

Information regarding the organisational and technical prerequisites for participation in the Separate Meeting of Preferred Stockholders, which will be held in virtual form at 9.00 a.m. on Tuesday, 9 June 2020

The convocation of the Separate Meeting of Oberbank AG Preferred Stockholders, at 9.00 a.m. on Tuesday, 9 June 2020 was announced in the Official Gazette of the “Wiener Zeitung” from 16 May 2020 and on 18 May 2020 by means of a euro ad hoc on the company website.

Holding of the meeting in virtual form

In order to protect the preferred stockholders and other participants, the Management Board has decided to implement the new statutory regulation regarding a virtual Separate Meeting of Preferred Stockholders.

Therefore, in accordance with the current version of the COVID-19-GesV, as well as the derivative regulation of the Federal Ministry of Justice (Federal Law Gazette II No. 140/2020), the Separate Meeting of Oberbank AG Preferred Stockholders on 9 June 2020 will be held as a “virtual meeting”.

This means that to safeguard the health of the participants, preferred stockholders cannot physically attend the Separate Meeting of Oberbank AG Preferred Stockholders on 9 June 2020.

The Separate Meeting of Preferred Stockholders will take place at Stadtforum 1, 6020 Innsbruck, in the physical presence of the heads of the Supervisory and Management Boards and other Management Board members, the attesting notary and the four special voting right representatives selected by the company.

In the opinion of the Management Board, the holding of the meeting in virtual form, takes the interests of the company and the preferred stockholders into the best possible account.

We wish to make explicit reference to the fact that preferred stockholders may not come in person to the venue of the Separate Meeting of Preferred Stockholders.

We also wish to make explicit reference to the fact that at this Separate Meeting of Preferred Stockholders, ordinary stockholders are not permitted to exercise any rights and consequently neither the right to vote, move motions, raise objections to the agenda, nor to obtain information.

Transmission of the Separate Meeting of Preferred Stockholders via the Internet

In accordance with § 3 Para. 4 COVID-19-GesV in conjunction with § 102 Para. 4 Stock Corporation Act, the Separate Meeting of Preferred Stockholders will be transmitted in its entirety and real time on the Internet in order that all of the company’s preferred stockholders can follow proceedings from 9.00 a.m. onwards on 9 June 2020 via www.oberbank.at/vz-versammlung-livestream

As a result of the Internet transmission of the Separate Meeting of Preferred Stockholders, via this acoustic and optical one-way link all preferred stockholders that so choose have the possibility to follow in real time the proceedings at the Separate Meeting of Preferred Stockholders, the presentations of the Management Board and the answering of stockholder questions. Registration or a login is unnecessary.

The technical prerequisites required by stockholders consist of appropriately efficient Internet access or Internet connection, as well as a device suitable for Internet use that disposes over an Internet browser for HTML5 with activated Javascript that is able to receive the sound and video transmission (e.g. PC with monitor and loudspeaker, notebook, tablet, smartphone, etc.).

Exercise of the voting right and the rights to submit motions and raise objections only through the special voting right representatives

In accordance with § 3 Para 4 COVID-19-GesV, the submission of a motion, voting and the raising of an objection during the virtual Separate Meeting of Oberbank AG Preferred Stockholders on 9 June 2020 may only take place through one of the subsequently named special, voting right representatives, who are independent of the company, which will pay the related expenses.

Every preferred stockholder with an entitlement to participate in the Separate Meeting of Preferred Stockholders, which has been proven to the company in accordance with the stipulations contained in the convocation (see Item IV of the convocation), has the right to empower one of subsequently named special voting right representative for the exercise of the voting right and the rights to submit motions and raise objections.

- (i) Dr. Michael Knap, Vice-President, IVA
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- (ii) Mag. Ewald Oberhammer, lawyer
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- (iii) Dr. Christian Temmel, MBA, lawyer
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- (iv) Dr. Christoph Nauer, LL.M., lawyer
c/o bpv Hügel Rechtsanwälte GmbH
ARES-Tower, Donau-City-Strasse 11, 1220 Vienns
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For the appointment of these special voting right representatives, forms for both the allocation and revocation of a proxy are available from the company website under www.oberbank.at/hauptversammlung. Use of these forms is obligatory.

As proof of your identity as a preferred stockholder, we would request that in the box in the proxy form foreseen for the purpose, you state the e-mail address that is to be used for the dispatch to the voting right representatives of instructions, motions or objections, as well as for questions and verbal contributions directed to the company.

In your interests, proxies should arrive by **4.00 p.m. CEST on 5 June 2020** using one of the subsequently listed means of communications.

Proxies can be sent to the special voting right representatives **per e-mail** at the previously stated address of the person of your choice. This type of communication will provide your selected voting right representative will direct access to the instruction.

In addition, the following communication methods and addresses are available for the provision of proxies:

Per post or courier Oberbank AG
c/o HV-Veranstaltungsservice GmbH
Köppel 60
8242 St. Lorenzen am Wechsel

Per telefax: +43 (1) 8900 500-61

Pursuant to § 114 Para 1 Clause 4 Stock Corporation Act, also possible from financial institutes **via SWIFT:**

OBKLAT2L
(Message Type MT598, for preferred shares the code ISIN AT0000625132 must be stated in the text)

A personal handover of the proxy at the meeting venue is expressly excluded.

