SEMI-ANNUAL REPORT

(in accordance with Reg. 5/2018 regarding issuers and issues of securities)*

30 June 2018

RAIFFEISEN BANK S.A.

Registered office: Sky Tower Building, 246 C Calea Floreasca, 014476, Bucharest 1
Telephone number: +40 21 306 1000
Fax number: +40 21 230 0700
Unique registration code with the Trade Registry Office: 361820
Number in the Trade Registry: J40/44/1991
Subscribed and paid in capital: 1,200,000,000 RON
Regulated market where the issued securities are traded: Bucharest Stock Exchange

*** The translation of the Semi-annual Report is a free translation from Romanian, which is the official version.**

1. Economic and financial standing

1.1. a) Analysis of balance sheet items:

Assets

Total assets volume of Raiffeisen Bank S.A. reached RON 38.1 bn in June 2018, which placed the bank above last year by some 14%. Loans to customers had a significant contribution to this performance, with an excellent 20% growth over the last 12 months. This achievement came on the background of improvements for both private individuals and legal entities.

The main components of total assets:

% of total assets	30-Jun-18	30-Jun-17	30-Jun-16
Loans and advances to customers	61.6%	59.0%	61.0%
Cash and cash equivalents	19.7%	24.1%	23.9%
Investment securities	12.3%	11.1%	8.5%

Raiffeisen Bank ended the first half of 2018 with net loans portfolio at RON 23.5 bn, based on a sustained rhythm of growth shown throughout the year for all major segments and products. This result demonstrates bank's commitment and adherence to its strategic goal of financing the real economy in a responsible and sustainable manner. Bank's aim is to increase its size and achieve a market share above 10% in all major components of its business.

Also, the bank proved an outstanding development of loan production during H1 2018 as compared to the same period of the last year. In an economy whose growth is still leaned towards consumption, the bank channeled its efforts also towards building a strong foundation for the future, through a wide array of funding solutions for SME and Corporate. The new loans granted by the bank in 2018 have increased substantially against 2017, in line with its growth ambitions: on large and medium companies the bank increased the loan production by 43 per cent, on SMEs by 35 per cent, while new loans to individuals rose by 15 per cent.

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As of June 2018, the market share improved slightly for PI mortgage stock and perspectives are good, judging by the bank's focused approach and the increased presence in the market for our fixed-rate product, which offers clients the comfort of stable rates in an environment of rising ROBOR.

Regarding PI unsecured lending (personal loans), the bank always held a good market positioning, backed by a well-recognized brand and very good expertise of sales force.

The bank remained leader in the credit card market, sustained also by the launching of eMAG / Raiffeisen Bank cobranded credit cards (over 12,500 cards issued in the eight months since the launching).

On legal entities, the growth achieved was more substantial (in the mid-twenties yoy), helped by the fruitful collaborations with supranationals (the COSME and SMEi programs had excellent results), benign credit environment for Corporates and the absence of big-ticket prepayments in the last year.

The bank held a solid capital position. The capital ratio of 16.6 per cent as of end-June 2018 places us well above regulatory requirements and gives us the comfort we need to put in practice our ambition to continue financing the local economy.

Liabilities

Main developments related to the liabilities side of the balance-sheet are presented below:

RON ths	30-Jun-18	30-Jun-17	30-Jun-16
Deposits from banks and loans from banks and other financial institutions	1,065,291	1,211,152	1,810,441
Deposits from customers	31,123,891	26,872,320	23,499,540
Debt securities issued	502,786	502,677	724,596
Subordinated liabilities	850,482	841,052	948,756
Other liabilities	938,932	603,366	767,005

The total amount of liabilities has expanded by 14.8 per cent as compared to June 2017.

Deposits from customers exceeded RON 31 bn at the end of first semester of this year and showed an overall 16 per cent growth. This is an excellent complement to our outstanding performance on lending side and sets solid foundations for healthy business development.

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Both retail and corporate clients increased their savings at the Bank, with notable uplift for corporate negotiated deposits and still strong inflows of current accounts from retail customers. As on the asset side, the bank put the client in the center of our growth strategy, by providing highly cost-advantageous current account packages that combine the saving, transactional and lending services in one single convenient and effective product.

