

## Registration Document

### Erste Group Bank AG

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

This supplement (the "**Supplement**") dated 4 March 2024 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 registration document dated 7 June 2023 (the "**Original Registration Document**") and together with the Registration Document Supplement No. 1 dated 3 August 2023 and the Registration Document Supplement No. 2 dated 3 November 2023, the "**Registration Document**") of Erste Group Bank AG (the "**Issuer**" or "**Erste Group Bank**"). The Registration Document forms part of any base prospectus of the Issuer consisting of separate documents within the meaning of Article 8 (6) of the Prospectus Regulation and as of the date of this Supplement, this Supplement relates to the base prospectuses consisting of separate documents in relation to the following programmes of the Issuer: (i) the capital guaranteed structured notes programme dated 23 June 2023; (ii) the warrants programme dated 7 July 2023; (iii) the debt issuance programme dated 28 August 2023; (iv) the certificates programme dated 25 October 2023; (v) the additional tier 1 notes programme dated 13 November 2023; (vi) the multi issuer EMTN programme dated 4 December 2023; (vii) the structured notes programme dated 7 December 2023 and (viii) the covered bonds programme dated 15 December 2023.

The Original Registration Document has been approved on 7 June 2023 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/rd07062023](http://www.erstegroup.com/de/ueber-uns/erste-group-emissionen/prospekte/anleihen/rd07062023)".

Terms defined in the Registration Document 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 Registration Document by this Supplement and (b) any other statement in or incorporated by reference in the Registration Document, 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 Registration Document has arisen or been noted, as the case may be, since the publication of the Registration Document.

**In accordance with Article 23 (2) of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for securities issued or to be issued by the Issuer before this Supplement was published have the right, exercisable within two working days after the publication of this Supplement, to withdraw their acceptances until, and including 6 March 2024, 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 securities issued or to be issued, 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, 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 securities issued or to be issued by the Issuer and, if given or made, such information or representation must not be relied upon as having been authorised by the Issuer or any arranger or dealer. Neither the delivery of the Registration Document 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 Registration Document 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 Registration Document has been most recently supplemented or that any other information supplied in connection with the Registration Document 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 securities issued or to be issued by the Issuer in certain jurisdictions may be restricted by law. Persons into whose possession this Supplement comes are required by the Issuer, any arranger and any dealer 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 any of the Issuer, any arranger or any dealer to subscribe for, or purchase, any securities issued or to be issued by the Issuer.

In case of any arranger or dealer none of them has independently verified the information contained in this Supplement and none of them makes any representation, express or implied, or accepts any responsibility, with respect to the accuracy or completeness of any of the information in this Supplement. Neither this Supplement nor any financial statements supplied in connection with the Registration Document or any securities issued or to be issued by the Issuer are intended to provide the basis of any credit or other evaluation and should not be considered as a recommendation by the Issuer, any arranger or any dealer that any recipient of this Supplement or any financial statements should purchase securities issued or to be issued by the Issuer. Each potential purchaser of securities issued or to be issued by the Issuer should determine for itself the relevance of the information contained in this Supplement or any financial statements and its purchase of securities issued or to be issued by the Issuer should be based upon any such investigation as it deems necessary. None of any arranger or any dealer undertakes to review the financial condition or affairs of the Issuer or Erste Group during the life of the arrangements contemplated by this Supplement nor to advise any investor or potential investor in securities issued or to be issued by the Issuer of any information coming to the attention of any arranger or any dealer.

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 securities issued or to be issued by the Issuer, and are thus herewith included in the Registration Document as follows:

- 1.1. In the section entitled "1. RISK FACTORS" in subsection entitled "1.1 CREDIT RISKS" commencing on page 7 of the Original Registration Document, in the risk factor entitled "Erste Group may in the future continue to experience deterioration in credit quality, particularly as a result of financial crises or economic downturns." at the end of the fifth paragraph the following sentences shall be added:**

"The Israel-Hamas war has brought the Middle East to the edge of a potentially larger conflict with the risk for higher commodity prices and lower trade volume. An escalation of the conflict could lead to higher prices and weaker global growth, which would affect Erste Group's loan growth and risk costs."

