MOODY'S INVESTORS SERVICE

CREDIT OPINION

22 May 2017

Update

| Rate this Research | |
|--------------------|--|
|--------------------|--|

RATINGS

| Erste Gr | oup | Ddlik | AG |
|----------|-----|-------|-----|
| Domicile | | | Vie |

| Domicile | Vienna, Austria |
|-------------------|--------------------------------|
| Long Term Debt | Baa1 |
| Туре | Senior Unsecured - Fgn Curr |
| Outlook | Stable |
| Long Term Deposit | Baa1 |
| Туре | LT Bank Deposits - Fgn Curr |
| Outlook | Stable |

Please see the <u>ratings section</u> at the end of this report for more information. The ratings and outlook shown reflect information as of the publication date.

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Erste Group Bank AG

Semiannual update

Summary Rating Rationale

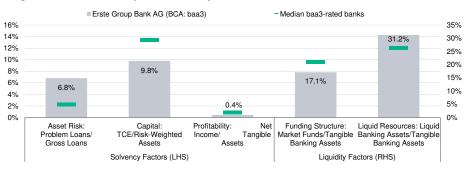
We assign Baa1/P-2 senior unsecured debt and deposit ratings with a stable outlook to Erste Group Bank AG (Erste). Furthermore, we assign a baa3 baseline credit assessment (BCA) and Adjusted BCA, and a Counterparty Risk (CR) Assessment of A3(cr)/P-2(cr) to Erste.

Erste's ratings reflect (1) the bank's baa3 BCA and Adjusted BCA; and (2) the result of our Advanced Loss Given Failure (LGF) analysis, which takes into account the severity of loss faced by the different liability classes in resolution and which results in two notches of rating uplift to Erste's ratings.

Erste's baa3 BCA reflects (1) the successful de-risking of its balance sheet through problem loan sales, leading to meaningfully lower risk costs; (2) the build-up of the bank's capital ratios to a sustained higher level; and (3) Erste having returned to its long-term earnings potential. The BCA also takes into account the bank's leading retail and corporate franchises throughout Austria and more mature economies in Central and Eastern Europe (CEE).

Exhibit 1

Rating Scorecard Erste Group Bank AG - Key Financial Ratios



Source: Moody's Financial Metrics; Note: Our definition of Tangible Common Equity (TCE) excludes domestic minority shares that are recognized as part of regulatory capital.

Credit Strengths

- » Significantly improved asset quality following successful problem loan reduction in CEE
- » Solid earnings-generation capacity, despite pressure on earnings from the persistently low interest-rate environment and regulatory contributions
- » Deposit-rich and highly-liquid balance sheet with moderate reliance on wholesale funding

Credit Challenges

- » Further improve capitalisation levels and build additional buffers of loss-absorbing instruments
- » Maintain prudent lending standards despite earnings pressure and resurfacing growth opportunities in CEE

Rating Outlook

» The stable outlook on Erste's ratings reflects our expectation of stable asset quality, capital and profitability metrics over the next 12-18 months.

Factors that Could Lead to an Upgrade

- » Erste's ratings could be upgraded because of: (1) an upgrade of its BCA; and/or (2) an increase in subordinated debt volumes.
- » Upward pressure on Erste's baa3 BCA would be prompted by (1) a sustained reduction in the volume of problem loans; (2) a further improvement in its capitalisation metrics; and (3) a continued stabilisation of the bank's operating performance and capital-generation capacity from levels achieved in 2016. In addition, an upgrade would require the bank to maintain its meanwhile solid risk management and corporate governance track record.
- » Upward rating pressure on the bank's debt and deposit ratings would also develop if the bank further increases the amount of subordinated debt that could be bailed in ahead of senior unsecured debt, providing one additional notch of rating uplift from our LGF analysis.

