

NOTES ON ISSUING POWER OF ATTORNEY AND INSTRUCTIONS TO THE PROXIES OF THE COMPANY

Deutsche Industrie REIT-AG appoints Ms. Mareike Kuliberda and Mr. Jörg Engmann, both employees of Link Market Services GmbH, Munich, as proxies with sole power of representation.

The proxies are only authorized to vote by your proxy to the extent that you have given express instructions for the individual resolutions proposed by the management on the agenda items. The proxies are obliged to vote on the management's proposed resolutions announced in the agenda in accordance with your instructions.

The following options are available to you to authorize the above-mentioned proxies to exercise your voting rights in accordance with your instructions:

Dispatch by letter or e-mail of the power of attorney and instructions to the Company's proxies

Please use the form "POWER OF ATTORNEY AND INSTRUCTIONS TO THE VOLUNTARY REPRESENTATIVES" overleaf. Please authorise the above-mentioned proxies of Deutsche Industrie REIT-AG and instruct them how to exercise your voting rights on the resolutions proposed by the management.

Then send (by post or e-mail) your "Proxy and instructions" together with the admission card (s) or by stating your admission card number(s) directly to the proxies:

- By mail to:

Deutsche Industrie REIT-AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Germany

- Or via e-mail to:

inhaberaktien@linkmarketservices.de

Important notes:

Please note that the following instructions for exercising voting rights are only valid if you have had the admission ticket(s) for your shares issued in your name and have completed and signed this proxy and instruction form together with your admission card (s) or your admission card number(s) and submitted it to the proxies by Thursday, March 5, 2020. After this date we ask you to use the following e-mail address only: inhaberaktien@linkmarketservices.de.

If the proxies receive power of attorney and instructions by several means of transmission (post or e-mail), the last formally valid power of attorney issued and the corresponding instructions will be considered binding. In the case of proxies who are not formally granted, the proxies will not represent the votes at the Annual General Meeting. Insofar as instructions are not correctly filled in or are not clearly issued, the proxies will, depending on the voting procedure, abstain from voting on the relevant agenda items or not participate in the vote. The proxies are bound by instructions and may not exercise the voting right for votes not known in advance of the Annual General Meeting (e.g. for procedural motions). Depending on the voting procedure, the proxies will abstain or not participate in the vote in these cases. The same applies to voting on a counter-motion, on an election proposal that differs from the management's proposal and on a resolution that differs from the content of the management's proposal published in the agenda. The appointment of the Company's proxies for the purpose of filing an objection and submitting motions and questions is excluded. In the event of personal attendance or attendance by an authorized third party at the Annual General Meeting, the power of attorney granted prior to the Annual General Meeting and the instructions to the Company's proxies shall expire.

For questions on proxy voting, employees of our **Annual General Meeting hotline** are available to answer them from Monday to Friday between 9 a.m. and 5 p.m. (except on public holidays) at

+49 (0) 89 / 210 27 222
at your disposal.

***This document is a translation for convenience only.
In case of doubt only the German version is valid.***

**"POWER OF ATTORNEY AND INSTRUCTIONS TO THE VOTING REPRESENTATIVES"
OF DEUTSCHE INDUSTRIE REIT-AG FOR
THE ANNUAL GENERAL MEETING ON 6 MARCH 2020**

We kindly ask you to complete this proxy and instruction form, sign it and send it **together with your admission card (s) or by stating your admission card number(s), which you will receive after proper and timely registration for the Annual General Meeting**, directly to the proxies of the Company (by mail or e-mail):

**Deutsche Industrie REIT-AG
c/o Link Market Services GmbH
Landshuter Allee 10
80637 Munich
Germany**

alternatively by e-mail: inhaberaktien@linkmarketservices.de

Power of attorney and instructions *(please complete)*

I/We _____ authorise the voting representatives of Deutsche Industrie REIT-AG,
Name(s)

Ms. Mareike Kuliberda and Mr. Jörg Engmann, both employees of Link Market Services GmbH, with registered office in Munich, exempted from the prohibition of multiple representation pursuant to Section 181 2nd alternative of the German Civil Code (BGB) and with the right to grant sub-proxy and to represent me/us at the Annual General Meeting of Deutsche Industrie REIT-AG on Friday, 6 March 2020, disclosing my/our name in the list of participants

and the voting rights of the _____ shares according to the admission card number _____
Number of shares as per admission card (s) *Admission card number(s)*

to exercise or have exercised for me/us in the following manner.

Individual instructions

(For all agenda items, please issue instructions on the respective resolution proposal of the management. Only one instruction may be issued for each agenda item).

Agenda item	YES	NO	CONTAINMENT
2. Resolution on the appropriation of the net profit for the 2018/2019 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Resolution on the discharge of the members of the Management Board for the financial year ended 30 September 2019			
a) Rolf Elgeti	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Sonja Petersen	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) René Bergmann	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Resolution on the discharge of the members of the Supervisory Board for the financial year ended 30 September 2019			
a) Achim Betz	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Dr Dirk Markus	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) Hans-Ulrich Sutter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Election of the auditor for the 2019/2020 financial year and for the audit review of interim financial reports	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

***This document is a translation for convenience only.
In case of doubt only the German version is valid.***

6.	Resolution on the Deputy Chairman of the Supervisory Board and amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Resolution on the increase in the number of members of the Supervisory Board and amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Agenda item	YES	NO	CONTAINMENT
8. Elections to the Supervisory Board			
a) Achim Betz	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b) Dr Dirk Markus	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c) Hans-Ulrich Sutter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d) Cathy Bell-Walker	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e) Antje Lubitz	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Resolution on the creation of Authorised Capital 2020/I and the corresponding amendment to the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Resolution on the cancellation of the existing and the creation of a new authorization to issue bonds with warrants and/or convertible bonds with the option to exclude the subscription right as well as on the creation of Contingent Capital I and corresponding amendment of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please note that the above instructions for exercising voting rights are only valid if you have had the admission card (s) for your shares issued in your name and if this proxy and instruction form has been completed in full either together with the admission card (s) or by stating your admission card number(s) and submitted to the proxies appointed by Deutsche Industrie REIT-AG by 5 March 2020 if possible. After this date we ask you to use the following e-mail address only: inhaberaktien@linkmarketservices.de.

Regarding the processing of your personal data, we refer to the "Information on data protection for shareholders" provided in the invitation to the Annual General Meeting. Further information on data protection can also be found on the company's website

<https://deutsche-industrie-reit.de/en/disclaimer/>

I/we hereby confirm that I/we have read the "Instructions on granting power of attorney and issuing instructions to the Company's proxies" and accept the conditions of proxy voting stated therein.

_____ the _____
Place Date

Signature(s) or person(s) of the declarant pursuant to § 126b BGB

***This document is a translation for convenience only.
In case of doubt only the German version is valid.***