

Power of Attorney and Voting Instructions

for the 31st Annual General Meeting of Erste Group Bank AG,
Wiener Stadthalle, Hall F, A-1150 Vienna, Roland-Rainer-Platz 1
22 May 2024, 10:00 am (CEST)

Important notice: This PoA does not entitle to attend the Annual General Meeting. Instruct your custodian credit institution to issue a deposit certificate pursuant to sec. 10a Stock Corporation Act (AktG) (record date: 12 May 2024).
Registration deadline: 16 May 2024, 24:00 hours (CEST).

Please complete and return until 21 May 2024, 04:00 pm CEST (time of arrival)

by e-mail	In case of granting proxy to the independent proxy: proxy.erste@hauptversammlung.at (as scanned attachment; TIF, PDF, etc.)
by fax	+43 (0)1 8900 500 50
by SWIFT ISO 15022	GIBAATWGGMS Message Type MT598 or MT599; mandatory specification ISIN AT0000652011 in the text
by SWIFT ISO 20022	ou=gms, o=gibaatwg o=swift - seev.003.001.XX oder seev.004.001.XX in the version that contains the minimum fields necessary (a detailed description is available at www.erstegroup.com/generalmeeting)
by post or by courier	Erste Group Bank AG c/o HV-Veranstaltungsservice GmbH Köppel 60, 8242 St. Lorenzen/Wechsel, Austria

Or present the power of attorney on the day of the Annual General Meeting at the registration counter.

Erste Group Bank AG reserves the right to verify the identity of the persons attending the meeting. We therefore ask the attendees to bring an official photo ID (driving license, passport, identity card), if available the deposit certificate and the respective power of attorney in either its original or replicate version. Entry may be refused if a person's identity cannot be verified.

Power of Attorney

Issuer (Shareholder)

First Name, Surname/Company name

Address

Date of birth/Register number

Securities account number

Credit institution

Email address (the issuer of power of attorney confirms that only the party granting power of attorney has access to this email address)

Power of Attorney to the independent proxy representative named by Erste Group Bank AG

I/we hereby authorize the representative of IVA (Austrian Shareholder Association [Interessenverband für Anleger]), named by the Company as independent proxy, as my/our representative and to exercise voting rights according to **my/our voting instructions**, with the right to issue sub-powers of attorney and with relief from the limitations for cases of multiple representation. For the exercise of voting rights instructions must be given to the independent proxy. Without such explicit instructions the voting right will not be exercised.

Dr. Michael Knap, born on 18 May 1944, Feldmühlgasse 22/4, 1130 Vienna will perform this function. In case he is unavailable he can be replaced by another representative of IVA.

for the following securities

No. of shares

No-par value shares (ISIN AT0000652011)

(if not specified, the number of shares indicated in the deposit certificate will be covered by the power of attorney)

The independent proxy is entitled to reject a power of attorney without giving any reasons, especially if it suffers a flaw. In this case, the independent proxy will make an effort to inform the issuer in due time before the Annual General Meeting about the rejection if contact details are available (phone, e-mail, etc.) and information is feasible within the required period.

In case of revocation of the power of attorney the voting instructions become void. For more information on revoking a power of attorney, please refer to the form for revoking a power of attorney. Upon revocation on the day of the Annual General Meeting please draw special attention to indicate that voting instruction also are revoked.

Voting instructions

You can use this form to issue your voting instructions to Dr. Michael Knap¹, born 18 May 1944. Your voting instructions will not be forwarded to Erste Group Bank AG in advance.

If a separate vote is taken on individual items of a proposed resolution, an instruction issued on that proposal shall apply mutatis mutandis to each individual voting procedure. In the case of proposed resolutions for which there are no instructions or for which instructions are unclear (e.g. simultaneously FOR and AGAINST the same proposed resolution), Dr. Michael Knap¹ will abstain from voting. In the event of new or amended motions at the Annual General Meeting Dr. Michael Knap¹ will also abstain from voting.

If additional or amended instructions are issued after this form has been submitted, the instructions issued here will remain valid unless amended or revoked.

Proposed resolutions of the agenda items

The independent proxy is instructed to exercise my (our) voting rights on the proposed resolutions of the Management Board and/or the Supervisory Board made available on the Company's website as follows:

Please mark your selection ☒; do not use a red pen		FOR	AGAINST	ABST- ENTION
Proposed resolutions of the administration				
2.	Resolution on the appropriation of the 2023 profit.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Resolution on granting discharge to the members of the Management Board for the financial year 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Resolution on granting discharge to the members of the Supervisory Board for the financial year 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Appointment of the auditors for the (consolidated) sustainability reporting for the financial year 2024.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Appointment of an additional auditor to audit the annual financial statements and the management report as well as the consolidated financial statements and the group management report for the financial year 2025.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Resolution on the determination of the remuneration of Supervisory Board members.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	Resolution on the remuneration report for the emoluments payable to Management Board members and Supervisory Board members for the financial year 2023.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

¹ or in case Mr. Knap is unavailable another representative of IVA (Austrian Shareholder Association [Interessenverband für Anleger])

Please mark your selection ☒; do not use a red pen		FOR	AGAINST	ABSTENTION
9.	Elections to the Supervisory Board.			
	The number of members elected by the General Meeting shall be reduced from fourteen to twelve.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Election of Dr. Caroline Kuhnert.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Re-election of Dr. Elisabeth Krainer-Senger-Weiss, LL.M.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Re-election of Michael Schuster.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Election of Walter Schuster, MSc.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10.	Resolution on amendments of the Articles of Association in sections 19 and 25.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.1.	Resolution on the authorization of the Management Board, with the consent of the Supervisory Board, (i) to acquire own shares pursuant to sec 65 (1) (8) Stock Corporation Act (AktG), also by means other than the stock exchange or a public offer, (ii) to exclude the shareholders' pro rata tender right ("reverse subscription right") and (iii) to cancel own shares;	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.2.	Resolution on the authorization of the Management Board, with the consent of the Supervisory Board, to sell own shares also by means other than the stock exchange or a public offer and to exclude the shareholders' subscription rights.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If you issue this power of attorney not as a shareholder but as representative of a shareholder, please enclose proof of your power of representation (power of attorney by the shareholder, court appointment order, etc.).

By granting this power of attorney, I/we confirm that I/we have read the information published by the Company on its website or contained in the letter of convocation. I/we hereby consent to the processing of personal data (name/company name, address, date of birth/register number, securities account number, number of shares, voting card number and email address) to enable the exercise of shareholder rights at the Annual General Meeting.

Date

Signature/company signature

Signatures of all co-shareholders, if applicable