During the allocation of a proxy to another person, it should be noted that by means of an effective proxy chain (sub-proxy), it must be ensured that one of the four special, voting right representatives is personally authorised to exercise the voting right and rights to submit motions and raise objections during the Separate Meeting of Preferred Stockholders. Pursuant to § 3 Para 4 COVID-19-GesV, the authorisation of a person other than the four special voting right representatives for the exercise of these rights at the Separate Meeting of Preferred Stockholders is not allowed. However, it is permitted to empower other persons for the exercise of additional rights and in particular the right to information and speak.

The aforementioned regulations regarding the allocation of proxies also apply analogously to their revocation. If the proxy is revoked after **4.00 p.m. CEST on 5 June 2020**, we recommend that the revocation is sent by e-mail or telefax to the affected voting right representative, as otherwise punctual receipt cannot be guaranteed.

Instructions to the special voting right representatives

The special voting right representatives will only exercise the voting right and the rights to submit motions and raise objections subject to instructions. If no instruction has been given regarding a resolution, the voting right representative will abstain from voting. Equally, in the case of proposed resolutions for which an unclear instruction has been given (e.g. a simultaneous FOR or AGAINST the same resolution proposal), the voting right representative will also abstain.

Preferred stockholders are requested to provide their instructions to their chosen voting right representative using the section of the proxy form foreseen for this purpose, which will be available on the company website under <http://www.oberbank.at/hauptversammlung> as from 19 May 2020. A form for the allocation of instructions is available together with the proxy authorisation on the company website under www.oberbank.at/hauptversammlung. We would request that you send the instructions **per e-mail** to the aforementioned address of your selected

voting right representative. This type of communication will provide your chosen voting right representative with direct access to the instruction.

Instructions can be given together with the proxy authorisation, or at a later point in time. Instructions regarding the exercise of the voting right and the rights to submit motions and raise objections can be allocated both before and during the Separate Meeting of Preferred Stockholders, up to the respective time limit allocated by the chair. Until these points in time, stockholders have an opportunity to alter previously allocated instructions, or issue new ones.

In view of the possibly large number of simultaneous attempts to make contact, it cannot be guaranteed that the voting right representatives will be reachable by telephone during the Separate Meeting of Preferred Stockholders and therefore e-mails to the previously stated address of your voting right representative are to be employed as the sole means of communication. Every e-mail must identify the preferred stockholder (preferred stockholder's name/company, date of birth/company register number) and this declaration be concluded with a facsimile of the signature, or otherwise, e.g. through the name/company (§ 13 Para 2 Stock Corporation Act). In order to enable the voting right representative to determine the identity of the preferred stockholder and correspondence with the account confirmation, in this case we would request that you also add your account number to the e-mail.

It should be noted that it may be necessary to interrupt the virtual Separate Meeting of Preferred Stockholders briefly in order to carefully process instructions from preferred stockholders to the voting right representatives received during the meeting.

Preferred stockholders right to information and statements

During the Separate Meeting of Preferred Stockholders, upon request every preferred stockholder is to be provided with information regarding company affairs to the extent that this is necessary for the proficient judgement of an item on the agenda.

The rights to information and to speak can only be exercised via electronic mail through an e-mail to the specially installed address fragen.vorzughv.oberbank@hauptversammlung.at. Please use the question form, which will be available at the latest by 19 May 2020 on the company website under www.oberbank.at and add the completed and signed form to the e-mail as an attachment.

Should you send your questions or verbal contributions without using the question form, the identity of the preferred stockholder must be given (preferred stockholder's name/company, date of birth/company register number) and the declaration be concluded with a facsimile of the signature, or otherwise, e.g. through the name/company (§ 13 Para 2 Stock Corporation Act). In order to enable the company to determine the identity of the preferred stockholder and correspondence with the account confirmation, in this case we would request that you also add your account number to the e-mail.

If the right to information and/or speak is to be exercised by a proxy, a written authorisation must be provided. Please note that the special voting right representatives cannot be empowered to exercise the right to information and/or speak.

Preferred stockholders are requested to already send all questions in written form by e-mail to the address fragen.vorzughv.oberbank@hauptversammlung.at during the run-up to the Separate Meeting of Preferred Stockholders and in such good time that they are received by the company

on 4 June 2020 at the latest. This will allow the Management Board to complete the most precise preparations possible and hence a rapid response to the questions asked.

During the Separate Meeting of Preferred Stockholders, preferred stockholders will also have an opportunity to communicate their questions and statements, electronically and solely in written form, directly to the company at its e-mail address fragen.vorzughv.oberbank@hauptversammlung.at. Please note, that in the course of the Separate Meeting of Preferred Stockholders the chair can impose reasonable time limits in this connection.

Pursuant to the stipulations contained in § 118 Stock Corporation Act, the questions received by the company will be read out and answered.

Convocation

In addition, attention is drawn to the convocation from 16 May 2020 and in particular the request for the punctual provision of the account confirmation for the exercise of stockholder rights during the virtual Separate Meeting of Preferred Stockholders on 9 June 2020.

The Management Board