

## Registration Document

### Erste Group Bank AG

*(Incorporated as a stock corporation in the Republic of Austria under registered number FN 33209 m)*

This supplement (the "**Supplement**") dated 5 November 2020 constitutes a supplement pursuant to Article 23 (1) of the Regulation (EU) 2017/1129, as amended (the "**Prospectus Regulation**") and is supplemental to, and should be read in conjunction with, the registration document dated 28 October 2020 (the "**Original Registration Document**" or the "**Registration Document**") of Erste Group Bank AG (the "**Issuer**" or "**Erste Group Bank**"). The Registration Document forms part of any base prospectus of the Issuer consisting of separate documents within the meaning of Article 8(6) of the Prospectus Regulation and as of the date of this Supplement, this Supplement relates to the base prospectuses consisting of separate documents in relation to the following programmes of the Issuer: (i) the covered bonds programme dated 20 November 2019; (ii) the multi issuer EMTN programme dated 4 December 2019; (iii) the structured notes programme dated 10 December 2019; (iv) the debt issuance programme dated 13 May 2020; (v) the capital guaranteed structured notes programme dated 26 June 2020; (vi) the warrants programme dated 10 July 2020; and (vii) the certificates programme dated 28 October 2020.

The Original Registration Document has been approved on 28 October 2020 by the Austrian Financial Market Authority (*Finanzmarktaufsichtsbehörde*, the "**FMA**").

This Supplement has been filed with and approved by the FMA in its capacity as competent authority, filed with the Vienna Stock Exchange (*Wiener Börse*) and published in electronic form on the Issuer's website under "<https://www.erstegroup.com/de/ueber-uns/erste-group-emissionen/prospekte/anleihen/rd28102020>".

Terms defined in the Registration Document shall have the same meaning when used in this Supplement.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference in the Registration Document by this Supplement and (b) any other statement in or incorporated by reference in the Registration Document, the statements mentioned in (a) above will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or material inaccuracy relating to the information included in the Registration Document has arisen or been noted, as the case may be, since the publication of the Registration Document.

**In accordance with Article 23 (2) of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for securities issued or to be issued by the Issuer before this Supplement was published have the right, exercisable within two working days after the publication of this Supplement, to withdraw their acceptances until, and including 9 November 2020, provided that the significant new factor, material mistake or material inaccuracy arose or was noted before the closing of the offer period and the delivery of the securities issued or to be issued, whichever occurs first. Investors may contact the relevant financial intermediary if they wish to exercise their right of withdrawal.**

The accuracy of the information contained in this Supplement does not fall within the scope of examination by the FMA under the Prospectus Regulation. The FMA only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer that is the subject of this Supplement.

## RESPONSIBILITY STATEMENT

The Issuer, with its registered office at Am Belvedere 1, A-1100 Vienna, Austria, is responsible for the information given in this Supplement.

The Issuer hereby declares that, to the best of the knowledge of the Issuer, the information contained in this Supplement is in accordance with the facts and makes no omission likely to affect its import.

## NOTICE

No person has been authorised to give any information or to make any representation other than those contained in this Supplement in connection with the issue or sale of securities issued or to be issued by the Issuer and, if given or made, such information or representation must not be relied upon as having been authorised by the Issuer or any arranger or dealer. Neither the delivery of the Registration Document and/or this Supplement nor any sale made in connection herewith shall, under any circumstances, create any implication that there has been no change in the affairs of the Issuer or the Issuer and its subsidiaries and participations taken as a whole (the "**Erste Group**") since the date hereof or the date upon which the Registration Document has been most recently supplemented or that there has been no adverse change in the financial position of the Issuer or Erste Group since the date hereof or the date upon which the Registration Document has been most recently supplemented or that any other information supplied in connection with the Registration Document is correct as of any time subsequent to the date on which it is supplied or, if different, the date indicated in the document containing the same.

The distribution of this Supplement and the offering or sale of securities issued or to be issued by the Issuer in certain jurisdictions may be restricted by law. Persons into whose possession this Supplement comes are required by the Issuer, any arranger and any dealer to inform themselves about and to observe any such restriction.

This Supplement does not constitute an offer of, or an invitation by or on behalf of any of the Issuer, any arranger or any dealer to subscribe for, or purchase, any securities issued or to be issued by the Issuer.

