

Vienna, 20 May 2022

## Erste Group Bank AG

FN 33209 m

ISIN AT0000652011

### **Announcement according to sec. 174 (2) Stock Corporation Act**

In accordance with sec. 174 (2) Stock Corporation Act it is pointed out that in the 29<sup>th</sup> Annual General Meeting of Erste Group Bank AG on 18 May 2022 the Management Board was authorized, with the consent of the Supervisory Board, to issue convertible bonds (including Contingent Convertible Bonds according to § 26 Austrian Banking Act) until 18 May 2027, which have the subscription or conversion right for shares of the Company, in each case maintaining or excluding the subscription rights of the shareholders. In addition to or instead of a subscription or conversion right, the terms of issue may also establish a conversion obligation at the end of the term or at another point in time.

Convertible bonds may be issued only to the extent that conversion or subscription rights are satisfied and, in the case of a conversion obligation stipulated in the terms and conditions of issue, the corresponding conversion obligations are fulfilled from conditional capital. Furthermore, the volume of convertible bonds issued with exclusion of subscription rights from 18 May 2022 onwards is limited to the extent that the proportionate amount of the share capital attributable to new shares (i) for which subscription rights are excluded on the basis of section 5.1.2 of the Articles of Association, (ii) which serve to fulfill subscription rights, conversion rights and conversion obligations from convertible bonds issued with the exclusion of subscription rights from 18 May 2022 onwards pursuant to section 8.3 of the Articles of Association, and (iii) which serve to satisfy share options of employees, senior employees and members of the Management Board of the Company or a group company from conditional capital pursuant to section 6.3 of the Articles of Association, must not exceed in total 10% of the share capital of the Company.

The issue price, the terms of issue and the exclusion of shareholders' subscription rights shall be determined by the Management Board with the consent of the Supervisory Board.

The text of this resolution will be filed with the Commercial Register of the Commercial Court of Vienna.

Vienna, May 2022

The Management Board