
Sixth Supplement dated
28 March 2024
to the Prospectus dated
5 May 2023

RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG

EUR 15,000,000,000 Debt Issuance Programme (the "Programme")

This supplement (the "**Sixth Supplement**") constitutes a prospectus supplement pursuant to Article 23 (1) of the Regulation (EU) 2017/1129, as amended (the "**Prospectus Regulation**") and is supplemental to, and should be read in conjunction with, the base prospectus dated 5 May 2023, as amended by the First Supplement dated 17 July 2023 (the "**First Supplement**"), the Second Supplement dated 2 October 2023 (the "**Second Supplement**"), the Third Supplement dated 3 November 2023 (the "**Third Supplement**"), the Fourth Supplement dated 11 January 2024 (the "**Fourth Supplement**") and the Fifth Supplement dated 1 February 2024 (the "**Fifth Supplement**") (the base prospectus dated 5 May 2023 together with the First Supplement, the Second Supplement, the Third Supplement, the Fourth Supplement, the Fifth Supplement and the Sixth Supplement, the "**Prospectus**") relating to the EUR 15,000,000,000 Debt Issuance Programme of RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG ("**RLB NÖ-Wien**" or the "**Issuer**"). Expressions defined in the Prospectus shall have the same meaning when used in the Sixth Supplement.

The Sixth Supplement has been approved by the Austrian Financial Market Authority (*Finanzmarktaufsichtsbehörde*, the "**FMA**") in its capacity as competent authority under the Prospectus Regulation and has been deposited with Oesterreichische Kontrollbank AG on 28 March 2024. The Sixth Supplement has been published in electronic form on the website of the Issuer under "www.raiffeisenbank.at/Investoren/Angebotsdokumente".

The Issuer has requested the FMA to provide the competent authorities in the Federal Republic of Germany ("**Germany**") and the grand Duchy of Luxembourg ("**Luxembourg**") with a certificate of approval attesting that the Sixth Supplement has been drawn up in accordance with the Prospectus Regulation (each a "**Notification**"). The Issuer may request the FMA to provide competent authorities in additional host Member States within the European Economic Area with such a Notification.

The Issuer accepts responsibility for the information contained in the Sixth Supplement and hereby declares, that having taken all reasonable care to ensure that such is the case, the information contained in the Sixth Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

In accordance with Article 23 (2) of the Prospectus Regulation, where the Prospectus relates to an offer of Notes to the public, investors who have already agreed to purchase or subscribe for Notes to be issued under the Programme before the Sixth Supplement is published have the right, exercisable within two working days after the publication of the Sixth Supplement, to withdraw their acceptances until, and including 2 April 2024, provided that the significant new factor, material mistake or material inaccuracy arose or was noted before the closing of the offer period or the delivery of the Notes, whichever occurs first. No grounds must be stated for the withdrawal, which must be made in text form. The timely dispatch of the withdrawal is sufficient to comply with the deadline. Investors wishing to exercise their right of withdrawal may contact the Issuer.

The Sixth Supplement has been filed with and approved by the FMA in its capacity as competent authority under the Prospectus Regulation. The accuracy of the information contained in the Sixth Supplement does not fall within the scope of examination by the FMA under the Prospectus Regulation. The FMA only approves the Sixth Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer that is the subject of the Sixth Supplement.

The Sixth Supplement has been prepared following the publication of the Issuer's Audited Consolidated Annual Financial Statements for the period ended on 31 December 2023 on 28 March 2024.

I. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "RISK FACTORS – RISK FACTORS REGARDING RLB NÖ-WIEN"

On page 22 of the Prospectus in subsection "2. Participation risk", the information in the second paragraph of the risk factor "Adverse market conditions, unfavourable economic conditions, regulatory changes as well as social and political changes may negatively affect the Issuer's participations (participation risk)", as amended by the Fourth Supplement and the Fifth Supplement, shall be deleted and replaced by the following information:

"The by far most important participation held by RLB NÖ-Wien is its shareholding in Raiffeisen Bank International AG ("**RBI**"). As of 31 January 2024, RLB NÖ-Wien directly and indirectly held 25% + 1 share of the shares in RBI and is, thus, RBI's largest shareholder. The participation in RBI is accounted for at-equity by RLB NÖ-Wien. The carrying amount of RLB NÖ-Wien's companies accounted for using the at-equity method was EUR 2,405 million as of 31 December 2023 (31 December 2022: EUR 1,867 million). This item comprises two participations, whereby the participation in RBI represents the by far greater part. Changes to the equity of RBI are reflected in the at-equity carrying value of RBI. The result from the investment in RBI contributes significantly to RLB NÖ-Wien's consolidated profit. Based on a syndicate agreement, the Issuer is subject to restrictions regarding the sale of the syndicated shares it holds in RBI."

On page 23 of the Prospectus in subsection "2. Participation risk", the information in the seventh paragraph of the risk factor "Adverse market conditions, unfavourable economic conditions, regulatory changes as well as social and political changes may negatively affect the Issuer's participations (participation risk)", as amended by the Second Supplement, shall be deleted and replaced by the following information:

"Furthermore, an impairment test relating to the carrying value of the Issuer's participation in RBI has to be performed as soon as one or more indicators suggest that an impairment is necessary. In the fiscal year 2023, RBI showed a consolidated profit of EUR 2.4 billion compared to EUR 3.6 billion in the fiscal year 2022. This resulted in an attributable profit in the at-equity-accounted investment of EUR 519.4 million for RLB NÖ-Wien. The impairment test undertaken as of 31 December 2023 resulted in a reversal of impairments of EUR 129.8 million."

