#### Final Terms dated 16 October 2012

### **Erste Group Bank AG**

Tap Issue of Erste Group Zero Coupon Bond 2012-2015 "EGB Zerobond / 2015"

# under the €30,000,000,000 Debt Issuance Programme

The Prospectus referred to below (as completed by these Final Terms) has been prepared on the basis that, except as provided in sub-paragraph (ii) below, any offer of Notes in any Member State of the European Economic Area which has implemented the Prospectus Directive (2003/71/EC) (each, a "Relevant Member State") will be made pursuant to an exemption under the Prospectus Directive, as implemented in that Relevant Member State, from the requirement to publish a prospectus for offers of the Notes. Accordingly any person making or intending to make an offer of the Notes may only do so in:

- (i) circumstances in which no obligation arises for the Issuer or any Dealer to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive, in each case, in relation to such offer; or
- (ii) those Public Offer Jurisdictions mentioned in Paragraph 38 of Part A below, provided such person is one of the persons mentioned in Paragraph 38 of Part A below and that such offer is made during the Offer Period specified for such purpose therein.

Neither the Issuer nor any Dealer has authorised, nor do they authorise, the making of any offer of Notes in any other circumstances.

### **PART A - CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions (the "Conditions") set forth in the Prospectus dated 31 May 2012 and the supplement to the Prospectus dated 11 June 2012 and 20 September 2012 which together constitute a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) as amended (which includes the amendments made by the Directive 2010/73/EU (the "2010 PD Amending Directive") to the extent implemented in the Relevant Member State) (the "Prospectus Directive") This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Prospectus as so supplemented. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus as so supplemented. The Prospectus and the supplements to the Prospectus are available for viewing at http://www.erstegroup.com and during normal business hours at Börsegasse 14, 1010 Vienna and copies may be obtained from Erste Group Bank AG, Börsegasse 14, 1010 Vienna and on http://www.erstegroup.com.

The Prospectus and the Final Terms are also available for viewing at www.csas.cz.

Issuer Erste Group Bank AG
(i) Series Number: 1134

(ii) Tranche Number: 1

(If fungible with an existing Series, details of that Series, including the date on which the Notes become fungible).

3 Specified Currency or Currencies: Czech Koruna ("CZK")

4 Aggregate Nominal Amount: Tap issue ("Daueremission") up to CZK

1,000,000,000

(i) Series:

(ii) Tranche:

5 Issue Price: 95.92 % of the Aggregate Nominal Amount

and fixed thereafter by the Issuer according to

prevailing market conditions.

**6** (i) Specified Denominations: CZK 25,000

(ii) Calculation Amount Specified Denomination

7 (i) Issue Date: 25 October 2012(ii) Interest Commencement Date: Not Applicable

Maturity Date: 25 October 2015

9 Interest Basis: Zero Coupon

(further particulars specified below)

**10** Redemption/Payment Basis: Redemption at par

11 Change of Interest or Redemption/Payment Not Applicable

Basis:

8

12 Put/Call Options: Not Applicable

13 (i) Status of the Notes: Senior

(ii) Date [Board] approval for issuance of Notes

obtained:

according to Overall Planning Approval of Management Board dated 22 November 2011 and Supervisory Board dated 14 December

2011

14 Method of distribution: Non-syndicated

### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15 Fixed Rate Note Provisions Not Applicable
16 Floating Rate Note Provisions Not Applicable
17 Zero Coupon Note Provisions Applicable

(i) Amortisation/Accrual Yield: IRR: 1.3982% per annum

(ii) Reference Price Not Applicable

(iii) Any other formula/basis of determining

amount payable:

30/360, unadjusted, following

18 Index-linked Interest Note/other variable-

**linked Interest Note Provisions** 

Not Applicable

19 Dual Currency Note Provisions Not Applicable

# PROVISIONS RELATING TO REDEMPTION

20 Call Option Not Applicable21 Put Option Not Applicable

22 Final Redemption Amount of each Note

In cases where the Final Redemption Amount is Index-Linked or other variable-linked:

Not Applicable

23 Redemption of Reverse Convertible Notes

(Cash-or-Share Notes, Cash-or-Fund Notes, Cash-or-Commodity Notes, Cash-or-

Not Applicable

#### **Currency Notes, Cash-or-Future Notes)**

# 24 Early Redemption Amount

Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):

With respect to each Note the Early Redemption Amount payable upon redemption in accordance with Condition 6 or following an Event of Default according to Condition 10 shall be an amount equal to the market value of such Note on the date of early redemption, adjusted to account fully for any losses, expenses and costs to the Issuer (or any of its affiliates) of unwinding any underlying or related hedging and funding arrangements, all as determined by the Issuer in its sole and absolute discretion.

24a) Redemption for Regulatory Reasons

Not Applicable

### **GENERAL PROVISIONS APPLICABLE TO THE NOTES**

**25** Form of Notes: Notes governed by Austrian law:

Bearer Notes:

Temporary Global Note exchangeable for a Permanent Global Note which is not exchangeable for Definitive Notes

26 New Global Note: No

27 Financial Centre(s) or other special provisions Prague, TARGET relating to payment dates:

Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on

which such Talons mature):

No

29 Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made [and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment]:

Not Applicable

30 Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made:

Not Applicable

Redenomination, renominalisation and reconventioning provisions:

Not Applicable

**32** Consolidation provisions:

Not Applicable

33 Other final terms:

The Issuer may (but is not obliged to) repurchase Notes if requested by Noteholders to do so, and will repurchase such Notes at an amount equal to the market value of such Note on the date of repurchase, adjusted to account fully for any losses, expenses and costs to the Issuer (or any of its affiliates) of unwinding any

underlying or related hedging and funding arrangements, all as determined by the Issuer in its sole and absolute discretion.