Factors that Could Lead to a Downgrade

- » Downward pressure could be exerted on Erste's long-term ratings as a result of: (1) a downgrade of its baa3 BCA; or (2) a significant decrease in its bail-inable debt cushion, leading to fewer notches of rating uplift as a result of our LGF analysis.
- » Downward pressure on Erste's baa3 BCA could be exerted following: (1) a renewed and sustained formation of problem loans and related loan loss charges, in particular if stemming from the bank's CEE operations; (2) a sustained weakening in the bank's earnings- and thus capital-generation capacity; and (3) a weakening of the bank's recently improved capitalisation levels.

This publication does not announce a credit rating action. For any credit ratings referenced in this publication, please see the ratings tab on the issuer/entity page on www.moodys.com for the most updated credit rating action information and rating history.

Key Indicators

Exhibit 2

Erste Group Bank AG (Consolidated Financials) [1]

| | 12-16 ² | 12-15 ² | 12-14 ² | 12-13 ³ | 12-12 ³ | Avg. |
|--|--------------------|--------------------|--------------------|--------------------|--------------------|--------------------|
| Total Assets (EUR billion) | 203 | 195 | 188 | 193 | 202 | 0.1 ⁴ |
| Total Assets (USD billion) | 214 | 212 | 227 | 265 | 267 | -5.3 ⁴ |
| Tangible Common Equity (EUR billion) | 10 | 8.9 | 7.8 | 8.8 | 8.1 | 5.5 ⁴ |
| Tangible Common Equity (USD billion) | 10 | 9.6 | 9.5 | 12 | 11 | -0.24 |
| Problem Loans / Gross Loans (%) | 4.9 | 7.1 | 8.5 | 9.6 | 9.2 | 7.9 ⁵ |
| Tangible Common Equity / Risk Weighted Assets (%) | 9.8 | 9.0 | 7.8 | 9.0 | 7.6 | 8.9 ⁶ |
| Problem Loans / (Tangible Common Equity + Loan Loss Reserve) (%) | 45.7 | 62.6 | 71.0 | 74.3 | 77.1 | 66.1 ⁵ |
| Net Interest Margin (%) | 2.2 | 2.3 | 2.3 | 2.3 | 2.5 | 2.3 ⁵ |
| PPI / Average RWA (%) | 2.2 | 2.6 | 2.4 | 2.6 | 2.7 | 2.4 ⁶ |
| Net Income / Tangible Assets (%) | 0.7 | 0.6 | -0.3 | 0.3 | 0.4 | 0.3 ⁵ |
| Cost / Income Ratio (%) | 67.1 | 61.3 | 65.6 | 62.3 | 58.8 | 63.0 ⁵ |
| Market Funds / Tangible Banking Assets (%) | 17.1 | 19.4 | 21.1 | 22.9 | 24.3 | 20.9 ⁵ |
| Liquid Banking Assets / Tangible Banking Assets (%) | 31.2 | 29.7 | 30.1 | 31.3 | 23.3 | 29.1 ⁵ |
| Gross Loans / Due to Customers (%) | 98.1 | 103.2 | 105.0 | 104.7 | 107.2 | 103.6 ⁵ |

[1] All figures and ratios are adjusted using Moody's standard adjustments [2] Basel III - fully-loaded or transitional phase-in; IFRS [3] Basel II; IFRS [4] Compound Annual Growth Rate (%). Any interim period amounts presented are assumed to be fiscal year end amounts for calculation purposes [5] Simple average of periods presented [6] Simple average of Basel III periods presented

Source: Moody's Financial Metrics

Detailed Rating Considerations

Significantly improved asset quality following successful problem loan reduction in CEE

Following the successful reduction of problem loan exposures in CEE, we view Erste's year-end 2016 problem loan ratio of 4.9% as sustainable going forward. This was further confirmed by Erste reporting a stable Q1 2017 problem loan ratio of 4.9%, significantly below its peak level of 9.7% as of 30 June 2013. The coverage ratio improved to 66.5% from 61.7% as of the same dates.