On page 26 of the Prospectus in subsection "4. Own funds and liquidity risks", the information in the sixth bullet point in the first paragraph of the risk factor "The own funds of the Issuer or the CRR credit institution group of Raiffeisen-Holding NÖ-Wien, may prove insufficient in the future. A fall below the regulatory minimum values could impose sanctions of competent supervisory authority, such as restrictions on business or distribution and may ultimately lead to the withdrawal of the licence (risk of dependence on sufficient own funds)", as amended by the First Supplement, shall be deleted and replaced by the following information:

- "• Furthermore, the Issuer shall meet the regulatory Minimum Requirements for Own Funds and Eligible Liabilities ("**MREL**") in accordance with the Federal Act on Recovery and Resolution of Banks (*Bundesgesetz über die Sanierung und Abwicklung von Banken*, "**BaSAG**") and the Regulation (EU) No 806/2014 of the European Parliament and of the Council of 15 July 2014 establishing uniform rules and a uniform procedure for the resolution of credit institutions and certain investment firms in the framework of a Single Resolution Mechanism and a Single Resolution Fund ("**SRM Regulation**") upon request of the resolution authority. The MREL targets shall be determined by the competent resolution authority and shall be calculated as the minimum amount of own funds and eligible liabilities expressed as a percentage of the Total Risk Exposure Amount ("**TREA**") and the Leverage Ratio Exposure ("**LRE**"). The current MREL targets set for the Issuer on the consolidated basis of the resolution group amount to 26.39% of the TREA (30.77% of the TREA including the combined buffer requirement, compared to 30.44% of the TREA for 2022) and 5.90% of the LRE, whereby the Issuer must comply with these MREL targets through own funds at the consolidated level of the resolution group and through eligible liabilities at the individual level (subject to further changes by the resolution authority). As of 31 December 2023, the Issuer's resolution group had a MREL ratio of 37.52% of the TREA (compared to 40.90% as of 31 December 2022 and 52.4% as of 31 December 2021). Of the

37.52% MREL ratio of the Issuer's resolution group, 31.42% is attributable to CET1 (Common Equity Tier 1), AT1 (Additional Tier 1), T2 (Tier 2) and other subordinated liabilities and the remainder of 6.10% to Senior Preferred Notes (the "**Senior Preferred Notes**")."

On page 30 of the Prospectus in subsection "5. Legal and regulatory risks", the information in the third paragraph of the risk factor "The payment of mandatory contributions to the Single Resolution Fund in accordance with the SRM Regulation and the possibility that liability will have to be assumed for banks in distress in other Member States may lead to a further financial burden being placed on the Issuer (risk relating to the Single Resolution Fund)" shall be deleted and replaced by the following information:

"RLB NÖ-Wien's contribution for 2023 was EUR 9 million (2022: EUR 15 million). Furthermore, the resolution authority may collect extraordinary contributions should this prove necessary. However, the total amount of annual extraordinary contributions must not exceed three times the annual amount of the ordinary contributions collected."

On page 31 of the Prospectus in subsection "5. Legal and regulatory risks", the information in the third paragraph of the risk factor "The mandatory financing of the deposit guarantee scheme under the Deposit Guarantee Schemes and Investor Compensation Act (ESAEG) may result in substantial costs for the Issuer (risk associated with contributions made to the deposit guarantee fund)" shall be deleted and replaced by the following information:

"The contribution paid by RLB NÖ-Wien to the deposit guarantee fund in 2023 amounted to EUR 9 million (2022: EUR 6.7 million). Further, the deposit guarantee scheme can require special contributions to be made each calendar year in the maximum amount of 0.5 per cent. of the total of the covered deposits of the member institutions (the FMA can issue approval for the upper limit to be exceeded in individual cases)."

II. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG"

On page 527 of the Prospectus, the information in the first paragraph of the subsection "Auditors" shall be deleted and replaced by the following information:

"Auditors

The Österreichischer Raiffeisenverband ("**ÖRV**"), Friedrich-Wilhelm-Raiffeisen-Platz 1, 1020 Vienna, Austria, is the competent auditing association for the statutory audit of the German language annual financial statements and the German language consolidated annual financial statements ("**consolidated financial statements**") of RLB NÖ-Wien. ÖRV has appointed Mr. Andreas Gilly as statutory auditor of the consolidated financial statements 2023 of RLB NÖ-Wien. Furthermore, RLB NÖ-Wien has appointed KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, Porzellangasse 51, 1090 Wien, Austria (represented by the auditor Mr. Georg Blazek), as voluntary auditor to undertake a voluntary audit of the consolidated financial statements 2023 of RLB NÖ-Wien."

On page 529 of the Prospectus in subsection "Corporate History and Business Development of the Issuer", the information under the heading "Property financings loan portfolio", which was added by the Fourth Supplement, shall be deleted and replaced by the following information:

"Out of the Group's total loan portfolio made available to customers (excluding banks and sovereigns), 61% relate to property financing.