- 1.2. In the section entitled "1. RISK FACTORS" in subsection entitled "1.4 FURTHER RISKS RELATING TO THE ISSUER" commencing on page 20 of the Original Registration Document the following risk factor shall be added after the risk factor entitled "Failure to properly handle potential conflicts of interest of members of the Issuer's executive bodies could have negative effects on the Issuer.":**

**"The Issuer's supervisory board may not approve or request changes to Erste Group's preliminary annual consolidated financial statements 2023, which may lead to a substantial change of the information disclosed in this Registration Document.**

In accordance with § 96 of the Austrian Stock Corporation Act (*Aktiengesetz*), the Issuer's supervisory board is responsible for the final audit (*endgültige Prüfung*) as well as the approval (*Feststellung*) of Erste Group's annual consolidated financial statements. The Issuer's preliminary annual consolidated financial statements 2023 (the **"Preliminary Annual Consolidated Financial Statements 2023"**) (i) have been compiled and prepared on a basis which is comparable with the Audited Consolidated Financial Statements 2022 and the Audited Consolidated Financial Statements 2021; (ii) are consistent with the Issuer's accounting policies and (iii) have been prepared by the Issuer's management board, but have not yet been approved by the Issuer's supervisory board and are therefore not final and reliable. Accordingly, the Issuer's supervisory board may in its sole discretion (i) approve the Preliminary Annual Consolidated Financial Statements 2023; (ii) not approve them; (iii) request changes to be made; (iv) neither approve nor disapprove them, in which case the shareholders' meeting becomes responsible for the approval or (v) approve them and further decide to delegate (subject to the management board's consent) the final approval to the shareholders' meeting. If the Issuer's supervisory board does not approve, or requests changes to, Erste Group's Preliminary Annual Consolidated Financial Statements 2023 or delegates the approval thereof to the Issuer's shareholders' meeting, there is a risk that the information included in this Registration Document which relates to the Preliminary Annual Consolidated Financial Statements 2023 may substantially deviate from Erste Group's approved annual consolidated financial statements."

- 1.3. In the section entitled "2. ERSTE GROUP BANK AG" in the subsection entitled "2.3 SHARE CAPITAL OF ERSTE GROUP BANK" on page 22 of the Original Registration Document the first paragraph shall be replaced by the following paragraph:**

"As of 4 March 2024, the total subscribed capital of Erste Group Bank amounted to EUR 841,825,816 (fully paid (in cash or by contribution in kind)), divided into 420,912,908 no-par value voting bearer shares (ordinary shares)."

- 1.4. In the section entitled "2. ERSTE GROUP BANK AG" in the subsection entitled "2.7 BUSINESS OVERVIEW" the second, third and fourth paragraph under the sub-heading "Capital Requirements" commencing on page 27 of the Original Registration Document as amended by Registration Document Supplement No. 1 dated 3 August 2023 and Registration Document Supplement No. 2 dated 3 November 2023 shall be replaced by the following paragraphs:**

"On a consolidated basis, the additional regulatory capital demands comprise a Pillar 2 requirement of 1.75% (to be held in the form of 56.25% of CET 1 capital and 75% of Tier 1 capital) and a Pillar 2 CET 1 guidance of 1.00%. As a result, the overall consolidated CET 1 requirement of Erste Group is 10.95% as of 31 December 2023 (excluding Pillar 2 CET 1 guidance, but

including the capital conservation buffer, the systemic risk buffer, the Other Systemically Important Institutions (O-SII) buffer and the institution specific countercyclical buffer). The CET 1 ratio target has been increased to 14.0% as of year-end 2023.

On an unconsolidated basis, the additional capital demand is 1.75% Pillar 2 requirement, of which 0.98% has to be covered with CET 1 capital, resulting in an overall individual CET 1 requirement of 10.80% as of 31 December 2023.

In addition to the CET 1 requirements (consolidated and unconsolidated) described above, overall capital requirements also apply to Erste Group's Tier 1 capital ratio and own funds ratio, resulting in Tier 1 requirements of 12.78% and own funds requirements of 15.21% as of 31 December 2023 on a consolidated basis (and 12.63% Tier 1 capital and 15.06% own funds respectively on an unconsolidated basis). In that context, any shortfall in Pillar 1 and Pillar 2 capital requirement components which could otherwise be made up of AT 1 or Tier 2 capital up to their respective limits would have to be met with CET 1 capital for an AT 1 shortfall and AT 1 or CET 1 capital for a Tier 2 shortfall."

