

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

**Information on the organisational and technical requirements
for participation in the 29th Annual General Meeting
held on Friday, 25 September 2020, at 11 a.m. as a virtual Annual Meeting**

The convocation of the 29th Annual General Meeting of VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe, which is to be held on Friday, 25 September 2020, at 11 a.m. was published in the Official Gazette of Wiener Zeitung, via the euro adhoc system and on the Company's website, on 25 August 2020.

Meeting to be held as a virtual Annual General Meeting

In light of the COVID 19 pandemic, the Managing Board, after careful consideration, has decided to avail itself of the new legal provisions authorising a virtual Annual General Meeting for the purposes of protecting the shareholders and other participants.

The Annual General Meeting of VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe on 25 September 2020 will be held as a "virtual Annual General Meeting" in consideration of the interests of both the Company and the participants, based on Section 1 (2) *COVID-19-GesG* (Federal Law Gazette I No. 16/2020) and the *COVID-19-GesV* (Federal Law Gazette II No. 140/2020). As a consequence of the decision by the Managing Board, this means that no shareholders (with the exception of special proxy holders under Section 3 (4) *COVID-19-GesV*) will be permitted to be physically present at the Annual General Meeting of VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe on 25 September 2020 in order to safeguard the health of everyone concerned.

The Managing Board asks for the shareholders' understanding that they will not be able to attend the Annual General Meeting on 25 September 2020 in person.

The Annual General Meeting will be held in Vienna in the physical presence of the Chairman of the Supervisory Board, his deputy, the members of the Managing Board, the certifying notary, and the four special proxy holders designated by the Company.

Broadcast of the Annual General Meeting on the Internet

The entire virtual 29th Annual General Meeting will be broadcast on the Internet so that all Company shareholders will be able to follow the meeting on the Internet from 11:00 a.m. on 25 September 2020, at www.vig.com/annual-general-meeting.

The broadcast of the Annual General Meeting on the Internet will enable all shareholders who so wish to follow the Annual General Meeting in real time via a one-way audiovisual connection and to watch the Managing Board's presentation and the subsequent question and answer period. No registration or log-in is required to follow the Annual General Meeting.

What shareholders need in terms of technical requirements are (a) high-speed Internet access/connection and a web-enabled device equipped with a HTML5-supporting, Javascript-

activated web browser and capable of audio and video playback of the broadcast (e.g. a PC with a monitor and loudspeaker or a notebook, tablet, smartphone, or the like).

The right to vote, the right to put forward motions, and the right to raise objections can only be exercised through special proxy holders

Pursuant to Section 3 (4) *COVID-19-GesV*, a shareholder may **only put forward a motion, vote, or raise an objection** at the virtual Annual General Meeting of VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe on 25 September 2020 **via one of the special proxy holders** listed below, who are independent of the Company. The costs associated with the special proxy holders will be borne by the Company.

Any shareholder who is entitled to participate in the Annual General Meeting and has provided proof thereof to the Company in accordance with the specifications in the invitation has the right to appoint one of the proxy holders listed below to exercise his/her voting right, right to put forward motions, and right to raise objections.

- (i) Mr Michael Knap
c/o Interessenverband für Anleger, IVA
Feldmühlgasse 22, 1130 Vienna
knap.vig@hauptversammlung.at

- (ii) Mr Christoph Nauer, Attorney at Law
c/o bpv Hügel Rechtsanwälte GmbH
ARES-Tower, Donau-City-Straße 11, 1220 Vienna
nauer.vig@hauptversammlung.at

- (iii) Mr Arno Weigand, Notary
Untere Donaustraße 13-15/7. OG, 1020 Vienna
weigand.vig@hauptversammlung.at

- (iv) Mr. Richard Wolf, Attorney at Law
c/o Wolf Theiss Rechtsanwälte GmbH & Co KG
Schubertring 6, 1010 Vienna
wolf.vig@hauptversammlung.at

A proxy form for the purpose of granting a proxy to one of the special proxy holders and a form for revoking proxy are available on the Company's **website** at www.vig.com/annual-general-meeting; **using the proxy form is mandatory.**

We kindly ask you to indicate **that e-mail address** in the appropriate field on the proxy form which you will use to **deliver instructions, motions, or objections** to the proxy holder or to **send**

questions and statements to the Company, so that we **can check your identity as a shareholder**.

In your interest, proxy forms should be submitted by **24 September 2020, 3:00 p.m. (CEST)** by one of the following options indicated below.

Proxies can be **e-mailed** to the special proxy holder you have chosen to the address listed above. This method of transmission ensures that the proxy holder you have chosen can directly access the proxy.

In addition, the following communication channels and addresses are available for sending proxy forms:

- - By post: VIENNA INSURANCE GROUP AG Wiener Versicherung Gruppe, , c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel
- By fax: +43 (0)1 89 00 500-60
- By e-mail: to the special proxy holder you have chosen to the address listed above (as a scanned attachment TIF, PDF, etc.)

Delivery of the proxy in person at the meeting site is expressly prohibited.