The following table sets out details regarding the Issuer's property backed loan portfolio as of 31 December 2023:

Asset class ¹⁾ , in EUR mn, unaudited	Exposure ²⁾	In % ³⁾	Collateralisation ratio ⁴⁾	Ø Probability of Default (PD) ⁵⁾	Ø Loan-to-Value (LTV) ⁶⁾	Ø LTV new business ⁷⁾	Construction phase ⁸⁾	Speculative properties ⁹⁾	Project financing ¹⁰⁾
Commercial real estate	3,780	34%	81%	2.0%	50%	59%	12%	3%	69%
Residential real estate private	2,924	26%	82%	1.2%	67%	68%	13%	0%	0%
Residential real estate non-profit	2,566	23%	90%	0.6%	60%	50%	10%	0%	0%
Residential real estate commercial	1,999	18%	74%	1.1%	58%	62%	23%	20%	49%
Total	11,270	100%	82%	1.3%	58%	60%	14%	5%	32%

¹⁾ "Asset class" defines the segment of real estate financing: "Commercial real estate" contains commercial properties of business clients; "Residential real estate private" contains residential properties of private households; "Residential real estate non-profit" contains subsidized housing and municipal buildings; and "Residential real estate commercial" contains residential properties of business clients.

²⁾ "Exposure" refers to the total financial risk a lender or investor faces due to potential losses from a borrower's default on a loan or investment.

³⁾ This percentage shows the relative share of each asset class compared to the total real estate exposure.

⁴⁾ The "Collateralization ratio" is a financial metric that assesses the proportion of a loan covered by collateral, helping determine the level of security for the lender.

⁵⁾ "Probability of Default (PD)" is a statistical measure estimating the likelihood that a borrower will be unable to meet its debt obligations, often expressed as a percentage.

⁶⁾ The "Loan-to-Value (LTV)" ratio expresses the percentage of a loan compared to the appraised value of the asset being financed, providing a measure of the risk associated with the loan.

⁷⁾ "New business" refers to business made since 31 December 2022.

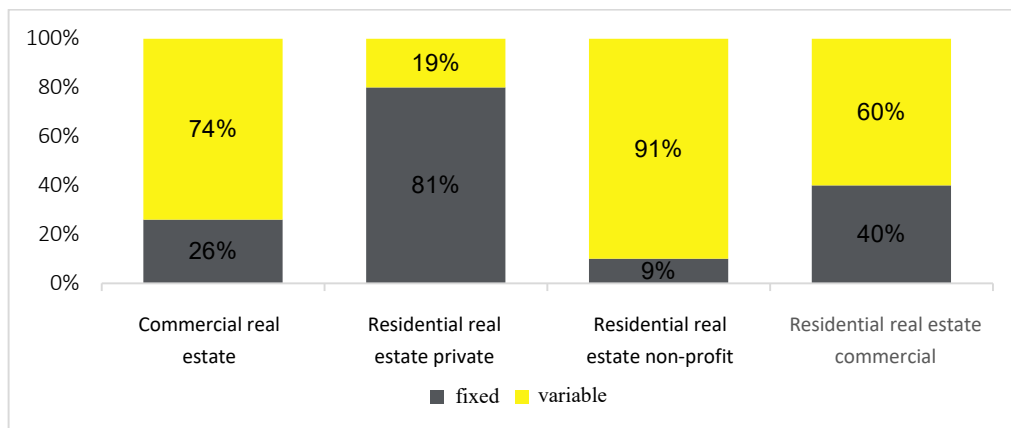
⁸⁾ This percentage shows which part of the assets is in the construction phase. The construction phase refers to the period during which a building or infrastructure project is being physically built, involving activities such as site preparation, foundation, and erection of structures.

⁹⁾ This percentage shows which part of the assets are speculative properties. Speculative properties are real estate investments characterized by higher risk due to uncertain future market conditions or potential for increased value.

¹⁰⁾ This percentage shows which part of the assets are financed via project financing. Project financing involves securing funding for a specific venture, often structured to isolate the project's financial risks and use the project's cash flows for repayment, making it distinct from traditional corporate financing.

Source: Internal data (as of 31 December 2023)

The following table sets out the applicable interest rates (fixed or floating) broken down by property classes as of 31 December 2023 (unaudited):



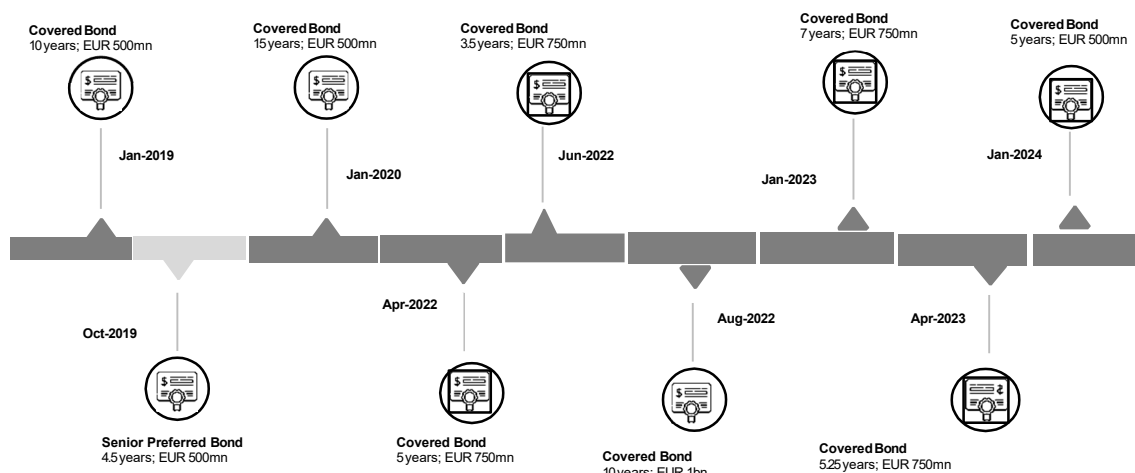
Source: Internal data (as of 31 December 2023)"

