

BBI

BÜRGERLICHES BRAUHAUS
IMMOBILIEN AG

INVITATION
TO THE ORDINARY
GENERAL MEETING

31 ST JULY 2007



INVITATION

TO THE ORDINARY GENERAL MEETING

**Bürgerliches Brauhaus Immobilien Aktiengesellschaft
registered in Ingolstadt**

International Securities Identification Numbers
(ISIN) DE0005280002 and DE000AOKPN73

Wertpapierkennnummer (WKN) 528000 and AOKPN7

**We invite the shareholders of our company to the
120th General Meeting**

held in the "Wirtshaus am Auwaldsee",
Am Auwaldsee 20, 85053 Ingolstadt,
at 10.30am, on 31st July 2007

Agenda

ITEM 1

Presentation of the established annual financial statements and management report for the fiscal year 2006 of BBI Bürgerliches Brauhaus Immobilien AG, the approved consolidated financial statements and consolidated management report of the Management Board for the fiscal year 2006 of BBI Bürgerliches Brauhaus Immobilien AG, and the report of the Supervisory Board of BBI Bürgerliches Brauhaus Immobilien AG.

These documents may be inspected during normal business hours on the premises of BBI Bürgerliches Brauhaus Immobilien AG at the registered office of the company on Manchinger Str. 95, 85053 Ingolstadt, Germany. Copies of these documents will be sent immediately to the shareholders free of charge on request. They will also be available for inspection during the Annual General Meeting. The annual report of the company can be obtained from the website www.bbi-immobilien-ag.de.

ITEM 2

Resolution on ratification of the acts of the members of the Management Board for the fiscal year 2006

The Management Board and the Supervisory Board propose that the acts of the Management Board be ratified for the fiscal year 2006.

ITEM 3

Resolution on ratification of the acts of the members of the Supervisory Board for the fiscal year 2006

The Management Board and the Supervisory Board propose that the acts of all members of the Supervisory Board be ratified for the fiscal year 2006.

ITEM 4

Resolution on the election of the auditors for the fiscal year 2007

The Supervisory Board proposes that auditors Landestreuhand Weihestephan GmbH, Freising, Germany, be appointed auditors of the annual and consolidated annual financial statements for the fiscal year 2007. If abridged financial statements and an interim management report in the fiscal year 2007 are subjected to inspection or an audit pursuant to § 317 German Commercial Code (HGB), then auditors Landestreuhand Weihestephan GmbH are also to be commissioned for this purpose.

ITEM 5

Resolution on the increase in the authorised capital by a cash contribution of up to EUR 10,400,000.00

The authorised capital of the company, currently EUR 5,200,000.00, will be increased against cash contributions by a sum of up to EUR 10,400,000.00 to a sum of up to EUR 15,600,000.00 through the issuance of a total of up to 10,400,000 new no par value bearer shares having an accounting value of EUR 1.00 per share.

Shareholders will be granted their statutory subscription rights in that one or more banks resident in Germany will be licensed to subscribe to and take up the new shares at the lowest issue price of EUR 1.00 with the proviso that they offer these to the shareholders by way of an indirect rights offering at a subscription price to be fixed by the Management Board and at a subscription ratio of 1:2 (one old share confers the right to subscribe to two new shares) and offer unplaced shares for sale to interested investors at least at the subscription price by way of a public offering and/or a private placement.

The new shares are profit-sharing for all fiscal years for which the General Meeting has not adopted any resolution on the appropriation of profits.

The right to subscribe to new shares on the basis of this authorisation will exist only up to and including 30th January 2008.

The Management Board is authorised to determine further details of the capital increase and its implementation with the consent of the Supervisory Board.

The Supervisory Board is authorised to amend the wording of § 3 Nos. 1 and 2 of the Articles of Association in accordance with the scope of the capital increase.

ITEM 6

Resolution on the amendment of the previous § 3 Para. 3 of the Articles of Association and the creation of an Approved Capital 2007

In the course of the approved increase in the authorised capital, the Management Board and the Supervisory Board propose that the following resolutions be adopted:

1. § 3 Para. 3 of the Articles of Association and the explanation contained therein in respect of the share split in a ratio of 1:52 implemented in the fiscal year 2006 is deleted.
2. The Management Board is authorised, with the consent of the Supervisory

Board, to increase the authorised capital in the period up to 31st July 2012 either once or in tranches by a total of up to EUR 2,600,000.00 through the issuance of new no par value bearer shares against cash and/or non-cash contributions (Approved Capital 2007). Shareholders are to be granted a right of subscription.