1.1 b) Profit and loss account:

An overview of the main elements regarding the profit and loss account is presented below:

RON ths	30-Jun-18	30-Jun-17	30-Jun-16
Net interest income	702,021	556,328	538,685
Net fee and commission income	304,341	274,739	303,047
Net trading income	153,259	147,286	146,461
Operating and personnel expenses	-636,539	-616,606	-618,928
Net impairment loss on financial assets	-70,343	-108,563	-307,505
Net profit	422,993	242,908	162,213

Net profit for the first six months of this year reached RON 423 million, up by 74% as compared to the similar period in 2017.

The Bank's revenues steepened the upward trend this year and grew by almost 20%, up to RON 1.2 billion by mid-year. The upward trend in ROBOR rates and the excellent term loan production led to the 26% advance in net interest income, the bank’s main source of revenues.
Uplift in transactional revenues also came as a strong stimulus for bank’s earning power: the bank have very diversified sources for core revenues and the resilience of its relationship with clients places the bank well in sight of future challenges.
The bank incurred a slight increase in its cost base of 3%, driven by the continuous investments in digitalization and automation of its processes, higher expenses for cash processing and also increased labor costs.
The lower provisioning expenses as compared to last year’s level is driven by the consistently disciplined payment behavior from our clients and this development is all the more remarkable as it comes in a period of intensified lending activity for the bank and growing market rates. Part of the improvement against last year’s performance on risk side comes also from the negative effects in 2017 of the conversion campaign of Swiss franc denominated customers loans to RON.

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The bank will continue its substantial investments in the digitization and simplification process for affordable, fast and easy-to-understand banking products and services. The number of Bank customers using the online banking applications, Raiffeisen Online and Smart Mobile, reached 530 thousands, 30 % more than in the same period last year.

With respect to any sale or shutdown of an activity segment made within the past 6 months or about to be made in the next 6 months:

In the spirit of simplifying the banking activity and in the light of the new EU regulations, the Bank decided to discontinue the brokerage activity in 2018 H1, including trading services for shares, government securities and other financial instruments to its customers. The bank will continue to operate on the public offers and mergers & acquisitions segments, where the demand is growing.

Dividends declared and paid:
2016: Ron 330 million
2017: Ron 180 million
2018: Ron 252 million

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1.1 c) Cash flow: all changes in cash of the main activity, investments and financial activities, the level of cash at the beginning and end of period.

In RON thousand	30-06-18	30-06-17
Cash and cash equivalents at 1 January	8,516,418	8,733,257
Net cash flows used in operating activities	476,520	1,556,742
Net cash flows used in investing activities	-43,499	-88,323
Net cash flows used in financing activities	-328,414	-1,105,038
Cash and cash equivalents at 31 December	8,621,025	9,096,638

The financial statements at 30 June 2018 are not audited.

2. Analysis of the company's activity

2.1. Presentation and analysis of trends, items, events or uncertainty factors that affect or could affect the company's liquidity, compared to the same period of the previous year.

Liquidity risk management represents one of the key risks in the internal risk management process as ready access to funds is essential to our business in order to cope with daily needs. Our liquidity risk management framework takes into consideration both our internal risk management principles and regulatory liquidity risk requirements.

From the perspective of our internal risk management framework, we seek to maintain available liquidity to meet our obligations including in a stressed liquidity environment. The Bank has set a series of internal limits for operating liquidity and stressed liquidity conditions. In case of non-stressed liquidity conditions, limits for both short-term and long term liquidity needs are defined. Our liquidity policy is designed to ensure that funding is available to meet all obligations in times of stress, whether caused by market events and/or issues specific to the Bank and to have sufficient liquidity to sustain operations for a period of time in excess of our minimum limit.
From a regulatory liquidity framework perspective, the Bank needs to fulfill the requirements of NBR Regulation no. 5/2013 (the liquidity indicator) and those of EU Regulation no 575/2013 (Liquidity coverage ratio „LCR” , Net stable Funding Ratio „NSFR” and Additional Liquidity Monitoring Metrics „ALMM”).

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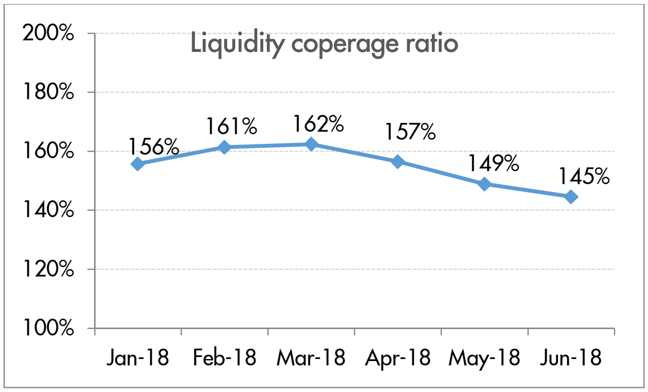
As in the previous year, the first half of 2018 was characterized by an ample liquidity position, this being ensured mainly by the significant deposits volumes. Consequently, there were no internal liquidity breaches (both in operating and stressed liquidity scenarios).

