

Appendix

Full terms and conditions of all instruments included in regulatory capital and TLAC - AT1

		Quantitative / qualitative information
1	Issuer	Raiffeisen Bank S.A.
2	Unique identifier (eg Committee on Uniform Security Identification Procedures (CUSIP), International Securities Identification Number (ISIN) or Bloomberg identifier for private placement)	AT0000A2BY28
3	Governing law(s) of the instrument	Austrian law, except subordination clauses which are governed by Romanian law
3a	Means by which enforceability requirement of Section 13 of the TLAC Term Sheet is achieved (for other TLAC-eligible instruments governed by foreign law)	Contractual
4	Transitional Basel III rules	Additional Tier 1
5	Post-transitional Basel III rules	Additional Tier 1
6	Eligible at solo/group/group and solo	Solo and Group
7	Instrument type (types to be specified by each jurisdiction)	AT1
8	Amount recognised in regulatory capital (currency in millions, as of most recent reporting date)	238.599.169 RON
9	Par value of instrument	50.000.000 EURO
10	Accounting classification	Shareholders equity
11	Original date of issuance	17 Decembrie 2019
12	Perpetual or dated	Perpetual
13	Original maturity date	No maturity
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	i) 30 May 2025, ii) the instrument has a tax and/or regulatory event call, iii)
16	Subsequent call dates, if applicable	Each Distribution Payment Date (30 May) thereafter; ii) the instrument has a tax and/or regulatory event call, iii) Redemption price is the Current Principal Amount plus Interest
	<i>Coupons / dividends</i>	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	EURIBOR 12 M (floored at 0%) + Margin (7,5%)
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Fully discretionary
21	Existence of step-up or other incentive to redeem	No
22	Non-cumulative or cumulative	Non-cumulative
23	Convertible or non-convertible	Non-convertible
24	If convertible, conversion trigger(s)	-
25	If convertible, fully or partially	-
26	If convertible, conversion rate	-
27	If convertible, mandatory or optional conversion	-

28	If convertible, specify instrument type convertible into	-
29	If convertible, specify issuer of instrument it converts into	-
30	Writedown feature	Yes
31	If writedown, writedown trigger(s)	Trigger event means at any time that (i) the Group CET 1 Capital Ratio is below 5.125% and/or (ii) the Issuer CET 1 Capital Ratio is below 5.125%. The determination as to whether a Trigger Event has occurred shall be made by the Issuer, the Competent Authority or any agent appointed for such purpose by the Competent Authority, and such a calculation shall be binding on the Holders.
32	If writedown, full or partial	ii) may be written down partially
33	If writedown, permanent or temporary	Temporary
34	If temporary write-down, description of writeup mechanism	The Issuer may, at its sole discretion, to the extent permitted in compliance with the Applicable Supervisory Regulations, reinstate any portion of the principal amount of the Notes which has been Written Down (such portion, the "Write-Up Amount").
34a	Type of subordination	Contractual subordination
35	Position in subordination hierarchy in liquidation (specify instrument type immediately senior to instrument in the insolvency creditor hierarchy of the legal entity concerned).	(a)Pari passu without any preference among themselves, at all times; (b) Pari passu with (a) any existing AT 1 Instruments of the Issuer, and (b) any other obligations or capital instruments of the Issuer that rank or are expressed to rank equally with the Notes in the event of a liquidation or insolvency of the Issuer and the right to receive repayment of capital in the event of a liquidation or insolvency of the Issuer; (c) Senior to holders of the Issuer's CET 1 Instruments and any other obligations or capital instruments of the Issuer that rank or are expressed to rank junior to the Notes in the event of a liquidation or insolvency of the Issuer and the right to receive repayment of capital in the event of a liquidation or insolvency of the Issuer; and (d) Junior to present or future claims of (a) unsubordinated creditors of the Issuer, including creditors of any senior unsecured non-preferred liabilities expressed to rank senior to the class of obligations fulfilling the conditions set out in (a)-(c) of Article 108 (2) of the BRRD, (b) subordinated creditors of the Issuer including Tier 2 holders, and (c) junior to any present or future claims which are excluded from application of the write-down or conversion powers under the Bail In Tool, other than the present or future claims of creditors that rank or are expressed to rank pari passu with or junior to the Notes in the event of a liquidation or insolvency of the Issuer.
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	-