The Management Board is authorised, with the consent of the Supervisory Board, to decide on the content of the stock rights and the conditions of the share issue and to determine in detail how the capital increase is implemented. The profit participation may be fixed in derogation of § 60 Para. 2 German Stock Corporation Act (AktG).

The Management Board is authorised, with the consent of the Supervisory Board, to exclude the statutory subscription right of the shareholders in the following cases:

- a) if the capital increase is executed against cash contributions and the amount of the authorised capital attributable pro rata to the new shares does not exceed 10% of the authorised capital existing at the time the new shares are issued and the issue price of the new shares does not fall substantially short within the meaning of §§ 203 Paras. 1 and 2, 186 Para. 4 AktG of the market price of the already listed shares of the same type and structure at the time the issue price is finally fixed by the Management Board;
- b) if exclusion of the subscription right is required in order to grant bearers of convertible bonds or loan stock or warrants issued by the company a right of subscription to the extent that would accrue to them after exercise of the option or conversion right or after discharge of the conversion obligation;
- c) if the capital increase is executed for non-cash contributions or within the scope of mergers for the purpose of acquiring companies, business units or participations in companies or for the issuance of shares to employees;
- d) for fractional amounts.

The Supervisory Board is further authorised to amend the wording of the Articles of Association in accordance with the respective scope of the capital increase from the Approved Capital 2007.

3. § 3 of the Articles of Association will have the following new Paragraph 3:

“The Management Board is authorised, with the consent of the Supervisory Board, to increase the authorised capital in the period up to 31st July 2012 either once or in tranches by a total of up to EUR 2,600,000.00 through the issuance of new no par value bearer shares against cash and/or non-cash contributions (Approved Capital 2007). Shareholders are to be granted a right of subscription.

The Management Board is authorised, with the consent of the Supervisory Board, to decide on the content of the stock rights and the conditions of the share issue and to determine in detail how the capital increase is implemented.

The Management Board is authorised, with the consent of the Supervisory Board, to exclude the statutory subscription right of the shareholders in the following cases:

- a) if the capital increase is executed against cash contributions and the amount of the authorised capital attributable pro rata to the new shares does not exceed 10% of the authorised capital existing at the time the new shares are issued and the issue price of the new shares does not fall substantially short within the meaning of §§ 203 Paras. 1 and 2, 186 Para. 4 AktG of the market price of the already listed shares of the same type and structure at the time the issue price is finally fixed by the Management Board;
- b) if exclusion of the subscription right is required in order to grant bearers of convertible bonds or loan stock or warrants issued by the company a right of subscription to the extent that would accrue to them after exercise of the option or conversion right or after discharge of the conversion obligation;
- c) if the capital increase is executed for non-cash contributions or within the scope of mergers for the purpose of acquiring companies, business units or participations in companies;
- d) for the issuance of shares to employees;
- e) for fractional amounts.”

The issue of new shares on the basis of the authorisation under No. 2 a. and No. 3 a. in exclusion of the subscription right must not in total exceed 10% of the authorised capital either at the time this authorisation becomes effective or at the time it is exercised. Shares which are issued or are to be issued in order to service bonds with warrants attached or convertible bonds are to be set off against this

number if the bonds were issued in analogous application of § 186 Para. 3 Sentence 4 AktG in exclusion of the subscription right. Also to be set off against the limit of 10% of the authorised capital is the sale of treasury shares if the sale is effected on the basis of an authority to sell treasury shares in exclusion of the subscription right which was valid at the time the Approved Capital became effective.