On page 529 of the Prospectus in subsection "Corporate History and Business Development of the Issuer", the information under the heading "Funding", which was added by the Fourth Supplement, shall be deleted and replaced by the following information:

"As of 31 December 2023, RLB NÖ-Wien's total funding amounted to EUR 31.4 billion. Thereof, EUR 9.3 billion or 30% related to bond issues and bonded loans, EUR 9.9 billion or 32% related to customer deposits, EUR 6.3 billion or 20% related to bank financings and EUR 5.9 billion or 19% related to financings within the Raiffeisen group.

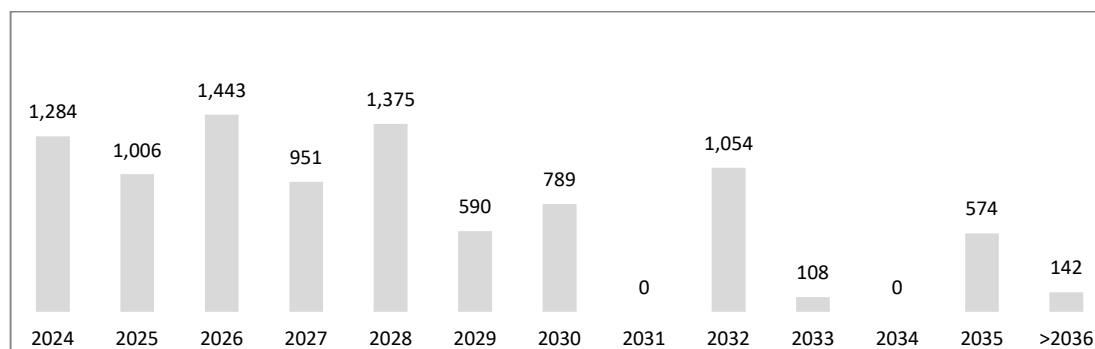
Total bond issues and bonded loans of EUR 9.3 billion comprised covered bonds of EUR 7 billion, senior unsecured issues and loans of EUR 2.3 billion and tier 2 capital bonds of EUR 1 billion.

The following table sets out the most recent benchmark bond issues by RLB NÖ-Wien (unaudited):



Source: Internal data (as of 31 January 2024)

The following table sets out the aggregate principal amount (in EUR Million unaudited) of bonds issued by RLB NÖ-Wien maturing in the respective year:



Source: Internal data (as of 31 December 2023)

On page 530 of the Prospectus in subsection "Business Overview", the information in the fifth paragraph under the heading "Principal Activities and Markets" shall be deleted and replaced by the following information:

"The structure and organisation of RLB NÖ-Wien is as follows:

- Directorate General
- Corporate Clients
- Private Customers & SME
- Efficiency/Technology/Treasury
- Risk Management."

On page 531 of the Prospectus in subsection "Business Overview", the information under the heading "Markets" shall be deleted and replaced by the following information:

"RLB NÖ-Wien's segment information 2023 comprises the segments listed below:

- The segment "Private Customers & SME" includes the retail business in Vienna.

This target group covers private individuals, small and medium-sized enterprises and self-employed persons. The offering for private customers and SMEs consists primarily of standardized products like passbook accounts, savings deposits, time deposits, current and salary accounts, personal loans, overdrafts, mortgages and other special purpose loans.

- The segment "Corporate Clients" covers business with corporate customers, special business and projects as well as transaction banking.

This segment provides traditional credit services for corporate customers, corporate finance (project and investment financing, acquisition financing and property financing), trade and export financing, documentation services and financing for local authorities and financial institutions.

- The segment "Financial Markets" is responsible for the Group's treasury activities, above all earnings from the management of the banking book (e.g. profit from maturity transformation) and from the trading book as well as the results of liquidity management.

The Treasury Department manages the Group's positions in on-balance sheet (e.g. money market deposits) and off-balance sheet interest rate- and currency-based products (forwards, futures, options). Included here are interest rate and foreign currency contracts, liquidity management and asset/liability management (maturity transformation). The Treasury department is also responsible for managing the RLB NÖ-Wien's portfolios of bonds, funds and short-term and long-term alternative investments (combination of securities products and derivatives).

