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VIENNA INSURANCE GROUP

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

**24<sup>th</sup> Annual General Meeting of  
VIENNA INSURANCE GROUP AG  
Wiener Versicherung Gruppe**

**29 May 2015**

**PROPOSED RESOLUTIONS**

**re Agenda item 2**

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**The Managing Board and the Supervisory Board propose that the Annual General Meeting passes the following r e s o l u t i o n:**

**RESOLUTION:**

The allocation of the balance sheet profit shown in the financial statement 2014 in the amount of EUR 280,541,505.08 shall be made pursuant to the recommendation of the Managing Board, approved by the audit committee of the Supervisory Board and the Supervisory Board, as follows:

**Distribution on ordinary shares:**

EUR 1.40      dividend per share  
for 128,000,000 ordinary shares, thus EUR 179,200,000.00

The dividend payment day shall be 8 June 2015 and ex-dividend date shall be 3 June 2015.

The total distribution amounts to EUR 179,200,000.00

Profit brought forward:  
The remaining amount is carried forward.

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### **re Agenda item 3**

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**The Managing Board and the Supervisory Board propose that the Annual General Meeting passes the following r e s o l u t i o n:**

**RESOLUTION:**

The members of the Managing Board are granted discharge for the financial year 2014.

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## re Agenda item 4

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The Managing Board and the Supervisory Board propose that the Annual General Meeting passes the following r e s o l u t i o n:

### RESOLUTION:

The members of the Supervisory Board are granted discharge for the financial year 2014.

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## re Agenda item 5

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**The Supervisory Board proposes that the Annual General Meeting passes the following resolution:**

### RESOLUTION:

KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft

is appointed as the auditor of the financial statements of the Company and the auditor of the consolidated financial statements for the financial year 2016.

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