

Information regarding the organisational and technical prerequisites for participation in the 141st Ordinary Annual General Meeting, which will be held in virtual form at 10.00 a.m. CET on Tuesday, 11 May 2021

The convocation of the 141st Ordinary General Meeting of **Oberbank AG**, at **10.00 a.m. CET** on Tuesday, **11 May 2021** was announced on **9 April 2021**.

Annual General Meeting in virtual form

In order to protect stockholders and other participants, the Management Board has decided to implement the new statutory regulation regarding a virtual annual general meeting.

Therefore, in accordance with COVID-19-GesG as amended and the thereon based COVID-19-GesV as amended, the 141st Ordinary Annual General Meeting of **Oberbank AG** on **11 May 2021** will be held as a virtual annual general meeting.

This means that in order to safeguard the health of the participants, stockholders and their representatives (with the exception of the special voting right representatives) cannot physically attend the 141st Ordinary Annual General Meeting of **Oberbank AG** on **11 May 2021**.

The virtual Annual General Meeting will take place at **Untere Donaulände 28, 4020 Linz** 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 Annual General Meeting in virtual form takes the interests of the company and its stockholders into the best possible account.

We wish to make explicit reference to the fact **that stockholders may not come in person to the venue of the Annual General Meeting.**

Transmission of the Annual General Meeting via the Internet

The virtual 141st Annual General Meeting will be transmitted in its entirety on the Internet in order that all company stockholders can follow proceedings from **10.00 a.m. CET** onwards on **11 May 2021** via www.oberbank.at/hauptversammlung-livestream.

As a result of the **Internet transmission** of the Annual General Meeting via this acoustic and visual one-way link all stockholders that so choose have an opportunity to follow in real time **the proceedings at the Annual General Meeting**, the presentation of the Management Board, the answering of stockholder questions and the voting procedures. 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 suitable 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 Annual General Meeting of **Oberbank AG** on **11 May 2021** may only take place through one of the subsequently named special, independent voting right representatives paid for by the company.

Every stockholder with an entitlement to participate in the Annual General Meeting that 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) Dr. Christoph Nauer, LL.M., lawyer
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- (iii) Dr. Christian Temmel, MBA, lawyer
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Schottenring 14, 1010 Vienna
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- (iv) Mag. Gernot Wilfling, lawyer
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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.

For the verification of your identity as a stockholder, we would request that in the field 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. CET on 7 May 2021** 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 500-46

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

OBKLAT2L
(Message type MT598, the code ISIN
AT0000625108 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 Annual General Meeting. 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 Annual General Meeting is not permitted.

The aforementioned regulations regarding the allocation of proxies also apply analogously to their revocation. If the proxy is revoked after **4.00 p.m. CET on 7 May 2021**, 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.

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 at the latest will be available on the company website under www.oberbank.at/hauptversammlung as from **20 April 2021**. 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 will direct access to the instruction.

Instructions can be issued 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 Annual General Meeting, up to the respective time limit allocated by the chair.** Up to 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 Annual General Meeting 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 stockholder (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 Austrian Stock Corporation Act). In order to enable the voting right representative to determine the identity of the 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 Annual General Meeting briefly** in order to carefully process instructions from stockholders to the voting right representatives received during the meeting.

Stockholders right to information and statements

During the Annual General Meeting, upon request every 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 right to information and to speak can only be exercised via electronic mail through an e-mail to the specially installed address fragen.oberbank@hauptversammlung.at. Please use the question form, which will be available at the latest by **20 April 2021** on the company website under www.oberbank.at/hauptversammlung 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 stockholder must be given** (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 Austrian Stock Corporation Act). In order to enable the company to determine the identity of the 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.**

Stockholders are requested to already **send all questions in written form by e-mail to the address fragen.oberbank@hauptversammlung.at prior to the Annual General Meeting** and in such good time that they are received by the company on **6 May 2021** 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. This will serve the preservation of the efficiency of the sitting in the interests of all the participants wishing to follow the Annual General Meeting from the beginning to the completion of voting.

During the Annual General Meeting stockholders 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.oberbank@hauptversammlung.at. Please note, that **in the course of the Annual General Meeting the chair can impose reasonable time limits in this connection.**

Pursuant to the stipulations contained in § 118 Austrian 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 **9 April 2021** and in particular the request for the punctual provision of the account confirmation for the exercise of stockholder rights during the virtual Annual General Meeting on **11 May 2021**.

The Management Board