ITEM 7

Resolution on the amendment of the Articles of Association in respect of § 2:

According to the new § 30b Para. 3 German Securities Trading Act (WpHG) introduced by the German Act Implementing the European Transparency Directive, the communication of information to shareholders via electronic data transmission is only permitted if the General Meeting as well as the individual shareholder has consented to such communication. It is recommended for the sake of clarity that the Articles of Association of the company also be amended accordingly. In order to keep this option open to the Company in the future, the Management Board and the Supervisory Board propose adoption of the following resolution:

1. The General Meeting consents to the electronic data transmission of information to shareholders within the meaning of § 30b Para. 3 WpHG.
2. The previous § 2 of the Articles of Association is deleted.
3. The Articles of Association are revised as follows in respect of § 2:

“§ 2

1. Announcements of the company will be published solely in the Electronic Federal Gazette (*elektronischer Bundesanzeiger*) unless prescribed otherwise by law.
2. Information to the shareholders and to bearers of assets comparable to shares and of certificates representing shares may also be communicated via electronic data transmission under the conditions allowed by law.”

ITEM 8

Resolution on the amendment of the Articles of Association in respect of § 4:

The Management Board and the Supervisory Board propose adoption of the following resolution:

The following new Sentence 3 is added to § 4 Para. 1 of the Articles of Association:

“If the authorised capital is more than EUR 3 million, the Supervisory Board may determine that the Management Board consists of only one person.”

The previous Sentence 3 is retained and becomes the future Sentence 4 of the Paragraph.

ITEM 9

Resolution on the amendment of the Articles of Association in respect of § 9:

The Management Board and the Supervisory Board propose adoption of the following resolution:

§ 9 Para. 6 of the Articles of Association is revised as follows:

“Outside of meetings resolutions may be adopted by written, telegraphic, telex or other means of telecommunication and data transmission (in particular by fax, e-mail or electronic voting) if the Chairman of the Supervisory Board so determines for the individual case. This does not affect the mandatory provisions of law governing the adoption of resolutions by the Supervisory Board.”

ITEM 10

Resolution on the amendment of the Articles of Association in respect of § 11 (Place of the General Meeting):

The Management Board and the Supervisory Board propose as follows

The following Sentence 2 is added at the end of § 11 Para. 1 of the Articles of Association:

“Ordinary and extraordinary general meetings shall take place at the registered office of the company or at a place in Bavaria to be determined by decision of the Supervisory Board.”

ITEM 11

Resolution on the amendment of the Articles of Association in respect of § 16 in order to adapt to the German Electronic Commercial Register, Cooperative Society Register and Company Register Act (“EHUG”)

§ 175 Para. 2 AktG was amended by EHUG such that the displaying and free delivery of the annual financial statements, consolidated financial statements, manage-

ment report and group management report, the report of the Supervisory Board and the proposal of the Management Board for the appropriation of net earnings are no longer required provided that these documents are made available on the web pages of the company from the time the General Meeting is convened. To enable the Management Board to make use of this relief, the Management Board and the Supervisory Board propose that § 16 Para. 3 of the Articles of Association be revised as follows:

“The annual financial statements and the management report, the consolidated financial statements and group management report, the proposal of the Management Board for the appropriation of net earnings and the reports of the Supervisory Board must be displayed for inspection by the shareholders on the business premises of the company from convocation of the General Meeting and each shareholder must be given a copy on request. This will not apply if the fore-mentioned documents have been made available on the website of the company from convocation of the General Meeting.”

ITEM 12

Authorisation to acquire treasury shares:

The Management Board and the Supervisory Board propose adoption of the following resolution:

The company is, with the consent of the Supervisory Board, authorised to acquire by 31st January 2009 treasury shares in an amount not exceeding EUR 520,000.00 of the authorised capital pursuant to § 71 Para. 1 No. 8 German Stock Corporation Act (AktG).

The company must not use the authorisation for the purposes of trading in treasury shares.

The company may exercise the authority in entirety or in portions and on one or more occasions.

Treasury shares may be acquired through the stock exchange. The purchase price per share of the company (excluding ancillary purchase costs) must not vary by more than 10% up or down from the mean of the closing prices of the share of the company traded via MAX-ONE or on a functionally comparable successor system in place of the MAX-ONE system on the Munich Stock Exchange during the last five trading days before the shares were acquired. For the case that the company changes to another stock exchange, the computer-assisted market trading system used at the respective stock exchange will apply instead.

