

## PUBLICATION OF NOTIFICATION PURSUANT TO SECTION 93 para 2 OF THE AUSTRIAN STOCK EXCHANGE ACT (Börsegesetz) WITH THE OBJECTIVE OF EUROPEAN-WIDE PUBLICATION

**Raiffeisen Bank International AG ("RBI") (ISIN AT0000606306) notifies pursuant to section 93 para 2 of the Austrian Stock Exchange Act that it received the following notifications pursuant to sections 91 et seq. Austrian Stock Exchange Act on 17 March 2017 and on 20 March 2017 in connection with the merger with Raiffeisen Zentralbank Österreich Aktiengesellschaft ("RZB"):**

### **A. Details of the notification dated 17 March 2017**

On 17 March 2017 a notification was made after the (preceding) merger of Raiffeisen International Beteiligungs GmbH ("RI Bet") with RZB took effect.

1. It was notified that RI Bet, previously a 100% subsidiary of RZB, ceased to exist as a result of the merger with its sole shareholder, RZB, effective as of 17 March 2017 (registration in the companies' register). Thus, no shares in RBI are still attributable to RI Bet.
2. According to the prior notification, RI Bet had a relevant voting interest in 60.70% of the total number of RBI voting shares (total number of voting rights 292,979,038) (60.70% attached to shares in RBI and 0.00% through other financial instruments).
3. RZB provided notification on behalf of RI Bet and as universal successor of RI Bet that RI Bet thereby fell below the reporting thresholds of 50, 45, 40, 35, 30, 25, 20, 15, 10, 5 and 4%. The voting interest of RZB (177,847,115 shares in RBI, 60.70%) remains unchanged for the time being. The RBI shares held by RI Bet were transferred to RZB by way of universal succession and RZB now directly holds the voting rights which were previously attributed to it pursuant to section 92 item 4 Austrian Stock Exchange Act.
4. The notification dated 17 March 2017 stated that as the next step RZB will be merged downstream with RBI and that RZB will thereby cease to exist. A separate notification will be made with respect to this merger.
5. Otherwise, the voting rights remain unchanged as a result of the merger (RI Bet with RZB). There are shareholder agreements in place between the companies (see chain of controlled undertakings below) No. 2, 5, 8, 14, 18, 21, 23 and 25 (Raiffeisen-Landesbanken) and No. 3, 4, 6, 9, 10, 11, 15, 16, 17, 19, 20, 22 and 24 (direct and indirect subsidiaries of Raiffeisen-Landesbanken), which either directly or indirectly hold RZB shares. The voting rights now directly held by RZB are still

attributable to each of these companies pursuant to sections 91, 92 item 7 of the Austrian Stock Exchange Act as parties acting in concert (section 1 item 6 Austrian Takeover Act (Übernahmegesetz). The voting rights are also still attributable pursuant to sections 91, 92 item 4 of the Austrian Stock Exchange Act to the companies (No. 1, 7, 12, 13) that hold controlling interests in the individual Raiffeisen-Landesbanken.

6. The list of the parties acting in concert in the notification form (No. 2, 3, 4, 5, 6, 8, 9, 10, 11, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24 and 25) as "persons subject to notification obligations" is due to the fact that the format provided by the FMA for the purposes of filing holdings notifications online requires disclosure of the respective ultimate controlling natural person(s) or legal entity/entities, even if reporting thresholds were crossed only by subsidiaries.

## **B. After the merger of RZB with RBI the following notification was made to RBI on 20 March 2017**

RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG (No. 2), RLB NÖ-Wien Holding GmbH (No. 3), RLB NÖ-Wien Sektorbeteiligungs GmbH (No. 4), Raiffeisen-Landesbank Tirol AG (No. 5), RLB Tirol Holding Verwaltungs GmbH (No. 6), Raiffeisenlandesbank Oberösterreich Aktiengesellschaft (No. 8), RLB OÖ Unternehmensholding GmbH (No. 9), RLB OÖ Unternehmensbeteiligungs GmbH (No. 10), RLB OÖ Sektorholding GmbH (No. 11), Raiffeisen-Landesbank Steiermark AG (No. 14), HST Beteiligungs GmbH (No. 15), HSE Beteiligungs GmbH (No. 16), KONKRETA Beteiligungsverwaltungs GmbH (No. 17), Raiffeisenlandesbank Kärnten - Rechenzentrum und Revisionsverband, registrierte Genossenschaft mit beschränkter Haftung (No. 18), RLB Verwaltungs GmbH (No. 19), RLB Unternehmensbeteiligungs GmbH (No. 20), Raiffeisenlandesbank Burgenland und Revisionsverband eGen (No. 21), RLB Burgenland Sektorbeteiligungs GmbH (No. 22), Raiffeisenverband Salzburg eGen (No. 23), Agroconsult Austria Gesellschaft m.b.H. (No. 24), Raiffeisenlandesbank Vorarlberg Waren- und Revisionsverband registrierte Genossenschaft mit beschränkter Haftung (No. 25) and RBI (as universal successor of RZB) have provided the following notification:

