

Agenda Item 9

„The following resolution shall be resolved by the shareholders' meeting:

RESOLUTION

The proportionate de-merger by acquisition according to sec 1 para 2 No 2 in connection with sec 8 para 1 of the Austrian De-Merger Act (Spaltungsgesetz; "SpaltG"), pursuant to the De-Merger and Acquisition Agreement dated 26 March 2008 as filed with the Vienna Companies Register, on the basis of the final balance sheet of Erste Bank der oesterreichischen Sparkassen AG of 31 December 2007, shall be resolved, whereby the de-merger of the Business Division Austria is made from Erste Bank der oesterreichischen Sparkassen AG with its seat in Vienna as transferring company to Dritte Wiener Vereins-Sparcasse AG with its seat in Vienna as acquiring company by way of universal succession and continuance of the transferring company without granting shares in the acquiring company. The De-Merger and Acquisition Agreement dated 26 March 2008 shall be approved. With regard to the foregoing, the articles of association of Erste Bank der oesterreichischen Sparkassen AG shall be amended as announced in the published agenda item 9, whereby the exact wording is evident from the available enclosure [comparison of articles of association with regard to agenda item 9], which shall be annexed to the minutes of the shareholders' meeting. “