The Management Board is authorised to use shares of the company that are acquired on the basis of this authorisation as follows:

1. With the consent of the Supervisory Board, the shares may be sold again through the stock exchange or to shareholders in compliance with § 53a AktG.
2. The shares may be sold in a manner other than as described in No. 1 if the selling price of the treasury shares to be sold does not fall substantially short within the meaning of §§ 203 Paras. 1 and 2, 186 Para. 4 AktG of the market price of the already listed shares of the same type and structure at the time the issue price is finally fixed by the Management Board.
3. With the consent of the Supervisory Board, the shares may be withdrawn without such withdrawal or its implementation requiring a further decision of the General Meeting. The authority to withdraw may be exercised in entirety or in portions. Withdrawal will result in an increase in the proportion of other shares in the authorised capital, which will remain unchanged. In this case the Management Board is also authorised to adapt the indication of the number of shares in the Articles of Association.

The right of the shareholders to subscribe to the treasury shares to be sold is excluded insofar as these shares are used in accordance with the authority under No. 2 above. The authority under No. 2, including all further authorisations within the meaning of § 186 Para. 3 Sentence 4 AktG, is limited to a maximum total of 10% of the authorised capital of the company at the time the resolution is adopted.

Reports of the Management Board

On ITEM 6

Report of the Management Board to the General Meeting pursuant to § 202 in conjunction with § 186 Para. 3 Sentence 4, Para. 4 Sentence 2 German Stock Corporation Act (AktG)

The requested creation of approved capital will, if its object is a capital increase against cash contributions, help to maintain and extend the capital resources available to the company. Given in particular the purpose of the company and the desire to attract further investors as well as achieve the planned expansion of the business, appropriate capital resources are a fundamental foundation for future business activities.

The company would also like to have the option of utilising shares in order to finance equity interests. Since a capital increase for the purposes of implementing an acquisition must be effected quickly, the adoption of a pertinent resolution in the annual general meeting is no alternative to the creation of an approved capital. Only with approved capital will the Management Board be in a position to take advantage quickly and with minimum complications of opportunities that may arise to acquire undertakings in the interests of the shareholders in order thereby to further the business activities of the company and strengthen its competitive capacity.

The Management Board will be authorised for several cases to exclude the subscription right of the shareholders with the consent of the Supervisory Board.

Excluding the subscription right within the scope of a capital increase against cash contributions within the 10% limit set out in § 186 Para. 3 Sentence 4 AktG will make it easier to finance undertakings by raising capital. This will enable the company to obtain new capital flexibly and cost-effectively on the capital markets. It also allows strategic investors, institutional investors or other shareholder groups to be acquired. Dilution of the value of the existing shares is minimised in line with statutory limits in that the issue price must not fall significantly short of the market price.

Financing through bonds with option and conversion rights attached safeguards the flexible financing of the company. Cover for the servicing, and hence the attractiveness of the form of financing, makes it essential to grant the holders of option and conversion rights appropriate protection against dilution. Appropriate protection against dilution can be achieved by reducing the conversion price and compensating the bondholder in cash for the reduction. In the event that the authority is exercised, exclusion of the shareholders' subscription right means that the option or conversion price would not have to be reduced in order to safegu-

ard protection against dilution for holders of option or conversion rights.

The possibility of excluding the subscription right in the case of capital increases against cash contributions or mergers is intended to enable the Management Board, with the consent of the Supervisory Board, to acquire companies or participations in companies against the surrender of shares in BBI Bürgerliches Brauhaus Immobilien AG and to issue shares to employees. In many cases it is in the interests of both the company and the vendor for the consideration for the acquisition of a company to be provided in shares rather than in cash. From the point of view of the company, it makes sense to grant shares, particularly with regard to the financing of a corporate acquisition. For the vendor too, however, it may often be attractive to receive shares instead of cash. In order not to suffer a loss of competitiveness against other companies who have the option of using treasury shares as an acquisition currency, the intention is to enable BBI Bürgerliches Brauhaus Immobilien AG to make use of this option as well. Moreover, the issuance of shares against non-cash contributions can also serve to satisfy the claims of individual employees arising from and in connection with the existing remuneration model. Entitled employees can thus contribute their established and active remuneration claim to the company in the form of a receivable against the granting of shares.

The exclusion of the subscription right for fractional amounts allows the requested authorisation to be used in round sums while retaining a definite subscription right. This makes the technical implementation of the issuance of new shares much easier.