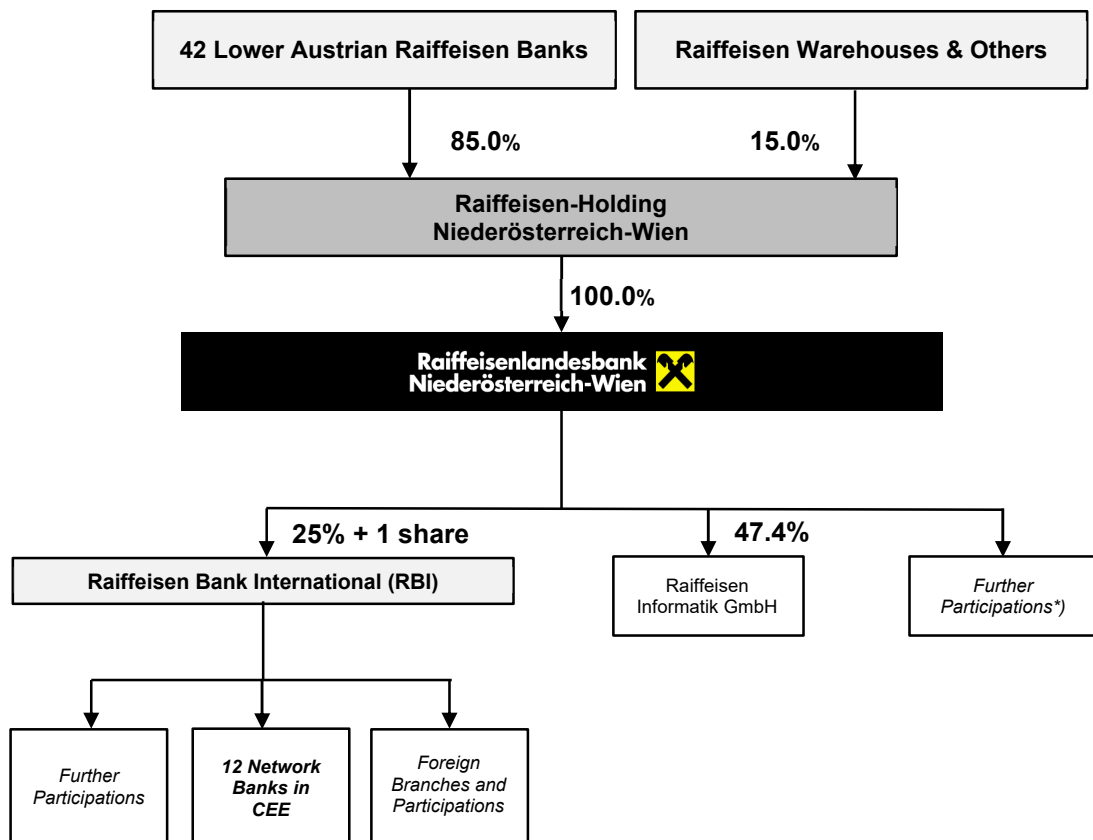
- The segment "Raiffeisen Bank International" comprises the earnings contribution of RLB NÖ-Wien's participation in RBI, including allocated refinancing and administrative expenses. It also includes the investment in the RBI Group, which is carried at-equity, with its related activities in Central and Eastern Europe.
- The segment "Other Investments" includes a portfolio of equity investments in banks and other financial institutions. The respective dividend income, refinancing costs and a proportional share of administrative expenses are allocated to this segment.
- The segment "Raiffeisen Association" includes the services provided by RLB NÖ-Wien AG for the Raiffeisen Association (Raiffeisen banks).
- The segment "Other" only includes the limited expenses which cannot be allocated to one of the other segments, e.g. the special payment for the bank levy."

On page 534 of the Prospectus in subsection "Organisational Structure", the information in the fifth paragraph under the heading "RLB NÖ-Wien is the parent company of the RLB NÖ-Wien Group" shall be deleted and replaced by the following information:

"RBI is one of Austria's leading commercial and investment banks, with a balance sheet total of EUR 198.2 billion, a consolidated profit of EUR 2.4 billion, an NPE ratio of 1.9%, a total capital ratio (fully loaded) of 21.5%, a Tier 1 ratio of 19.1% (fully loaded) and a CET 1 (Core Equity Tier 1) ratio (fully loaded) of 17.3% (all as of 31 December 2023). RBI views both, Austria and Central and Eastern Europe ("CEE"), as its home market. 12 countries in the CEE region are covered by RBI's subsidiary banks. Additionally, the RBI Group comprises numerous other financial service providers, for instance in the areas of leasing, asset management and mergers & acquisitions."

On page 535 of the Prospectus in subsection "Organisational Structure", the diagram including the footnote under the heading "Shareholders of RLB NÖ-Wien, Overview of RLB NÖ-Wien Group", as amended by the Fourth Supplement and the Fifth Supplement, shall be deleted and replaced by the following information:

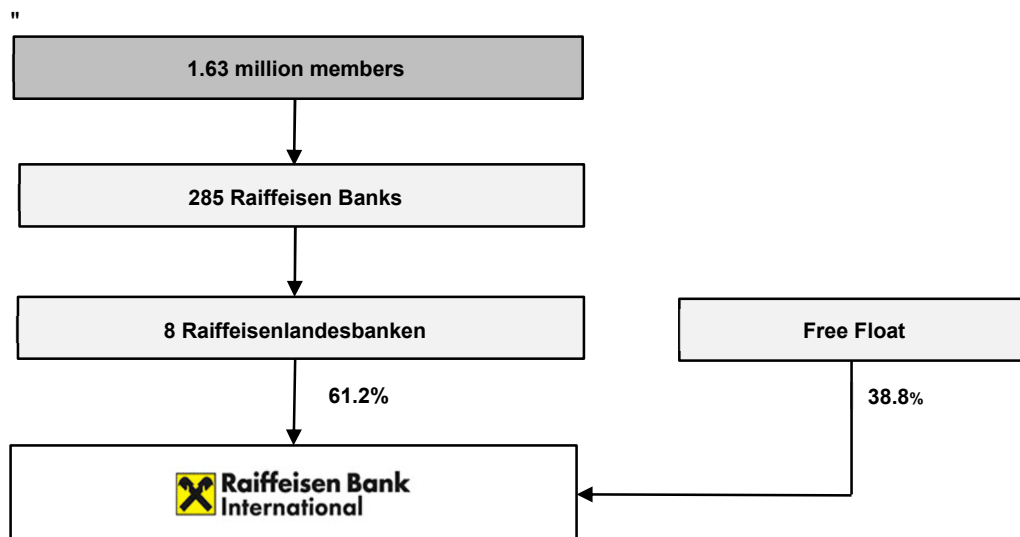
"



*) For detailed information on RLB NÖ-Wien's participations, please see the participation overview pursuant to Section 265 Paragraph 2 of the Austrian Commercial Code (*Unternehmensgesetzbuch - UGB*) in Note (57) of the Issuer's Annual Financial Report 2023.

Source: Internal data (as of 31 January 2024)."

On page 536 of the Prospectus in subsection "Organisational Structure", the diagram under the heading "Raiffeisen-Bankengruppe Österreich", as amended by the Fourth Supplement and the Fifth Supplement, shall be deleted and replaced by the following information:



Source: Internal data (as of 31 January 2024)."

On page 536 of the Prospectus the information in subsection "Trend Information" under the heading "Material adverse change in the prospects, significant change in the financial performance", as amended by the Second Supplement, shall be deleted and replaced by the following information:

"There have been no significant negative changes in the Issuer's prospects since 31 December 2023 and no significant change in the financial performance of the Issuer has taken place since 31 December 2023."

On pages 540 and 541 of the Prospectus, the information in subsection "Financial Information concerning RLB NÖ-Wien's Assets and Liabilities, Financial Position and Profits and Losses", shall be deleted and replaced by the following information:

"Historical Financial Information

The Issuer's financial year is the calendar year.

The consolidated financial statements of the Issuer for the financial years ended 31 December 2020, 31 December 2021, 31 December 2022 and 31 December 2023 (all prepared in accordance with International Financial Reporting Standards (IFRS), as adopted by the EU) are incorporated by reference into this Prospectus, see "Documents incorporated by reference".

Auditing of Historical Annual Financial Information

Österreichischer Raiffeisenverband ("ÖRV"), Friedrich-Wilhelm-Raiffeisen-Platz 1, 1020 Vienna, Austria, is the competent auditing association for the statutory audit of the annual financial statements and the consolidated annual financial statements of RLB NÖ-Wien. ÖRV has appointed Mr. Andreas Gilly as statutory auditor of the consolidated financial statements 2023 and 2022 of RLB NÖ-Wien and Ms. Alexandra Tychi as statutory auditor of the consolidated financial statements 2021 and 2020 of RLB NÖ-Wien. Furthermore, RLB NÖ-Wien has appointed KPMG Austria GmbH Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, Porzellangasse 51, 1090 Vienna, Austria (represented by the auditor Mr. Georg Blazek for the consolidated financial statements 2023 and 2022 and Mr. Bernhard Mechtler for the consolidated financial statements 2021 and 2020), as voluntary auditor to undertake a voluntary audit of the consolidated financial statements 2023, 2022, 2021 and 2020 of RLB NÖ-Wien. Both, the statutory and the voluntary auditor, have issued unqualified opinions for these years.

Financial data in the section "Raiffeisenlandesbank Niederösterreich-Wien AG", the source of which are not audited annual financial statements of the Issuer, has been earmarked at the corresponding points and the relevant source has been referred to.

The date of the most recent audited Issuer's financial information is 31 December 2023 (consolidated financial statements 2023)."

On page 541 of the Prospectus, the information in subsection "Interim and other Financial Information", as amended by the Second Supplement shall be deleted and replaced by the following information:

"The Issuer has published no interim report since 31 December 2023."

On page 541 of the Prospectus, the information in subsection "Significant Change in RLB NÖ-Wien's financial Position", as amended by the Second Supplement shall be deleted and replaced by the following information:

"No significant change in the financial position of the Issuer has taken place since 31 December 2023."

On page 542 of the Prospectus, the information in the fifth paragraph in subsection "Material Contracts" under the heading "Institutional Protection Scheme / Raiffeisen-IPS", shall be deleted and replaced by the following information:

"The Raiffeisen-IPS is required by the competent authority/ies to set up an ex ante fund by contributions of its members. The Raiffeisen-IPS fund's current target volume is EUR 1.052 billion, to be reached by the end of 2024. It is based on the result of an annual stress test or the minimum requirement of 0.5 per

cent. of the aggregated risk weighted assets ("**RWA**") set by the competent authority/ies. The fund size was about EUR 1.113 billion as of 31 December 2023. In total, RLB NÖ-Wien has contributed about EUR 49 million to the *ex ante* fund of the Raiffeisen-IPS as of 31 December 2023."

