

IMPORTANT NOTE: This form does not authorise shareholders to attend the Annual General Meeting in person. Please contact your bank maintaining your securities account and make sure that your shares have been duly registered to participate in the Annual General Meeting by deposit receipt (record date: 11 May 2021, midnight [CEST]).
Deadline for registration: 18 May 2021

By granting this proxy I confirm that I have read the information disclosed by the Company on its website and contained in the invitation. I consent to the processing of my personal data (name/company name, address, date of birth/register number, number of securities account, number of shares, class of shares, if applicable, number of voting card and e-mail address) for the purpose of exercising shareholder rights in connection with the Annual General Meeting.

Shareholder granting proxy

First name, last name / company name

Address

Date of birth / register no.

Securities account number

Bank

E-mail address (By granting proxy, the shareholder hereby confirms that only the shareholder has access to this e-mail address.)

If you are not granting this proxy as a shareholder but as the representative of a shareholder, please attach proof of your power of representation (power of attorney/proxy issued by the shareholder, appointment decree issued by the court, etc.).

Authorisation

I/we authorise the following independent proxy holder

- to exercise my/our voting right(s) as well as
- to exercise my/our rights to put forward motions and raise objections

including the right to grant sub-proxies. The independent proxy holder is hereby exempted from the restrictions on multiple representation authorisations. Any limitations of the proxy are specified in the respective field below. Voting rights and the right to put forward motions and raise objections shall only be exercised in accordance with instructions. If no or an unclear instruction has been given regarding a resolution proposal, the proxy holder shall abstain from voting. If more than one proxy holder has been selected, the proxy is deemed to have been granted to the first person on the list whose name has been marked. If no proxy holder has been selected and the proxy is addressed to VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe, the proxy is deemed granted in favour of the person listed first among all persons listed below, i.e. Mr Michael Knapp:

- Mr Michael Knap
c/o Interessenverband für Anleger, IVA
Feldmühlgasse 22, 1130 Vienna
knap.vig@hauptversammlung.at
- Mr Christoph Moser, Attorney at Law
c/o Schönherr Rechtsanwälte GmbH
Schottenring 19, 1010 Wien
moser.vig@hauptversammlung.at
- Mr Christoph Nauer, Attorney at Law
c/o bpv Hügel Rechtsanwälte GmbH
ARES-Tower, Donau-City-Straße 11, 1220 Wien
nauer.vig@hauptversammlung.at

Mr Richard Wolf, Attorney at Law
c/o Wolf Theiss Rechtsanwälte GmbH & Co KG
Schubertring 6, 1010 Wien
wolf.vig@hauptversammlung.at

For the following securities

Ordinary shares (ISIN AT0000908504)

Number of shares (If left empty, the number of shares indicated in the deposit receipt will be counted for the purpose of this proxy.)

Proxy restrictions:



II. Instructions

for the 30th Annual General Meeting of
VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe
held in Vienna
on 21 May 2021, at 11 a.m. (CEST) as a virtual Annual General Meeting

Voting instructions for the resolution proposals regarding the agenda items

The proxy holder is instructed to exercise my (our) voting right(s) for the resolutions proposed by the Managing Board and Supervisory Board, which are available on the Company's website, as follows:

| (Please tick the appropriate box. Do not use red ink.) | | FOR | AGAINST | ABSTAIN |
|---|---|--------------------------|--------------------------|--------------------------|
| Resolution proposals by the Managing Board and Supervisory Board | | | | |
| 1. | Presentation of the approved annual financial statements for 2020 including the management report, the consolidated corporate governance report 2020, the sustainability report 2020 (consolidated non-financial report), the consolidated financial statements for 2020 including the group management report, the proposal for the appropriation of profits and the report of the Supervisory Board (Section 96 of the Austrian Stock Corporation Act [Aktiengesetz/AktG]). | | | No resolution required |
| 2. | Resolution on the appropriation of the net profit for the year as per the annual financial statements for 2020. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. | Resolution on the remuneration report 2020. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. | Resolution on discharging the Managing Board members for the financial year 2020. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. | Resolution on discharging the Supervisory Board members for the financial year 2020. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

