Information for Custodian Banks

Due to changes in the Austrian Joint Stock Companies Act (Aktiengesetz, AktG) made by the 2009 Company Law Amendment Act (Aktienrechts-Änderungsgesetz 2009) the **provisions of the Articles of Association** of our Company **on convening** the Annual General Meeting, **depositing** the shares for the AGM and the **right to attend** the AGM **do not apply**.

The right to attend the Annual General Meeting, to exercise the voting right and the other shareholder rights to be asserted in the course of the Annual General Meeting are governed by the shareholdings as of the close of 2 May 2010 (Record Date).

The Annual General Meeting may only be attended by persons who are shareholders or holders of participation certificates at such Record Date and who provide evidence thereof to the Company.

A written certificate of holding, signed by duly authorised representatives, pursuant to sec. 10a of the Joint Stock Companies Act shall be sufficient to evidence a shareholder's shareholding as of the Record Date, **which shall be delivered to the Company no later than 7 May 2010 only at one of the addresses indicated below.**

By post	Erste Group Bank AG c/o GM-services Seeböckgasse 41 1160 Vienna Austria,
By telefax	+43 (0)5 0100 9 - 16383
By SWIFT	GIBAATWGGMS message type MT598; Be sure to state ISIN AT0000652011 in case of shares or ISIN AT0000A0D4T3 in case of participation certificates in the text of the message Transfer of files via SWIFT (FileAct): Please observe instructions indicated below

Certificate of holding pursuant to sec. 10a of the Joint Stock Companies Act

The **certificate of deposit** is to be issued by the custodian bank (not a parent or subsidiary credit institution in charge of keeping securities on deposit) with its seat in a member state of the European Economic Area or in a full member state of the OECD and must **include the following information**:

- information on the issuer: (corporate) name and address or any code that is customarily used among credit institutions (SWIFT code),
- information on the depositor: (corporate) name, address, date of birth for individuals, register and register number for legal entities (if available),
- information on the securities: ISIN (AT0000652011 for shares, AT0000A0D4T3 for participation certificates) as well as number of securities,
- deposit number and/or other designation,
- date to which the certificate of deposit refers.

The certificate of holding is deemed to be the evidence of the shareholding to qualify the holder to take part in the AGM and must refer to the closing date at 2 May 2010 (Record Date).
For this reason a certificate of holding cannot be **issued** or delivered **prior to 3 May 2010**.

The certificate of deposit must be issued in **German or English**.

Securities will not be blocked by registering for the AGM and/or by submitting a certificate of holding, which is why holders may continue to freely dispose of their securities also after registering and/or submitting a certificate of holding.

In order to avoid flawed or incomplete certificates of holding not complying with the standards of sec. 10a of the Joint Stock Companies Act, please refer to the downloadable samples relevant for delivery of certificates in writing by postal service or by telefax.

As regards the transfer of a certificate of holding pursuant to sec. 10a of the Joint Stock Companies Act by SWIFT (message type MT598) please refer to the attached sample illustrating the necessary structure of such a message. In contrast to a written certificate of holding, the name of the issuer is not indicated as the issuer can be taken from the header of the SWIFT message (BIC of the sender). Please note that the SWIFT message may only be sent by the custodian bank.

If a certificate of holding pursuant to sec. 10a of the Companies Act is transferred by SWIFT FileAct, the following has to be observed:

- FileAct is a file transfer service via the SWIFT network, allowing for the transfer of files from one SWIFT member to another. The sender and recipient are known on both sides. Only real-time mode is supported for this service as this immediately informs the sender whether the transfer has been duly carried out. Delivery notification is not supported.
- The FileAct system must only be implemented once between the sender and recipient (Erste Group Bank AG). If you have already set up the system on the occasion of another AGM, no further steps will have to be taken.
  First-time implementation takes three to five days. In this case the necessary parameters have to be requested via MT599 by "ATTN FileAct Parameters - General Meeting Service" from GIBAATWGGMS. Do not forget to specify the Responder DN, which usually is the sender BIC used for sending. You will then receive the FileAct parameters via the same channel.
- Please note that FileAct only supports the transfer of files using Windows character sets (e.g. xls, pdf, csv, tif, etc.). The certificate of deposit that is transferred must contain all the information pursuant to sec. 10a of the Joint Stock Companies Act.

The Company would like to inform that depositors whose certificates of holding as specified in sec. 10a of the Joint Stock Companies Act have not been issued and delivered within the meaning of the above information are not entitled to attend the Annual General Meeting or to exercise their voting right!

Please note that the samples are for illustration only and that the Company accepts all certificates of holding within the meaning of the above information.

In your capacity as a custodian credit institution you are kindly requested to send a confirmation to those depositors that are indicated in the certificates of holding. These confirmations should specify the name of the holder and the type and number of securities. By doing so, the registration of participants at the date of the AGM will be expedited.

Further inquiries

If you need further **information** about this topic, please call our info hotline – AGM at +43 (0)5 0100 6 – 16386. Make sure you include your **contact details in any communication** so we know how to contact you.

Sample certificate of deposit via SWIFT MT598

108	:	
20	:	AT0000652011 and/or AT0000A0D4T3
21	:	
12	:	599
77E	:	ATTN Hauptversammlungsservice Erste Group

Re.: Annual General Meeting Erste Group Bank AG
the following securities of the depositor specified hereinbelow
were in the custody of our bank
at the close of 2 May 2010:

[for legal entities:]

Corporate name: (please insert corporate name here)
[if applicable] entered into the commercial register under file no. FN: 9999999x, Commercial Court of Vienna
Address: 1010 Vienna, Graben 1
Number of securities: 1,000
ISIN: AT0000652011
Deposit number: 1111

[for individuals:]

Name: (please insert name here)
Date of birth: 01.01.1900
Address: 1010 Vienna, Graben 1
Number of securities: 1,000
ISIN: AT0000A0D4T3
Deposit number: 1111

[The certificate of deposit must be issued and sent by the custodian bank.]