



*A French limited company (SA) with share capital of €53,300,000
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**Presentation of the programme to repurchase own shares
approved by the Combined General Meeting of Shareholders
of 24 April 2013**

Pursuant to Articles 241-1 to 241-5 of the General Regulations of the French Financial Markets Authority (AMF) (and Commission Regulation (EC) No 2273/2003 of 22 December 2003, which came into force on 13 October 2004, concerning the methods of implementation of Directive 2003/6/EC of 28 January 2003), the purpose of the present document is to describe the objectives and the terms and conditions of the share repurchase programme approved by the General Meeting of Shareholders of 24 April 2013. The Board of Directors of 24 April 2013 decided to run this programme.

I - SUMMARY OF THE MAIN CHARACTERISTICS OF THE OPERATION

- **Issuer:** Affine R.E. hereinafter Affine, a company listed on the NYSE Euronext Paris regulated market, ISIN FR 0000036105, included in the CAC Mid & Small, IEIF-SIIC and EPRA indexes.
- **Share repurchase programme:**
 - **Securities concerned:** Affine shares
 - **Maximum percentage of the share capital concerned:** 10%
 - **Maximum unit purchase price:** €30 excluding expenses
 - **Objectives of the programme:**
 - market making through a liquidity contract;
 - allocation of shares to the employees;
 - purchase for retention or remittance in exchange or as payment in connection with potential external growth transactions (within the limit of 5% of the share capital);
 - cancellation of shares.
 - **Maximum duration of the programme:** 18 months from the date of the General Meeting, i.e. until 24 October 2014 at the latest.

II - ASSESSMENT OF THE PREVIOUS SHARE REPURCHASE PROGRAMME

The liquidity contract signed on 26 June 2010 with Kepler Capital Markets complies with AMAFI ethics charter on 8 March 2011, as approved by the French Financial Markets Authority (AMF) on 21 March 2011. Société Générale previously held the contract from 21 January 2010 until 25 June 2012.

➤ Summary declaration table

Declaration by the issuer of transactions in own shares from 27 April 2012 to 24 April 2013	
Percentage of the share capital held directly or indirectly at 24 April 2013	0.46%
Number of shares cancelled during the past 24 months	282,659
Number of shares in the portfolio on 24 April 2013 ⁽¹⁾	41,823
Book value of the portfolio on 24 April 2013	€594,950.50
Market value of the portfolio on 24 April 2013 based on the last quoted price (€14.1)	€589,704.30

⁽¹⁾ including 41,823 for market making, 0 for the free allocation of shares and 0 for retention and remittance in exchange or in payment in connection with potential external growth transactions (within the limit of 5% of the share capital).

	Cumulative gross flows		Open positions at 24 April 2013			
	Purchases	Sales / Transfers	Open purchases		Open sales	
			<i>Call options bought</i>	<i>Forward purchases</i>	<i>Call options sold</i>	<i>Forward sales</i>
Number of securities	165,409	171,158				
Maximum average due date			-	-	-	-
Average transaction price (€)	12.73	12.68				
Average exercise price (€)			-	-	-	-
Total (€)	2,105,869.17	2,170,654.21				

The company did not use derivative products.

III - OBJECTIVES OF THE SHARE REPURCHASE PROGRAMME AND USE OF THE SHARES PURCHASED

The objectives of this repurchase programme as defined in Resolutions 7 and 19 of the General Meeting of Shareholders of 24 April 2013 are classified by decreasing order of priority (which bears no relation to the actual order of implementation, which will be determined according to requirements and opportunities), and concern the following situations:

- market making by means of a liquidity contract, in accordance with the code of ethics of the French Association of Investment Firms (AFEI), recognised by the Financial Markets Authority,
- grants of shares to employees subject to legal provisions,
- purchase for retention or remittance in exchange or in payment, in connection with potential external growth transactions (within the limit of 5% of the share capital)
- cancellation of shares

The shares bought and retained by Affine shall be deprived of voting rights and will not confer dividend rights.

