

# Erste Group Bank AG

## 25th Annual General Meeting – Voting Results

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Securities:  
AT0000652011: Ordinary shares, non-par value (Stammaktien o.N.)

On 24 May 2018 at 9 a.m. (Vienna Time/CET)  
Wiener Stadthalle, Halle F, Roland Rainer Platz 1, A-1150 Vienna

Published in the Official Journal of Wiener Zeitung on 24 April 2018, No 80.  
Record date and right to attend the AGM: 14 May 2018 (24:00 Vienna Time).

### Items 2-10 on the agenda of the AGM were approved with the required majority.

The voting results are also available at our website at:  
<http://www.erstegroup.com/en/investors/events/agm>

### Agenda:

1. Presentation of the approved annual financial statements, the management report and the (consolidated) corporate governance report of the management board, the (consolidated) non-financial report, the draft resolution on the appropriation of profit as well as the report of the supervisory board for the financial year 2017, and presentation of the consolidated financial statements and the group management report for the financial year 2017.

2. Resolution on the appropriation of profit 2017.

**Presence:** 2,492 shareholders with 303,681,481 votes.  
**Number of shares voting valid: 303,680,831**  
**Those correspond to this portion of the registered capital: 70.66%**  
**Total number of valid votes: 303,680,831**  
**FOR-Votes** 2,487 shareholders with 303,641,297 votes.  
**AGAINST-Votes** 3 shareholders with 39,534 votes.  
**ABSTENTIONS** 2 shareholders with 650 votes.

3. Resolution on granting discharge to the members of the management board with regard to the financial year 2017.

**Presence:** 2,492 shareholders with 303,681,481 votes.  
**Number of shares voting valid: 302,746,607**  
**Those correspond to this portion of the registered capital: 70.44%**  
**Total number of valid votes: 302,746,607**  
**FOR-Votes** 2,455 shareholders with 302,588,578 votes.  
**AGAINST-Votes** 20 shareholders with 158,029 votes.  
**ABSTENTIONS** 17 shareholders with 934,874 votes.

4. Resolution on granting discharge to the members of the supervisory board with regard to the financial year 2017.

**Presence:** 2,492 shareholders with 303,681,481 votes.  
**Number of shares voting valid: 301,348,127**  
**Those correspond to this portion of the registered capital: 70.11%**  
**Total number of valid votes: 301,348,127**  
**FOR-Votes** 2,387 shareholders with 301,119,485 votes.  
**AGAINST-Votes** 21 shareholders with 228,642 votes.  
**ABSTENTIONS** 84 shareholders with 2,333,354 votes.

5. Resolution on the remuneration of the members of the supervisory board.

**Presence:** 2,493 shareholders with 303,681,496 votes.  
**Number of shares voting valid: 303,675,612**  
**Those correspond to this portion of the registered capital: 70.66%**  
**Total number of valid votes: 303,675,612**  
**FOR-Votes** 2,468 shareholders with 302,252,268 votes.  
**AGAINST-Votes** 22 shareholders with 1,423,344 votes.  
**ABSTENTIONS** 3 shareholders with 5,884 votes.

6. Appointment of an additional auditor for the audit of the annual financial statements and the management report as well as the financial statements and the group management report for the financial year 2019.

**Presence:** 2,492 shareholders with 303,680,256 votes.  
**Number of shares voting valid: 303,283,453**  
**Those correspond to this portion of the registered capital: 70.56%**  
**Total number of valid votes: 303,283,453**  
**FOR-Votes** 2,343 shareholders with 299,513,314 votes.  
**AGAINST-Votes** 145 shareholders with 3,770,139 votes.  
**ABSTENTIONS** 4 shareholders with 396,803 votes.

7. Resolution on reducing the number of supervisory board members

**Presence:** 2,490 shareholders with 303,680,005 votes.  
**Number of shares voting valid: 303,678,505**  
**Those correspond to this portion of the registered capital: 70.66%**  
**Total number of valid votes: 303,678,505**  
**FOR-Votes** 2,487 shareholders with 303,445,374 votes.  
**AGAINST-Votes** 2 shareholders with 233,131 votes.  
**ABSTENTIONS** 1 shareholder with 1,500 votes.

8. Resolution on authorising the management board to issue convertible bonds, until 24 May 2023 and with the supervisory board's approval that grant subscription or conversion rights for the acquisition of company shares subject to the maintenance or the exclusion of the shareholders' subscription rights, respectively. The terms of issue may oblige conversion at the end of the term or at another point in time in addition to or instead of subscription or conversion rights. The number of convertible bonds issued may not exceed the volume needed to warrant satisfaction of any conversion or subscription rights asserted and, where the terms of issue stipulate conversion, fulfilment of related conversion obligations by way of the conditional capital increase. The issue price, terms of issue and the exclusion of shareholders' subscription rights shall be decided by the management board with the supervisory board's consent. The Articles of Association will be amended accordingly.

**Presence:** 2,490 shareholders with 303,680,005 votes.  
**Number of shares voting valid: 303,679,755**  
**Those correspond to this portion of the registered capital: 70.66%**  
**Total number of valid votes: 303,679,755**  
**FOR-Votes** 2,093 shareholders with 279,829,557 votes.  
**AGAINST-Votes** 396 shareholders with 23,850,198 votes.  
**ABSTENTIONS** 1 shareholder with 250 votes.

9. Resolution on cancelling currently authorised capital and creating new authorised capital in return for contributions in cash/or in kind, along with the option of excluding subscription rights. The Articles of Association will be amended accordingly.

**Presence:** 2,490 shareholders with 303,680,005 votes.  
**Number of shares voting valid: 303,678,355**  
**Those correspond to this portion of the registered capital: 70.66%**  
**Total number of valid votes: 303,678,355**  
**FOR-Votes** 2,115 shareholders with 278,642,770 votes.  
**AGAINST-Votes** 373 shareholders with 25,035,585 votes.  
**ABSTENTIONS** 2 shareholders with 1,650 votes.

10. Resolution on amendments of the Articles of Association in clauses 5, 8.3, 15.5 and 21.4.

**Presence:** 2,490 shareholders with 303,680,005 votes.  
**Number of shares voting valid: 303,679,463**  
**Those correspond to this portion of the registered capital: 70.66%**  
**Total number of valid votes: 303,679,463**  
**FOR-Votes** 2,199 shareholders with 287,351,072 votes.  
**AGAINST-Votes** 289 shareholders with 16,328,391 votes.  
**ABSTENTIONS** 2 shareholders with 542 votes.