Given the reasons set out above, the creation of an approved capital in exclusion of the subscription right is essential. For reasons of both time and cost, the convocation of a general meeting for the individual case would be no alternative to the approved capital.

The Management Board's authority to utilise the approved capital is restricted in that the limit of 10% of the authorised capital of the company existing at the time the resolution on the exclusion of subscription rights is adopted must not be exceeded after including all further authorisations pursuant to § 186 Para. 3 Sentence 4 AktG. Thus the 10% limit in respect of all authorisations involving the possibility of an exclusion of subscription rights pursuant to § 186 Para. 3 Sentence 4 AktG is observed. This limited scope of the authorisation and the fact that the selling price for the shares that are to be sold must be based on the market price means that appropriate consideration is given to the asset and voting interests of the shareholders in the issuance of new shares to third parties in exclusion of the subscription right of the shareholders on the basis of the regulation in § 186 Para. 3 Sentence 4 AktG.

In each case that shares are issued in exclusion of the subscription right, the Management Board will give careful thought to whether this is in the interests of the company and hence of its shareholders. Only then will the Management Board make use of the option granted to it, and it will report on any such use in the next General Meeting.

On ITEM 12

Report of the Management Board to the General Meeting pursuant to § 71 Para. 1 No. 8 in conjunction with § 186 Para. 4 Sentence 2 AktG

Item 12 of the agenda contains the proposal that the company be authorised pursuant to § 71 Para. 1 No. 8 AktG to acquire by 31st January 2009 a total of up to 520,000 shares of the company and hence up to 10% of the current authorised capital. The proposed authorisation would give the company the option of acquiring, with the consent of the Supervisory Board, treasury shares in the amount of up to 10% of the current authorised capital by 31st January 2009. The maximum limit prescribed by law is thus observed. The shares may be acquired through the stock exchange, thereby safeguarding the duty enshrined in § 71 Para. 1 No. 8 Sentences 3 and 4 AktG to treat all shareholders the same.

Under the provisions of § 71 Para. 1 No. 8 AktG, the General Meeting may also authorise the company to effect a form of sale other than through the stock exchange or a sale to the shareholders in compliance with § 53a AktG. The possibility of selling treasury shares again that is proposed under no. 2 of item 12 is intended to simply the procurement of funds. The Management Board is authorised, with the consent of the Supervisory Board, to sell treasury shares in accordance with the regulation in § 186 Para. 3 Sentence 4 AktG at a price not significantly lower than the market price of the shares of the company at the time of sale. This option of selling treasury shares which had been bought back against payment in cash in exclusion of the subscription right furthers the interests of the company in achieving the best possible issue price when selling treasury shares. The possibility, provided in § 186 Para. 3 Sentence 4 AktG, of excluding the subscription right thereby enables the company to take advantage quickly, flexibly and cost-effectively of opportunities presented by changes in the market situation. The proceeds that can be realised from fixing prices close to their market level regularly lead to a greater inflow of resources than would be achieved from a share placement with subscription rights. The supply of own funds is thus improved in the interests of both shareholders and the company.

By dispensing with the time-consuming and cost-intensive process of handling subscription rights, the company can cover its equity requirements from short-

term market opportunities and also attract additional shareholder groups both in Germany and elsewhere. § 186 Para. 2 Sentence 2 AktG permits publication of the subscription price by no later than three days before the end of the subscription period. Even in this case, however, the volatility of equity markets presents a risk over several days, particularly of changes in rates. This risk often leads to safety markdowns having to be built in when determining the selling price.

In addition, if a subscription right is granted the company will not be able to react immediately to favourable market opportunities due to the length of the subscription period. This ability to sell treasury shares under optimum conditions without any significant markdown of the rights issue is particularly important for the company because the markets change constantly and new markets can offer very short-lived opportunities to which the company must be in a position to react quickly and flexibly.