# **DISTRIBUTION**

**34** (i) If syndicated, names and addresses of Not Applicable

Managers and underwriting commitments

(ii) Date of Subscription Agreement: Not Applicable(iii) Stabilising Manager(s) (if any): Not Applicable

35 If non-syndicated, name and address of Erste Group Bank AG

Dealer:

36 Total commission and concession: Not Applicable

37 U.S. Selling Restrictions: TEFRA D

38 Non-exempt Offer: An offer of the Notes may be made by Ceská

sporitelna, a.s. other than pursuant to Article 3(2) of the Prospectus Directive in the Czech Republic ("Public Offer Jurisdiction") starting

on 23 October 2012.

See further detail in paragraph 11 of Part B

below.

39 Additional selling restrictions: Not Applicable

40 Jurisdiction and Governing Law: Austrian
41 Binding language English
42 Domestic or International Notes: Domestic

# **Purpose of Final Terms**

These Final Terms comprise the final terms required for issue of the Notes described herein pursuant to the €30,000,000,000 Debt Issuance Programme of Erste Group Bank AG.

# Responsibility

The Issuer accepts responsibility for the information contained in these Final Terms.

Erste Group Bank AG as the Issuer.

By: By:

Authorised Officer Authorised Officer

#### **PART B - OTHER INFORMATION**

### 1. LISTING AND ADMISSION TO TRADING

(i) Listing: None.

(ii) Admission to trading: Not Applicable

### 2. RATINGS

Ratings: The Notes to be issued have not been

rated.

### 3. NOTIFICATION

The Commission de Surveillance du Secteur Financier (CSSF - Luxembourg) has provided the competent authorities of Austria, Germany, the Czech Republic, Hungary, the Slovak Republic and Romania with a certificate of approval attesting that the Prospectus has been drawn up in accordance with the Prospectus Directive.

# 4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save as discussed in "Subscription and Sale", so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

# 5. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

(i) Reasons for the offer: See "Use of Proceeds" wording in

Prospectus

(ii) Estimated net proceeds: Not Applicable(iii) Estimated total expenses: EUR 1,000

# 6. Fixed Rate Notes only - YIELD

Indication of yield: Not Applicable

# 7. Floating Rate Notes only - HISTORIC INTEREST RATES

Not Applicable

8. Index-linked or Equity-linked or Fund-linked or Credit-linked or Commodity-linked or Future-linked or other variable-linked Notes only - PERFORMANCE OF INDEX/FORMULA/UNDERLYING EQUITY/FUND/CREDIT EVENT/COMMODITY/FUTURE/OTHER VARIABLE, EXPLANATION OF EFFECT ON VALUE OF INVESTMENT AND ASSOCIATED RISKS AND OTHER INFORMATION CONCERNING THE UNDERLYING

Not Applicable

9. Dual Currency Notes only - PERFORMANCE OF RATE[S] OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT

Not Applicable

### 10. OPERATIONAL INFORMATION

(i) ISIN Code: AT000B007497(ii) Common Code: Not Applicable

(iii) Clearing system(s)

a) for International Notes: Euroclear Bank S.A./N.V. / Clearstream

Banking, Société Anonyme

b) for Domestic Notes: OeKB and Euroclear Bank S.A./N.V. /

Clearstream Banking, Société Anonyme through an account held with OeKB]

(iv) Delivery: Delivery against payment

(v) Names and addresses of initial Paying Agent(s): Erste Group Bank AG, Graben 21, 1010 Vienna

(vi) Names and addresses of additional Not applicable Paying Agent(s) (if any):

(vii) Names and addresses of Delivery Erste Group Bank AG

(viii) Intended to be held in a manner which would allow Eurosystem eligibility.

Agent (s) (if not BNP Paribas)

No

## 11. Terms and Conditions of the Offer

(i) Offer Price: Issue Price(ii) Conditions to which the offer is Not Applicable

subject:

(iii) Time period, including any possible amendments, during which the offer will be open and description of the

application process:

(iv) Description of possibility to reduce subscriptions and manner for refunding excess amount paid by

applicants:

(v) Details of the minimum and/or maximum amount of application

maximum amount of application:

(vi) Details of the method and time limits for paying up and delivering the Notes:

(vii) Manner in and date on which results of the offer are to be made public:

(viii) Procedure for exercise of any right of pre-emption, negotiability of subscription rights and treatment of subscription rights not exercised: • • •

Not Applicable

Not Applicable

Not Applicable

Not Applicable

Not Applicable

Not Applicable

(ix) Categories of potential investors to Not Applicable

which the Notes are offered and whether tranche(s) have been reserved for certain countries:

(x) Process for notification to applicants of the amount allotted and the indication whether dealing may begin before notification is made:

Not Applicable

(xi) Amount of any expenses and taxes specifically charged to the subscriber or purchaser:

Not Applicable

(xii) Name(s) and address(es), to the extent known to the Issuer, of the placers in the various countries where the offer takes place.

Distributor in the Czech Republic is Ceská sporitelna, a.s., Olbrachtova 1929/62, 140 00 Praha 4, Czech Republic