

## Final Terms dated 4 October 2012

### Erste Group Bank AG

Issue of EUR 500,000,000 7.125 per cent. Fixed Rate Subordinated Notes due 2022  
under the

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

#### 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 first supplement to the Prospectus dated 11 June 2012 and the second supplement to the Prospectus dated 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 [www.erstegroup.com](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 [www.erstegroup.com](http://www.erstegroup.com).

<b>1</b>	Issuer:	Erste Group Bank AG
<b>2</b>	(i) Series Number:	1132
	(ii) Tranche Number:	1
	(If fungible with an existing Series, details of that Series, including the date on which the Notes become fungible).	
<b>3</b>	Specified Currency or Currencies:	Euro ("EUR")
<b>4</b>	Aggregate Nominal Amount of Notes:	EUR 500,000,000
	(i) Series:	EUR 500,000,000
	(ii) Tranche:	EUR 500,000,000
<b>5</b>	Issue Price:	99.782% of the Aggregate Nominal Amount
<b>6</b>	(i) Specified Denominations:	EUR 100,000 and integral multiples of EUR 1,000 in excess thereof up to and including EUR 199,000. No Notes in definitive form will be issued with a denomination above EUR 199,000.

	(ii) Calculation Amount:	EUR 1,000
7	(i) Issue Date:	8 October 2012
	(ii) Interest Commencement Date:	8 October 2012
8	Maturity Date:	10 October 2022
9	Interest Basis:	7.125% Fixed Rate
10	Redemption/Payment Basis:	Redemption at par
11	Change of Interest or Redemption/Payment Basis:	Not Applicable
12	Put/Call Options:	Not Applicable
13	(i) Status of the Notes:	Subordinated Notes
	(ii) Date Board approval for issuance of Notes obtained:	Issued according to Overall Planning Approval of Management Board dated 22 November 2011 and Supervisory Board dated 14 December 2011

14 Method of distribution: Syndicated

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

15	<b>Fixed Rate Note Provisions</b>	Applicable
	(i) Rate of Interest:	7.125% per annum payable annually in arrear
	(ii) Interest Payment Dates:	10 October in each year adjusted in accordance with the Following Business Day Convention commencing on 10 October 2013, not adjusted
	(iii) Fixed Coupon Amount(s):	EUR 71.25 per EUR 1,000 Calculation Amount, save in respect of the long first coupon
	(iv) Broken Amount(s):	There will be a long first coupon for the period from (and including) the Issue Date to (but excluding) 10 October 2013
	(v) Day Count Fraction:	Actual/Actual (ICMA)
	(vi) Interest Determination Dates:	10 October
	(vii) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16	<b>Floating Rate Note Provisions</b>	Not Applicable
17	<b>Zero Coupon Note Provisions</b>	Not Applicable

<b>18</b>	<b>Index-linked Interest Note/other variable-linked interest Note Provisions</b>	Not Applicable
<b>19</b>	<b>Dual Currency Note Provisions</b>	Not Applicable
<b>PROVISIONS RELATING TO REDEMPTION</b>		
<b>20</b>	<b>Call Option</b>	Not Applicable
<b>21</b>	<b>Put Option</b>	Not Applicable
<b>22</b>	<b>Final Redemption Amount of each Note</b>	Not Applicable
	In cases where the Final Redemption Amount is Index-Linked or other variable-linked:	
<b>23</b>	<b>Redemption of Reverse Convertible Notes (Cash-or-Share Notes, Cash-or-Fund Notes, Cash-or-Commodity Notes, Cash-or-Currency Notes, Cash-or-Future Notes)</b>	Not Applicable
<b>24</b>	<b>Early Redemption Amount</b>	EUR 1,000 per Calculation Amount, according to Condition 6 of the Terms and Conditions of the Notes
	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):	
<b>24a.</b>	<b>Redemption for Regulatory Reasons</b>	Applicable (Condition 6(g))

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

<b>25</b>	Form of Notes:	Bearer Notes governed by English law: Temporary Global Note exchangeable for Permanent Global Note exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note
<b>26</b>	New Global Note	Yes
<b>27</b>	Financial Centre(s) or other special provisions relating to Payment	TARGET 2

	Dates:	
<b>28</b>	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
<b>29</b>	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
<b>30</b>	Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made:	Not Applicable
<b>31</b>	Redenomination, renominatisation and reconventioning provisions:	Not Applicable
<b>32</b>	Consolidation provisions:	The provisions in Condition 13 apply
<b>33</b>	Other final terms:	Not Applicable
<b>DISTRIBUTION</b>		
<b>34</b>	(i) If syndicated, names of Managers	<u>Joint Lead Managers:</u>  BNP PARIBAS  CREDIT SUISSE SECURITIES (EUROPE) LIMITED  ERSTE GROUP BANK AG  HSBC BANK PLC
	(ii) Stabilising Manager(s) (if any):	HSBC Bank plc
<b>35</b>	If non-syndicated, name of Dealer:	Not Applicable
<b>36</b>	U.S. Selling Restrictions	Reg S Compliance Category 2, TEFRA D
<b>37</b>	Additional selling restrictions:	Hong Kong, Singapore, Switzerland
<b>38</b>	Jurisdiction and Governing Law:	English (except for the provisions regarding the subordination which will be governed and construed in accordance with Austrian law)
<b>39</b>	Binding language:	English

**PURPOSE OF FINAL TERMS**

These Final Terms comprise the final terms required for issue and admission to trading on the Luxembourg Stock Exchange 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:

Authorised Officer

By:

Authorised Officer

## PART B - OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

- (i) Listing: Luxembourg Stock Exchange
- (ii) Admission to trading: Application has been made by the Issuer for the Notes to be admitted to trading on the Luxembourg Stock Exchange with effect from 8 October 2012.
- (iii) Estimate of total expenses related to admission to trading: Approximately EUR 6,000

### 2. RATINGS

- Ratings: The Notes to be issued have been rated.  
Fitch: BBB+  
S & P: BBB
- Fitch Ratings Ltd. ("Fitch") and Standard & Poor's Credit Market Services France ("S & P") are established in the European Union or have relevant subsidiaries which are established in the European Union and have been registered under Regulation (EC) No 1060/2009, as amended.

### 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 and the supplements thereto have 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 section "Use of Proceeds" in Prospectus
- (ii) Estimated net proceeds: EUR 497,160,000

(iii) Estimated total expenses: EUR 8,000

## 6. YIELD

Indication of yield: 7.156 per cent. per annum

The yield is calculated as the effective interest rate on the Notes as of the Issue Date by reference to the internal rate of return on the basis of the Issue Price. It is not an indication of future yield.

## 7. 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.

## 8. PERFORMANCE OF RATE OF EXCHANGE AND EXPLANATION OF EFFECT ON VALUE OF INVESTMENT

Not applicable.

## 9. OPERATIONAL INFORMATION

- (i) ISIN Code: XS0840062979
- (ii) Common Code: 084006297
- (iii) Clearing system(s): Euroclear Bank S.A./N.V./Clearstream Banking, Société Anonyme
- (iv) Delivery: Delivery against payment
- (v) Names and addresses of initial Paying Agent: BNP Paribas Securities Services  
Luxembourg Branch  
33, rue de Gasperich  
Howald-Hesperange  
L-2085 Luxembourg
- (vi) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (vii) Names and addresses of Delivery Agent(s) (if not BNP Paribas): Not Applicable
- (viii) Intended to be held in a manner which would allow Eurosystem eligibility: No