The authorisation given to the Management Board to sell the shares is limited in that, after including all further authorisations pursuant to § 186 Para. 3 Sentence 4 AktG, 10% of the authorised capital of the company existing at the time the resolution on the exclusion of subscription rights is adopted must not be exceeded. Thus the 10% limit in respect of all authorisations involving the possibility of an exclusion of subscription rights pursuant to § 186 Para. 3 Sentence 4 AktG is observed. This limited scope of the authorisation and the fact that the selling price for the shares that are to be sold must be based on the market price means that appropriate consideration is given to the asset and voting interests of the shareholders in the sale of treasury shares to third parties in exclusion of the subscription right of the shareholders on the basis of the regulation in § 71 Para. 1 No. 8 Sentence 5 AktG in conjunction with § 186 Para. 3 Sentence 4 AktG.

In each case that shares are sold in exclusion of the subscription right, the Management Board will give careful thought to whether this is in the interests of the company and hence of its shareholders. Only then will the Management Board make use of the option granted to it, and it will report on any such use in the next General Meeting.

Attendance at the General Meeting

Only those shareholders who register with the company (registration) in good time before the General Meeting and provide evidence of their entitlement to attend the General Meeting and to exercise their voting right (entitlement) are entitled to attend the General Meeting and exercise their voting right in the General Meeting. Entitlement must be evidenced by means of certification of the shareholding from the custodian bank issued in text form in either German or English. Certification for those shares which are not held in a securities custody account at a financial institution on the prevailing date may also be issued by the company, a German notary, a central securities depository or a financial institution within the European Union.

The entitlement must apply at the start of 10th July 2007 (00:00 hours). The **registration and entitlement documents** must be received by the company by no later than the end of 24th July 2007 (24:00 hours) at the following address:

BBI Bürgerliches Brauhaus Immobilien Aktiengesellschaft
c/o PR Im Turm
HV-Service AG
Römerstraße 72 - 74
D-68259 Mannheim
Germany

Fax: +49 (0)621 7 177 213
E-Mail: eintrittskarte@pr-im-turm.de

The company will have the right to demand suitable further evidence of entitlement if it has any doubts as to the correctness or authenticity of the documentary evidence of entitlement. If this further evidence is not submitted in the requisite form, the company may bar the shareholder.

Shareholders wishing to attend the General Meeting are asked to inform their custodian bank as soon as possible. The custodian bank will send the registration and entitlement documents in the requisite form to the registration office which issues the admission tickets for the General Meeting.

Queries and motions by shareholders on items on the agenda and queries and any counter-motions by shareholders against a proposal from the management on a particular agenda item pursuant to §§ 126 Para. 1, 127 AktG (“Motions by shareholders”) must be sent solely to the following address no later than two weeks before the day of the General Meeting:

BBI Bürgerliches Brauhaus Immobilien Aktiengesellschaft
Investor Relations – Hauptversammlung 2007
Manchinger Straße 95
85053 Ingolstadt

Fax: +49 (0)8431 504 980
E-Mail: hv@bbi-immobilien-ag.de

Motions from shareholders which are to be made accessible will be published on the internet at www.bbi-immobilien-ag.de as soon as they are received. Any comments from the management will also be published at the same internet address.

Shareholders who do not wish to attend the General Meeting in person may have their voting right exercised by an authorised proxy, e.g. the custodian bank or an association of shareholders. The relevant power of attorney must be issued in writing if it is not authorised by either a financial institution or an association of shareholders (cf. § 135 Para. 2 AktG) and presented to the company when registering for the General Meeting.

As last year, we are asking our shareholders to authorise a proxy, nominated by the company and bound by instruction, before the General Meeting.

Shareholders wishing to issue a power of attorney to the proxy nominated by the company will need an admission ticket for the General Meeting. To ensure that the admission ticket is received in time, it should be ordered from the custodian bank as soon as possible. A power of attorney in favour of the proxy nominated by the company requires that the power of attorney is issued express instructions on all resolutions proposed for adoption. The power of attorney will be invalid without these instructions. Power of attorney must be issued in writing.

Shareholders will receive more details about authorisation of the proxy and the issuing of instructions, together with the admission ticket, which can be obtained in advance from your custodian bank.

