

# Information on organizational and technical requirements

for attendance at the 29th Annual General Meeting of Erste Group Bank AG, on Wednesday, 18 May 2022 at 10:00 am (CEST), which will be held as a virtual Annual General Meeting

The 29th Annual General Meeting of Erste Group Bank AG on Wednesday, 18 May 2022, at 10:00 am (CEST), was called on 20 April 2022.

## Annual General Meeting to be a virtual meeting

Due to the persistence of the COVID-19-pandemic, the impossibility of predicting its further course and the need for planning security when organizing an Annual General Meeting the Management Board has decided, after careful consideration, to apply the current legal regulation for holding a virtual Annual General Meeting.

The Annual General Meeting of Erste Group Bank AG on 18 May 2022 will be held as a 'virtual Annual General Meeting' within the meaning of sec 1 (2) COVID-19 Company Law Act (COVID-19-GesG, Federal Law Gazette I No 16/2020) as last amended and COVID-19 Company Law Ordinance (COVID-19-GesV, Federal Law Gazette II No 140/2020) as last amended.

Therefore, **shareholders will not be able to physically attend** the 29th Annual General Meeting of Erste Group Bank AG on 18 May 2022.

The virtual Annual General Meeting will be held at Erste Campus in 1100 Vienna, Am Belvedere 1, in the physical presence of the Supervisory Board Chair, the Management Board Chair and the

remaining members of the Management Board, the attesting notary and the four special proxies proposed by the Company.

Based on the careful consideration of the members of the Management Board, by holding the Annual General Meeting as a virtual meeting the interests of both the Company and those of the shareholders will be protected in the best manner possible.

**We expressly point out that shareholders cannot come to the physical venue of the Annual General Meeting in person.**

## Online broadcast of the Annual General Meeting

The entire virtual Annual General Meeting will be broadcast online so that all the Company's shareholders can attend the meeting online on 18 May 2022 at 10:00 am (CEST) at [www.erstegroup.com/hauptversammlung](http://www.erstegroup.com/hauptversammlung). For all further requirements regarding the attendance of the virtual Annual General Meeting please refer to the information provided on the right to attend (clause IV. of the letter of convocation).

By streaming the Annual General Meeting online, all the shareholders who wish to do so can follow the proceedings of the Annual General Meeting and particularly the Management Board's presentation, the answers to shareholders' questions and the voting procedure live via this one-way audio and video connection. No registration or log-in will be required.

In terms of technology, shareholders will need functional access to the internet and/or a functional internet connection as well as a web-enabled device with an HTML5-capable browser where JavaScript has been enabled and sound and video transmission is supported (for example, a PC plus monitor and speakers, notebook, tablet, smartphone, and the like).

## The rights to vote, to submit motions and to object can only be exercised through special proxies

In accordance with sec 3 (4) COVID-19 Company Law Ordinance (COVID-19-GesV), the actions of submitting a motion, voting and raising an objection at this virtual Annual General Meeting of Erste Group Bank AG on 18 May 2022 can only be exercised through one of the special independent proxies specified below. The costs for these proxies will be carried by the Company.

Every shareholder who is eligible to attend the virtual Annual General Meeting and has provided evidence for this to the Company in acc. with the specifications in the letter of convocation (see item IV. of the letter of convocation) has the right, for the purpose of voting, submitting a motion and raising an objection, to appoint one of the special proxies named below:

- **Dr. Nikolaus Adensamer**  
c/o Wess Kux Kispert & Eckert Rechtsanwalts GmbH,  
Himmelpfortgasse 20/2, 1010 Vienna  
[adensamer.erste@hauptversammlung.at](mailto:adensamer.erste@hauptversammlung.at)

- **oder Dr. Marie-Agnes Arlt LL.M.**  
c/o a2o legal,  
Ebendorferstraße 6/10, 1010 Vienna  
[arlt.erste@hauptversammlung.at](mailto:arlt.erste@hauptversammlung.at)
- **oder Dr. Michael Knap**  
c/o IVA Interessenverband für Anleger,  
Feldmühlgasse 22, 1130 Vienna  
[knap.erste@hauptversammlung.at](mailto:knap.erste@hauptversammlung.at)
- **oder Dr. Michaela Pelinka LL.M.**  
c/o bpv Hügel Rechtsanwälte GmbH,  
Donau-City-Strasse 11, Ares Tower, 1220 Vienna  
[pelinka.erste@hauptversammlung.at](mailto:pelinka.erste@hauptversammlung.at)

To ensure that the meeting runs smoothly, we ask you to use the power of attorney form and the form for revoking the power of attorney provided on the Company website at [www.erstegroup.com/hauptversammlung](http://www.erstegroup.com/hauptversammlung).

For your shareholder identity verification, we ask you to indicate the email address you use to send instructions, resolutions or objections to the proxy or for questions and statements to the Company in the power of attorney form.

It is in your interest that powers of attorney be received by **no later than 17 May 2022, 04:00 pm (CEST)** using one of the communication channels specified below:

Powers of attorney for the special proxies can be sent by email using the above-specified address of the person you choose. This manner of communication will ensure that the proxy you have chosen has direct access to the power of attorney.