In case of any arranger or dealer none of them has independently verified the information contained in this Supplement and none of them makes any representation, express or implied, or accepts any responsibility, with respect to the accuracy or completeness of any of the information in this Supplement. Neither this Supplement nor any financial statements supplied in connection with the Registration Document or any securities issued or to be issued by the Issuer are intended to provide the basis of any credit or other evaluation and should not be considered as a recommendation by the Issuer, any arranger or any dealer that any recipient of this Supplement or any financial statements should purchase securities issued or to be issued by the Issuer. Each potential purchaser of securities issued or to be issued by the Issuer should determine for itself the relevance of the information contained in this Supplement or any financial statements and its purchase of securities issued or to be issued by the Issuer should be based upon any such investigation as it deems necessary. None of any arranger or any dealer undertakes to review the financial condition or affairs of the Issuer or Erste Group during the life of the arrangements contemplated by this Supplement nor to advise any investor or potential investor in securities issued or to be issued by the Issuer of any information coming to the attention of any arranger or any dealer.

Significant new factors, material mistakes and/or material inaccuracies (as referred to in Article 23 (1) of the Prospectus Regulation) have arisen which in the Issuer's perception are capable of affecting the assessment of securities issued or to be issued by the Issuer, and are thus herewith included in the Registration Document as follows:

- 1.1. In the section entitled **"DOCUMENTS INCORPORATED BY REFERENCE"** on page 4 of the Original Registration Document, the table with regard to the Unaudited Interim Condensed Consolidated Financial Statements as of 30 June 2020, shall be replaced by the following table:

**"English language translation of the Unaudited Interim Condensed Consolidated Financial Statements of the Issuer for the third quarter year ended 30 September 2020 – Interim Report Third Quarter 2020 (the "Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2020")"**

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Consolidated Balance Sheet	20
Consolidated Statement of Changes in Equity	21
Consolidated Statement of Cash Flows	22
Condensed notes to the Interim Consolidated Financial Statements of Erste Group for the period from 1 January to 30 September 2020	23 – 87"

- 1.2. In the section entitled **"DOCUMENTS INCORPORATED BY REFERENCE"** the last paragraph on page 4 of the Original Registration Document shall be replaced by the following paragraph:

"For the avoidance of doubt, such parts of the Audited Consolidated Financial Statements 2018 and 2019 respectively as well as of the Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2020 which are not explicitly listed in the tables above, are not incorporated by reference into this Registration Document as these parts are either not relevant for the investor or covered elsewhere in this Registration Document."

- 1.3. In the section entitled **"DOCUMENTS AVAILABLE FOR INSPECTION"** on page 5 of the Original Registration Document, the list paragraph numbered **"(v)"** shall be replaced by the following list paragraph numbered **"(v)"**:

"(v) the Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2020 incorporated by reference into this Registration Document

("https://cdn0.erstegroup.com/content/dam/at/eh/www\_erstegroup\_com/en/Investor%20Relations/2020/Reports/IR\_Interim\_Report\_EG\_Q320.pdf?forceDownload=1")"

- 1.4. In the section entitled **"SOURCES OF INFORMATION"** on page 6 of the Original Registration Document, the first sentence of the paragraph shall be replaced by the following sentence:

"Unless otherwise stated, statistical and other data provided in this Registration Document has been extracted from the Audited Consolidated Financial Statements 2019 and the English language translation of the annual report thereon as well as the Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2020."

- 1.5. In the section entitled **"2. ERSTE GROUP BANK AG"** in the subsection entitled **"2.9 RECENT EVENTS"** the information below the sub-heading **"COVID-19 Pandemic"** on page 33 of the Original Registration Document shall be replaced by the following information:

"The COVID-19 pandemic increased the level of uncertainty. The consequences for the economy as well as the measures taken by governments and regulators are likely to affect Erste Group's financial performance and position, including potentially significant impacts for expected credit losses, as well as impacts on operating income and potential goodwill and other non-financial assets impairment assessments. All negative effects that could be reasonably

estimated were recognised in the first three quarters of 2020. Erste Group will continue to follow the developments closely and will recognise any effects as the situation further unfolds in the second half of 2020.

During the first three quarters of 2020, Erste Group incurred modification losses in total amount of EUR 54.8 million. The vast majority of this impact relates to contractual modifications arising from COVID-19-related to public or private moratoria offered by Erste Group to their respective eligible clients, as well as to other contractual changes bilaterally agreed by Erste Group in response to addressing or preventing clients' liquidity shortages or other financial difficulties associated with the COVID-19 crisis.

