

## **Raiffeisen Bank International AG**

Company Register of the Commercial Court Vienna FN 122119 m

## **RBI IB Beteiligungs GmbH**

Company Register of the Commercial Court Vienna FN 256827 m

### **Publication of notice of an intended merger for the purpose of absorption**

It is intended to merge RBI IB Beteiligungs GmbH (“**Transferring Company**”) having its registered office in Vienna, Austria and its business address at Am Stadtpark 9, 1030 Vienna, which is entered in the Company Register of the Commercial Court Vienna under FN 256827 m as Transferring Company to Raiffeisen Bank International AG (“**Acquiring Company**”) having its registered office in Vienna, Austria, and its business address at Am Stadtpark 9, 1030 Vienna, which is entered into the Company Register of the Commercial Court Vienna (Firmenbuch des Handelsgerichts Wien) under FN 122119 m, as Acquiring Company by transferring the entire assets of RBI IB Beteiligungs GmbH by way of universal succession to Raiffeisen Bank International AG as Acquiring Company as of the effective date of 31 December 2021 (end of day) as the effective date of the Merger (merger by absorption). The Merger is based on the closing balance sheet of the Transferring Company as at 31 December 2021.

The Acquiring Company is the sole shareholder of the Transferring Company. The granting of shares in the Acquiring Company in connection with the Merger is not permitted and shall be omitted. Information on the exchange of shares is therefore not required.

Pursuant to sec. 221a para 1a Stock Corporation Act, it is hereby announced that the Merger Agreement of 22 April 2022 jointly drawn up by the managing directors of the Transferring Company of the one part and by the members of the Management Board of the Acquiring Company of the other part shall be filed with the Company Register and published on the website of Raiffeisen Bank International AG, <https://www.rbinternational.com/en/investoren/rbi-aktie/verschmelzungsunterlagen.html>.

Pursuant to sec. 221a para. 2 Stock Corporation Act (AktG), the following documents have been made available on the website of the Acquiring Company (<https://www.rbinternational.com/en/investoren/rbi-aktie/verschmelzungsunterlagen.html>) as of today’s date: (i) the Merger Agreement dated 22 April 2022, (ii) the annual financial statements and the management reports of the Transferring Company and of the Acquiring Company, in each case for the last three financial years, (iii) the corporate governance reports of Raiffeisen Bank International AG for the last three financial years, and (iv) the closing balance sheet of the Transferring Company as at 31 December 2021.

The merger reports of the Executive Management/Management Board pursuant to sec. 220a Stock Corporation Act, the audit reports pursuant to sec. 220b Stock Corporation Act and the report of the Supervisory Board pursuant to sec. 220c Stock Corporation Act are not required pursuant to sec. 232 para. 1 Stock Corporation Act and have not been prepared.

The Management Board of Raiffeisen Bank International AG has waived the consent of the General Meeting (sec. 231 para. 1 in connection with sec. 231 para. 3 Stock Corporation Act). Pursuant to sec. 231 para. 3 Stock Corporation Act, shareholders of Raiffeisen Bank International AG, whose combined shareholdings amount to five per cent of the share capital of Raiffeisen Bank International AG, may request the convening of a general meeting of shareholders until the expiry of one month after this publication, by providing proof of their shareholder status by means of a deposit certificate issued by their custodian bank pursuant to sec. 10a Stock Corporation Act, at which meeting a resolution shall be passed on the consent to the Merger.

Raiffeisen Bank International AG  
RBI IB Beteiligungs GmbH