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Vonovia SE

Bochum

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Announcement on Dividend and Appropriation of Net Income

On 30 June 2020, the annual general meeting resolved to use EUR 851,369,569.27 of the EUR 912,721,577.83 unappropriated net income generated in the 2019 financial year to pay a dividend of EUR 1.57 per no par value share carrying dividend rights for the 2019 financial year (in total 542,273,611 shares) and to carry forward the remaining balance of EUR 61,352,008.56 .

The dividend will be paid out in cash or in the form of shares in Vonovia SE. Details relating to dividend payment in cash and the possibility for shareholders to opt to receive shares are explained in a document containing information on the number and nature of the shares and the reasons for and details of the offer ("Prospectus-Exemption Document"). This document is published on the company's website at <https://investors.vonovia.de/agm>. Details of the subscription to the new shares are given in the subscription offer, which will be published on the company's website at <http://investoren.vonovia.de/hv> and in the German Federal Gazette on 1 July 2020. Subscription of the new shares is permitted only if, at the time of making the declaration of subscription, the shareholder is not residing in the United States of America, Australia or Japan, or in any other jurisdiction under which subscription to shares is subject to restrictions or would not be permissible, except for any exemptions that may apply under local law.

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Act”), as set out in Section 4 (a)(2) of the Securities Act or due to the existence of an exemption from the registration requirements of the Securities Act or in such a transaction that is not covered by them if it does not constitute a breach of applicable securities legislation in the individual states of the United States of America.

Cash dividends will be paid to shareholders by the depository banks as from 28 July 2020. The settlement agent is Commerzbank Aktiengesellschaft. Dividends in the form of new shares are expected to be delivered on 5 August 2020.

As the dividend for the 2019 financial year is to be paid in full from the tax contribution account in accordance with § 27 (“Contributions other than into nominal capital”) of the German Corporation Tax Act (*Körperschaftsteuergesetz*), no capital gains tax, solidarity surcharge or possible church tax will be deducted. Dividends paid to shareholders in Germany are not subject to taxation. This applies both to dividends paid in cash and – where available – also to dividends paid in shares. Dividends do not entail tax refunds or tax credits. In the German tax authorities’ view, the dividend payment reduces the acquisition costs of the shares for tax purposes.

Bochum, July 2020

Vonovia SE

The Management Board