As of end-2016, problem loans were €6.7 billion, down from €12.6 billion in June 2013, helped by €1.6 billion of portfolio sales during 2016, particularly in Romania, Hungary and Croatia. In these three countries, problem loan ratios remained at elevated levels, ranging from 10-12% as of 31 December 2016. At the same time, Erste reports good asset quality and solid coverage in its home market Austria (excluding other Austria), as well as the Czech Republic and Slovakia. Together, the Czech Republic and Slovakia account for more than 60% of the bank's gross loans in CEE and displayed problem loan ratios of 3.2% and 4.5%, respectively. We have reflected these improvements in assigning a baa3 Asset Risk score to Erste.

During 2016 as well as the first quarter of 2017, Erste's risk costs remained near historically low levels (Q1 2017: 19 basis points; 2016: 14 basis points). Medium-term, we anticipate loan loss charges to rise from current levels. In addition to the risk of an overall economic slowdown in CEE leading to higher risk charges, Erste also remains vulnerable to idiosyncratic developments in single countries. However, as charges have been booked against the P&L in prior years, we believe the burden of these often politically-driven measures (e.g. foreign-currency denominated loans in Hungary, Croatia and Romania) to lie behind Erste.

Solid earnings-generation capacity, despite pressure on earnings from the persistent low interest-rate environment and regulatory contributions

Having regained its full earnings-generation capacity, Erste will primarily be subject to net interest margin and thus earnings pressures from the persistently low interest-rate environment as loans and liquid financial investments reprice into lower rates. In addition, domestic and foreign bank levies, as well as contributions to various resolution funds and deposit guarantee schemes have increased the bank's regulatory expenses over the last years. Given the Austrian government's decision to reduce the domestic bank levy following a one-off payment in 2016, we expect this burden to be substantially reduced in 2017. Consequently, we also expect that Erste will be able to sustain its announced bottom-line profitability for 2017 and potentially beyond, which is largely reflected in our assigned ba1 Profitability score.

As of 31 December 2016, Erste reported a 31% year-over-year growth in its bottom-line profitability (after minorities) to €1,265 million, supported by significantly reduced net risk costs (down an absolute €533 million year-over-year) and stable core operating earnings. The bank's operations in the Czech Republic and Slovakia accounted for 49% of the group's pre-tax profits whilst Romania recovered and contributed a further 12% during 2016. Each of the bank's operations in CEE was able to contribute positively to the result, a meaningful achievement if compared with prior years' periods.

Deposit-rich and highly-liquid balance sheet with moderate reliance on wholesale funding

The bank's overall Combined Liquidity score of baa2 reflects Erste's balanced funding profile and its continued reduction in wholesale funding dependence. Erste's funding structure continues to be a relative strength, with a sustained loan-to-deposit ratio of below 100% over the past few years (Q1 2017: 91.9%; 2016: 94.7%; 2015: 98.4%).

The bank continues to benefit from its access to a broad and diversified base of customer deposits, accounting for more than two thirds of total liabilities. Approximately 55% of the bank's customer deposits are generated from its domestic Austrian operations, with the remaining portion being CEE-related deposits (albeit concentrated in the Czech Republic and Slovakia). Our baa2 Funding Structure score further reflects the high granularity of Erste's deposit base, mainly relying on deposits from retail investors and small-and medium-sized enterprises.

Erste's liquidity position is comfortable. The bank's outstanding debt securities account for around 13% of total liabilities, of which covered bonds represented approximately one-third (\leq 9.3 billion). We estimate Erste's annual long-term refinancing needs to be approximately \leq 2.5 billion for the next two years, which is manageable compared with the bank's balance sheet size of \leq 208 billion as of year-end 2016 (Q1 2017: \leq 223 billion). Erste's market funding profile further benefits from an average debt maturity of approximately eight years.

These considerations also take into account the Austrian regulator's recommendation that the country's three major banks limit their new lending in CEE subsidiaries to 110% of local deposits, plus funding in local capital markets and funding from supranational institutions. This more locally-based funding model mitigates potential risks resulting from possible funding imbalances in local markets, and Erste displayed a sound profile as of end-2016 with deposits exceeding loans for all of Erste's larger CEE franchises.

