

COMPARISON
(first sentence of Article 4 (2) and (3) and first sentence of Article 12 (1))
OF THE
AMENDMENTS TO THE ARTICLES OF ASSOCIATION

2025

VIENNA INSURANCE GROUP AG
Wiener Versicherung Gruppe



This comparison includes the amendments to the Articles of Association to be presented to the shareholders for resolution at the 34th Annual General Meeting of VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe on 23 May 2025.

TRANSLATION FROM GERMAN ORIGINAL
IN CASE OF DOUBT THE GERMAN VERSION PREVAILS

OLD

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Article 4 Share Capital, Share Certificates, Calling-in of Share Capital

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2. The Management Board is authorized pursuant to Section 169 Stock Corporation Act (Aktiengesetz) to increase, by 20 May 2026, at the latest, the share capital of the Company – also in several tranches – by a nominal value of up to EUR 66,443,734.10 by issuing up to 64,000,000 no-par value shares in registered or in bearer form against contributions in cash or in kind or a combination thereof.

3. The share capital has been increased, on a conditional basis, in accordance with Section 159 (2) 1 of the Austrian Stock Corporation Act (*Aktiengesetz*) by up to EUR 31,145,500.36, by issuing of up to 30,000,000 ordinary bearer shares. The conditional capital increase shall be carried out only to the extent that owners of convertible bonds issued on the basis of the resolution of the Annual General Meeting of 21 May 2021 exercise their subscription rights or conversion options.

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2. The Supervisory Board

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Article 12 Chairman, By-laws, Representation *vis-à-vis* Third Parties

1. 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.. ...

NEW

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Article 4 Share Capital, Share Certificates, Calling-in of Share Capital

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2. The Management Board is authorized pursuant to Section 169 Stock Corporation Act (Aktiengesetz) to increase, by **22 May 2030**, at the latest, the share capital of the Company – also in several tranches – by a nominal value of up to EUR 66,443,734.10 by issuing up to 64,000,000 no-par value shares in registered or in bearer form against contributions in cash or in kind or a combination thereof.

3. The share capital has been increased, on a conditional basis, in accordance with Section 159 (2) 1 of the Austrian Stock Corporation Act (*Aktiengesetz*) by up to EUR 31,145,500.36, by issuing of up to 30,000,000 ordinary bearer shares. The conditional capital increase shall be carried out only to the extent that owners of convertible bonds issued on the basis of the resolution of the Annual General Meeting of **23 May 2025** exercise their subscription rights or conversion options.

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2. The Supervisory Board

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Article 12 Chairman, By-laws, Representation *vis-à-vis* Third Parties

1. 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 or three** deputy chairmen from among its members at a meeting for which no separate notice of meeting is required.. ...

Last amended at the 30th Annual General Meeting on 21 May 2021 and approved by the Austrian Financial Market Authority (FMA)/Department Insurance and Pension Supervision by its Decree from 30. June 2021, GZ FMA-VU174.340/0001-VPR/2021.

Last amended at the 34th Annual General Meeting on **23 May 2025** and approved by the Austrian Financial Market Authority (FMA)/Department Insurance and Pension Supervision by its Decree from vom XX. XXXXX 2025, GZ. FMA-XXXXXX/2025.