When authorising another person, it should be noted that an effective “**proxy chain**” (sub-proxy) must be in place to ensure that one of the four special proxy holders is authorised to exercise the right to vote, the right to put forward motions, and the right to raise objections at the Annual General Meeting itself. It is not permissible to authorise a person other than one of the four special proxy holders to exercise these rights at the Annual General Meeting pursuant to Section 3 (4) *COVID-19-GesV*. However, it is permissible to authorise other persons to exercise different rights, particularly the right to information and the right to speak.

The above regulations on the granting of proxy shall apply mutatis mutandis to revocation of proxy. If the proxy is revoked after **24 September 2020, 3:00 p.m. (CEST)**, we recommend that the revocation be e-mailed or faxed to the relevant proxy holder, as otherwise timely receipt cannot be guaranteed.

Instructions to the special proxy holders

The special proxy holders will only exercise the right to vote, the right to put forward motions, and the right to raise objections in accordance with instructions. If no instruction has been given regarding a resolution proposal, the proxy holder will abstain from voting.

The proxy holder will also abstain from voting if ambiguous instructions have been given regarding a resolution proposal (e.g. simultaneously FOR and AGAINST one and the same proposed resolution).

The shareholders are requested to issue their instructions to the proxy holders they have chosen in the appropriate section of the proxy form, which may be downloaded from the Company's

website at www.vig.com/annual-general-meeting. A form for issuing instructions is available on the Company's website, together with the voting proxy. We kindly ask you to **e-mail** your instructions to the aforementioned address of the proxy holder of your choice. This method of transmission ensures that the proxy holder you have chosen will have direct access to your instructions.

The **instructions** can be issued **together with the granting of proxy or at a later date**. Instructions on exercising the right to vote, the right to put forward motions, and the right to raise objections can be issued before or **during the Annual General Meeting until a particular time** designated by the **Chairman**. Shareholders will be able to modify instructions already given or to issue new instructions up until such time.

Given the possibility of a large number of people trying to get in touch with proxy holders at the same time, proxy holders cannot guarantee that they can be reached by telephone **during the Annual General Meeting**. Therefore, sending an e-mail **to the aforementioned e-mail address of your proxy holder** is the **only** means of communication that should be used. Each e-mail must specify the identity of the shareholder (name/company name, date of birth/commercial register number of the shareholder) and indicate the end of the statement by reproducing the shareholder's signature or otherwise, e.g. by giving the name/company name (Section 13 (2) *AktG*). To enable the proxy holder to **establish** your **identity** and match it with the deposit receipt, please also **include** your **securities account number** in the e-mail.

It should be noted that it **may be necessary** to briefly interrupt the **virtual Annual General Meeting** to adequately process the shareholder instructions which are given to the proxy holders during the Annual General Meeting.

The shareholders' right to information and right to speak

At the Annual General Meeting any shareholder shall, upon request, be informed about Company matters to the extent that such information is required for proper assessment of an item of the agenda.

The right to information and the right to speak can only be exercised exclusively in text form by **e-mail** to fragen.vig@hauptversammlung.at.

Please use the **question form**, which may be downloaded from the Company's website at www.vig.com/annual-general-meeting and attach the completed and signed form to the e-mail.

If you send your questions or statements **without using the question form**, the e-mail must specify the **identity of the shareholder** (name/company name, date of birth/commercial register number of the shareholder) and indicate the end of the statement by reproducing the shareholder's signature or otherwise, e.g. by stating the name/company name (Section 13 (2) *AktG*). To enable the proxy holder to **establish** your **identity** and match it with the deposit receipt, please also **include** your **securities account number** in the e-mail.

If the right to information and/or the right to speak is exercised by a representative, proof of authorisation must also be provided in text form. Please note that the **special proxy holders cannot be authorised to exercise the right to information and/or the right to speak**.

In light of this extraordinary situation, shareholders are requested to e-mail all questions in text form in advance to fragen.vig@hauptversammlung.at in due time so that they are received by the Company no later than the second business day before the Annual General Meeting, i.e. by 23 September 2020. This will enable the Company to prepare as thoroughly as possible.

During the Annual General Meeting only shareholders and their proxies will have the opportunity to send their questions and statements to the Company electronically, i.e. exclusively **in text form by e-mail to the Company's e-mail address fragen.vig@hauptversammlung.at**. Please note that **the Chairman may establish time limits** during the Annual General Meeting.

The questions received by the Company will be read out and answered at the Annual General Meeting in accordance with Section 118 *AktG*.

Convocation

Also note the provisions of the convocation of 25 August 2020, as well as the information concerning the rights of shareholders, in particular the rule regarding the timely presentation of deposit receipts to exercise shareholders' rights in the virtual Annual General Meeting on 25 September 2020.

Hotline

Should you require technical or organisational support during the Annual General Meeting, please contact our **hotline** at +43 6643498684. We will take your calls beginning at **10:00 a.m. CEST** on the date of the Annual General Meeting, i.e. 25 September 2020.

The Managing Board