1. RZB previously had a majority interest in RBI. RZB ceased to exist as a result of the merger with RBI, effective as of 18 March 2017 (registration in the companies' register) (total number of voting rights 292,979,038). In order to execute the merger, RBI increased its share capital by issuing 35,960,583 shares (which became effective with registration in the companies' register on 18 March 2017) ("Capital Increase"). Thus, the total number of voting rights with respect to RBI amounts to 328,939,621 shares.
2. According to the last notification (see above) the relevant voting interest of RZB was 60.70% of the total number of RBI voting shares (60.70% attached to shares in RBI and 0.00% through other financial instruments).

3. As RZB has ceased to exist it no longer holds any shares in RBI and has fallen below the reporting thresholds of 50, 45, 40, 35, 30, 25, 20, 15, 10, 5 and 4%. RBI is, as universal successor of RZB, solely subject to the notification obligations pursuant to section 91 para. 1 and 5 Austrian Stock Exchange Act and has therefore issued notification that RZB has crossed the reporting thresholds.
4. Pursuant to their respective shareholding, the shareholders of RZB received upon the merger taking effect (i) a distribution of the RBI shares held by RZB and (ii) the RBI shares from the Capital Increase carried out in order to execute the merger.
5. The following thresholds were consequently exceeded (without taking the attribution due to the shareholder agreement into account, see below):
  - RLB NÖ-Wien Sektorbeteiligungs GmbH (No. 4) holds 73,159,257 shares, corresponding to 22.24% of the voting rights, which are attributable to its direct and indirect controlling shareholders (No. 1, 2, 3) pursuant to section 92 item 4 Austrian Stock Exchange Act. The thresholds of 4, 5, 10, 15 and 20% (section 91 Austrian Stock Exchange Act) were exceeded.
  - RLB OÖ Sektorholding GmbH (No. 11) holds 30,944,577 shares, corresponding to 9.41% of the voting rights, which are attributable to its direct and indirect controlling shareholders (No. 7, 8) pursuant to section 92 item 4 Austrian Stock Exchange Act. The thresholds of 4 and 5% (section 91 Austrian Stock Exchange Act) were exceeded.
  - KONKRETA Beteiligungsverwaltungs GmbH (No. 17) holds 30,455,738 shares, corresponding to 9.26% of the voting rights, which are attributable to its direct and indirect controlling shareholders (No. 12, 13, 14) pursuant to section 92 item 4 Austrian Stock Exchange Act. The thresholds of 4 and 5% (section 91 Austrian Stock Exchange Act) were exceeded.
6. There is a shareholder agreement in place between the companies No. 2, 5, 8, 14, 18, 21, 23 and 25 (Raiffeisen-Landesbanken) and No. 3, 4, 6, 9, 10, 11, 15, 16, 17, 19, 20, 22 and 24 (direct and indirect subsidiaries of Raiffeisen-Landesbanken), which either directly or indirectly hold shares in RBI. Thus, the directly or indirectly held voting rights attached to a total of 193,449,778 shares, corresponding to a voting interest of 58.81%, are mutually attributable to these companies pursuant to sections 91, 92 item 7 Austrian Stock Exchange Act as parties acting in concert (section 1 item 6 Austrian Takeover Act). The voting rights are also attributable pursuant to sections 91, 92 item 4 of the Austrian Stock Exchange Act to the companies (No. 1, 7, 12, 13) that hold controlling interests in the individual Raiffeisen-Landesbanken.

**C. The full chain of controlled undertakings through which the voting rights and/or the financial/other instruments are held, starting with the ultimate controlling natural person or legal entity after these two notifications, is shown below:**