Regarding the impairment of financial instruments the main contributor to the impairment allocation in line item "Impairment result from financial instruments" in the amount of EUR 478.3 million (out of overall impairment result in the amount of EUR 870.1 million) is directly attributable to changes in macro environment and management actions to identify mostly affected portfolios due to the COVID-19 pandemic. Observed deteriorations in credit portfolios, which were also significantly driven by the current COVID-19 situation, are the main reason for the remaining impairment allocation."

- 1.6. In the section entitled "2. ERSTE GROUP BANK AG" the information in the subsection entitled "2.11 SIGNIFICANT CHANGES AND MATERIAL ADVERSE CHANGES" on page 34 of the Original Registration Document shall be replaced by the following information:

"Except as disclosed under "2.9 Recent Events" above, there has been no material adverse change in the prospects of the Issuer since 31 December 2019 and no significant change in the financial performance and in the financial position of Erste Group since 30 September 2020."

- 1.7. In the section entitled "2. ERSTE GROUP BANK AG" in the subsection entitled "2.8 CREDIT RATINGS" commencing on page 31 of the Original Registration Document the table below the sub-heading "Moody's" shall be replaced by the following table:

"Long-Term	Outlook	Short-Term
A2	Stable	P-1
Public-Sector Covered Bonds	Aaa	
Mortgage Covered Bonds	Aaa	"

- 1.8. In the section entitled "2. ERSTE GROUP BANK AG" the information in the subsection entitled "2.12 SELECTED FINANCIAL INFORMATION" commencing on page 34 of the Original Registration Document shall be replaced by the following information:

**"Capital Position**

Basel 3 capital	31 December 2019 (phased-in)	30 September 2020 (final)
Basel 3 CET 1 in EUR billion	16.3	16.4
Basel 3 AT 1 in EUR billion	1.5	2.0
Basel 3 Tier 2 in EUR billion	4.2	3.9
Risk-weighted assets (RWA) in EUR billion	31 December 2019 (phased-in)	30 September 2020 (final)
Market risk	2.8	3.3
Operational risk	14.9	14.6
Credit risk	100.8	98.2

Total risk-weighted assets	118.6	116.1
<b>Basel 3 capital ratios</b>	<b>31 December 2019 (phased-in)</b>	<b>30 September 2020 (final)</b>
Basel 3 CET 1 ratio	13.8%	14.1%
Basel 3 Tier 1 ratio	15.0%	15.9%
Basel 3 total capital ratio	18.6%	19.3%

Source: Audited Consolidated Financial Statements 2019 and Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2020

All figures in the tables above are rounded. Due to the rounding a stated total amount may deviate from that total amount which is calculated by adding the stated single items.

### Prudential ratios pursuant to CRR on a consolidated level

	31 December 2018	31 December 2019	30 September 2020
Fully loaded leverage ratio	6.6%	6.8%	6.4%
Liquidity coverage ratio	150.1%	148.0%	179.4%

Source: Internal information of the Issuer

All figures in the table above are rounded.

### Regulatory capital requirements (SREP)

Capital requirements (SREP) for 2020; Erste Group's internal CET 1 target of 13.5% unchanged

- Combined impact of reduced countercyclical buffers results in expected 18 basis points at year-end 2020

		<i>Erste Group Consolidated</i>				<i>Erste Group Unconsolidated</i>		
		<i>Phase d-in</i>	<i>Fully loaded</i>	<i>ECB Capital Relief Measures<sup>1</sup></i>	<i>Fully loaded</i>	<i>Phased-in</i>	<i>Fully loaded</i>	
		<i>2019</i>	<i>Q3 2020</i>	<i>Q3 2020</i>	<i>YE 2020</i>	<i>2019</i>	<i>Q3 2020</i>	<i>YE 2020</i>
<b>Pillar 1 requirement</b>	<b>CET 1</b>	4.50%	4.50%	4.50%	4.50%	4.50%	4.50%	4.50%
<b>Combined requirement</b>	<b>buffer</b>	4.91%	4.68%	2.18%	4.68%	4.75%	4.63%	4.63%
Capital conservation buffer		2.50%	2.50%	0.00%	2.50%	2.50%	2.50%	2.50%
Countercyclical capital buffer <sup>2</sup>		0.41%	0.18%	0.18%	0.18%	0.25%	0.13%	0.13%
O-SII/Systemic risk buffer		2.00%	2.00%	2.00%	2.00%	2.00%	2.00%	2.00%
<b>Pillar 2 requirement<sup>3</sup></b>		1.75%	0.98%	0.98%	0.98%	1.75%	0.98%	0.98%
<b>Pillar 2 guidance</b>	<b>CET 1</b>	1.00%	1.00%	0.00%	1.00%	0.00%	0.00%	0.00%
<b>Regulatory minimum ratios excluding Pillar 2 guidance</b>								
	CET 1	11.16%	10.16%	7.66%	10.16%	11.00%	10.12%	10.12%

	requirement							
1.50% AT 1	Tier 1 requirement	12.66%	11.99%	9.49%	11.99%	12.50%	11.95%	11.95%
2.00% Tier 2	Own Funds requirement	14.66%	14.43%	11.93%	14.43%	14.50%	14.38%	14.38%

