

## Appendix

## Full terms and conditions of all instruments included in regulatory capital and TLAC - T2

		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)	ROJX86UZW1R4
3	Governing law(s) of the instrument	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)	-
4	Transitional Basel III rules	Tier 2
5	Post-transitional Basel III rules	Tier 2
6	Eligible at solo/group/group and solo	Group and solo
7	Instrument type (types to be specified by each jurisdiction)	Tier 2
8	Amount recognised in regulatory capital (currency in millions, as of most recent reporting date)	480.000.000 RON
9	Par value of instrument	480.000.000 RON
10	Accounting classification	Liability - amortised cost
11	Original date of issuance	19 December 2019
12	Perpetual or dated	Dated
13	Original maturity date	19 December 2029
14	Issuer call subject to prior supervisory approval	Yes
15	Optional call date, contingent call dates and redemption amount	i) 19 December 2024 or anytime after this date; ii) the instrument has a tax and/or regulatory event call; iii) After the lapse of five year after Issue Date, on 19 December 2024, the Bonds will be redeemed at their nominal value, plus Interest. At any time after 19 December 2024, the Bonds will be redeemed at their nominal value, plus Interest, plus Make Whole Amount.
16	<i>Subsequent call dates, if applicable</i>	At any time after 19 December 2024
	Coupons / dividends	
17	Fixed or floating dividend/coupon	Floating
18	Coupon rate and any related index	Total coupon: ROBOR3M + 3.5%
19	Existence of a dividend stopper	No
20	Fully discretionary, partially discretionary or mandatory	Mandatory
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	No
31	If writedown, writedown trigger(s)	-
32	If writedown, full or partial	-
33	If writedown, permanent or temporary	-
34	If temporary write-down, description of writeup mechanism	-
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 (i) any existing Tier 2 instruments of the Issuer, and (ii) any other obligations or capital instruments of the Issuer that rank or are expressed to rank equally with the Bonds 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 Common Equity Tier 1 instruments and Additional Tier 1 instruments and any other obligations or capital instruments of the Issuer that rank or are expressed to rank junior to the Bonds 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 (i) of 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 Article 108 para. (2) letters (a)-(c) of the BRRD, (ii) junior to any present or future claims which are excluded from the application of the write-down or conversion powers under the bail in tool (as such term is defined in the BRRD), in accordance with the provisions of Article 44 para. (2) and para. (3) of the BRRD, and (iii) to the extent they do not fall under the categories referred at items (i) to (ii) above, subordinated liabilities of the Issuer, other than claims of creditors that by law rank or by their terms are expressed to rank pari passu with or junior to the Bonds in the event of a liquidation or insolvency of the Issuer.
36	Non-compliant transitioned features	No
37	If yes, specify non-compliant features	-