- 1.5. In the section entitled "2. ERSTE GROUP BANK AG" in the subsection entitled "2.9 RECENT EVENTS" above the sub-heading "Dividend" on page 33 of the Original Registration Document as amended by Registration Document Supplement No. 1 dated 3 August 2023 the following paragraphs shall be added:

"The following information relates to the Preliminary Annual Consolidated Financial Statements 2023 which have been prepared by the Issuer's management board, but have not yet been approved by the Issuer's supervisory board and are therefore not final and reliable. The audit opinion will only be released together with the Issuer's annual consolidated financial statements 2023 which are intended to be published at the end of March 2024:

#### Highlights

Profit and Loss (P&L) 2023 compared with 2022; balance sheet 31 December 2023 compared with 31 December 2022

**Net interest income** increased significantly to EUR 7,228 million (+21.5%; EUR 5,951 million), most strongly in Austria, on the back of higher market interest rates as well as larger loan volume. **Net fee and commission income** rose to EUR 2,640 million (+7.6%; EUR 2,452 million). Growth was registered across all core markets, most notably in payment services but also in asset management and in lending. **Net trading result** improved to EUR 754 million (EUR -779 million); the line item **gains/losses from financial instruments measured at fair value through profit or loss** declined to EUR -306 million (EUR 731 million). The development of these two line items was mostly attributable to valuation effects. **Operating income** increased to EUR 10,552 million (+23.1%; EUR 8,571 million). **General administrative expenses** were up at EUR 5,020 million (+9.7%; EUR 4,575 million). Personnel expenses rose to EUR 2,991 million (+12.1%; EUR 2,668 million) driven by salary increases. The rise in other administrative expenses to EUR 1,468 million (+8.3%; EUR 1,356 million) was primarily due to higher IT and marketing expenses. Contributions to deposit insurance schemes included in other administrative expenses declined to EUR 114 million (EUR 143 million), most notably in Hungary (where in the comparable period of 2022, the Sberbank Europe deposit insurance case had resulted in higher expenses). Amortisation and depreciation amounted to EUR 560 million (+1.7%; EUR 551 million). Overall, the **operating result** increased markedly to EUR 5,532 million (+38.4%; EUR 3,996 million). The **cost/income ratio** improved to 47.6% (53.4%).

The **impairment result from financial instruments** amounted to EUR -128 million or 6 basis points of average gross customer loans (EUR -300 million or 15 basis points). Net allocations to provisions for loans and advances were posted in all core markets, with the exception of Croatia and Hungary. Positive contributions came from net releases of provisions for commitments and guarantees as well as from income from the recovery of loans already written off (in both cases most notably in Austria). The **NPL ratio** based on gross customer loans deteriorated slightly to 2.3% (2.0%). The **NPL coverage ratio** (excluding collateral) also slipped to 85.1% (94.6%).

**Other operating result** amounted to EUR -468 million (EUR -399 million). Expenses for annual contributions to resolution funds declined (most notably in Austria and the Czech Republic) to EUR 113 million (EUR 139 million). Banking levies – currently payable in two core markets – were lower at EUR 183 million (EUR 187 million). Thereof, EUR 137 million (EUR 124 million) were

charged in Hungary. In Austria, banking tax declined to EUR 46 million (EUR 63 million). Valuation effects had an adverse impact on other operating result.

Taxes on income amounted to EUR 874 million (EUR 556 million). The rise in the minority charge to EUR 923 million (EUR 502 million) was attributable to significantly better results from the savings banks – primarily due to higher net interest income. The **net result attributable to owners of the parent** rose to EUR 2,998 million (EUR 2,165 million) on the back of the strong operating result and low risk costs.

**Total equity** not including AT 1 instruments rose to EUR 26.1 billion (EUR 23.1 billion). After regulatory deductions and filtering in accordance with the CRR, **common equity tier 1 capital** (CET 1, final) rose to EUR 22.9 billion (EUR 20.4 billion), as were total **own funds** (final) to EUR 29.1 billion (EUR 26.2 billion). Total risk – **risk-weighted assets** including credit, market and operational risk (CRR, final) – increased to EUR 146.5 billion (EUR 143.9 billion). The **common equity tier 1 ratio** (CET 1, final) improved to 15.7% (14.2%), the **total capital ratio** rose to 19.9% (18.2%).

**Total assets** increased to EUR 337.2 billion (+4.1%; EUR 323.9 billion). On the asset side, cash and cash balances increased to EUR 36.7 billion (EUR 35.7 billion), loans and advances to banks rose to EUR 21.4 billion (EUR 18.4 billion), most notably in Austria and the Czech Republic. **Loans and advances to customers** rose to EUR 207.8 billion (+2.8%; EUR 202.1 billion) with both retail and corporate loan volumes up. On the liability side, deposits from banks declined to EUR 22.9 billion (EUR 28.8 billion). **Customer deposits** rose in nearly all core markets – most strongly in Austria and the Czech Republic – to EUR 232.8 billion (+3.9%; EUR 224.0 billion). The **loan-to-deposit ratio** stood at 89.3% (90.2%)."

