

**Raiffeisen Bank International AG (ISIN AT0000606306) – notification pursuant to §§ 91 ff  
Austrian Stock Exchange Act**

Pursuant to § 91 and § 92 no. 4 and no. 7 Austrian Stock Exchange Act the companies listed below

- Raiffeisen-Landesbanken-Holding GmbH,
- R-Landesbanken-Beteiligung GmbH,
- Raiffeisenlandesbank Burgenland und Revisionsverband eGen,
- RLB Burgenland Sektorbeteiligungs GmbH,
- Raiffeisenlandesbank Kärnten - Rechenzentrum und Revisionsverband, registrierte Genossenschaft mit beschränkter Haftung,
- RLB Verwaltungs GmbH, RLB Unternehmensbeteiligungs GmbH,
- RAIFFEISEN-HOLDING NIEDERÖSTERREICH-WIEN registrierte Genossenschaft mit beschränkter Haftung,
- RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG,
- RLB NÖ-Wien Sektorbeteiligungs GmbH,
- RLB NÖ-Wien Holding GmbH,
- Raiffeisenbankengruppe OÖ Verbund eGen,
- Raiffeisenlandesbank Oberösterreich Aktiengesellschaft,
- RLB OÖ Sektorholding GmbH,
- RLB OÖ Unternehmensholding GmbH,
- RLB OÖ Unternehmensbeteiligungs GmbH,
- Raiffeisenverband Salzburg eGen,
- Agroconsult Austria Gesellschaft m.b.H,
- RLB-Stmk Verbund eGen,
- RLB-Stmk Holding eGen,
- Raiffeisen-Landesbank Steiermark AG,
- KONKRETA Beteiligungsverwaltungs GmbH,
- HST Beteiligungs GmbH,
- HSE Beteiligungs GmbH,
- Raiffeisen-Landesbank Tirol AG,
- RLB Tirol Holding Verwaltungs GmbH,
- Raiffeisenlandesbank Vorarlberg Waren- und Revisionsverband registrierte Genossenschaft mit beschränkter Haftung

have informed RBI on 18 July 2016 in writing about the following:

Dear Sirs,

**1. Existing situation - Raiffeisen Zentralbank Österreich Aktiengesellschaft attributable voting interest in RBI (§§ 91, 92 no. 4 Austrian Stock Exchange Act)**

- 1.1 177,847,115 shares in Raiffeisen Bank International AG ("**RBI**"), Company Registration Number 122119 m, are attributable to Raiffeisen Zentralbank Österreich Aktiengesellschaft ("**RZB**"), Company Registration Number 58882 t, through its 100% shareholding in Raiffeisen International Beteiligungs GmbH ("**RI-Beteiligung**"), Company Registration Number 294941 m. This corresponds to an approximately 60.70% share of voting rights.

Since the notification (§ 91 ff Austrian Stock Exchange Act) from RZB on 24 January 2014, the proportion of voting rights from 174,250,963 shares, corresponding to approximately 59.48%, has increased to the above-mentioned voting interest of approximately 60.70% as a result of the allocation of 3,596,152 shares in RBI in the second tranche of the February 2014 capital increase. All shares in RBI are now held through RI-Beteiligung.

- 1.2 R-Landesbanken-Beteiligung GmbH, Company Registration Number 171328 d ("**RL-Beteiligung**"), has a majority shareholding in RZB. Raiffeisen-Landesbanken-Holding GmbH, Company Registration Number 174310 p ("**RL-Holding**"), is the sole shareholder of RL-Beteiligung. It was agreed by means of merger agreements dated 14 July 2016 that (i) RL-Beteiligung will be merged into RL-Holding as the acquiring company and (ii) RL-Holding will be merged into RZB as the acquiring company.

With the merger of RL-Holding into RZB, the RZB shares held by RL-Holding will be transferred to the intermediate holding companies held by the Raiffeisen Landesbanks (see Point 2.2).

- 1.3 The voting interest in RBI of approximately 60.70% attributable to RZB is also attributable to direct and indirect RZB shareholders. For this reason, the following notifications are made pursuant to §§ 91 ff of the Austrian Stock Exchange Act.

