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Addiko Bank

SUPPLEMENTARY STATEMENT BY THE SUPERVISORY BOARD

of

Addiko Bank AG

on the

voluntary public takeover offer aimed to acquire control

by

Nova Ljubljanska banka d.d., Ljubljana

pursuant to Section 25a of the Austrian Takeover Act (*Übernahmegesetz - ÜbG*)

1. INTRODUCTION

On 9 April 2026, Nova Ljubljanska banka d.d., Ljubljana, a joint stock corporation incorporated under the laws of Slovenia registered with the Slovenian company register (PRS) under number 5860571000, with corporate seat in Ljubljana and business address at Trg republike 2, 1000 Ljubljana, Slovenia ("**NLB**" or the "**Bidder**"), announced the intention to make a voluntary public takeover offer aimed to acquire control in accordance with Section 25a of the Austrian Takeover Act (*Übernahmegesetz* – "**ÜbG**") to all shareholders of Addiko Bank AG with corporate seat in Vienna, Austria, and business address at Canetti Tower, Canettistraße 5/OG 12, 1100 Vienna, Austria, registered with the companies' register of the Commercial Court Vienna under FN 350921 k ("**Addiko**" or the "**Target Company**") for the acquisition of all no-par value bearer shares (including treasury shares) of Addiko (ISIN AT000ADDIKO0) ("**NLB Offer**"). The offer document in relation to the NLB Offer was published on 13 May 2026 ("**Offer Document**"). The initial offer price was EUR 29.00 per Offer Share *cum* dividend ("**Original Offer Price**").

On 27 May 2026, the Management Board and the Supervisory Board of the Target Company published their statements on the NLB Offer in accordance with Section 14 ÜbG (the "**Management Board Statement**" and the "**Supervisory Board Statement**").

On 11 June 2026 and, subsequently, on 24 June 2026, NLB published improvements to the NLB Offer in accordance with Section 15 ÜbG (the improvement published on 24 June 2026 hereinafter the "**Offer Improvement**" and together with the NLB Offer, the "**Improved Offer**") and raised the offer price under the NLB Offer to initially EUR 33.50 *cum* dividend per Addiko share and, subsequently to EUR 37.00 *cum* dividend per Addiko share.

According to the Offer Improvement, the Bidder increases the Original Offer Price by EUR 8.00 (Euro eight) per Addiko Share to EUR 37.00 (Euro thirty-seven) per Addiko Share *cum* dividend for the financial year 2025 and, for the avoidance of doubt, any other dividend declared by the Target Company after announcement of the NLB Offer (the "**Improved Offer Price**").

In all other respects, in particular with regard to the Conditions Precedent (as defined in the Management Board Statement), the NLB Offer remains unchanged. The NLB Offer therefore continues to be subject, in particular, to the minimum acceptance threshold voluntarily set by NLB of at least 75 % of voting rights based on the number of issued and outstanding Addiko Shares as of 23 April 2026.

This supplementary statement by the Supervisory Board and the supplementary statement by the Management Board are published, *inter alia*, on the website of the Target Company (www.addiko.com) and on the website of the Austrian Takeover Commission (www.takeover.at).

2. SUPPLEMENTARY STATEMENT BY THE SUPERVISORY BOARD

The Management Board of the Target Company has prepared a supplementary statement on the Offer Improvement of the Bidder. The supplementary statement by the Management Board does not repeat all aspects addressed in the Management Board Statement, but the supplementary statement (only) addresses the Offer Improvement and (re)emphasizes certain material considerations.

The Offer Improvement and the supplementary statement by the Management Board have been thoroughly reviewed, extensively discussed and acknowledged by all members of the Supervisory Board in a meeting of the Supervisory Board on 25 June 2026.

Notwithstanding the attractiveness of the Improved Offer Price from a financial perspective, the Supervisory Board, like the Management Board, is of the view that it is doubtful whether the Improved Offer can be successful due to the conditions set by the Bidder, in particular the minimum acceptance threshold set by the Bidder of at least 75 % of the voting rights based on the total number of issued and outstanding Addiko Shares as of 23 April 2026, not taking into account treasury shares, i.e. 14,465,357 Addiko Shares (based on 19,287,142 issued and outstanding Addiko Shares).

After thorough examination and evaluation, the Supervisory Board therefore concurs with the supplementary statement by the Management Board and fully supports it.

The Supervisory Board additionally notes that in light of the changed circumstances, those members of the Supervisory Board who personally hold Addiko Shares now reserve the right to decide at a later point in time whether and when they may tender their personally held Addiko Shares into the RBI Offer (as defined in the Management Board Statement) or the NLB Offer.

Ultimately, each Addiko shareholder must consider all relevant circumstances, their individual situation and their personal assessment of the future macroeconomic outlook, the Target Company, the value and share price of the Addiko Shares and the probability that the Improved Offer will be successful. Based on these factors, Addiko shareholders should individually decide whether and to what extent they accept the Improved Offer.

Vienna, this 25 June 2026

For the Supervisory Board of Addiko Bank AG

Mag. Dr. Kurt Pribil
(Chairman of the Supervisory Board)