

Proposal for the appropriation of profit

of the

Management Board

of

BAWAG Group AG

registered under FN 269842 b with the companies register held by the Commercial Court Vienna

on agenda item 2 of the annual general meeting

which will be held on 8 April 2024, 11.00 am (Vienna Time)

at the Company's headquarters

Wiedner Gürtel 11, Tower 17, first floor (*Turm 17, erster Stock*)

1100 Vienna, Austria

The profit available for distribution recognized in the annual financial statements of BAWAG Group AG as of 31 December 2023 in the amount of EUR 3,917,653,115.97 shall be appropriated in accordance with the Management Board's proposal as follows: Each share which is entitled to a dividend on the record date (11. April 2024) shall receive a dividend in the amount of EUR 5 adding up to a maximum of EUR 392,538,100. The remaining amount shall be carried forward to new account. The dividend shall be paid out on 15 April 2024, ex dividend day will be 10 April 2024.

The dividend payment is classified as a repayment of capital under Austrian tax law (Section 4 para 12 of the Austrian Income Tax Act). The dividend is therefore not subject to Austrian withholding tax and tax neutral in Austria for natural persons. The dividend will therefore be distributed to shareholders on the dividend payment date without deduction of Austrian withholding tax of 27.5%. The repayment of capital, however, reduces the acquisition costs of BAWAG Group AG shares applicable for Austrian tax purposes. The reduction of the acquisition costs can result in increased taxable capital gains, particularly for natural persons who are resident for tax purposes in Austria, if the BAWAG Group AG shares are sold at a profit at a later point in time.

Vienna, this March 2024

The Management Board