Erste's higher capital buffers position it well to meet regulatory requirements, but the bank needs to ensure continued scrutiny on its capital retention policy

We assign a Capital score of baa2 (three notches above the macro-adjusted score), which deliberately includes minority interests. Our positive adjustment captures the determination of Erste's CET1 ratio on a consolidated basis, reflective of the regulatory approval of the bank's joint liability scheme with the savings banks. This allows Erste to report its capitalisation without any reduction for its domestic minority shares.

With a 12.8% common equity Tier 1 (CET1) ratio on a fully-loaded basis as of end-2016, we consider the improved capitalisation to be sufficient to cover the intrinsic risks of the bank's operating model, which is geared towards CEE. In addition, and with a 6.2% fully-loaded Basel III leverage ratio, balance-sheet leverage is not a constraint for Erste. At the achieved capital and profitability levels, the bank is well prepared to comply with upcoming regulatory requirements, specifically with regard to the implementation of a systemic risk buffer by the Austrian regulator (50 basis points, effective since the beginning of 2017 and growing to 200 basis points by 2019) and the currently anticipated fully-loaded 2019 CET1 ratio minimum requirement of 10.9% (excluding Pillar 2 CET1 Guidance of 1.66% as of 2017) as set by the European Central Bank as part of its Supervisory Review and Evaluation Process (SREP).

Notching Considerations

Loss Given Failure Analysis

Erste is subject to the EU Bank Recovery and Resolution Directive (BRRD), which we consider an Operational Resolution Regime. We therefore apply our Advanced LGF analysis, considering the risks faced by the different debt and deposit classes across the liability structure should the bank enter resolution. In-line with our standard assumptions, we assume residual tangible common equity of 3% and losses post-failure of 8% of tangible banking assets, a 25% run-off in "junior" wholesale deposits, a 5% run-off in preferred deposits, and assign a 25% probability to deposits being preferred to senior unsecured debt.

For Erste's senior unsecured debt and deposits, our LGF analysis indicates a very low loss-given-failure, leading to two notches of rating uplift from the bank's baa3 Adjusted BCA.

Additional notching for subordinated and hybrid debt instruments

For other junior debt classes, our Advanced LGF analysis indicates a high loss-given-failure, given the limited volume of debt and limited protection from more subordinated instruments and residual equity. Absent any government support uplift, Erste's subordinated debt is therefore rated Ba1, one notch below the bank's baa3 Adjusted BCA.

Additional notching applies to Erste's junior subordinated debt instruments reflecting the risk of a missed coupon payment and the timeliness of those payments. Erste's cumulative junior subordinated debt maturing in June 2019 (ISIN: XS0303559115, Moody's Debt ID: 820418491) is therefore rated Ba2(hyb), two notches below the bank's baa3 Adjusted BCA. This reflects the junior subordinated claim in liquidation and cumulative deferral features tied to the breach of a net loss trigger.

Additional Tier 1 (AT1) instruments

We assign an unsolicited (P)Ba3 rating to Erste's AT1 note program and an unsolicited Ba3(hyb) rating to the two €500 million AT1 notes issued under the program, three notches below the bank's baa3 Adjusted BCA. These ratings were not initiated at the request of the rated entity.

The ratings reflect our assessment of the instruments' deeply subordinated claim in liquidation as well as its non-cumulative coupon deferral features. In addition, the securities' principal is subject to a partial or full write-down on a contractual basis if: (1) Erste's CET1 ratio falls below 5.125%; or (2) the issuer receives public support; and/or (3) the Austrian Financial Market Authority (FMA) determines that the conditions for a full write-down of the instrument are fulfilled and orders such a write-down as a measure to prevent insolvency.

Government Support

The wider scope of the BRRD implementation in Austria and its recent application, triggering a resolution of Heta Asset Resolution AG (Ca, stable¹), illustrates the Austrian government's willingness to apply burden-sharing to bondholders. We have therefore eliminated government support from our Austrian banks ratings, assuming a low probability of Erste receiving support from the Austrian government.