1. RAIFFEISEN-HOLDING NIEDERÖSTERREICH-WIEN registrierte Genossenschaft mit beschränkter Haftung
  - Voting shares held directly (%): none
  - Financial/other instruments held directly (%): none
  - Total of both (%): none
2. RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG (directly controlled by No. 1)
  - Voting shares held directly (%): 0.40
  - Financial/other instruments held directly (%): none
  - Total of both (%): 0.40
3. RLB NÖ-Wien Holding GmbH (directly controlled by No. 2)
  - Voting shares held directly (%): none
  - Financial/other instruments held directly (%): none
  - Total of both (%): none
4. RLB NÖ-Wien Sektorbeteiligungs GmbH (directly controlled by No. 3)
  - Voting shares held directly (%): 22.24
  - Financial/other instruments held directly (%): none
  - Total of both (%): 22.24
5. Raiffeisen-Landesbank Tirol AG
  - Voting shares held directly (%): 0.01
  - Financial/other instruments held directly (%): none
  - Total of both (%): 0.01
6. RLB Tirol Holding Verwaltungs GmbH (directly controlled by No. 5)
  - Voting shares held directly (%): 3.66
  - Financial/other instruments held directly (%): none
  - Total of both (%): 3.66
7. Raiffeisenbankengruppe OÖ Verbund eGen
  - Voting shares held directly (%): none
  - Financial/other instruments held directly (%): none
  - Total of both (%): none
8. Raiffeisenlandesbank Oberösterreich Aktiengesellschaft (directly controlled by No. 7)
  - Voting shares held directly (%): 0.04
  - Financial/other instruments held directly (%): none
  - Total of both (%): 0.04
9. RLB OÖ Unternehmensholding GmbH (directly controlled by No. 8)
  - Voting shares held directly (%): none
  - Financial/other instruments held directly (%): none
  - Total of both (%): none
10. RLB OÖ Unternehmensbeteiligungs GmbH (directly controlled by No. 9)
  - Voting shares held directly (%): 0.07
  - Financial/other instruments held directly (%): none
  - Total of both (%): 0.07

11. RLB OÖ Sektorholding GmbH (directly controlled by No. 8)
  - Voting shares held directly (%): 9.41
  - Financial/other instruments held directly (%): none
  - Total of both (%): 9.41
12. RLB-Stmk Verbund eGen
  - Voting shares held directly (%): none
  - Financial/other instruments held directly (%): none
  - Total of both (%): none
13. RLB-Stmk Holding eGen (directly controlled by No. 12)
  - Voting shares held directly (%): none
  - Financial/other instruments held directly (%): none
  - Total of both (%): none
14. Raiffeisen-Landesbank Steiermark AG (directly controlled by No. 13)
  - Voting shares held directly (%): 0.33
  - Financial/other instruments held directly (%): none
  - Total of both (%): 0.33
15. HST Beteiligungs GmbH (directly controlled by No. 14)
  - Voting shares held directly (%): none
  - Financial/other instruments held directly (%): none
  - Total of both (%): none
16. HSE Beteiligungs GmbH (directly controlled by No. 15)
  - Voting shares held directly (%): 0.37
  - Financial/other instruments held directly (%): none
  - Total of both (%): 0.37
17. KONKRETA Beteiligungsverwaltungs GmbH (directly controlled by No. 14)
  - Voting shares held directly (%): 9.26
  - Financial/other instruments held directly (%): none
  - Total of both (%): 9.26
18. Raiffeisenlandesbank Kärnten - Rechenzentrum und Revisionsverband, registrierte Genossenschaft mit beschränkter Haftung
  - Voting shares held directly (%): 0.14
  - Financial/other instruments held directly (%): none
  - Total of both (%): 0.14
19. RLB Verwaltungs GmbH (directly controlled by No. 18)
  - Voting shares held directly (%): none
  - Financial/other instruments held directly (%): none
  - Total of both (%): none
20. RLB Unternehmensbeteiligungs GmbH (directly controlled by No. 19)
  - Voting shares held directly (%): 3.40
  - Financial/other instruments held directly (%): none
  - Total of both (%): 3.40

21. Raiffeisenlandesbank Burgenland und Revisionsverband eGen  
Voting shares held directly (%): 0.14  
Financial/other instruments held directly (%): none  
Total of both (%): 0.14
22. RLB Burgenland Sektorbeteiligungs GmbH (directly controlled by No. 21)  
Voting shares held directly (%): 2.81  
Financial/other instruments held directly (%): none  
Total of both (%): 2.81
23. Raiffeisenverband Salzburg eGen  
Voting shares held directly (%): 0.00  
Financial/other instruments held directly (%): none  
Total of both (%): 0.00
24. Agroconsult Austria Gesellschaft m.b.H (directly controlled by No. 23)  
Voting shares held directly (%): 3.64  
Financial/other instruments held directly (%): none  
Total of both (%): 3.64
25. Raiffeisenlandesbank Vorarlberg Waren- und Revisionsverband registrierte Genossenschaft mit beschränkter Haftung  
Voting shares held directly (%): 2.92  
Financial/other instruments held directly (%): none  
Total of both (%): 2.92

Vienna, 21 March 2017

Raiffeisen Bank International AG