Ingolstadt, June 2007
BBI Bürgerliches Brauhaus Immobilien AG

The Management Board

How to get there

Munich airport

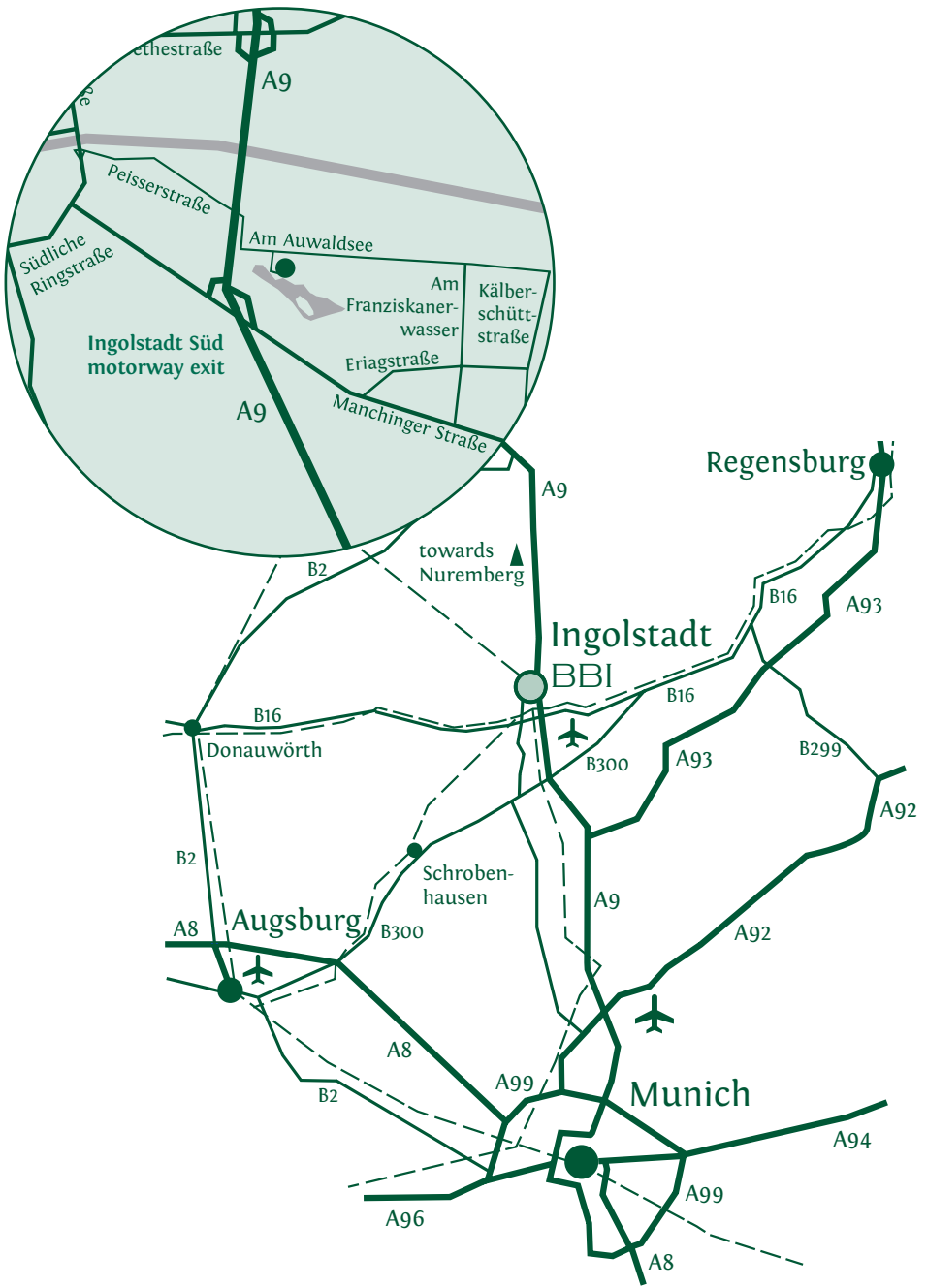
Continue by taxi.

A9 motorway

Take the Ingolstadt Süd exit on the A9 motorway, then turn left into Manchinger Straße, take another left into Eriagstraße and then, after about 800 m, turn left into Kälberschüttstraße. After a further 600 m, turn left into “Am Auwaldsee”. The “Wirtshaus am Auwaldsee” is on your left 1.1 km further on.

ICE station, Ingolstadt

Continue by taxi.



Ordinary General Meeting of BBI AG

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