

35th Annual General Meeting of
VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe
on 22 May 2026

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 2025 including the management report, the consolidated corporate governance report 2025, the consolidated financial statements for 2025 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 2025

The approved financial statements for 2025 including the management report, the consolidated corporate governance report 2025, the consolidated financial statements for 2025 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 2025 (balance sheet, income statement and the notes) are included in the report on the entire year 2025. The group management report containing the consolidated non-financial report (consolidated sustainability reporting), the consolidated financial statements for 2025 (balance sheet, income statement and the notes), the report of the Supervisory Board and the consolidated corporate governance report 2025 are included in the group annual report for 2025. The consolidated corporate governance report 2025 also includes a description of the diversity strategy.

The annual financial statements for 2025, which were prepared by the Managing Board in compliance with statutory provisions, and the management report and the consolidated financial statements for 2025 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 2025 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 2025 including the group management report containing the consolidated non-financial report (consolidated sustainability reporting) and the consolidated corporate governance report 2025, 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.

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DOCUMENT: REMUNERATION REPORT

EXPLANATORY INFORMATION ON ITEM 3 OF THE AGENDA

Resolution on the remuneration report 2025

The remuneration report 2025 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 2025 provides a comprehensive overview of the remuneration, including other benefits, which were paid or were 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 2025 is to be submitted to the Annual General Meeting for approval. The vote acts as a recommendation.

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DOCUMENT: AUDITOR AND GROUP AUDITOR AS WELL AS AUDITOR OF THE CONSOLIDATED SUSTAINABILITY REPORTING 2027

EXPLANATORY INFORMATION ON ITEM 6 OF THE AGENDA

Election of the auditor and group auditor for the financial year 2027 as well as the auditor of the consolidated sustainability reporting for the financial year 2027

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 its 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 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 2027 as well as the auditor of the consolidated sustainability reporting for the financial year 2027.

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 2027 financial year.

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DOCUMENT: AMENDMENT OF ARTICLE 10 (2) OF THE ARTICLES OF ASSOCIATION

EXPLANATORY INFORMATION ON ITEM 7 OF THE AGENDA

Resolution on the amendment of Article 10 (2) of the Articles of Association to increase the maximum number of the members of the Supervisory Board pursuant to the articles of association to fourteen

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.

The applicable changes to the Articles of Association can be seen in the comparison of Articles of Association changes available on the Company website registered in the company register.

The proposal to amend Article 10 (2) of the articles of association was made available for inspection at the Company and on the Company's website registered in the company register within the period provided for in Section 108 AktG.

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DOCUMENT: REMUNERATION OF THE SUPERVISORY BOARD MEMBERS

EXPLANATORY INFORMATION ON ITEM 8 OF THE AGENDA

Resolution on the reassessment of the remuneration for the Supervisory Board members

Remuneration for the members of the Supervisory Board was last adjusted at the 29th Annual General Meeting on 25 September 2020.

A review of the remuneration policy for Supervisory Board members at various companies has revealed higher remuneration scales in use at other comparable companies. An increase in responsibilities and international expertise of the Supervisory Board, as well as the expansion of the scope of business and the additional expertise required by statutory provisions and audit duties associated with the exercise of a Supervisory Board mandate – in particular at a publicly traded insurance company – constitute appropriate justifications for an adjustment in remuneration.

Remuneration for the Supervisory Board members of VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe shall therefore be adjusted and increased.

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:

Chairman of the Supervisory Board	from EUR 8,790.00 to EUR 15,000.00 per month
Deputy Chairman of the Supervisory Board	from EUR 5,420.00 to EUR 10,000.00 per month
Members of the Supervisory Board	from EUR 4,380.00 to EUR 6,500.00 per month

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:

Chairman of the meeting:	EUR 3,000.00 per meeting
Member:	EUR 2,000.00 per meeting

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.