

**Translation from German original –  
in case of doubt the German version prevails**

**35th Annual General Meeting  
of VIENNA INSURANCE GROUP AG  
Wiener Versicherung Gruppe**

**22 May 2026**

## **PROPOSALS FOR RESOLUTIONS**

### **Regarding item 2 on the agenda**

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**The Managing Board and the Supervisory Board propose  
that the Annual General Meeting adopt the following R E S O L U T I O N:**

#### **RESOLUTION:**

The net profit for the year in the amount of EUR 451,146,312.48 as recognised in the annual financial statements as of 31 December 2025 shall be appropriated as follows in accordance with the proposal made by the Managing Board and approved by the audit committee of the Supervisory Board and by the entire Supervisory Board:

#### **Distribution for ordinary shares:**

EUR 1.73 dividend per share  
for 128,000,000 ordinary shares, i.e. a total of EUR 221,440,000.00

The dividend payment day shall be 28 May 2026, the record date (evidence date for the dividend) shall be 27 May 2026, and the ex-dividend date for this dividend shall be 26 May 2026.

Accordingly, the total amount distributed will be EUR 221,440,000.00.

#### **Profit carried forward:**

The residual amount will be carried forward.

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## **Regarding item 3 on the agenda**

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**The Managing Board and the Supervisory Board propose  
that the Annual General Meeting adopt the following R E S O L U T I O N:**

### **RESOLUTION:**

The remuneration report 2025 of VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe shall be adopted.

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## Regarding item 4 on the agenda

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**The Managing Board and the Supervisory Board propose  
that the Annual General Meeting adopt the following R E S O L U T I O N:**

### RESOLUTION:

The members of the Managing Board in office in the financial year 2025 shall be granted discharge for this period.

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## Regarding item 5 on the agenda

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**The Managing Board and the Supervisory Board propose  
that the Annual General Meeting adopt the following R E S O L U T I O N:**

### RESOLUTION:

The members of the Supervisory Board in office in the financial year 2025 shall be granted discharge for this period.

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## Regarding item 6 on the agenda

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**The Supervisory Board proposes  
that the Annual General Meeting adopt the following R E S O L U T I O N:**

### RESOLUTION:

KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft  
(FN 269873y)

shall be elected as the auditor and group auditor for the financial year 2027 as well as the auditor of the consolidated sustainability reporting of VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe for the financial year 2027.

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**Regarding item 7 on the agenda**

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**The Supervisory Board proposes  
that the Annual General Meeting adopt the following R E S O L U T I O N:**

Pursuant to Article 10 (2) of the Articles of Association in the current version, the Supervisory Board of VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe consists of twelve members at the most. The maximum number of Supervisory Board members shall be increased to fourteen members. With around 50 insurance companies, VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe is active in 30 countries. The increase of the maximum number of Supervisory Board members permitted by the Articles of Association to fourteen members shall enable VIG Group to utilise additional expertise considering the international presence and further growth of VIG Group and also in connection with increasing regulatory requirements.

**RESOLUTION:**

The maximum number of Supervisory Board members permitted pursuant to Article 10 (2) of the Articles of Association shall be increased from currently twelve to fourteen members (shareholder representatives).

Article 10 (2) of the Articles of Association shall be amended as follows:

<b>OLD</b>	<b>NEW</b>
...	...
<b>2. The Supervisory Board</b>	<b>2. The Supervisory Board</b>
§ 10 Duties, Number of Members, Term of Office	§ 10 Duties, Number of Members, Term of Office
...	...
2. The Supervisory Board shall consist of at least three, at most 12 members elected by the General Meeting (shareholder representatives).	2. The Supervisory Board shall consist of at least three, at most <b>14</b> members elected by the General Meeting (shareholder representatives).
...	...

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## Regarding item 8 on the agenda

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The Managing Board and the Supervisory Board propose that the Annual General Meeting adopt the following **R E S O L U T I O N** :

### RESOLUTION:

The monthly remuneration for the Supervisory Board and the meeting attendance fee for the Supervisory Board and for the Supervisory Board committees shall be reassessed as follows:

**a) Supervisory Board remuneration:**

<b>Chairman of the Supervisory Board:</b>	<b>EUR 15,000.00 per month</b>
<b>Deputy Chairman of the Supervisory Board:</b>	<b>EUR 10,000.00 per month</b>
<b>Members of the Supervisory Board:</b>	<b>EUR 6,500.00 per month</b>

Supervisory Board remuneration shall be paid monthly in advance via transfer. Members of the Supervisory Board who resign from their function during a month shall still receive full remuneration for the month in question.

**The newly determined remuneration scale shall apply from the month following this resolution and shall be adjusted according to inflation.**

Inflation adjustment shall be carried out in accordance with the Consumer Price Index 2025 (base year 2025) as published by Statistics Austria or any index replacing it. The baseline shall be the index figure published for the month in which the resolution is adopted. Increases of up to and including 5% shall be disregarded, if this threshold is exceeded in any given month, the value-adjusted amounts shall take effect from the following month. Commercial full-decimal approximations shall apply when adjustments are made. The new amount and the index valid at the time of the adjustment shall form the basis for calculating the subsequent inflation adjustment.

Any expenses, such as travel costs or specialist training costs, will be covered by the company upon request. The Chairman of the Supervisory Board will be provided with the office infrastructure necessary for his role as Chairman of the Supervisory Board, as well as an appropriate company car – unless one already exists from another professional activity (i.e., only subsidiarily).

**b) Meeting attendance fee for participation in meetings of the Supervisory Board and the Supervisory Board committees:**

<b>Chairman of the meeting:</b>	<b>EUR 3,000.00 per meeting</b>
<b>Member:</b>	<b>EUR 2,000.00 per meeting</b>

The fee is paid via transfer retroactively for participation in meetings of the Supervisory Board and its committees.

**The reassessed attendance fee shall apply from the month following this resolution.**

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