

## I. Proxy

for the Extraordinary General Meeting of

Addiko Bank AG, 10 July 2020, 10:30 a.m., at the Hilton Vienna Plaza hotel, 1010 Vienna, Schottenring 11

**IMPORTANT NOTICE:** This proxy does not constitute an entitlement to participate in the Extraordinary General Meeting in person. Please contact your custodian bank and make sure the securities stated below are properly registered for participation in the Extraordinary General Meeting, using a deposit confirmation (record date: 30 June 2020).

**Deadline for registration:** 7 July 2020, 24:00 hours, CEST (receipt of deposit confirmations)

By granting this proxy, I confirm that I have read the information published by the Company on its website or contained in the invitation. I consent to the processing of personal data (name, address, date of birth, number of the securities account, number of shares, if applicable, share class, number of the voting card and the e-mail address) in order to enable the exercise of shareholder rights in the course of the Extraordinary General Meeting.

### Principal / Shareholder

\_\_\_\_\_

First name, surname / Company name

\_\_\_\_\_

Address, postcode, place of residence

\_\_\_\_\_

Date of birth / Registry no.

\_\_\_\_\_

Deposit number

\_\_\_\_\_

Credit institution

\_\_\_\_\_

E-Mail address (by granting the proxy, it is confirmed that only the principal(s) has/have access to this e-mail address)

If you are issuing this proxy not as a shareholder but as representative of a shareholder, please enclose proof of your power of representation (proxy issued by the shareholder, appointment decree of a court, etc.).

### Granting of proxy

**I / We grant a proxy to the following independent voting representative**

- **to exercise the voting right**
- **as well as to exercise the right to submit motions and the right to raise objections**

**including the right to issue sub-proxies and exempting this person from the restrictions applicable to cases of multiple representation. The voting right, the right to submit motions and the right to raise objections are only exercised when instructed to do so. If there is no instruction with regard to a proposed resolution, the representative will abstain from voting.**

**If more than one voting representative is ticked, the proxy is deemed to have been issued to the person listed first among those ticked:**

- Maria Brandstetter**  
1010 Vienna, Stephansplatz 4, brandstetter.addiko@hauptversammlung.at
- or Verena Brauner**  
1120 Vienna, Hetzendorfer Straße 71, brauner.addiko@hauptversammlung.at
- or Ewald Oberhammer**  
1010 Vienna, Karlsplatz 3/1, oberhammer.addiko@hauptversammlung.at
- or Florian Beckermann**  
1130 Vienna, Feldmühlgasse 22; beckermann.addiko@hauptversammlung.at

### for the following securities

\_\_\_\_\_ **Ordinary shares (ISIN AT000ADDIKO0)**

Number of shares (if no information is stated, the proxy comprises the quantity stated in the deposit confirmation)

Limitations of proxy:

## II. Instructions

for the Extraordinary General Meeting of  
Addiko Bank AG, 10 July 2020, 10:30 a.m., at the Hilton Vienna Plaza hotel, 1010 Vienna, Schottenring 11

### Voting instructions for proposed resolutions with regard to the agenda items

The representative is instructed to exercise my (our) voting right on the resolutions proposed by the administrative bodies (Management Board and Supervisory Board) and made accessible on the Company's website as follows:

(Please check <input checked="" type="checkbox"/> within the box; do not use a red pen		FOR	AGAINST	ABSTENTION
<b>Resolutions proposed by the administrative bodies</b>				
1.	Election of the auditor and group auditor for the 2021 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	Resolution on the remuneration policy			
	Remuneration Policy of the Management Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Remuneration Policy of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Election of members of the Supervisory Board			
	Increase in the number of Supervisory Board members from five to six	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Election of Dr. Monika Wildner until the discharge for the business year 2021 according to point 3 paragraph 2 of the resolution proposals of the Supervisory Board of 19 June 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Election of Dkfm. Michael Mendel until the discharge for the business year 2021 according to point 3 paragraph 3 of the resolution proposals of the Supervisory Board of 19 June 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Election of Dr. Andreas Tuczka until the discharge for the business year 2021 according to point 3 paragraph 4 of the resolution proposals of the Supervisory Board of 19 June 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Election of Dr. Monika Wildner until the discharge for the business year 2023 according to point 3 paragraph 5 of the resolution proposals of the Supervisory Board of 19 June 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Election of Dkfm. Michael Mendel until the discharge for the business year 2023 according to point 3 paragraph 6 of the resolution proposals of the Supervisory Board of 19 June 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Election of Dr. Andreas Tuczka until the discharge for the business year 2023 according to point 3 paragraph 7 of the resolution proposals of the Supervisory Board of 19 June 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Election of Dr. Monika Wildner until the discharge for the business year 2024 according to point 2 of the resolution proposals of DDM Invest III AG of 12 June 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Election of Dr. Andreas Tuczka until the discharge for the business year 2024 according to point 3 of the resolution proposals of DDM Invest III AG of 12 June 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Increase in the number of Supervisory Board members to seven in accordance with item 1 of the resolution proposal by Dr. Christian Mache dated 30 June 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	Election of Dr. Kurt Pribil until the discharge for the 2023 financial year according to item 2 of the resolution proposal of Dr. Christian Mache dated 30 June 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Update and amendment of the Articles of Association in item 17.9	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

In the event of separate voting for individual items of a proposed resolution, an instruction issued with regard to this proposed resolution applies to each individual ballot accordingly.

If there are no instructions issued with regard to proposed resolutions, or if these instructions are unclear (e.g. FOR and AGAINST the same proposed resolution at the same time), the representative will abstain from voting.

If additional or modified instructions are issued after this form has been submitted, the instructions issued herein remain effective provided that they are not amended or revoked.

Other instructions (e.g. for motions and objections):

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\_\_\_\_\_

Date

\_\_\_\_\_

Signature / Authorised signature

\_\_\_\_\_

Signatures of all joint owners, if applicable

**Please duly complete and submit by 8 July 2020, 4 p.m., CEST (time of receipt)**

- by **mail** to Addiko Bank AG, c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel
- by **fax** to +43 (0) 1 8900 500 - 80
- by **e-mail** to the e-mail address stated for the voting representative selected by you above (as a scanned attachment; TIF, PDF, etc.)

For additional information, please refer to the website: [www.addiko.com](http://www.addiko.com)

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