

## Erste Group Bank AG

(Incorporated as a stock corporation in the Republic of Austria under registered number FN 33209 m)

### Base prospectus consisting of separate documents

in relation to the

### Structured Notes Programme (the "Programme")

This supplement (the "**Supplement**") dated 5 May 2021 constitutes a supplement pursuant to Article 23 (1) of the Regulation (EU) 2017/1129, as amended (the "**Prospectus Regulation**") and is supplemental to, and should be read in conjunction with, the securities note dated 9 December 2020 (the "**Original Securities Note**" or, the "**Securities Note**") of Erste Group Bank AG (the "**Issuer**" or "**Erste Group Bank**") which, together with the registration document of Erste Group Bank dated 28 October 2020, as supplemented from time to time (the "**Registration Document**"), forms part of the base prospectus consisting of separate documents within the meaning of Article 8 (6) of the Prospectus Regulation (the Registration Document and the Securities Note together, the "**Prospectus**").

The Prospectus has been approved on 9 December 2020 by the Austrian Financial Market Authority (*Finanzmarktaufsichtsbehörde*, the "**FMA**").

This Supplement has been filed with and approved by the FMA in its capacity as competent authority, filed with the Vienna Stock Exchange (*Wiener Börse*) and published in electronic form on the Issuer's website under "[www .erstegroup.com/de/ueber-uns/erste-group-emissionen/prospekte/anleihen/snp09122020](http://www.erstegroup.com/de/ueber-uns/erste-group-emissionen/prospekte/anleihen/snp09122020)".

The Issuer has requested the FMA to provide the competent authorities of Croatia, the Czech Republic, Germany, Hungary, Poland, Romania, the Slovak Republic and Spain with a certificate of approval attesting that this Supplement has been drawn up in accordance with the Prospectus Regulation.

Terms defined in the Prospectus shall have the same meaning when used in this Supplement.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference in the Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Prospectus, the statements mentioned in (a) above will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or material inaccuracy relating to the information included in the Prospectus has arisen or been noted, as the case may be, since the publication of the Prospectus.

The amendments included in this Supplement shall only apply to final terms, the date of which falls on or after the date of approval of this Supplement.

**In accordance with Article 23 (2a) of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for structured notes (the "Notes") before this Supplement was published have the right, exercisable within three working days after the publication of this Supplement, to withdraw their acceptances until, and including 10 May 2021, provided that the significant new factor, material mistake or material inaccuracy arose or was noted before the closing of the offer period and the delivery of the Notes, whichever occurs first. Investors may contact the relevant financial intermediary if they wish to exercise their right of withdrawal.**

The accuracy of the information contained in this Supplement does not fall within the scope of examination by the FMA under the Prospectus Regulation. The FMA only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer that is the subject of this Supplement.

## RESPONSIBILITY STATEMENT

The Issuer, with its registered office at Am Belvedere 1, A-1100 Vienna, Austria, is responsible for the information given in this Supplement.

The Issuer hereby declares that, to the best of the knowledge of the Issuer, the information contained in this Supplement is in accordance with the facts and makes no omission likely to affect its import.

## NOTICE

No person has been authorised to give any information or to make any representation other than those contained in this Supplement in connection with the issue or sale of the Notes and, if given or made, such information or representation must not be relied upon as having been authorised by the Issuer. Neither the delivery of the Prospectus and/or this Supplement nor any sale made in connection herewith shall, under any circumstances, create any implication that there has been no change in the affairs of the Issuer or the Issuer and its subsidiaries and participations taken as a whole (the "**Erste Group**") since the date hereof or the date upon which the Prospectus has been most recently supplemented or that there has been no adverse change in the financial position of the Issuer or Erste Group since the date hereof or the date upon which the Prospectus has been most recently supplemented or that any other information supplied in connection with the Programme is correct as of any time subsequent to the date on which it is supplied or, if different, the date indicated in the document containing the same.

The distribution of this Supplement and the offering or sale of Notes in certain jurisdictions may be restricted by law. Persons into whose possession this Supplement comes are required by the Issuer to inform themselves about and to observe any such restriction.

This Supplement does not constitute an offer of, or an invitation by or on behalf of the Issuer to subscribe for, or purchase, any Notes.

Neither this Supplement nor any financial statements supplied in connection with the Programme or any Notes are intended to provide the basis of any credit or other evaluation and should not be considered as a recommendation by the Issuer that any recipient of this Supplement or any financial statements should purchase the Notes. Each potential purchaser of Notes should determine for itself the relevance of the information contained in this Supplement or any financial statements and its purchase of Notes should be based upon any such investigation as it deems necessary.

Significant new factors, material mistakes and/or material inaccuracies (as referred to in Article 23 (1) of the Prospectus Regulation) have arisen which in the Issuer's perception are capable of affecting the assessment of the Notes, and are thus herewith included in the Securities Note as follows:

**1.1. On page 1 of the Original Securities Note, the first sentence of the fourth paragraph shall be replaced by the following sentence:**

"Application may be made (i) for the Programme and/or the Notes to be admitted to the Official Market (*Amtlicher Handel*) of the Vienna Stock Exchange (*Wiener Börse*); and (ii) to admit to trading such Notes on the regulated market of the Stuttgart Stock Exchange (*Baden-Württembergische Wertpapierbörse*) and/or on the regulated market of the Frankfurt Stock Exchange (*Frankfurter Wertpapierbörse*) and/or on the regulated market of the Warsaw Stock Exchange (*Giełdę Papierów Wartościowych w Warszawie*) (altogether, the "**Markets**")."


**1.2. In the section entitled "4. FORM OF FINAL TERMS (GERMAN AND ENGLISH LANGUAGE)" in the subsection entitled "TEIL B – ZUSÄTZLICHE INFORMATIONEN / PART B – OTHER INFORMATION" under the sub-heading "Börsenzulassung[en] / Listing[s]" on page 277 of the Original Securities Note below the row with regard to the listing in "Wien – Amtlicher Handel / Vienna – Official Market", the following rows shall be inserted:**

Warschau  
*Warsaw*

Regulierter Markt  
*Regulated Market*"

**1.3. In the section entitled "GLOSSARY AND LIST OF ABBREVIATIONS" commencing on page 284 of the Original Securities Note, the row with regard to Markets shall be replaced by the following row:**

<b>"Markets</b>	the Official Market ( <i>Amtlicher Handel</i> ) of the Vienna Stock Exchange ( <i>Wiener Börse</i> ), the regulated market of the Stuttgart Stock Exchange ( <i>Baden-Württembergische Wertpapierbörse</i> ), the regulated market of the Frankfurt Stock Exchange ( <i>Frankfurter Wertpapierbörse</i> ) and the regulated market of the Warsaw Stock Exchange ( <i>Giełdę Papierów Wartościowych w Warszawie</i> )"
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	Unterzeichner	Österreichische Finanzmarktaufsichtsbehörde
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Prüfinformation	Informationen zur Prüfung des elektronischen Siegels bzw. der elektronischen Signatur finden Sie unter: <a href="http://www.signaturpruefung.gv.at">http://www.signaturpruefung.gv.at</a>	
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