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|-----|---|--------------------------|--------------------------|--------------------------|
| 6. | Resolution on the authorisation of the Managing Board pursuant to Section 169 <i>AktG</i> to increase the Company's share capital by a nominal amount of up to EUR 66,443,734.10 by 20 May 2026 at the latest through issue of up to 64,000,000 no-par value registered or bearer shares against a contribution in cash or in kind or a combination thereof, also in several tranches, and to decide on the content of the shareholders' rights, on exclusion of the shareholders' subscription rights and on other terms and conditions for the issue of shares with approval from the Supervisory Board. This authorisation shall replace the resolution passed in the 26th Annual General Meeting of 12 May 2017 under item 5 on the agenda. The first sentence of Article 4 (2) of the Articles of Association will be amended accordingly. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. | Resolution on the authorisation of the Managing Board to issue participating bonds of a total nominal amount of up to EUR 2,000,000,000 by 20 May 2026 at the latest with approval from the Supervisory Board pursuant to Section 174 (2) <i>AktG</i> , also in several tranches, also with exclusion of shareholders' subscription rights, and to define all other terms and conditions for the issue of participating bonds. This authorisation shall replace the resolution passed in the 26th Annual General Meeting of 12 May 2017 under item 6 on the agenda. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 8. | Resolution on the authorisation of the Managing Board to issue, once or several times, convertible bonds in a total nominal amount of up to EUR 2,000,000,000 by 20 May 2026 with approval from the Supervisory Board pursuant to Section 174 (2) <i>AktG</i> , also with exclusion of shareholders' subscription rights and to define all other terms and conditions, the issue and the conversion procedure for the convertible bonds. This authorisation shall replace the resolution passed in the 26th Annual General Meeting of 12 May 2017 under item 7 on the agenda. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 9. | Resolution on the conditional increase of the share capital in an amount of up to EUR 31,145,500.36 by issue of up to 30,000,000 new ordinary bearer shares in order to grant subscription or conversion rights to the owners of convertible bonds. This conditional increase of the share capital shall replace the resolution passed in the 26th Annual General Meeting of 12 May 2017 under item 8 on the agenda. The first and second sentence of Article 4 (3) of the Articles of Association will be amended accordingly. The third and fourth sentence of Article 4 (3) of the Articles of Association shall be deleted. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 10. | Resolution on the authorisation of the Managing Board pursuant to Section 65 (1) no. 8 as well as (1a) and (1b) <i>AktG</i> to acquire treasury ordinary bearer shares to the maximum extent permitted by law during a term of thirty (30) months from the day of the resolution of the Annual General Meeting. The equivalent to be paid upon redemption must not be lower than a maximum of 50% of the unweighted average closing price of the ten (10) trading days preceding redemption and not higher than a maximum of 10% of the unweighted average closing price of the ten trading days preceding redemption. At the Managing Board's option, the shares may be acquired via the stock exchange or a public offering or in any other expedient manner that is permitted by law. Resolution on the authorisation of the Managing Board to sell the acquired treasury shares with exclusion of the shareholders' subscription rights in any way that is permitted by law and other than via the stock exchange or a public offering during a maximum period of five (5) years from the resolution in order to satisfy any obligations in connection with convertible bonds issued based on the resolution of the Annual General Meeting of 21 May 2021. This authorisation shall replace the resolution passed in the 28th Annual General Meeting of 24 May 2019 under item 5 on the agenda. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

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|-----|--|--------------------------|--------------------------|--------------------------|
| 11. | Election of the auditor and group auditor for the financial year 2022. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 12. | Resolution on the increase of the maximum number of Supervisory Board members permitted by the Articles of Association to twelve (12) by amendment of Article 10 (2) of the Articles of Association. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 13. | Resolution on the increase of the number of the Supervisory Board members: | | | |
| | Increase of the number of the Supervisory Board members elected by the Annual General Meeting from currently ten (10) to twelve (12). | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 14. | Elections to the Supervisory Board: Election of the following persons to the Supervisory Board: Ms Zsuzsanna EIFERT is elected as member of the Supervisory Board of VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe with effect from the registration of the amendment of the Articles of Association in the company register pursuant to item 12 on the agenda of this Annual General Meeting until the end of the Annual General Meeting which passes the resolution on the discharge for the financial year 2023. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| | Mr Robert LASSHOFER is elected as member of the Supervisory Board of VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe with effect from the registration of the amendment of the Articles of Association in the company register pursuant to item 12 on the agenda of this Annual General Meeting until the end of the Annual General Meeting which passes the resolution on the discharge for the financial year 2023. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

| Other items for resolution (Please tick the appropriate box. Do not use red ink.) | For the proposals of the resolution | Against the proposal(s) of the resolution | Abstain |
|--|--|--|--------------------------|
| In the event of new or amended proposals by one or more shareholders in the Annual General Meeting, I instruct the proxy holder to vote in accordance with the following instructions. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| In the event of new or amended proposals by the Managing Board or the Supervisory Board in the Annual General Meeting, I instruct the proxy holder to vote in accordance with the following instructions. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

If several items relating to one resolution proposal are voted on separately, the instruction given with regard to such proposal shall be applicable to each separate vote.

The proxy holder will abstain from voting if ambiguous instructions have been given (e.g. simultaneously FOR and AGAINST one and the same proposed resolution).

If additional or modified instructions are given after the form has been sent, the instructions given herein shall remain in effect unless modified or revoked.

Other instructions (e.g. for motions or objections):

Date

Signature / duly authorised company signature

Signatures of all co-owners, if applicable

In the interest of the shareholder, proxy forms should be filled in completely and submitted by 20 May 2021, 3:00 p.m. (CEST) by one of the following options indicated below.

- By **post**: VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe
- c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel
- By **fax**: +43 (0) 1 89 00 500-60
- By **e-mail**: to the special proxy holder you have chosen to the address listed above (as a scanned attachment TIF, PDF, etc.)

For additional information please go to the Company's website: www.vig.com/annual-general-meeting.