With regards to the liquidity coverage ratio, the dynamic of the LCR indicator for the first half of 2018 is presented in the chart below:



The liquidity coverage ratio is calculated according to regulatory requirements. LCR addresses liquidity risk over a 30-day period and aims to ensure that banks have unencumbered high-quality liquid assets (HQLA) available to meet short-term liquidity needs under a severe stress scenario.

In the first half of 2018, LCR had a stable value, being at a comfortable level, significantly above the required level of 100 (this is the required starting with 2018). The high level of LCR represents the result of our good liquidity position and of the stock of HQLA. The HQLA is represented by cash held at the Central Bank and securities eligible for accessing liquidity facilities at the Central Bank.

The first half of 2018 was characterized by a higher value of the HQLA compared to the similar period a year ago. The liquidity outflows were also stable. Net liquidity inflows registered a slight increase in the first half of 2018 mainly due to placements with financial institutions.

Although the NSFR is not yet effective, we began using the NSFR as one of our tools, to monitor our structural liquidity position.

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The NSFR is defined as the ratio of available stable funding over the amount of required stable funding and, once in effect, should always be at least 100%.
In the first half of 2018, the calculated NSFR was 138% as of March 2018 and 136% as of June 2018.

2.2. Presentation and analysis of the effects on the company's financial position of all capital expenditures, current or anticipated (stating the purpose and financing sources of these expenditures), compared with the same period of the previous year.

Raiffeisen Bank assesses the investment opportunities and deploys the necessary resources considering criteria such as:

- alignment of projects to the long and medium term investment strategy
- realized investments must be value accretive by meeting minimum return requirements
- the investments must be consistent with the Bank's risk appetite
- the need to stay compliant with all rules and regulations.

The resource deployment towards bank's investment programs is highly correlated to its strategic goals. Therefore, we can identify the following relevant areas:

- **Customer experience and business growth**. An important part of bank's resources are focused on the activities that allow us to build long lasting relationships with our customers, highly advantageous for both the clients and the bank. Identifying clients' specific needs and customizing accordingly its products and services are always primary concerns for the bank.
- **Simplification**. The bank seeks to identify and implement those specific methods that allow continuous simplification of its internal processes and activities.
- **Infrastructure and business administration.**
- **Compliance and regulatory**: adjusting the internal systems and processes to line up to legal and other regulatory requirements.

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Capital expenditures registered in the first 6 months of 2018 reach EUR 11.2 mn, aprox. 12% out of the net profit of the period. This amount is very similar to the one registered in the same period of 2017.

The highlights and accomplishments for the investment portfolio in the first half of 2018 are summarized below:

- **Increasing the number of multifunction machines for cash operations:** at the end of June 2018, 210 such machines (aprox. 50 more machines than in the same period of the past year) were available for clients for different cash operations (cash disbursement, cash deposits in RBRO and third party accounts, foreign exchange operations, etc.).
- **Significant compliance and regulatory investments** were necessary in the first half of the year: approx. 20% out of total investments were generated by projects such as: IFRS 9, MiFID, MAD, GDPR, Basel, etc.
- **Digital transformation:** digital investments continued in order to improve the Internet Banking and Smart mobile platforms and to offer our clients quick and easily accesible services. As a consequence the number of digital clients increased considerably (approx. 30% higher compared to the same period of 2017).
- **Simplification and efficiency of internal processes:** automation and continuous optimization of the key processes in the Bank remain top priorities. Among initiatives we can mention the implementation of more efficient Corporate & SME lending applications, core system upgrade and improved collateral management application.
- **The traditional distribution channel** remains an important topic on the Bank's agenda as a result of focusing on offerring convenience to its customers and a pleasant interaction in each of its branches. So in 2018 investments continued by relocating one of the branches and refurbishing some branches. The activity was interrupted in 18 branches.

