

Agenda Item 11

The Management Board and the Supervisory Board propose that the Annual General Meeting pass the following resolution:

RESOLUTION

The authorisation granted to the Management Board in the 26th Annual General Meeting of Erste Group Bank AG to acquire own shares for no designated purpose 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 18 November 2023, to acquire own shares pursuant to sec 65 (1) (8) as well as (1a) and (1b) Stock Corporation Act (AktG) of up to 10% of the share capital, subject to approval by the Supervisory Board, with the option of making repeated use of the 10% limit, either on the stock exchange or over the counter, likewise to the exclusion of the shareholders' right to tender proportional payment. The authorisation may be exercised in whole or in part or in several instalments and in pursuit of one or several purposes. The market price per share must not fall below EUR 2.00 or exceed EUR 120.00.

Pursuant to sec 65 (1b) in conjunction with sec 171 Stock Corporation Act (AktG) and subject to the Supervisory Board's approval, the Management Board shall be authorised for a period of 5 years from the date of the resolution, i.e. until 18 May 2026, to sell or use the Company's own shares, also by means other than the stock exchange or a public offering for any purpose allowed by the law, particularly as consideration for the acquisition and financing of the acquisition of undertakings, businesses, business divisions or shares in one or several businesses in Austria or abroad and to the exclusion of the shareholders' proportional purchase option (exclusion of purchase option).

The Management Board shall be authorised to redeem own shares subject to approval by the Supervisory Board without requiring any further Annual General Meeting resolution.

Reference is made to the Management Board Report published on the Company's website referenced in the Company Register.