Rating Methodology and Scorecard Factors

100%

Exhibit 3

Erste Group Bank AG

| Macro Factors | |
|------------------------|----------|
| Weighted Macro Profile | Strong - |

| Factor | Historic Ratio | Macro Adjusted Score | Credit Trend | Assigned Score | Key driver #1 | Key driver #2 |
|---|-------------------|----------------------------|--------------------------|----------------|---------------------|----------------|
| Solvency | | | | | | |
| Asset Risk | | | | | | |
| Problem Loans / Gross Loans | 6.8% | ba2 | $\leftarrow \rightarrow$ | baa3 | Quality of assets | Expected trend |
| Capital | | | | | | |
| TCE / RWA | 9.8% | ba2 | $\leftarrow \rightarrow$ | baa2 | Capital fungibility | |
| Profitability | | | | | | |
| Net Income / Tangible Assets | 0.4% | ba3 | $\leftarrow \rightarrow$ | ba1 | Return on assets | Expected trend |
| Combined Solvency Score | | ba2 | | baa3 | | |
| Liquidity | | | | | | |
| Funding Structure | | | | | | |
| Market Funds / Tangible Banking Assets | 17.1% | baa2 | $\leftarrow \rightarrow$ | baa2 | Extent of market | |
| | | | | | funding reliance | |
| Liquid Resources | | | | | | |
| Liquid Banking Assets / Tangible Banking Assets | 31.2% | a3 | $\leftarrow \rightarrow$ | baa2 | Asset encumbrance | |
| Combined Liquidity Score | | baa1 | | baa2 | | |
| Financial Profile | | | | baa3 | | |
| Business Diversification | | | | 0 | | |
| Opacity and Complexity | | | | 0 | | |
| Corporate Behavior | | | | 0 | | |
| Total Qualitative Adjustments | | | | 0 | | |
| Sovereign or Affiliate constraint: | | | | Aa1 | | |
| Scorecard Calculated BCA range | | | | baa2-ba1 | | |
| Assigned BCA | | | | baa3 | | |
| Affiliate Support notching | | | | 0 | | |
| Adjusted BCA | | | | baa3 | | |
| Balance Sheet | | in-sc | | % in-scope | at-failure | % at-failure |

| Balance Sheet | in-scope | % in-scope | at-failure | % at-failure |
|-------------------------------|---------------|------------|---------------|--------------|
| | (EUR million) | | (EUR million) | |
| Other liabilities | 43,190 | 30.4% | 50,922 | 35.8% |
| Deposits | 75,811 | 53.3% | 68,078 | 47.8% |
| Preferred deposits | 56,100 | 39.4% | 53,295 | 37.5% |
| Junior Deposits | 19,711 | 13.9% | 14,783 | 10.4% |
| Senior unsecured bank debt | 11,916 | 8.4% | 11,916 | 8.4% |
| Dated subordinated bank debt | 6,078 | 4.3% | 6,078 | 4.3% |
| Junior subordinated bank debt | 20 | 0.0% | 20 | 0.0% |
| Preference shares (bank) | 1,000 | 0.7% | 1,000 | 0.7% |
| Equity | 4,269 | 3.0% | 4,269 | 3.0% |
| Total Tangible Banking Assets | 142,283 | 100% | 142,283 | 100% |
| | | | | |