**2. Raiffeisen-Landesbanken-Holding GmbH and R-Landesbanken-Beteiligung GmbH – attributable voting interest in RBI (§§ 91, 92 no. 4 Austrian Stock Exchange Act)**

- 2.1 The voting interest in RBI attributed to RZB is currently attributable to RL-Beteiligung and RL-Holding pursuant to §§ 91, 92 no. 4 of the Austrian Stock Exchange Act. A material proportion of the voting rights of a total 177,847,115 shares in RBI (corresponding to approximately 60.70%) is therefore attributable to RL-Beteiligung and RL-Holding respectively, whereby RL-Beteiligung and RL-Holding exceed the relevant thresholds pursuant to § 91 (1) of the Austrian Stock Exchange Act of 4, 5, 10, 15, 20, 25, 30, 35, 40, 45 and 50%.

- 2.2 On the effective date of the up-stream merger of RL-Beteiligung into RL-Holding (Point 1.2), the attribution to RL-Beteiligung of voting rights attached to RBI shares ceases to apply and will thereby fall below the relevant thresholds pursuant to § 91 (1) of the Austrian Stock Exchange Act of 50, 45, 40, 35, 30, 25, 20, 15, 10, 5 and 4%. On the effective date of the down-stream merger of RL-Holding into RZB, RL-Holding will cease to exist and the RZB shares held by RL-Holding will be

distributed to the shareholders of RL-Holding (§ 224 (3) Austrian Stock Corporation Act). The respective direct and indirect holding companies owned by the Raiffeisen Landesbanks are the shareholders of RL-Holding (see following Point 3.2). With the termination of RL-Holding, the attribution of voting rights attached to shares in RBI to RL-Holding will cease, and RL-Holding will thereby fall below the relevant thresholds pursuant to § 91 (1) of the Austrian Stock Exchange Act of 50, 45, 40, 35, 30, 25, 20, 15, 10, 5 and 4%.

### 3. Raiffeisen Landesbanks - attributable voting interest in RBI (§§ 91, 92 no. 7 Austrian Stock Exchange Act)

3.1 There are shareholder agreements in place between RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG, Raiffeisenlandesbank Oberösterreich Aktiengesellschaft, Raiffeisen-Landesbank Steiermark AG, Raiffeisen-Landesbank Tirol AG, Raiffeisenlandesbank Burgenland und Revisionsverband eGen, Raiffeisenlandesbank Vorarlberg Waren- und Revisionsverband registrierte Genossenschaft mit beschränkter Haftung, Raiffeisenverband Salzburg eGen and Raiffeisenlandesbank Kärnten – Rechenzentrum und Revisionsverband, registrierte Genossenschaft mit beschränkter Haftung ("**Raiffeisen Landesbanks**") as (indirect) shareholders in RZB. Subsidiary companies of the Raiffeisen Landesbanks, which either directly or indirectly hold shares in RZB and/or have shareholdings in RL-Holding, are parties to these shareholder agreements; namely RLB Burgenland Sektorbeteiligungs GmbH, RLB Verwaltungs GmbH, RLB Unternehmensbeteiligungs GmbH, RLB NÖ-Wien Sektorbeteiligungs GmbH, RLB NÖ-Wien Holding GmbH, RLB OÖ Sektorholding GmbH, RLB OÖ Unternehmensholding GmbH, Agroconsult Austria Gesellschaft m.b.H., RLB OÖ Unternehmensbeteiligungs GmbH, KONKRETA Beteiligungsverwaltungs GmbH, HST Beteiligungs GmbH, HSE Beteiligungs GmbH and RLB Tirol Holding Verwaltungs GmbH ("**RLB Holding Companies**"). The voting rights attributable to RZB (and also to RL-Beteiligung and RL-Holding until the effective date of the mergers (see Point 2.2 above)) from 177,847,115 shares in RBI (corresponding to approximately 60.70%) are also attributable to the individual Raiffeisen Landesbanks as acting in concert pursuant to §§ 91, 92 no. 7 of the Austrian Stock Exchange Act. Entry into the shareholder agreements also forms a basis for a corresponding attribution to the RLB Holding Companies pursuant to §§ 91, 92 no. 7 of the Austrian Stock Exchange Act. As a result of this attribution, the relevant thresholds pursuant to § 91 (1) of the Austrian Stock Exchange Act of 4, 5, 10, 15, 20, 25, 30, 35, 40, 45 and 50% are exceeded by each Raiffeisen Landesbank and RLB holding company.