On page 544 of the Prospectus the second and third bullet point in subsection "Documents on Display" as amended by the Second Supplement shall be deleted and the second bullet point shall be replaced by the following information:

- "▪ the consolidated annual financial statements for 2020, 2021, 2022 and 2023 of RLB NÖ-Wien Group in German language (including auditor's reports);"

III. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "GENERAL INFORMATION"

On page 558 of the Prospectus, in subsection "Documents incorporated by Reference", the bullet point (d) as amended by the Second Supplement and the Fourth Supplement shall be deleted and replaced by the following information:

- "(d) the audited consolidated financial statements of the Issuer in German language for the financial year ended on 31 December 2023 and the auditor's report thereon, extracted from the annual financial report of the Issuer for the financial year ended 31 December 2023 ("**Annual Financial Report 2023**" www.raiffeisenbank.at/investoren/Finanzbericht2023); and"

On page 558 of the Prospectus in subsection "Comparative Table of information incorporated by Reference" the heading and the information below the heading "Half Year Report 2023", as amended by the Second Supplement shall be deleted and after the bullet points below the heading "Annual Financial Report 2022" the following information shall be added:

"527	Raiffeisenlandesbank Niederösterreich-Wien AG	<u>Annual Financial Report 2023</u> <ul style="list-style-type: none">• Statement of Comprehensive Income (pages 148 – 149)• Balance Sheet (pages 150 – 151)• Statement of Changes in Equity (page 152)• Cash Flow Statement (pages 153 – 154)• Notes (pages 155 – 333)• Auditor's Report (pages 338 – 353)."
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IV. GERMAN TRANSLATION OF THE RISK FACTORS

On page 562 of the Prospectus in subsection „2. Beteiligungsrisiko“, the information in the second paragraph of the risk factor "Ungünstige Marktverhältnisse, eine Verschlechterung der wirtschaftlichen Bedingungen, regulatorische Änderungen sowie soziale und politische Veränderungen können sich erheblich negativ auf die Beteiligungen der Emittentin auswirken (Beteiligungsrisiko)", as amended by the Fourth Supplement and the Fifth Supplement, shall be deleted and replaced by the following information:

"Die mit Abstand wichtigste Beteiligung der RLB NÖ-Wien besteht an der Raiffeisen Bank International AG ("**RBI**"). Zum 31. Januar 2024 hielt die RLB NÖ-Wien direkt und indirekt 25 % + 1 Aktie der Aktien an der RBI und ist somit der größte Aktionär der RBI. Die Beteiligung an der RBI wird at equity bilanziert. Der Buchwert der at-equity bewerteten Unternehmen der RLB NÖ-Wien betrug per 31.12.2023 EUR 2.405 Mio. (per 31.12.2022 EUR 1.867 Mio.). Diese Position umfasst zwei Beteiligungen, wobei die Beteiligung an der RBI den bei weitem größeren Anteil ausmacht. Änderungen im Eigenkapital der RBI

werden im at-equity Buchwert der RBI reflektiert. Das Ergebnis aus der Beteiligung an der RBI trägt wesentlich zum Konzernergebnis der RLB NÖ-Wien bei. Aufgrund eines Syndikatsvertrags unterliegt die Emittentin Beschränkungen hinsichtlich des Verkaufs der von ihr gehaltenen syndizierten Aktien an der RBI."

On page 563 of the Prospectus in subsection „2. Beteiligungsrisiko“, the information in the seventh paragraph of the risk factor “Ungünstige Marktverhältnisse, eine Verschlechterung der wirtschaftlichen Bedingungen, regulatorische Änderungen sowie soziale und politische Veränderungen können sich erheblich negativ auf die Beteiligungen der Emittentin auswirken (Beteiligungsrisiko)”, as amended by the Second Supplement, shall be deleted and replaced by the following information:

"Des Weiteren muss die Emittentin einen Werthaltigkeitstest (Impairment-Test) bezogen auf den Buchwert der Beteiligung an der RBI durchführen, wenn einer oder mehrere Indikatoren die Notwendigkeit einer Wertberichtigung anzeigen. Im Geschäftsjahr 2023 weist die RBI ein Konzernergebnis von EUR 2,4 Mrd. aus, verglichen mit einem Konzernergebnis von EUR 3,6 Mrd. im Geschäftsjahr 2022. Daraus ergibt sich für die RLB NÖ-Wien aus der at-equity bilanzierten Beteiligung ein zurechenbares Ergebnis in Höhe von EUR 519,4 Mio. Der per 31. Dezember 2023 durchgeführte Werthaltigkeitstest (Impairment-Test) ergab eine Wertaufholung von EUR 129,8 Mio."

