

Report of the Supervisory Board

During the reporting year, the Supervisory Board of Addiko Bank AG performed all duties incumbent upon it in a highly conscientious manner and in accordance with the law, the Company's statutes and its own rules of procedure. Further details regarding the composition of the Supervisory Board, its committees and activities are disclosed below.

Activities of the Supervisory Board

The Supervisory Board held twelve meetings in total in the financial year 2024 and adopted eight circular decisions.

Within the scope of its responsibilities and based on the requirements of the law, the Articles of Association and Rules of Procedures, the Supervisory Board of Addiko Bank AG appoints, supervises and advises the Management Board and is directly involved in decisions of fundamental importance to the bank. It closely works together with the Management Board in a cooperative trustful relationship and for the benefit of the company. The Supervisory Board decides on the appointment and dismissal of members of the Management Board including long-term succession planning for the Management Board based on proposals of the Committee for Management Board Matters, further consideration of recommendations of the Nomination and Remuneration Committee. Based on proposals of the Nomination and Remuneration Committee, the Supervisory Board determines the total remuneration of the individual members of the Management Board, resolves the remuneration system for the Management Board and reviews it regularly.

Based on the reports on risks arising from banking business, the Supervisory Board discussed the adequacy of capital and liquidity with the Management Board. The Management Board regularly informed the Supervisory Board about regulatory developments and the resulting measures.

The Supervisory Board regularly received reports by Internal Audit, Compliance and AML, Internal Control System (ICS) and Risk functions and examined those in detail. The Management Board discussed strategies and major specific measures in detail with the Supervisory Board. Legal transactions requiring approval were submitted to the Supervisory Board, and the Supervisory Board was given opportunity to thoroughly examine any reports and resolutions proposed by the Management Board.

The Supervisory Board reviewed the annual financial statement, the consolidated financial statement and the consolidated Sustainability Statement, the Management Board Report and consolidated Corporate Governance Report, the Report of the Supervisory Board.

The Supervisory Board decided - among other topics - on the Budget 2025, the updated Recovery Plan, the amendments of the Business, Risk and ESG Strategy, the Internal Audit Charter, Internal Audit Strategy and Internal Audit Plan, the Group Compliance Policies, the Group Risk Appetite Statement, the Remuneration Policy as well as on the Fit and Proper Assessment of the Supervisory Board and Management Board.

The Chairman of the Supervisory Board and - within their respective functional responsibility - the Chairpersons of the Supervisory Board Committees are informed without delay by the Chairman of the Management Board or by the respectively responsible Management Board member about important events of material significance for the assessment of the situation, development, and management of Addiko Bank AG and/or the Group. The Chairman of the Supervisory Board engages in discussions with investors on Supervisory Board - related topics

when necessary and regularly informs the Supervisory Board of the substance of such discussions.

Furthermore, the Supervisory Board took decisions on several transactions requiring approval according to the Rules of Procedures of the Management Board and Supervisory Board.

The Supervisory Board had formed the following six standing Committees:

- the Audit, Compliance & AML Committee (which held six meetings in 2024),
- the Credit & Risk Committee (which held five meetings and adopted three circular decisions in 2024),
- the Digitalization & IT Committee (which held four meetings in 2024),
- the Nomination Committee (which held four meetings 2024)
- The Remuneration Committee (which held four meetings in 2024) and
- the Committee for Management Board Matters (which held three meetings in 2024).

The Chairman of the Supervisory Board, as well as the Chairmen of the Committees of Addiko Bank AG's Supervisory Board were in regular contact with the Management Board.

Within meetings taking place at least once every quarter in person and via virtual meetings, the Supervisory Board regularly received information on the following topics: business performance in the previous quarter, financial performance, risk development and significant matters, as well as major legal disputes. Between the quarterly reports, the Management Board also informed the Supervisory Board of current economic developments. In addition, the Supervisory Board received regular reports by key executives, especially by the Compliance Officer and Internal Audit Officer.

Changes to the Management Board and the Supervisory Board

There were no changes within the Management Board of Addiko Bank AG but the terms of the mandates were prolonged, i.e., Mr. Herbert Juranek, CEO, until 31 December 2027, Mr. Edgar Flaggl, CFO and Mr. Tadej Krasovec, CRO, until 30 June 2028, and Mr. Ganesh Krishnamoorthi, CMO/CIO, until 31 December 2028. This was done to ensure continuity in the leadership of Addiko.

In 2024, Ms. Wildner and Mr. Schwab were re-elected as members of the Supervisory Board by the General Meeting on 26 April 2024. Accordingly, the Supervisory Board consists of seven members, thereof two delegated by the Works Council.

Consolidated Corporate Governance Report, Austrian Code of Corporate Governance

Since an external evaluation on the compliance with the C-Rules of the Austrian Code of Corporate Governance Code ("ACGC") is only required every three years pursuant to Rule C-62 ACGC, Addiko did not conduct an external review for the business year 2024 as the last external review was conducted by Deloitte Audit Wirtschaftsprüfung GmbH for the business year 2023.

The Supervisory Board determined that Addiko Bank AG has to comply with the Austrian Code of Corporate Governance as amended in January 2025. The Supervisory Board strives to consistently comply with the provisions of the Code that relate to the Supervisory Board. In this context, the Supervisory Board complies with all Rules relating to the cooperation of the Supervisory Board and the Management Board, and to the Supervisory Board itself, except for the deviations presented in the consolidated Corporate Governance Report.

Separate and Consolidated Financial Statements 2024

The separate financial statements as of 31 December 2024 prepared by the Management Board in accordance with the provisions of the Austrian Commercial Code (UGB) and Austrian Banking Act (BWG) were audited by KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft (KPMG) who issued an unqualified audit opinion. The Management report was assessed to determine whether it was prepared in accordance with the applicable legal requirements and is consistent with the separate financial statements. No findings were made in this regard.

The consolidated financial statements as of 31 December 2024 prepared by the Management Board in accordance with the International Financial Reporting Standards (IFRS) applicable in the EU as at the reporting date were audited by KPMG who issued an unqualified audit opinion. The Group Management Report was assessed to determine whether it was prepared in accordance with the applicable legal requirements and is consistent with the consolidated financial statements. No findings were made in this regard either.

The separate and consolidated financial statements were submitted to the Supervisory Board together with the audit reports of the auditor and examined by the Supervisory Board. Based on the information and explanations provided by KPMG and the Management Board as well as its own assessment, the Audit, Compliance & AML Committee recommended that the Supervisory Board agrees with the results of the external audit and accept the annual and consolidated financial statements. Following its own detailed assessment, the Supervisory Board approved the annual financial statements, which are therefore deemed to be adopted. The consolidated financial statements were acknowledged by the Supervisory Board.

Consolidated Sustainability Statement 2024

The consolidated Sustainability Statement was prepared by the Management Board as an integral part of the Group Management Report as of 31 December 2024 and is subject to a voluntary limited assurance engagement by KPMG, which did not lead to any negative findings. The report was submitted to the Audit, Compliance & AML Committee and the Supervisory Board for review. Based on its own review and the information and explanations provided by KPMG and the Management Board, the Supervisory Board had no objections to raise and accepted the consolidated Sustainability Statement 2024.

The Supervisory Board would like to express thanks to the members of the Management Board, the leadership team and to the entire staff for their outstanding commitment and achievements in 2024.

On behalf of the Supervisory Board

Dr. Kurt Pribil m.p.
Chairman of the Supervisory Board

Vienna, 5 March 2025