- 1.6. In the section entitled "2. ERSTE GROUP BANK AG" in the subsection entitled "2.9 RECENT EVENTS" the second paragraph under the sub-heading "Dividend" on page 33 of the Original Registration Document as amended by Registration Document Supplement No. 1 dated 3 August 2023 shall be replaced by the following paragraph:

"Erste Group Bank is planning to pay a dividend of EUR 2.7 per share for the financial year 2023 under its dividend policy, which provides for a payout ratio of between 40% and 50%. In addition, the ECB approved buybacks of own shares in a total consideration of up to EUR 300 million for the purpose of cancelling such shares. Consequently, the Management Board decided to implement a share buyback programme in the amount of up to EUR 300 million. The share buyback programme was completed on 16 February 2024. Overall, 8,887,092 Erste Group Bank shares were repurchased at a total value of EUR 299,999,998.23 or 2.07% of the share capital. The weighted average price per repurchased share was EUR 33.76. The Management Board resolved on 22 February 2024 – with consent of the Supervisory Board – to cancel the repurchased shares. The repurchased own shares were cancelled with effect from 23 February 2024. The cancellation was recorded in the companies register and hence took effect on 24 February 2024."

- 1.7. In the section entitled "2. ERSTE GROUP BANK AG" the information in the subsection entitled "2.12 SELECTED FINANCIAL INFORMATION" commencing on page 33 of the Original Registration Document as amended by Registration Document Supplement No. 1 dated 3 August 2023 and Registration Document Supplement No. 2 dated 3 November 2023 shall be replaced by the following information:

**"Capital Position**

<b>Basel 3 capital</b>	<b>31 December 2022 (final)</b>	<b>30 September 2023 (final)</b>	<b>31 December 2023 (final)</b>
Basel 3 CET 1 in EUR billion	20.4	21.4	22.9
Basel 3 AT 1 in EUR billion	2.2	2.4	2.4
Basel 3 Tier 2 in EUR billion	3.5	3.9	3.7

<b>Risk-weighted assets (RWA) in EUR billion</b>	<b>31 December 2022 (final)</b>	<b>30 September 2023 (final)</b>	<b>31 December 2023 (final)</b>
Market risk	7.0	5.6	6.3
Operational risk	14.8	14.6	14.8
Credit risk*	122.1	127.9	125.5
<b>Total risk-weighted assets</b>	<b>143.9</b>	<b>148.0</b>	<b>146.5</b>

<b>Basel 3 capital ratios</b>	<b>31 December 2022 (final)</b>	<b>30 September 2023 (final)</b>	<b>31 December 2023 (final)</b>
Basel 3 CET 1 ratio	14.2%	14.5%	15.7%
Basel 3 Tier 1 ratio	15.8%	16.1%	17.3%
Basel 3 total capital ratio	18.2%	18.7%	19.9%

Sources: Audited Consolidated Financial Statements 2022, Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2023 and Preliminary Annual Consolidated Financial Statements 2023.

\* Credit risk is the sum of the following positions of the risk structure table included in the Audited Consolidated Financial Statements 2022, Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2023 and Preliminary Annual Consolidated Financial Statements 2023: (i) Risk-weighted assets (credit risk), (ii) Settlement risk, (iii) Exposure for CVA and (iv) Other exposure amounts (including Basel 1 floor).

All figures in the tables above are rounded. Due to the rounding a stated total amount may deviate from that total amount which is calculated by adding the stated single items.

### Prudential ratios pursuant to CRR on a consolidated level

	<b>31 December 2021</b>	<b>31 December 2022</b>	<b>30 September 2023</b>	<b>31 December 2023</b>
Fully loaded leverage ratio	6.5%	6.6%	6.6%	7.1%
Liquidity coverage ratio	177.3%	138.0%	142.1%	153.4%

Source: Internal information of the Issuer

All figures in the table above are rounded.