In addition, the following communication channels and addresses will be available to send the powers of attorney:

- **by post / courier** to Erste Group Bank AG, c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen/Wechsel
- **by fax** an +43 (0)1 8900 500 1
- According to the fourth sentence of sec 114 (1) Stock Corporation Act (AktG), credit institutions may also send powers of attorney by **SWIFT**:  
GIBAATWGGMS (message type MT598 or MT599; mandatory specification of **ISIN AT0000652011** in the text)

**However, it is not permitted to hand over the power of attorney in person at the venue.**

When issuing a power of attorney for another person, an effective chain of powers of attorney (sub-power of attorney) must ensure that one of the four special proxies is empowered to exercise the rights to vote, to submit motions and to object in the Annual General Meeting itself. It is not

possible to empower a person other than one of the four special proxies to exercise these rights in the Annual General Meeting within the meaning of sec 3 (4) COVID-19 Company Law Ordinance (COVID-19-GesV). However, it is possible to empower additional persons to exercise further rights, especially the right to information and the right to speak.

The above provisions relating to the granting of the power of attorney are applicable by analogy to the revocation of the power of attorney. Should the power of attorney be revoked after 17 May 2022, 4:00 pm (CEST), we recommend sending the letter of revocation by email to the proxy in question, as timely receipt cannot otherwise be guaranteed.

## Instructions to the special proxies

The special proxies will exercise the rights to vote, to submit motions or to object only as instructed. If no instructions have been given for a proposed resolution that is put up for a vote, the proxy will abstain from voting. Furthermore, when instructions on how to vote on proposed resolutions are unclear (instruction to vote both FOR and AGAINST one and the same resolution, for example), the proxy will also abstain from voting.

Shareholders are requested to include their instructions for the proxy they have chosen in the appropriate section of the power of attorney form, which is available online on 20 April 2022 on the Company's website at [www.erstegroup.com/hauptversammlung](http://www.erstegroup.com/hauptversammlung). Kindly send your instructions by email to the above-specified address of the proxy you have chosen. This manner of communication will ensure that the proxy you have chosen has direct access to the instructions.

The instructions can be issued either along with the power of attorney or at a later point in time. Instructions on how to exercise the rights to vote, to submit motions and to object may be issued prior to or during the Annual General Meeting until such point in time as specified by the Chair. Until such point in time, shareholders will have the option of amending instructions or issuing further instructions.

As proxies will not be able to guarantee that they can be reached by phone at all times during the Annual General Meeting on account of the sheer number of people possibly attempting to contact them at the same time, electronic mails sent to your proxy's above-specified email address should be used as the only means of communication.

Each email must specify the shareholder's identity (shareholder's name/company, date of birth/company register number) and completion of the declaration must be clearly indicated by reproducing the signature or otherwise, for example by adding the name/company name (sec 13 [2] Stock Corporation Act [AktG]). To ensure that the proxies are able to verify the identity and confirm concordance with the deposit certificate, kindly also indicate your securities account number in the email in this case.

It is pointed out that the virtual Annual General Meeting may have to be briefly interrupted in order to securely process any incoming instructions from shareholders to the special proxies received in the course of the Annual General Meeting.

## Shareholders' right to information and make statements in acc. with sec 118 Stock Corporation Act (AktG)

To the extent necessary for the proper assessment of an agenda item, every shareholder will be granted disclosure of Company affairs at the Annual General Meeting.

The right to information and the right to deliver statements must be exercised exclusively via electronic mail by sending an email specifically to the email address [fragen.erste@hauptversammlung.at](mailto:fragen.erste@hauptversammlung.at) which has been specially created for this purpose. Please use the question form, which will be available on the Company's website at [www.erstegroup.com/hauptversammlung](http://www.erstegroup.com/hauptversammlung) on 20 April 2022 and add the completed and signed form to the email as attachment.

Should you decide to send your questions and statement without using the question form, the shareholder's identity must be specified (shareholder's name/company, date of birth/company register number) and completion of the declaration must be clearly indicated by reproducing the signature or otherwise, for example by adding the name/company name (sec 13 [2] Stock Corporation Act [AktG]). To ensure that the Company is able to verify the identity and confirm concordance with the deposit certificate, kindly also indicate your securities account number in the email in this case.

When a proxy wishes to exercise the right to information and/or right to deliver a statement, he or she must provide proof of having obtained a power of attorney in writing. Please note that special proxies cannot be empowered to exercise right to information and/or to deliver a statement.

Shareholders are requested to submit their questions prior to the Annual General Meeting in written form by email to the address [fragen.erste@hauptversammlung.at](mailto:fragen.erste@hauptversammlung.at), ensuring that the Company receives such email by no later than Monday, 16 May 2022. This will allow the Management Board to prepare as carefully as possible and to answer the questions you ask as quickly as possible.

Shareholders will also have the possibility to transmit their questions and oral statements to the Company electronically while the Annual General Meeting is ongoing; these must be submitted exclusively in writing by email sent directly to the Company's email address [fragen.erste@hauptversammlung.at](mailto:fragen.erste@hauptversammlung.at). Please note that the Chair may set time limits for this during the Annual General Meeting.

Any questions received by the Company will be read out and answered in the Annual General Meeting in accordance with sec 118 Stock Corporation Act (AktG).

## Convocation

Furthermore, reference is made to the provisions set forth in the letter of convocation dated 20 April 2022, especially the requirement to provide the deposit certificate in a timely manner for the purpose of exercising shareholder rights in the virtual Annual General Meeting on 18 May 2022.

The Management Board