

DOCUMENT: PROPOSAL FOR THE APPROPRIATION OF PROFITS

EXPLANATORY INFORMATION ON ITEMS 1 AND 2 OF THE AGENDA

Presentation of the approved annual financial statements for 2024 including the management report, the consolidated corporate governance report 2024, the consolidated financial statements for 2024 including the group management report containing the consolidated non-financial report (consolidated sustainability reporting), the proposal for the appropriation of profits and the report of the Supervisory Board (Section 96 of the Austrian Stock Corporation Act [*Aktiengesetz/AktG*])

Resolution on the appropriation of the profit for the year as per the annual financial statements as of 31 December 2024

The approved financial statements for 2024 including the management report, the consolidated corporate governance report 2024, the consolidated financial statements for 2024 including the group management report containing the consolidated non-financial report (consolidated sustainability reporting), the proposal on the appropriation of profits and the report of the Supervisory Board (Section 96 of the Austrian Stock Corporation Act) have been available for inspection at the Company and on the registered website during the period stipulated under Section 108 *AktG* and continue to be available for inspection and download on the Company's website. The management report and the annual financial statements for 2024 (balance sheet, income statement and the notes) are included in the report on the entire year 2024. The group management report containing the consolidated non-financial report (consolidated sustainability reporting), the consolidated financial statements for 2024 (balance sheet, income statement and the notes), the report of the Supervisory Board and the consolidated corporate governance report 2024 are included in the group annual report for 2024. The consolidated corporate governance report 2024 also includes a description of the diversity strategy.

The annual financial statements for 2024, which were prepared by the Managing Board in compliance with statutory provisions, and the management report and the consolidated financial statements for 2024 and the group management report have been audited by the (group) auditor, KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft (FN 269873y) and have been given unqualified audit certificates. The (group) auditor has summarised the results of the audit of the sustainability reporting in a limited assurance report. In addition, the annual financial statements for 2024 including the management report have been audited by the audit committee of the Supervisory Board and by the Supervisory Board and adopted by the Supervisory Board and have therefore been approved in accordance with Section 96 (4) *AktG*. Moreover, the audit committee of the Supervisory Board and the Supervisory Board audited the consolidated financial statements for 2024 including the group management report containing the consolidated non-financial report (consolidated sustainability reporting) and the consolidated corporate governance report 2024 found them to be in order and took due note of them.

The present proposal for the appropriation of profits is available for inspection at the Company and on the registered Company's website during the period stipulated under Section 108 *AktG*.

Taking into account the current geopolitical, as well as economic situation and developments in the context of climate change, this proposal is based on a diligent analysis of the relevant basis for decision-making.

The proposal is in line with the continuous prudent and sustainable capital planning to ensure a long-term solid solvency and liquidity position. Thus, the Company takes into account the interests of those covered by insurance, entitled parties as well as shareholders.

Since its initial listing on the Vienna Stock Exchange in 1994 and thus every year for over 30 years, the Company has let its shareholders continuously participate in its success. With regard to dividend continuity and predictability, the Company aims in the future to pay a dividend per share that is at least equal to that of the previous year and increases continuously depending on the business operating results.

The audit committee of the Supervisory Board has studied the proposal for the appropriation of the profit presented by the Managing Board, has found it to be in order and has reported to the Supervisory Board on said audit result. Consequently, the Supervisory Board in its entirety has discussed the present proposal for the appropriation of profits and voted on a resolution to approve said proposal.

DOCUMENT: REMUNERATION REPORT

EXPLANATORY INFORMATION ON ITEM 3 OF THE AGENDA

Resolution on the remuneration report 2024

The remuneration report 2024 is available for inspection during the period stipulated by Section 108 of the Austrian Stock Corporation Act [*Aktiengesetz*] at the Company and on the registered Company's website pursuant to Section 78e (1) *Aktiengesetz* and can still be viewed for at least ten years and downloaded from the Company's website.

The remuneration report 2024 provides a comprehensive overview of the remuneration, including other benefits, which has been paid or is owed to members of the Managing Board as well as the Supervisory Board pursuant to the remuneration policy in the course of the previous financial year.

The remuneration report 2024 is to be submitted to the Annual General Meeting for approval. The vote acts as a recommendation.

**DOCUMENT: AUDITOR AND GROUP AUDITOR AS WELL AS AUDITOR OF THE
CONSOLIDATED SUSTAINABILITY REPORTING (CONSOLIDATED NON-FINANCIAL
STATEMENT) 2026**

EXPLANATORY INFORMATION ON ITEM 11 OF THE AGENDA

**Election of the auditor and group auditor for the financial year 2026 as well as the auditor
consolidated sustainability reporting (consolidated non-financial statement) of the
consolidated sustainability report for the financial year 2026.**

KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft (FN [Company Register No.] 269873y) has presented to the audit committee of the Supervisory Board and the Supervisory Board a list of the auditing and consultancy services, structured according to service categories, provided to the VIG Group by KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft and the relevant network as well as the auditor's licence to audit stock corporations. In addition, KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft has provided assurances that there are no circumstances that might give rise to its partiality or exclusion of the firm, that protective measures have been taken that ensure an independent and impartial audit, and that the auditing team, other persons in the Company, the auditing firm itself as well as employees of the network have adhered to the relevant professional independence requirements. Moreover, a certificate has been submitted confirming that KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft is part of a statutory quality assurance system and has participated in an external quality control and is included in the register of the supervisory authority for auditors [*Abschlussprüferaufsichtsbehörde*] under the registration number 0701115.

The audit committee of the Supervisory Board and the Supervisory Board in its entirety have discussed the election of the auditor and the group auditor as well as the auditor of the consolidated sustainability reporting (consolidated non-financial statement) and have thoroughly examined the documents presented by KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft. The audit committee of the Supervisory Board and, subsequent to the audit committee having presented its report, the Supervisory Board in its entirety have passed resolutions to propose

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

as auditor and group auditor for the financial year 2026 as well as the auditor of the consolidated sustainability reporting (consolidated non-financial statement) for the financial year 2026.

In accordance with Section 260 (1) of the Insurance Supervision Act [*Versicherungsaufsichtsgesetz/VAG*] the appointment of the auditor and the group auditor takes place before the start of the year under audit, i.e. the 2026 financial year.

DOCUMENT: AMENDMENT TO ARTICLE 12 (1) OF THE ARTICLES OF ASSOCIATION

EXPLANATORY INFORMATION ON ITEMS 12 OF THE AGENDA

Amendment to Article 12 (1) of the Articles of Association

The articles of association of VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe contain the following wording in Article 12 (1) with regard to the number of deputies to the chairman of the Supervisory Board: „Following the General Meeting at which all members of the Supervisory Board to be elected by such General Meeting have been newly elected, the Supervisory Board shall elect a chairman and one or two deputy chairmen from among its members at a meeting for which no separate notice of meeting is required.“

Section 92 (1) of the Austrian Stock Corporation Act (AktG) states that at least one deputy shall be elected, the exact form is determined by the Articles of Association. Previously, the Articles of Association allowed the appointment of up to two deputies. The amendment to the Articles of Association shall increase the number to a maximum of three persons.

The relevant amendment to the Articles of Association can be seen in the comparison of the amendments to the Articles of Association, which is available on the company's website registered in the companies register.

The proposal to amend the Articles of Association in Article 12 (1) was available for inspection at the company and on the company's website registered in the companies register during the period stated in Article 108 AktG.