The Board of Directors will inform the shareholders at the Annual General Meeting of the purchases and transfers of shares carried out in this way, as well as the different objectives to which the shares acquired are allocated, and, where appropriate, reallocated, in accordance with legal requirements.

IV - LEGAL FRAMEWORK

This program is in line with the provisions of Articles 241-1 to 241-5 of the general regulations of the French Financial Markets Authority (AMF) and EC Regulation 2273/2003 of 22 December 2003. It was approved by the Combined General Meeting of Shareholders (Resolutions Nos. 7 and 19) of 24 April 2013. The Board of Directors of 24 April 2013 decided to run this programme.

V - TERMS AND CONDITIONS

1) Maximum amount of the share capital that may be acquired, and maximum amount payable by Affine

The maximum proportion of the share capital that Affine may acquire at any time is limited to 10% of the share capital. Given that the company directly held 41,823 own shares at 24 April 2013, i.e. about 0.46% of the share capital, a maximum of 861,573 shares may be bought back, i.e. 9.54% of the share capital, unless the company sells or transfers the securities it already holds.

The maximum purchase price of each share is €30. The maximum amount of capital that may be allocated to the share repurchase is €27,101,850.

In accordance with current legislation, the company undertakes not to hold, directly or indirectly, more than 10% of the share capital

2) Repurchase procedure

The purchases, sales and transfers may be carried out using any methods available on the market, or by mutual agreement, including transactions concerning blocks of securities. It is stated that the resolution put to the shareholders does not limit the proportion of the programme that can be carried out by purchasing blocks of securities. The Board of Directors may choose to carry out these transactions at any

time, including during the public offering of shares, within the limits allowed under stock market regulations. If derivative products are used, the company shall make sure that it does not increase the volatility of the security.

3) Programme duration and schedule

The share repurchase programme will end:

- either at the end of the General Meeting called to give a ruling on the financial statements for the financial year which ended on 31 December 2013, if the programme is ended by the General Meeting with immediate effect, for the unused part;
- or at the latest on 24 October 2014, at the end of the maximum period of 18 months.

4) Financing of the repurchase programme

The repurchase programme will be funded by Affine's own resources.

VI - BREAKDOWN OF AFFINE'S CAPITAL

On 24 April 2013 Affine's share capital amounted to €53,300,000 divided into 9,033,959 shares without statement of their par value. Shares registered in the name of the same shareholder for more than two years confer double voting rights.

To the company's best knowledge, the breakdown of its capital at 30 April 2013 was as follows:

	Breakdown of the capital		Breakdown of voting rights	
	Number of shares	%	Number of voting rights	%
Holdaffine BV	3,189,945	35.3	6,083,802	50.2
Float	5,844,014	64.7	6,024,479	49.8
TOTAL	9,033,959	100.0	12,108,281	100.0

This presentation and previous presentations are available on the company's website (www.affine.fr).

About Affine Group

Affine is a property company specializing in commercial property. At the end of 2012, Affine owned and operated, 63 properties worth €580m, with a total surface area of 506,000 sqm. The firm owns office properties (59%), retail properties (14%) and warehouses and industrial premises (26%). Its activity is distributed more or less equally between Ile-de France and the other French regions.

Affine is also the reference shareholder of Banimmo, a Belgian property repositioning company with activities in Belgium and France. The firm owns 24 properties in office and retail properties worth €414m. Lastly, its subsidiary Concerto European Developer is specialized in logistics development.

The Group's overall property holdings amount to €1,021m.

In 2003, Affine opted for the tax treatment applicable to French real estate investment trusts (SIIC). The Affine share is listed on NYSE Euronext Paris (Ticker: IML FP/BTTP.PA; ISIN code: FR0000036105) and admitted to the deferred settlement system (long only). It is included in the CAC Mid&Small, SIIC IEIF and EPRA indexes. Banimmo is also listed on NYSE Euronext. www.affine.fr

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