### Regulatory capital requirements (SREP)

Capital requirements (SREP) for 2023 slightly up on higher buffers

		<b>Erste Group Consolidated</b>			<b>Erste Group Unconsolidated</b>		
		<b>Fully loaded</b>			<b>Fully loaded</b>		
		<b>2022</b>	<b>Q4 2023</b>	<b>YE 2024</b>	<b>2022</b>	<b>Q4 2023</b>	<b>YE 2024</b>
<b>Pillar 1 requirement</b>	<b>CET 1</b>	4.50%	4.50%	4.50%	4.50%	4.50%	4.50%
<b>Combined requirement</b>	<b>buffer</b>	4.91%	5.46%	5.78%	4.78%	5.31%	5.40%
Capital conservation buffer		2.50%	2.50%	2.50%	2.50%	2.50%	2.50%
Countercyclical capital buffer <sup>1</sup>		0.41%	0.71%	0.78%	0.28%	0.56%	0.65%

O-SII buffer		1.00%	1.25%	1.50%	1.00%	1.75%	1.75%
Systemic risk buffer		1.00%	1.00%	1.00%	1.00%	0.50%	0.50%
<b>Pillar 2 requirement<sup>2</sup></b>	<b>CET 1</b>	0.98%	0.98%	1.07%	0.98%	0.98%	1.07%
<b>Pillar 2 guidance</b>	<b>CET 1</b>	1.00%	1.00%	1.00%	0.00%	0.00%	1.00%
<b>Regulatory minimum ratios excluding Pillar 2 guidance</b>							
	CET 1 requirement	10.40%	10.95%	11.35%	10.27%	10.80%	10.96%
1.50% AT 1	Tier 1 requirement	12.23%	12.78%	13.20%	12.10%	12.63%	12.82%
2.00% Tier 2	Own funds requirement	14.66%	15.21%	15.68%	14.53%	15.06%	15.30%
<b>Regulatory minimum ratios including Pillar 2 guidance</b>							
	CET 1 requirement	11.40%	11.95%	12.35%	10.27%	10.80%	11.96%
1.50% AT 1	Tier 1 requirement	13.23%	13.78%	14.20%	12.10%	12.63%	13.82%
2.00% Tier 2	Own funds requirement	15.66%	16.21%	16.68%	14.53%	15.06%	16.30%
<b>Reported CET 1 ratio as of December 2023</b>		15.75%			23.40% <sup>3</sup>		

- Buffer to maximum distributable amount (MDA) restriction as of 31 December 2023: 462 basis points
- Available distributable items (ADI) as of 31 December 2023: EUR 4.7 billion (post expected dividend); based on CRR II, which allows additional own funds components to be included, available distributable items are at EUR 7.3 billion

Source: Internal information of the Issuer

1) Planned values based on fourth quarter 2023 exposure.

2) As of end of May 2021 § 70b (7) BWG applies using the Pillar 2 Requirement (P2R) according to the capital stack: 56.25% for CET1 capital and 75% for Tier 1 capital. The overall Pillar 2 Requirement (P2R) stood at 1.75% for Erste Group for year-end 2023 and has changed to 1.90% as of 1 January 2024.

3) Consolidated capital ratios pursuant to IFRS on phased-in basis. Unconsolidated capital ratios pursuant to IFRS as of fourth quarter 2023. Available distributable items pursuant to the Austrian Commercial Code (*Unternehmensgesetzbuch* - UGB).

## Return on equity

	31 December 2021	31 December 2022	30 September 2023	31 December 2023
Return on equity	11.6%	12.6%	16.7%	15.9%

Source: Internal information of the Issuer

All figures in the table above are rounded.

## Alternative Performance Measures

Alternative Performance Measure	Description / Purpose	Calculation
Fully loaded leverage ratio	The leverage ratio is calculated pursuant to Article 429 CRR and is designed to discourage the build-up of excessive leverage by the Issuer.	The leverage ratio shall be calculated as an institution's capital measure divided by the institution's total exposure measure and shall be expressed as a percentage.  Example for 2023:

