NOT FOR DISTRIBUTION IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES OF AMERICA, ITS TERRITORIES AND POSSESSIONS (INCLUDING PUERTO RICO, THE U.S. VIRGIN ISLANDS, GUAM, AMERICAN SAMOA, WAKE ISLAND AND THE NORTHERN MARIANA ISLANDS), ANY STATE OF THE UNITED STATES OF AMERICA OR THE DISTRICT OF COLUMBIA (THE "UNITED STATES") OR IN OR INTO OR TO ANY PERSON RESIDENT OR LOCATED IN ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO RELEASE, PUBLISH OR DISTRIBUTE THIS NOTICE.



Erste Group Bank AG announces the results of its tender offer in respect of its EUR 500,000,000 Undated Fixed to Fixed Resettable Notes (ISIN: XS1597324950)

13 September 2023

Erste Group Bank AG (the "Company") announces today the results of its invitation to eligible holders of its outstanding EUR 500,000,000 Undated Fixed to Fixed Resettable Notes (ISIN: XS1597324950) (the "Notes") to tender any and all such Notes for purchase by the Company for cash (the "Offer").

This notice is for information purposes only and must be read in conjunction with the tender offer memorandum dated 5 September 2023 (the "**Tender Offer Memorandum**") prepared by the Company. Capitalised terms used in this notice shall have the same meaning given to them in the Tender Offer Memorandum unless defined otherwise herein.

The New Financing Condition has been met on 12 September 2023.

The Company intends to accept (subject to satisfaction or waiver of the conditions described in the Tender Offer Memorandum, and subject to the Settlement Condition being fulfilled on the Settlement Date) valid tenders of Notes in the aggregate principal amount set out in the table below:

Description	ISIN	Aggregate principal amount of Notes validly tendered and accepted for purchase	Purchase Price	Principal amount outstanding following settlement of the Offer
Undated Fixed to Fixed Resettable Notes	XS1597324950	EUR 331,200,000	100 per cent.	EUR 168,800,000

The Company will also pay Accrued Interest in respect of the Notes accepted for purchase.

The Offer commenced on 5 September 2023 and expired at 5.00 p.m. (CEST) on 12 September 2023. Settlement is expected to take place on 15 September 2023 and will be subject to the Settlement Condition being fulfilled on the Settlement Date.

Notes that are not successfully tendered and accepted for purchase pursuant to the Offer will remain outstanding.

Questions and requests for assistance in connection with (i) the Offer may be directed to the Dealer Managers, and (ii) the delivery of Tender Instructions may be directed to the Tender Agent, the contact details for each of which are set out below:

DEALER MANAGERS

BNP Paribas

16, boulevard des Italiens 75009 Paris France

Tel.: +33 1 55 77 78 94

Email: liability.management@bnpparibas.com Attention: Liability Management Group

HSBC Continental Europe

38, avenue Kléber 75116 Paris France

Tel.: +44 20 7992 6237 Email: LM_EMEA@hsbc.com Attention: Liability Management, DCM

Erste Group Bank AG

Am Belvedere 1 1100 Vienna Austria

Tel.: +43 (0)5 0100 - 84053 Email: FISyndicate0604@erstegroup.com Attention: FIG a. SSA Capital Markets

Morgan Stanley Europe SE

Grosse Gallusstrasse 18 60312 Frankfurt am Main Federal Republic of Germany

Tel.: +44 20 7677 5040

Email: debt_advisory@morganstanley.com Attention: Global Debt Advisory Group

UBS Europe SE

Bockenheimer Landstraße 2-4 60306 Frankfurt am Main Federal Republic of Germany

Tel.: +44 20 7568 1121

Email: ol-liabilitymanagement-eu@ubs.com Attention: Liability Management

TENDER AGENT

Kroll Issuer Services Limited

The Shard
32 London Bridge Street
London SE1 9SG
United Kingdom

Telephone: +44 207 704 0880 Attention: Arlind Bytyqi / Paul Kamminga Email: erste@is.kroll.com

Offer Website: https://deals.is.kroll.com/erste

This notice, the Tender Offer Memorandum and the Offer are not for distribution, directly or indirectly, in or into or to any person located or resident in the United States.

The Offer referenced herein is not being made, directly or indirectly, in or into the United States by use of the mails or by any means or instrumentality (including, without limitation, e-mail, facsimile transmission, telephone and the internet) of interstate or foreign commerce, or of any facility of a national securities exchange of the United States and the Invitation cannot be accepted by any such use, means, instrumentality or facility or from within the United States.

This notice, the Tender Offer Memorandum and the Offer do not constitute or contemplate or form a part of any offer or solicitation to purchase or subscribe for securities in the United States.

Nothing in this notice and the Tender Offer Memorandum constitutes an offer to buy or the invitation to offer to sell securities in Italy (except as set out in the Tender Offer Memorandum), the Republic of France (except as set out in the Tender Offer Memorandum) and Belgium (except as set out in the Tender Offer Memorandum) or any other jurisdiction in which such offer or solicitation would be unlawful.

The Tender Offer Memorandum and the Offer may only be communicated to persons in the United Kingdom in circumstances where section 21(1) of the Financial Services and Markets Act 2000 does not apply.

The distribution of this notice and the Tender Offer Memorandum in certain jurisdictions may be restricted by law. Persons into whose possession this notice and the Tender Offer Memorandum comes are required by the Company, the Dealer Managers and the Tender Agent to inform themselves about, and to observe, any such restrictions. See "Offer and Distribution Restrictions" in the Tender Offer Memorandum.