

REGULATED INFORMATION

EMBARGO UNTIL 27.12.2011 – 5:40 PM

Report on the Extraordinary General Shareholders' Meeting of 27.12.2011

Brussels, 27.12.2011, 5:40 PM CET

A first Extraordinary General Meeting to consider the merger by absorption of 9 companies under the provisions of Articles 671 and 693 and following of the Company Code as well as other amendments of the company articles of association was convened on 09.12.2011. Since the necessary quorum was not reached, a new Extraordinary General Meeting, with the same agenda, was convened on 27.12.2011. The Meeting was able to deliberate validly and approved all the topics of the agenda, and more in particular the **mergers by absorption of Cofinimmo SA/NV** with the following companies:

- ☞ **AMCA SA/NV:** this merger was realised against the issue of 298,041 new registered ordinary shares entitled to share in the Cofinimmo results as of 01.01.2011 (first dividend payable in 2012). As a reminder, AMCA SA/NV was the owner of the office building **Avenue Building**, and the office area of the adjoining building **London Tower** (see press release of 16.05.2011);
- ☞ **Bethanie SA/NV:** this merger was realised against the issue of 70,534 new registered ordinary shares which are entitled to share in the Cofinimmo results as of 01.01.2011 (first dividend payable in 2012). Bethanie SA/NV was the owner of the nursing home **Bethanie** located in 5002 Saint-Servais (Namur) – Chaussée de Waterloo 146 (see press release of 09.05.2011);
- ☞ **De Abdij SA/NV:** this merger was realised against the issue of 8,959 new registered ordinary shares entitled to share in the Cofinimmo results as of 01.01.2011 (first dividend payable in 2012). De Abdij SA/NV was the owner of a building lot located in Koksijde (see press release of 20.06.2011);
- ☞ **Dewa Invest SA/NV:** this merger was realised against the issue of 120,521 new registered ordinary shares which are entitled to share in the Cofinimmo results as of 01.01.2011 (first dividend payable in 2012);

- ☞ **Epris SA/NV:** this merger was realised against the issue of 153,828 new registered ordinary shares entitled to share in the Cofinimmo results as of 01.01.2011 (first dividend payable in 2012);
- ☞ **Leopold Basement SA/NV:** this merger was realised against the issue of 15,490 new registered ordinary shares which are entitled to share in the Cofinimmo results as of 01.01.2011 (first dividend payable in 2012);
- ☞ **Paloke SA/NV:** this merger was realised against the issue of 210,967 new registered ordinary shares entitled to share in the Cofinimmo results as of 01.01.2011 (first dividend payable in 2012);
- ☞ **Prinsenpark SA/NV:** this merger was realised against the issue of 130,503 new registered ordinary shares which are entitled to share in the Cofinimmo results as of 01.01.2011 (first dividend payable in 2012);
- ☞ **Residentie De Nootelaer SA/NV:** this merger was realised against the issue of 32,924 new registered ordinary shares entitled to share in the Cofinimmo results as of 01.01.2011 (first dividend payable in 2012).

Hence a total of 1,041,767 new ordinary shares, which carry identical rights and privileges as the existing Cofinimmo ordinary shares, have been created and attributed to Leopold Square SA/NV, a company wholly owned directly and indirectly by Cofinimmo SA/NV.

The aim of these mergers is to simplify the organisation of the Group and to transfer the assets held by these subsidiaries to the Sicafi tax regime.

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About Cofinimmo

Cofinimmo is the foremost listed Belgian real estate company specialising in rental property. The company owns a property portfolio worth over €3 billion, representing a total area of 1,800,000m². Its main investment segments are office property and care homes. Cofinimmo is an independent company, which manages its properties in-house. It is listed on Euronext Brussels (BEL20) and benefits from the Belgian fiscal Sicafi regime and the French SIIC regime. At 30.09.2011, its total market capitalisation stood at €1.35 billion.

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