		$\frac{25,354.9 \text{ (= Tier 1 capital)}}{358,716.4 \text{ (= leverage ratio exposures)}} \times 100 = 7.1\%$
Liquidity coverage ratio	<p>The liquidity coverage ratio ("LCR"), according to Article 412 (1) CRR is designed to promote short-term resilience of the Issuer's liquidity risk profile and aims to ensure that the Issuer has an adequate stock of unencumbered high quality liquid assets ("HQLA") to meet its liquidity needs for a 30 calendar day liquidity stress scenario.</p>	<p>The LCR is expressed as:</p> <p>(stock of HQLA) / (total net cash outflows over the next 30 calendar days) <math>\geq</math> 100%</p> <p>The numerator of the LCR is the stock of HQLA (High Quality Liquid Assets). Institutions must hold a stock of unencumbered HQLA to cover the total net cash outflows over a 30-day period under the prescribed stress scenario. In order to qualify as HQLA, assets should be liquid in markets during a time of stress and, in most cases, be eligible for use in central bank operations.</p> <p>The denominator of the LCR is the total net cash outflows. It is defined as total expected cash outflows, minus total expected cash inflows, in the specified stress scenario for the subsequent 30 calendar days. Total cash inflows are subject to an aggregate cap of 75% of total expected cash outflows, thereby ensuring a minimum level of HQLA holdings at all times.</p> <p>Example for 2023:</p> $\frac{81,842.78}{53,356.22} \times 100 = 153.4\%$
Net profit or loss for the year	<p>Pursuant to § 43(2) BWG, the profit or loss of the year is an item of the Issuer's income statement (<i>Gewinn- und Verlustrechnung</i>). Such income statement shall be drawn up in accordance with the layout set forth in the form contained in Annex 2 to § 43(2) BWG. The profit for the year may, unless resolved otherwise by the shareholders' meeting, be distributed as dividends to the shareholders.</p>	<p>The Issuer's net profit or loss for the year is calculated as follows:</p> <p>Operating income, less operating expenses (= operating result), less value adjustments, plus value re-adjustments (= profit or loss on ordinary activities), plus extraordinary income, less extraordinary expenses and taxes (= profit or loss for the year after tax), plus or less changes in reserves (= profit or loss for the year after distribution on capital), plus profit brought forward from the previous year and less loss brought forward from the previous year (= net profit or loss for the year).</p> <p>Example for 2023:</p> $1,901.0 - 652.9 - 2,048.7 + 2,530.3 + 88.5 - 678.3 + 0 = 1,140.0$
Other reserves (retained earnings)	<p>Pursuant to § 43(2) in conjunction with Annex 2 to Article I § 43, Part 1 and § 51(12) BWG "other reserves" constitute part of the Issuer's retained earnings and are established by the Issuer on a voluntary basis in addition to legal and statutory reserves. These "other reserves" constitute the untied part of the Issuer's retained earnings.</p>	<p>The Issuer's Other reserves as of 31 December 2023 are calculated as the sum of Other reserves as of 31 December 2022 and the allocation to these reserves in 2023.</p> <p>Example for 2023:</p> $4,205.4 + 472.7 = 4,678.1$
Distributable Items applicable to AT 1 distributions in 2023 post-dividend payment	<p>"Distributable Items" means the distributable items as defined in Article 4(1)(128) CRR in respect of each financial year of the Issuer, all as determined and further specified in the terms and conditions of the respective AT 1 instrument.</p>	<p>The Distributable Items applicable to AT 1 distributions in 2023 post-dividend payment are calculated as the sum of the "Net profit or loss for the year" and the "Other reserves (retained earnings)" adjusted for the proposed dividend payment.</p> <p>Example for 2023:</p> $1,140.0 + 4,678.1 - 1,140.0 = 4,678.1$
Return on equity	<p>Return on equity is a profitability measure which compares the net result of period attributable to owners of parent to average shareholder's equity after adjustment for AT 1 payments and instruments.</p>	<p>The return on equity is calculated as follows:</p> <p>(Net result attributable to the owners of the parent – AT 1 dividends) / Average (equity attributable to the owners of the parent – AT 1 capital).</p> <p>Example for 2023:</p> $\frac{(2,997.6 - 99.1)}{(20,511 - 2,303)} \times 100 = 15.9\%$



Sources: Information and calculation of the Issuer on the basis of the financial statements 2022 of Erste Group Bank AG prepared according to the Austrian Commercial Code (*Unternehmensgesetzbuch - UGB*) and on the basis of the Audited Consolidated Financial Statements 2022 or Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2023 or Preliminary Annual Consolidated Financial Statements 2023, respectively, prepared according to IFRS.

All figures in the table above are rounded and shown in EUR million."

**1.8. In the section entitled "3. ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES" in the subsection entitled "3.6 SHAREHOLDERS OF ERSTE GROUP BANK" on page 42 of the Original Registration Document, the third paragraph shall be replaced by the following information:**

"In total 1,106,329 shares are held in the savings banks directly and are to be considered own shares thus reducing the number of shares with voting right to 419,806,579 as of 24 February 2024. The voting rights of the shareholders are subsequently increasing slightly."

