

**First Supplement dated 19 December 2023
to the EUR 25,000,000,000 Debt Issuance Programme for the issue of Notes
dated 21 April 2023
relating to the information in the Original Securities Note**

This document constitutes a supplement (the "First Supplement") for the purpose of Article 23 (1) of the Regulation (EU) 2017/1129 of the European Parliament and of the Council (as amended, the "Prospectus Regulation") and is supplemental to and should be read in conjunction with, the securities note dated 21 April 2023 (the "Original Securities Note") of Raiffeisen Bank International AG (the "Issuer" or "RBI").

The Original Securities Note, together with the registration document dated 21 April 2023, as supplemented or updated from time to time (the "Registration Document") constitutes a base prospectus (the "Base Prospectus") in accordance with Article 8(6) of the Prospectus Regulation. The Base Prospectus in the form as supplemented by this First Supplement is hereinafter referred to as the "Supplemented Base Prospectus".



RAIFFEISEN BANK INTERNATIONAL AG

Terms defined in the Original Securities Note have the same meaning when used in this First Supplement. To the extent that there is any inconsistency between (a) any statement in this First Supplement and (b) any other statement in the Original Securities Note prior to the date of this First Supplement, the statements in (a) will prevail.

This First Supplement has been approved by the *Commission de Surveillance du Secteur Financier* (the "CSSF") and will be published in electronic form on the website of the Luxembourg Stock Exchange (www.luxse.com) and on the website of Raiffeisen Bank International AG (www.rbinternational.com).

The CSSF only approves this First 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 quality of the Notes that are the subject of the Supplemented Base Prospectus.

By approving this First Supplement, the CSSF assumes no responsibility as to the economic and financial soundness of the transaction or the quality or solvency of the Issuer pursuant to Article 6 (4) of the Luxembourg act relating to prospectuses for securities dated 16 July 2019 (*Loi du 16 juillet 2019 relative aux prospectus pour valeurs mobilières et portant mise en oeuvre du règlement (UE) 2017/1129*, the "Luxembourg Prospectus Law").

The Issuer with its registered office at Am Stadtpark 9, 1030 Vienna, Austria, accepts responsibility for the information contained in this First Supplement. The Issuer hereby declares, that to the best of its knowledge, the information contained in this First Supplement is in accordance with the facts and that this First Supplement makes no omission likely to affect its import.

RBI has requested the CSSF to provide the competent authorities in the Federal Republic of Germany ("Germany"), the Republic of Austria ("Austria"), the Czech Republic, the Slovak Republic

("Slovakia"), Hungary, Romania and Croatia with a certificate of approval in accordance with Article 25 (1) of the Prospectus Regulation attesting that this First Supplement relating to the Base Prospectus has been drawn up in accordance with the Prospectus Regulation and the Luxembourg Prospectus Law. RBI may request the CSSF to provide competent authorities in additional Member States within the European Economic Area (each a "Member State" and, together, the "Member States") with further notifications.

In accordance with Article 23 (2) of the Prospectus Regulation, where the Base Prospectus to which this First Supplement applies relates to an offer of Notes to the public, investors who have already agreed to purchase or subscribe for any Notes before this First Supplement is published have the right, exercisable within two working days, which the Issuer has decided to extend to three working days, after the publication of this First Supplement, i.e. until and including 22 December 2023, to withdraw their acceptances, provided that the significant new factor, material mistake or material inaccuracy arose or was noted before the closing of the offer period or the delivery of the Notes, whichever occurs first. Investors may contact the relevant financial intermediary if they wish to exercise their right of withdrawal.

NOTICE

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

No person has been authorised by RBI to give any information or to make any representation other than those contained in this First Supplement or the Supplemented Base Prospectus. If given or made, any such information or representation should not be relied upon as having been authorised by RBI.

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SUPPLEMENTAL INFORMATION

Part A – Amendments to the section GENERAL INFORMATION

- 1) On pages 32 to 33 of the Original Securities Note, in the chapter "**Authorisation**", the existing text shall be modified as follows, whereby added text is printed in blue and underlined:

"Authorisation

The issuance of Notes under the Programme is covered by the Issuer's Board of Management's and Supervisory Board's approval of an annual funding plan determining the total annual issuance volume.

For the business year 2023, the relevant approval of the Board of Management is dated 15 November 2022 and the relevant approval of the Supervisory Board is dated 19 December 2022.

For the business year 2024, the relevant approval of the Board of Management is dated 20 November 2023 and the relevant approval of the Supervisory Board is dated 15 December 2023."