

## Proxy

for the Annual General Meeting of  
Addiko Bank AG, 21 April 2023, 10:30 am, Vienna Time

**IMPORTANT NOTICE:** This proxy does not entitle to participate in the Annual General Meeting. Please contact your custodian bank to issue a deposit confirmation pursuant to Sec. 10a of the Austrian Stock Corporation Act (AktG) (Record Date: 11 April 2023) and to submit it to the Company by 18 April 2023, midnight, Vienna time.  
Submission of Proxy by 19 April 2023, 4:00 pm, Vienna Time.

I/We as shareholder of Addiko Bank AG hereby grant this proxy issued to

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(First name, surname / Company name)

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(Address, postcode, place of residence)

to represent me/us at the Annual General Meeting of Addiko Bank AG, Vienna, FN 350921 k, on **Friday, 21 April 2023, 10.30 am, Vienna Time, at the Hotel Andaz Vienna Am Belvedere, 1100 Vienna, Arsenalstraße 10** and to exercise all rights to which I/we am/are entitled to as a shareholder of Addiko Bank AG, in particular, the right to vote.

In particular, I/we authorize the above-mentioned authorized representative to exercise the right to vote and to pass resolutions on the following agenda:

1. Presentation of the annual financial statements including the management report and the consolidated corporate governance report, the consolidated financial statements including the group management report and the consolidated non-financial report, the proposal for the appropriation of profits and the report prepared by the Supervisory Board for the 2022 financial year
2. Resolution on the appropriation of the balance sheet profit
3. Resolution on the discharge of the members of the Management Board for the 2022 financial year
4. Resolution on the discharge of the members of the Supervisory Board for the 2022 financial year
5. Election of the auditor (bank auditor) for the annual and consolidated financial statements 2024
6. Resolution on the Remuneration Report
7. Resolution on
  - a) the Remuneration Policy of the Management Board;
  - b) the variable remuneration components within the meaning of Section 8b of the Annex to Section 39b BWG
8. Resolution on
  - a) the revocation of the authorization of the Management Board to acquire own shares of up to 10% of the share capital pursuant to § 65 para. 1 no. 4 AktG; and
  - b) the authorization of the Management Board to acquire own shares of up to 10% of the share capital for a period of 30 months from the day of the resolution by the pursuant to § 65 para. 1 no. 4 AktG.
9. Resolution on
  - a) the revocation of the authorization of the Management Board to acquire own shares of up to 10% of the share capital pursuant to § 65 para. 1 no. 8 AktG; and

- b) the authorization of the Management Board to acquire own shares of up to 10% of the share capital for a period of 30 months from the day of the resolution of the AGM pursuant to § 65 para. 1 no. 8 AktG.
10. Resolution on
- a) the revocation of the existing authorized capital (Authorized Capital 2019) adopted pursuant to the resolution of the Annual General Meeting on 6 June 2019; and
  - b) the authorization of the Management Board pursuant to § 169 AktG, within five years from the date on which the relevant amendment to the Articles of Association is registered in the commercial register, to increase the share capital with the approval of the Supervisory Board against cash or non-cash contributions, also by excluding statutory subscription right, and to determine the issue price, the share rights and the issuing conditions in agreement with the Supervisory Board (Authorized Capital 2023).
  - c) the corresponding amendment of the Articles of Association in Item 5 "Authorized Capital 2019"
11. Resolution on
- a) the authorization of the Management Board pursuant to § 159 para. 3 AktG, within five years from the date on which the relevant amendment to the Articles of Association is registered in the commercial register, to conditionally increase the share capital with the approval of the Supervisory Board, and to determine the issue price, the share rights and the issuing conditions in agreement with the Supervisory Board (Authorized Conditional Capital 2023) and
  - b) the corresponding amendment of the articles of association by adding a new point 6a. "Authorized Conditional Capital 2023"
12. Election to the Supervisory Board

The authorized representative is authorized to transfer this proxy to another person.

### **Information on data protection for shareholders**

Addiko Bank AG processes the personal data of the shareholders (in particular those pursuant to Section 10a (2) AktG, these are name, address, date of birth, number of the securities account, number of shares held by the shareholder, type of share, if applicable, number of the voting card and, if applicable, name and date of birth of the authorized representative) on the basis of the applicable data protection regulations, in particular the European General Data Protection Regulation ("GDPR") and the Austrian Data Protection Act, in order to enable shareholders to exercise their rights at the Annual General Meeting.

The processing of shareholders' personal data is mandatory for the participation of shareholders and their representatives in the Annual General Meeting in accordance with the German Stock Corporation Act. The legal basis for processing is therefore Article 6 (1) c) GDPR.

Addiko Bank AG uses external service companies such as notaries, lawyers, banks and IT service providers for the purpose of organizing the Annual General Meeting. They only receive personal data from Addiko Bank AG that is necessary for the execution of the commissioned service and process the data exclusively according to the instructions of Addiko Bank AG.

Every shareholder has the right to information, correction, restriction, objection and deletion with regard to the processing of personal data at any time, as well as a right to data transfer in accordance with Chapter III of the GDPR. Shareholders can assert these rights against Addiko Bank AG free of charge via the e-mail address [dpo.at@addiko.com](mailto:dpo.at@addiko.com) or via the following contact details:

Addiko Bank AG, data Protection officer, E-Mail: [dpo.at@addiko.com](mailto:dpo.at@addiko.com)

In addition, shareholders have the right to lodge a complaint with the data protection supervisory authority in accordance with Article 77 GDPR.

**Please duly complete and submit this form by 19 April 2023, 4 pm, Vienna Time (time of receipt)**

- by **post or messenger**: to Addiko Bank AG, c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel
  - by **E-Mail**: to anmeldung.addiko@hauptversammlung.at (Proxies in PDF format, please)
  - by **SWIFT**: GIBAATWGGMS (Message Type MT598 or MT599, please state ISIN AT000ADDIK00 in the text)
- or **personally at the latest on the day of the Annual General Meeting** at the place of assembly before or during the Annual General Meeting

Additional information is available on the website: [www.addiko.com](http://www.addiko.com)

We would ask all attendees to bring an **official photo identification**, if available the **deposit certificate** and the **respective proxy** in either its original or replicate version. Addiko Bank AG reserves the right to verify the identity of the persons attending the meeting. Entry may be denied if a person's identity cannot be verified. If the original of the proxy has already been sent to the above address, Addiko Bank AG reserves the right to determine the identity of the persons appearing at the meeting. If this is not possible, admission can be refused. If the original of the power of attorney has already been sent to the above address, taking a copy of this proxy with you will facilitate access.

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(First name, surname / Company name of shareholder in block letters)

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(Address of shareholder in block letters)

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(Name of Credit Institute keeping the deposit)

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(Number of shares)

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(Date, handwritten signature of the shareholder or replica of the signature or company signature)

**This document is a translation of the German original version. In any case of doubt, the German original version shall prevail.**