**1.9. In the section entitled "4. LEGAL PROCEEDINGS" commencing on page 43 of the Original Registration Document, the information shall be replaced by the following information:**

"Erste Group Bank and some of its subsidiaries are involved and have been involved in the twelve months preceding the date of this Registration Document in legal disputes, including governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware), most of which have arisen or have been threatened in the course of ordinary banking business. These proceedings are not expected to have a significant negative impact on the financial position or profitability of Erste Group or Erste Group Bank. Erste Group is also subject to the following ongoing proceedings, some of which, if adversely adjudicated, may have a significant impact on the financial position or profitability of Erste Group or Erste Group Bank:

**Consumer protection claims**

Several subsidiaries of Erste Group have been named in their respective jurisdictions as defendants in a number of lawsuits and in regulatory proceedings, filed by individual customers, regulatory authorities or consumer protection agencies and associations. Some of the lawsuits are class actions. The proceedings mainly relate to allegations that certain contractual provisions, particularly in respect of consumer loans, violate mandatory consumer protection laws and regulations and principles of general civil law and that certain fees or parts of interest payments charged to customers in the past must be repaid. The allegations relate to the enforceability of certain fees as well as to contractual provisions for the adjustment of interest rates and currencies. In some jurisdictions, the legal risks in connection with loans granted in the past are also increased by the enactment of politically-motivated laws impacting existing lending relationships, which may result in repayment obligations towards customers. The following consumer protection issues are deemed noteworthy.

In Romania, BCR is - aside from being a defendant in a number of individual lawsuits initiated by consumers regarding alleged violations of applicable consumer protection laws - among several local credit institutions pursued by the consumer protection authority for allegedly abusive clauses pertaining to pre-2010 lending practices. In connection therewith, BCR is currently a defendant in an individual litigation claim filed by the local consumer protection authority on behalf of or several borrowers. The court proceeding is still pending. A potential adverse judgment on the validity of certain contractual clauses may have an impact of invalidating such clauses also in other similar agreements concluded by BCR with other consumers.

**Česká spořitelna minority shareholders claims**

Following the completion of a squeeze-out procedure in Česká spořitelna resulting in Erste Group Bank becoming the sole shareholder of Česká spořitelna, some former minority shareholders of Česká spořitelna filed legal actions with the courts in Prague against Erste Group Bank. In that proceedings the plaintiffs allege in essence that the share price of 1.328 CZK (then approximately EUR 51 per share) paid by Erste Group Bank in the squeeze-out of the Česká spořitelna minority shareholders in 2018 was unfair and too low and should be increased. In case the courts find there should be an increase, this would affect all minority shareholders squeezed-out. In the squeeze-out performed in 2018 Erste Group Bank acquired a total of 1.03 % of minority shares for a consideration of approximately EUR 80 million. Erste Group Bank views that the purchase price, established by a valuation done by professional external experts and in the course of the

ongoing proceeding supported by another external expert valuation appointed by Erste Group Bank, was correct and fair.

The competent first instance court in Prague confirmed the view of Erste Group Bank of having paid a fair and correct share price to the former minority shareholders and ruled against the plaintiffs in its first instance judgement, rejecting their claims for an increase of the share price being paid out. Since the judgement is not yet final, it may be appealed by the plaintiffs."

- 1.10. In the section entitled **"GLOSSARY AND LIST OF ABBREVIATIONS"** commencing on page 47 of the Original Registration Document as amended by Registration Document Supplement No. 1 dated 3 August 2023 and Registration Document Supplement No. 2 dated 3 November 2023, after the row with regard to MREL the following row shall be added:

<b>"Preliminary Annual Consolidated Financial Statements 2023"</b>	the English language translation of the Issuer's preliminary annual consolidated financial statements for the year ended 31 December 2023 as published on 29 February 2024"
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- 1.11. In the section entitled **"GERMAN TRANSLATION OF THE RISK FACTORS"** in the subsection entitled **"1. RISIKOFAKTOREN - 1.1 KREDITRISIKEN"** commencing on page 50 of the Original Registration Document, in the risk factor entitled **"Die Erste Group könnte in Zukunft auch weiterhin eine Verschlechterung der Qualität des Kreditportfolios, insbesondere aufgrund von Finanzkrisen oder Konjunkturschwächen erfahren."** at the end of the fifth paragraph the following sentences shall be added:

"Der Krieg zwischen Israel und Hamas hat den Nahen Osten an den Rand eines potenziell größeren Konflikts gebracht, der das Risiko höherer Rohstoffpreise und eines geringeren Handelsvolumens birgt. Eine Eskalation des Konflikts könnte zu höheren Preisen und einem schwächeren globalen Wachstum führen, was sich auf das Kreditwachstum und die Risikokosten der Erste Group auswirken würde."