#### 3.2 In Detail:

Until the effective date of the mergers of RL-Beteiligung and RL-Holding (see point 2.2 above), RL-Beteiligung has a majority shareholding in RZB. RL-Holding is the sole shareholder of RL-Beteiligung and also holds RZB shares directly. The following Raiffeisen Landesbanks have shareholdings in RL-Holding, in each case through 100% subsidiaries as follows: RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG holds the equity participation through RLB NÖ-Wien Holding GmbH, which in turn holds an equity participation in RL-Holding through RLB NÖ-Wien Sektorbeteiligungs GmbH. Raiffeisen Landesbank Oberösterreich Aktiengesellschaft holds the equity participation in RL-Holding through RLB OÖ Sektorholding GmbH. Raiffeisen-Landesbank Steiermark AG through KONKRETA Beteiligungsverwaltungs GmbH; Raiffeisen-Landesbank Tirol AG through RLB Tirol Holding Verwaltungs GmbH;

Raiffeisenlandesbank Burgenland und Revisionsverband eGen through RLB Burgenland Sektorbeteiligungs GmbH; Raiffeisenverband Salzburg eGen through Agroconsult Austria Gesellschaft m.b.H.; and Raiffeisenlandesbank Kärnten-Rechenzentrum und Revisionsverband, registrierte Genossenschaft mit beschränkter Haftung through RLB Verwaltungs GmbH, which holds an equity participation in RL-Holding through RLB Unternehmensbeteiligungs GmbH. Raiffeisenlandesbank Vorarlberg Waren- und Revisionsverband registrierte Genossenschaft mit beschränkter Haftung has a direct shareholding in RL-Holding.

In addition, Raiffeisen Landesbanks directly and/or indirectly hold (in each case through 100% subsidiaries) shares in RZB: RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG directly and indirectly through RLB NÖ-Wien Holding GmbH, and this in turn through RLB NÖ-Wien Sektorbeteiligungs GmbH. Raiffeisen Landesbank Oberösterreich Aktiengesellschaft directly and (i) indirectly through RLB OÖ Sektorholding GmbH and (ii) indirectly through RLB OÖ Unternehmensholding GmbH, and this in turn through RLB OÖ Unternehmensbeteiligungs GmbH. Raiffeisen-Landesbank Steiermark AG directly and indirectly through HST Beteiligungs GmbH and this in turn through HSE Beteiligungs GmbH. Raiffeisenlandesbank Vorarlberg Waren- und Revisionsverband registrierte Genossenschaft mit beschränkter Haftung, Raiffeisen-Landesbank Tirol AG, Raiffeisenlandesbank Burgenland und Revisionsverband eGen and Raiffeisenverband Salzburg eGen in each case directly. Raiffeisenlandesbank Kärnten-Rechenzentrum und Revisionsverband, registrierte Genossenschaft mit beschränkter Haftung directly and indirectly through RLB Verwaltungs GmbH and this in turn through RLB Unternehmensbeteiligungs GmbH.

RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG furthermore directly holds 176,675 shares in RBI in the banking book. Therefore RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG holds in sum a total of 178,023,790 RBI shares.

- 3.3 In the case of particular Raiffeisen Landesbanks, there are companies which hold a controlling interest, as defined under § 92 no. 4 of the Austrian Stock Exchange Act, in a Raiffeisen Landesbank. The voting rights attached to RBI shares attributable to their subsidiary companies are, pursuant to § 92 no. 4 of the Austrian Stock Exchange Act, in each case attributed to these holding companies.

Accordingly, a material share of voting rights pursuant to § 92 no. 4 of the Austrian Stock Exchange Act from a total of 177,847,115 shares in RBI (corresponding to approximately 60.70%) is attributable to Raiffeisenbankengruppe OÖ Verbund eGen, which holds a controlling interest in Raiffeisenlandesbank Oberösterreich Aktiengesellschaft; RLB-Stmk Verbund eGen, which holds a controlling interest in RLB-Stmk Holding eGen; and this entity in turn as sole shareholder of Raiffeisen-Landesbank Steiermark AG, and in the case of RAIFFEISEN-HOLDING NIEDERÖSTERREICH-WIEN registrierte Genossenschaft mit beschränkter Haftung, which holds a controlling interest in RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG, a material share of voting rights from a total of 178,023,790 shares in RBI is attributable (corresponding to approximately 60.8%), whereby in each case the relevant thresholds pursuant to § 91 (1) of the Austrian Stock Exchange Act of 4, 5, 10, 15, 20, 25, 30, 35, 40, 45 and 50% are exceeded.