#### Regulatory minimum ratios including Pillar 2 guidance

	CET 1 requirement	12.16%	11.16%	n.a.	11.16%	11.00%	10.12%	10.12%
1.50% AT 1	Tier 1 requirement	12.66%	12.99%	n.a.	12.99%	12.50%	11.95%	11.95%
2.00% Tier 2	Own Funds requirement	14.66%	15.43%	n.a.	15.43%	14.50%	14.38%	14.38%

**Reported CET 1 ratio as of September 2020** 14.21%<sup>4</sup> 21.75%<sup>5</sup>

- Buffer to maximum distributable amount (MDA) restriction as of 30 September 2020: 394 basis points
- Available distributable items (ADI) as of 30 September 2020: EUR 2.7 billion (post 2019 dividend and AT 1 coupon; based on CRR II, which allows additional own funds components to be included, available distributable items are at EUR 5.2 billion)

Source: Internal information of the Issuer

1) Following ECB's announcement regarding measures in reaction to COVID-19 on 12 March 2020 (maximum distributable amount (MDA) restrictions still apply in case of a combined buffer requirement breach)

2) Planned values based on third quarter 2020 exposure (third quarter 2020 countercyclical buffer of 0.18% for Erste Group consolidated)

3) As of 12 March 2020, ECB brought forward measures for the use of the Pillar 2 Requirements regarding capital stack (56.25% for CET 1 capital and 75% for Tier 1 capital. The overall Pillar 2 Requirements remained at 1.75% for Erste Group)

4) Consolidated capital ratios pursuant to IFRS. Unconsolidated capital ratios pursuant to Austrian Commercial Code (*Unternehmensgesetzbuch - UGB*) and on phased-in basis. Available distributable items pursuant to the Austrian Commercial Code.

5) Unconsolidated CET 1 ratio based on second quarter 2020 figures

## Alternative Performance Measures

Alternative Performance Measure	Description / Purpose	Calculation
Fully loaded leverage ratio	The leverage ratio is calculated pursuant to Article 429 CRR and is designed to discourage the build-up of excessive leverage by the Issuer.	The leverage ratio shall be calculated as an institution's capital measure divided by the institution's total exposure measure and shall be expressed as a percentage.  Example for the third quarter 2020:  $\frac{18,409.3 (= \text{Tier 1 capital})}{286,753.5 (= \text{leverage ratio exposures})} \times 100 = 6.4\%$