| Debt class | t class De jure waterfall De facto waterfa | | /aterfall | Notching | | LGF | Assigned | Additional Preliminary | | |
|--------------------------------------|--|-------|-----------------------------|-----------|---------|----------|---------------|------------------------|----------|----------------------|
| | | | Instrument on volume + o | rdination | De jure | De facto | 0 | LGF notching | notching | Rating Assessment |
| | Subordinatio | n | Subordinatio | ו | | | versus BCA | | | |
| Counterparty Risk Assessment | 26.8% | 26.8% | 26.8% | 26.8% | 3 | 3 | 3 | 3 | 0 | a3 (cr) |
| Deposits | 26.8% | 8.0% | 26.8% | 16.4% | 2 | 3 | 2 | 2 | 0 | baa1 |
| Senior unsecured bank debt | 26.8% | 8.0% | 16.4% | 8.0% | 2 | 2 | 2 | 2 | 0 | baa1 |
| Dated subordinated bank debt | 8.0% | 3.7% | 8.0% | 3.7% | -1 | -1 | -1 | -1 | 0 | ba1 |
| Junior subordinated bank debt | 3.7% | 3.7% | 3.7% | 3.7% | -1 | -1 | -1 | -1 | -1 | ba2 (hyb) |
| Non-cumulative bank preference share | s 3.7% | 3.0% | 3.7% | 3.0% | -1 | -1 | -1 | -1 | -2 | ba3 (hyb) |

| Instrument class | Loss Given Failure notching | Additional Notching | Preliminary Rating Assessment | Government Support notching | Local Currency Rating | Foreign Currency Rating |
|---------------------------------------|--------------------------------|---------------------|----------------------------------|--------------------------------|--------------------------|-------------------------------|
| Counterparty Risk Assessment | 3 | 0 | a3 (cr) | 0 | A3 (cr) | |
| Deposits | 2 | 0 | baa1 | 0 | Baa1 | Baa1 |
| Senior unsecured bank debt | 2 | 0 | baa1 | 0 | Baa1 | Baa1 |
| Dated subordinated bank debt | -1 | 0 | ba1 | 0 | Ba1 | |
| Junior subordinated bank debt | -1 | -1 | ba2 (hyb) | 0 | Ba2 (hyb) | |
| Non-cumulative bank preference shares | -1 | -2 | ba3 (hyb) | 0 | Ba3 (hyb) | |

Source: Moody's Financial Metrics

Ratings

| Exhibit 4 | |
|--------------------------------------|------------------|
| Category | Moody's Rating |
| ERSTE GROUP BANK AG | |
| Outlook | Stable |
| Bank Deposits | Baa1/P-2 |
| Baseline Credit Assessment | baa3 |
| Adjusted Baseline Credit Assessment | baa3 |
| Counterparty Risk Assessment | A3(cr)/P-2(cr) |
| Senior Unsecured | Baa1 |
| Senior Subordinate -Dom Curr | Ba1 |
| Jr Subordinate -Dom Curr | Ba2 (hyb) |
| Pref. Stock Non-cumulative -Dom Curr | Ba3 (hyb) |
| Commercial Paper -Dom Curr | P-2 |
| Other Short Term -Dom Curr | (P)P-2 |
| CESKA SPORITELNA, A.S. | |
| Outlook | Stable |
| Bank Deposits | A2/P-1 |
| Baseline Credit Assessment | baa1 |
| Adjusted Baseline Credit Assessment | baa1 |
| Counterparty Risk Assessment | A1(cr)/P-1(cr) |
| ERSTE BANK HUNGARY ZRT. | |
| Outlook | Positive |
| Bank Deposits | Ba2/NP |
| Baseline Credit Assessment | b3 |
| Adjusted Baseline Credit Assessment | b1 |
| Counterparty Risk Assessment | Ba1(cr)/NP(cr) |
| ERSTE BANK, NEW YORK | |
| Outlook | Stable |
| Bank Deposits | Baa1/ |
| Counterparty Risk Assessment | A3(cr)/P-2(cr) |
| ERSTE FINANCE (DELAWARE) LLC | |
| Bkd Commercial Paper | P-2 |
| BANCA COMERCIALA ROMANA S.A. | |
| Outlook | Positive |
| Bank Deposits | Ba1/NP |
| Baseline Credit Assessment | b2 |
| Adjusted Baseline Credit Assessment | ba3 |
| Counterparty Risk Assessment | Baa3(cr)/P-3(cr) |
| | |

Source: Moody's Investors Service

Endnotes

1 The ratings shown in this report are the bank's backed senior unsecured debt rating and outlook.

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