

Agenda Item 9

The Management Board and the Supervisory Board propose that the general meeting passes the following resolution:

RESOLUTION

The authorisation granted to the Management Board in the 18th ordinary general meeting of Erste Group Bank AG to acquire own participation certificates for the purpose of securities trading shall be revoked and the Management Board shall be authorised, for the duration of 30 months from the date of the resolution, i.e. until 15 November 2015 and in accordance with § 23 para 16 Banking Act in conjunction with § 65 para 1 No 7 Stock Corporation Act, to acquire participation capital for the purpose of securities trading subject to the Supervisory Board's consent. This acquisition option shall be for a maximum of 10 percent of the Company's participation capital, with the option of making repeated use of this 10% limit, either on the stock exchange or over the counter to the exclusion of the participation certificate holders' right to tender proportional payment. The trading volume of participation certificates to be acquired for this purpose may not exceed 5 percent of the participation capital at the close of each day. EUR 100 (one hundred euros) per participation certificate shall constitute the lowest consideration and EUR 1,500 (one thousand five hundred euros) per participation certificate shall be the maximum consideration.

Pursuant to § 23 para 16 Banking Act (Bankwesengesetz - BWG) in conjunction with § 65 para 1 No 7 and § 65 para 1b Stock Corporation Act (Aktiengesetz – AktG), the Management Board shall be authorised for a

period of 5 years from the date of the resolution, i.e. until 15 May 2018, subject to the Supervisory Board's consent, to divest or use the Company's own participation certificates, also by means other than the stock exchange or a public offering, for any purpose allowed by the law and exclude the participation certificate holders' proportional purchase option (exclusion of subscription right).

The authorisation may be exercised in whole or in part or in several instalments and in pursuit of one or several purposes.

Reference is made to the Management Board report regarding agenda item 9 published on the Company's website which has been entered in the Company Register.