On page 566 of the Prospectus in subsection "4. Eigenmittel- und Liquiditätsrisiken" the information in the sixth bullet point in the first paragraph of the risk factor "Die Eigenmittel der Emittentin oder der CRR-Kreditinstitutsgruppe der Raiffeisen-Holding NÖ-Wien könnten in der Zukunft nicht ausreichen. Eine Unterschreitung der aufsichtsrechtlichen Mindestwerte könnte Sanktionen der zuständigen Aufsichtsbehörde wie Geschäfts- oder Ausschüttungsbeschränkungen sowie in letzter Konsequenz den Konzessionsentzug nach sich ziehen (Risiko der Abhängigkeit von ausreichend vorhandenen Eigenmitteln)", as amended by the First Supplement, shall be deleted and replaced by the following information:

- Darüber hinaus muss die Emittentin die Mindestanforderungen für Eigenmittel und Berücksichtigungsfähige Verbindlichkeiten ("**MREL**") gemäß dem Bundesgesetz über die Sanierung und Abwicklung von Banken ("**BaSAG**") und der Verordnung (EU) Nr. 806/2014 des Europäischen Parlaments und des Rates vom 15. Juli 2014 zur Festlegung einheitlicher Vorschriften und eines einheitlichen Verfahrens für die Abwicklung von Kreditinstituten und bestimmten Wertpapierfirmen im Rahmen eines einheitlichen Abwicklungsmechanismus und eines einheitlichen Abwicklungsfonds ("**SRM-Verordnung**") erfüllen. Die MREL-Zielvorgaben werden von der zuständigen Abwicklungsbehörde festgelegt und als Mindest-Betrag der Eigenmittel und berücksichtigungsfähigen Verbindlichkeiten berechnet, der als Prozentsatz des Total Risk Exposure Amounts ("**TREA**") und des Leverage Ratio Exposures ("**LRE**") ausgedrückt wird. Die für die Emittentin auf konsolidierter Ebene der Abwicklungsgruppe derzeit festgelegten MREL-Zielvorgaben betragen 26,39% des TREA (30,77% des TREA inklusive der kombinierten Kapitalpufferanforderung im Verhältnis zu 30,44% des TREA im Jahr 2022) und 5,90% des LRE, wobei die Emittentin diese MREL-Zielvorgaben durch Eigenmittel auf konsolidierter Ebene der Abwicklungsgruppe und durch berücksichtigungsfähige Verbindlichkeiten auf Einzelebene erfüllen muss (vorbehaltlich weiterer Änderungen der zuständigen Aufsichtsbehörde). Die MREL-Quote auf konsolidierter Ebene der Abwicklungsgruppe beträgt per 31. Dezember 2023 37,52% des TREA (im Verhältnis zu 40,90% per 31. Dezember 2022 und 52,4% per 31. Dezember 2021), wobei sich die 37,52% des TREA auf konsolidierter Ebene der Abwicklungsgruppe aus 31,42% CET1 (Common Equity Tier 1), AT1 (Additional Tier 1), T2 (Tier 2) und anderen nachrangigen Verbindlichkeiten und aus 6,10% Senior Preferred Anleihen (die "**Senior Preferred Notes**") zusammensetzt."

On page 571 of the Prospectus, in subsection "5. Rechtliche und Aufsichtsrechtliche Risiken", the information in the second paragraph of the risk factor "Verpflichtende Beiträge an den Einheitlichen Abwicklungsfonds gemäß der SRM-Verordnung sowie eine mögliche Haftung für in Notlage geratene Banken in anderen Mitgliedstaaten können zu einer weiteren finanziellen Belastung für die Emittentin führen (Risiko aufgrund des einheitlichen Abwicklungsfonds)", shall be deleted and replaced by the following information:

"Für 2023 betrug der Beitrag der RLB NÖ-Wien EUR 9 Mio. (2022: 15 Mio.). Darüber hinaus kann die Abwicklungsbehörde im Bedarfsfall außerordentliche nachträgliche Beiträge einheben. Allerdings darf der Gesamtbetrag der jährlichen außerordentlichen Beiträge den dreifachen Jahresbetrag der ordentlichen Beiträge nicht überschreiten."

On page 572 of the Prospectus, in subsection "5. Rechtliche und Aufsichtsrechtliche Risiken", the information in the third paragraph of the risk factor "Die verpflichtende Finanzierung des Einlagensicherungssystems gemäß dem Einlagensicherungs- und Anlegerentschädigungsgesetz („ESAEG“) kann erhebliche Kosten für die Emittentin verursachen (Risiko im Zusammenhang mit Beiträgen an den Einlagensicherungsfonds)", shall be deleted and replaced by the following information:

"Der Beitrag der RLB NÖ-Wien zum Einlagensicherungsfonds betrug 2023 EUR 9 Mio. (2022: 6,7 Mio.). Weiters kann das Einlagensicherungssystem in jedem Kalenderjahr Sonderbeiträge in Höhe von maximal 0,5 Prozent der Summe der gedeckten Einlagen der Mitgliedsinstitute verlangen (eine Überschreitung der Obergrenze kann im Einzelfall von der FMA genehmigt werden)."

To the extent that there is any inconsistency between any statement in the Sixth Supplement and any other statement in or incorporated in the Prospectus, the statements in the Sixth Supplement will prevail.

The Sixth Supplement is available for viewing in electronic form at the website of the Luxembourg Stock Exchange (www.luxse.com) and at the website of the Issuer (www.raiffeisenbank.at) and copies may be obtained free of charge from RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG, at its registered office at F.-W.-Raiffeisen-Platz 1, 1020 Vienna, Austria.

Save as disclosed in the Sixth Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Prospectus has arisen or been noted, as the case may be, since the publication of the Prospectus.

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