- 1.12. In the section entitled **"GERMAN TRANSLATION OF THE RISK FACTORS"** in the subsection entitled **"1. RISIKOFAKTOREN - 1.4 WEITERE RISIKEN IN BEZUG AUF DIE EMITTENTIN"** commencing on page 65 of the Original Registration Document the following risk factor shall be added after the risk factor entitled **"Fehler bei der ordnungsgemäßen Handhabung potenzieller Interessenskonflikte von Mitgliedern der Organe der Emittentin könnten negative Auswirkungen auf die Emittentin haben."**:

**"Der Aufsichtsrat der Emittentin könnte den vorläufigen konsolidierten Jahresabschluss 2023 der Erste Group nicht feststellen oder Änderungen beantragen, wodurch es zu einer wesentlichen Änderung der in diesem Registrierungsformular veröffentlichten Informationen kommen könnte.**

Gemäß § 96 des österreichischen Aktiengesetzes ist der Aufsichtsrat der Emittentin für die endgültige Prüfung sowie die Feststellung des konsolidierten Jahresabschlusses der Erste Group verantwortlich. Der vorläufige konsolidierte Jahresabschluss 2023 der Emittentin (der **"Vorläufige Konsolidierte Jahresabschluss 2023"**) (i) wurde auf einer Grundlage erstellt, die mit dem Geprüften Konsolidierten Jahresabschluss 2022 und dem Geprüften Konsolidierten Jahresabschluss 2021 vergleichbar ist; (ii) steht im Einklang mit den Rechnungslegungsgrundsätzen der Emittentin und (iii) wurde vom Vorstand der Emittentin erstellt, aber noch nicht vom Aufsichtsrat der Emittentin festgestellt und ist daher nicht endgültig und verlässlich. Dementsprechend kann der Aufsichtsrat der Emittentin nach eigenem Ermessen (i) den Vorläufigen Konsolidierten Jahresabschluss 2023 feststellen; (ii) ihn nicht feststellen; (iii) Änderungen beantragen; (iv) ihn weder feststellen noch nicht feststellen, wobei in diesem Fall die Hauptversammlung für die Feststellung zuständig wird oder (v) ihn feststellen und ferner beschließen, (vorbehaltlich der Zustimmung des Vorstands) die endgültige Feststellung an die Hauptversammlung zu delegieren. Falls der Aufsichtsrat der Emittentin den Vorläufigen Konsolidierten Jahresabschluss 2023 der Erste Group nicht feststellt oder Änderungen darin beantragt oder dessen Feststellung an die Hauptversammlung der Emittentin delegiert, besteht das Risiko, dass die in diesem Registrierungsformular enthaltenen Informationen, die sich auf den Vorläufigen Konsolidierten Jahresabschluss 2023 beziehen, wesentlich vom festgestellten konsolidierten Jahresabschluss der Erste Group abweichen könnten."

Signaturwert	ZeRMGl7dbuO/UfPUJxqeQP02lqp+agU3lGcn/yui37NSoy7Gs0V+bp0jknkGUoJXu7+NoPNbvX86sW9B0HX9AjtFSEcsEoMnsQbqUcCV+V3YAGQjNCdiGNlr35XGqxL5V7MXFWwr3pG/Iz55alt7kTXmJbWDEs5C8OnZW2FEp1VlgWKXBFzD51+AUdlIMq5JdSuprFwyVvBx2b9BLMWmaMBQN6eFwgRbjl63Yb/bfxc4LFqEc3TNDmMi+j4gA7ptmup+UnXo15UJfTW/ZZ/R5YHkohqLgEUNR0S1+4bdPOHOhRMTpWejnntK48121W4vJGOWFp079ma0sPw5XfX5IQ==		
	Unterzeichner	Österreichische Finanzmarktaufsichtsbehörde	
	Datum/Zeit-UTC	2024-03-04T06:56:30Z	
	Aussteller-Zertifikat	CN=a-sign-corporate-07,OU=a-sign-corporate-07,O=A-Trust Ges. f. Sicherheitssysteme im elektr. Datenverkehr GmbH,C=AT	
	Serien-Nr.	676111463	
	Methode	urn:pdfsigfilter:bka.gv.at:binaer:v1.1.0	
Prüfinformation	Informationen zur Prüfung des elektronischen Siegels bzw. der elektronischen Signatur finden Sie unter: <a href="https://www.signaturpruefung.gv.at">https://www.signaturpruefung.gv.at</a> Informationen zur Prüfung des Ausdrucks finden Sie unter: <a href="https://www.fma.gv.at/amtssignatur">https://www.fma.gv.at/amtssignatur</a>		
Hinweis	Dieses Dokument wurde amtssigniert. Auch ein Ausdruck dieses Dokuments hat gemäß § 20 E-Government-Gesetz die Beweiskraft einer öffentlichen Urkunde.		