Liquidity coverage ratio	The liquidity coverage ratio ("LCR"), according to Article 412 (1) CRR is designed to promote short-term resilience of the Issuer's liquidity risk profile and aims to ensure that the Issuer has an adequate stock of unencumbered high quality liquid assets ("HQLA") to meet its liquidity needs for a 30 calendar day liquidity stress scenario.	<p>The LCR is expressed as:</p> $\frac{\text{(stock of HQLA)}}{\text{(total net cash outflows over the next 30 calendar days)}} \geq 100\%$ <p>The numerator of the LCR is the stock of HQLA (High Quality Liquid Assets). Institutions must hold a stock of unencumbered HQLA to cover the total net cash outflows over a 30-day period under the prescribed stress scenario. In order to qualify as HQLA, assets should be liquid in markets during a time of stress and, in most cases, be eligible for use in central bank operations.</p> <p>The denominator of the LCR is the total net cash outflows. It is defined as total expected cash outflows, minus total expected cash inflows, in the specified stress scenario for the subsequent 30 calendar days. Total cash inflows are subject to an aggregate cap of 75% of total expected cash outflows, thereby ensuring a minimum level of HQLA holdings at all times.</p> <p>Example for the third quarter 2020:</p> $\frac{57,523,837,287.87}{32,064,947,020.66} \times 100 = 179.4\%$
Net profit or loss for the year	Pursuant to § 43(2) BWG, the profit or loss of the year is an item of the Issuer's income statement ( <i>Gewinn- und Verlustrechnung</i> ). Such income statement shall be drawn up in accordance with the layout set forth in the form contained in Annex 2 to § 43(2) BWG. The profit for the year may, unless resolved otherwise by the shareholders' meeting, be distributed as dividends to the shareholders.	<p>The Issuer's net profit or loss for the year is calculated as follows:</p> <p>Operating income, less operating expenses (= operating result), less value adjustments, plus value re-adjustments (= profit or loss on ordinary activities), plus extraordinary income, less extraordinary expenses and taxes (= profit or loss for the year after tax), plus or less changes in reserves (= profit or loss for the year after distribution on capital), plus profit brought forward from the previous year and less loss brought forward from the previous year (= net profit or loss for the year).</p> <p>Example for 2019:</p> $1,218.3 - 730.8 - 192.9 + 871.8 + 160.7 - 682.7 + 0.3 = 644.7$
Other reserves (retained earnings)	Pursuant to § 43(2) in conjunction with Annex 2 to Article I § 43, Part 1 and § 51(12) BWG "other reserves" constitute part of the Issuer's retained earnings and are established by the Issuer on a voluntary basis in addition to legal and statutory reserves. These "other reserves" constitute the untied part of the Issuer's retained earnings.	<p>The Issuer's Other reserves as of 31 December 2019 are calculated as the sum of Other reserves as of 31 December 2018 and the allocation to these reserves in 2019.</p> <p>Example for 2019:</p> $2,030.5 + 581.8 = 2,612.3$
Distributable Items applicable to AT 1 distributions in 2019 post-dividend payment	"Distributable Items" means the distributable items as defined in Article 4(1)(128) CRR in respect of each financial year of the Issuer, all as determined and further specified in the terms and conditions of the respective AT 1 instrument.	<p>The Distributable Items applicable to AT 1 distributions in 2019 post-dividend payment are calculated as the sum of the "Net profit or loss for the year" and the "Other reserves (retained earnings)" adjusted for the proposed dividend payment.</p> <p>Example for 2019:</p> $644.7 + 2,612.3 - 644.4 = 2,612.6$


Source: Information and calculation of the Issuer on the basis of the financial statements 2019 of Erste Group Bank AG prepared according to the Austrian Commercial Code (*Unternehmensgesetzbuch - UGB*) or the Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2020, respectively.

All figures in the table above are rounded and shown in EUR million."

**1.9. In the section entitled "GLOSSARY AND LIST OF ABBREVIATIONS" on page 50 of the Original Registration Document, the row with regard to the Unaudited Interim Condensed Consolidated Financial Statements as of 30 June 2020 shall be replaced by the following row:**

<b>"Unaudited Condensed</b>	<b>Interim</b>	the English language translation of the unaudited interim condensed consolidated financial statements of Erste Group for the third quarter
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**Consolidated Financial Statements as of 30 September 2020** year ended 30 September 2020"

<b>Signaturwert</b>	QI6hw3oUR3q/5JnV2QSkkCivGBw0JpcnK80LVzjsK/blcsdW6XM8Jpgs8ySGyRZjsy+BKlMFPafO+yEF+6WFdPJUPZVxgPbus9dmKf+CuGcxkd5+jRbnUuuWbMGorLd9PUB8dur/HvCAT/oVD2Cg7bZ4oWanKDitgrjnEFbi/asqBCt9zpGERxZpWQgtSC79LwqurecUaPJugaQzmvU9C5XBZplUWnSsGjfruTX340HxsG57XYQ7z4C6yrx9BQcrMwoIQmvt+QOMaGsyPAxOph4cqzEGL9WLqW5n/n9QEdhX767ABgP+Oj5UwSgMtlLm6Gd9RIG+/6+GxPw d5HXaw==	
	<b>Unterzeichner</b>	Österreichische Finanzmarktaufsichtsbehörde
	<b>Datum/Zeit-UTC</b>	2020-11-05T14:12:20Z
	<b>Aussteller-Zertifikat</b>	CN=a-sign-corporate-light-02,OU=a-sign-corporate-light-02,O=A-Trust Ges. f. Sicherheitssysteme im elektr. Datenverkehr GmbH,C=AT
	<b>Serien-Nr.</b>	532114608
	<b>Methode</b>	urn:pdfsigfilter:bka.gv.at:binaer:v1.1.0
<b>Prüfinformation</b>	Informationen zur Prüfung des elektronischen Siegels bzw. der elektronischen Signatur finden Sie unter: <a href="http://www.signaturpruefung.gv.at">http://www.signaturpruefung.gv.at</a>	
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