 3.8 GCGC). The mandatory deductible for the Management Board shall be implemented within the time frame of the transitional period until June 30, 2010. It is also intended to implement a deductible for the Member of the Supervisory Board.
- **Number of Management Board Members:** The Management Board only comprises one member after one member having left office (Item 4.2.1 GCGC). The Management and Supervisory Board find this acceptable given the comparably low amount of investments under management. The rules of procedure for the Management Board have been changed in the light of this.
- **Total remuneration for the Management Board members:** The Management Board's total remuneration comprises fixed and variable components, but does not include a component as a long-term incentive which takes both positive and negative developments into account and aims at ambitious comparative documents (Item 4.2.3 GCGC). It is intended to change this in conjunction with future conclusions of contracts.
- **Compensation cap:** The Management Board's contract currently does not contain compensation a cap in case of premature termination of the board function (Item 4.2.3 GCGC). It is intended to change this in conjunction with future conclusions of contracts.
- **Age limit for members of the Management and Supervisory Boards:** There is no age limit for members of the Managing and Supervisory Boards (Items 5.1.2 and 5.4.1 GCGC). It is intended to change this in conjunction with future conclusions of contracts or appointments, respectively.
- **Committees:** In view of its low number of members, the Supervisory Board has not formed any committees (Item 5.3 GCGC).

March 15, 2010