In the next period the Bank will focus on how it manages, preserves and uses resources in order to implement a responsible and sustainable development strategy. The investment plan

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for 2018 is aligned to this strategy and emphasizes the importance of accelerated digital transformation, being highly correlated with our clients' orientation towards self-service and alternative distribution channels. Investments in technology and innovative solutions will allow us to adapt our products and services in order to obtain profitable growth and to maximize the level of satisfaction of our clients.

2.3. Presentation and analysis of events, transactions, economic changes that significantly affect revenues from core activity.

Economic growth slowed down unexpectedly in Q1 2018 as real GDP dynamics declined to 4% yoy from 6.7% yoy in Q4 2017. The disappointing economic performance in the first quarter was transitory and it was driven by contractions in quarterly terms recorded by both private consumption and gross fixed investments. Also, on the supply side, modest performances were recorded in cases of industry, services and constructions. In the second quarter, economic growth improved slightly to 4.1%. Overall, in H1 2018 real GDP advanced by 4.0% yoy. Following the rapid consumption driven economic growth recorded in 2017 (6.9%) a deceleration towards a more sustainable level is not bad news and is not surprising giving the diminishing of the fiscal stimulus in place in the last years.

A large public budget deficit amounting to RON 15 bn was recorded in H1 2018, equivalent to 1.5% of the full year official GDP projection, significantly above the deficits recorded in the similar period of the previous two years: 0.7% of GDP in H1 2017 and 0.5% in H1 2016. Overall, public revenues posted a favorable performance in H1. Still, the main risks on the public budget deficit are stemming from the rapid advance of important budgetary expense aggregates. Personnel expenses, social transfers and expenses with goods and services have increased much faster than planned, generating upward pressures on the public budget deficit.

In H1 2018 the external imbalances (current account deficit and foreign trade deficit) widened compared to their levels in H1 2017, given that the imports' advance outpaced that of exports.

The annual inflation rate increased rapidly in H1 2018, reaching 5.4% in June. Several adverse supply side shocks (increase of prices for fuels and tobacco, hike of administered prices) drove up the inflation rate. At the same time, underlying inflationary pressures intensified in H2 2017 and they showed signs of stabilization in H1 2018. CORE 3 inflation measure (CPI excluding

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administered prices, volatile prices of some foods and fuels, and prices for tobacco and alcohol) stood at a level of 2.9% in June.

The National Bank of Romania (NBR) hiked the key interest rate three times in H1 2018, to 2.50% from 1.75%. Simultaneously, the interest rates on the NBR's deposit and credit facilities were increased as well, amounting to 1.50% and 3.50% at the end of June. In addition, starting from April, the NBR has sterilized the excess liquidity in the money market. Consequently, money market interest rates (ROBOR) increased rapidly, exceeding the level of the key interest rate. Tightening of the monetary policy stance was needed in order to cope with the rapid increase of the inflation rate and with the deterioration of the inflation outlook. Minimum reserves requirements both for RON and FCY denominated liabilities of banks were maintained unchanged at 8%.

Lending activity preserved its growth momentum in H1 2018 favored by the economic environment. Despite increasing in H1, interest rates remained at levels that did not impede lending activity. In June, the stock of outstanding loans granted by banks to the private sector (households and companies) increased by 5.8% yoy, when dynamics of FCY segment is adjusted for EUR/RON movements. Gains were recorded for all three major business segments: housing loans (12.4% yoy), loans for consumption and other purposes (5.6% yoy) and loans granted to companies (2.3% yoy), all dynamics being adjusted for EUR/RON movements and reported as of June. Similar to previous years, the advance of the total stock of loans was driven exclusively by the RON segment (15.5% yoy in June), while the stock of FCY loans remained on a downward trend (-8.5% yoy in June, in EUR equivalent). As a result, the share of FCY loans in total loans contracted further, reaching 35.5% in June. The non-performing loans ratio (NPLs) remained on a downward trend in H1 2018, declining to 6% in May from 6.4% in Q4 2017.

3. Changes in the capital and management of the company

3.1. Description of cases in which the company was unable to meet its financial obligations during the relevant time period.

Not applicable.

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3.2. Description of any changes regarding the rights of holders of securities issued by the company.

Not applicable.

4. Significant transactions

For issuers of shares, information on major transactions concluded by the issuer with persons acting in concert with, or in which these persons have been involved in the relevant time period.

Not applicable.

Annexes:

Please see the annexes attached to the Romanian version of the Semi-annual Report.

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