

**Erste Group Bank AG Announces Results of its Tender Offers  
for Certain Tier 1 and Lower Tier 2 Securities**

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5 March 2012. Erste Group Bank AG (the **Offeror**) announces today the results of its invitations to holders of the tier 1 and lower tier 2 securities described below (each a **Series** and together the **Securities**) to tender their Securities for purchase by the Offeror for cash (each such invitation an **Offer** and together the **Offers**). The Offers were made on the terms and subject to the conditions contained in the Tender Offer Memorandum dated 17 February 2012 (the **Tender Offer Memorandum**) prepared by the Offeror. Capitalised terms used in this announcement but not defined have the meanings given to them in the Tender Offer Memorandum.

The Expiration Deadline for the Offers was 5.00 p.m. (CET) on 2 March 2012.

The Offeror now announces that the Regulatory Condition described in the Tender Offer Memorandum has been satisfied.

**Results of the Offers**

Description of Securities	Issuer	ISIN / Common Code	Aggregate Nominal Amount or Liquidation Preference, as applicable, Accepted for Purchase	Final Tier 1 Acceptance Amount
Series H Floating Rate Non-cumulative Non-voting Preference Shares	Erste Finance (Jersey) (4) Limited	XS0188305741 / 018830574	€120,382,000	€495,982,857 in aggregate nominal amount or liquidation preference, as applicable (converted into euro at the Applicable Exchange Rate, where applicable)
Series J 5.25 per cent. Non-cumulative Non-voting Preference Shares	Erste Finance (Jersey) (6) Limited	XS0215338152 / 021533815	€90,018,000	
Fixed/Floating Rate Non-cumulative Perpetual Subordinated Notes	Erste Capital Finance (Jersey) Tier 1 PC	XS0268694808 / 026869480	€203,925,000	
Series C Fixed Rate Non-cumulative Non-voting Preference Shares	Erste Finance (Jersey) (3) Limited	GB0030914989 / 013654603	£43,000,000	
Series F Fixed Rate Non-cumulative Non-voting Preference Shares	Erste Finance (Jersey) (3) Limited	GB0031178667 / 014088504	€30,000,000	
Floating Rate Callable Step-up Dated Subordinated Notes due 2017	Erste Group Bank AG	XS0260783005 / 026078300	€332,350,000	Not applicable

**Results of the Capped Offers**

The Offeror has decided to set the Final Tier 1 Acceptance Amount as €495,982,857, and has determined that it will accept for purchase the aggregate nominal amount or liquidation preference, as applicable, set out in the table above of each Series of the Tier 1 Securities validly tendered for purchase pursuant to the Capped Offers with no *pro rata* scaling.

Accordingly, the Offeror will accept all of the Tier 1 Securities validly tendered for purchase.

The Applicable Exchange Rate has been determined by the Offeror to be 1.2013.

The Offeror will also pay an Accrued Distribution Payment in respect of Tier 1 Securities accepted for purchase pursuant to the Capped Offers.

The Settlement Date in respect of those Tier 1 Securities accepted for purchase is expected to be 7 March 2012. Following settlement of the Capped Offers, €132,118,000 in liquidation preference of the Series H Preference Shares, €109,982,000 in liquidation preference of the Series J Preference Shares and €131,685,000 in nominal amount of the Perpetual Subordinated Notes will remain outstanding, and none of the Series C Preference Shares or the Series F Preference Shares will remain outstanding.

## **Results of the Any and All Offer**

The Offeror will accept for purchase €332,350,000 in aggregate nominal amount of Dated Subordinated Notes validly tendered for pursuant to the Any and All Offer.

The Offeror will also pay an Accrued Interest Payment in respect of Dated Subordinated Notes accepted for purchase pursuant to the Any and All Offer.

The Settlement Date in respect of those Dated Subordinated Notes accepted for purchase is expected to be 7 March 2012. Following settlement of the Any and All Offer, €467,650,000 in nominal amount of the Dated Subordinated Notes will remain outstanding.

Credit Suisse Securities (Europe) Limited, Erste Group Bank AG, Goldman Sachs International and J.P. Morgan Securities Ltd. are acting as Dealer Managers for the Offers and Lucid Issuer Services Limited is acting as Tender Agent.

### ***The Dealer Managers***

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