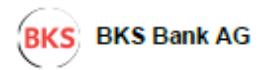

**BKS Bank AG, Commercial Register no. FN 91810s**
**COMPANY REPORT**
**Communication**

<b>Company name</b>	BKS Bank AG
<b>Address</b>	St. Veiter Ring 43 9020 Klagenfurt, Carinthia
<b>Postal address</b>	Sankt Veiter Ring 43 9020 Klagenfurt am Wörthersee, Carinthia
<b>Internet address</b>	<a href="http://www.bks.at">http://www.bks.at</a>
<b>E-mail</b>	bks@bks.at
<b>Telephone</b>	0463 58 58-0
<b>Fax</b>	0463 58 58-329
<b>Historical company name</b>	Bank für Kärnten und Steiermark Aktiengesellschaft
<b>Historical address</b>	Neuer Platz 7 9020 Klagenfurt, Carinthia

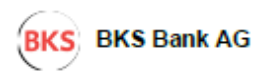
**Master data**

<b>Legal form</b>	Joint-stock company (Aktiengesellschaft)
<b>Stock-exchange listed</b>	This company is stock-exchange listed.
<b>Capital/ Foundation privilege</b>	EUR 85,885,800
<b>Year of establishment (in existence since)</b>	1922/2005
<b>Registered office in</b>	Klagenfurt, political municipality of Klagenfurt am Wörthersee
<b>Court</b>	Klagenfurt Regional Court
<b>Commercial register number</b>	91810s
<b>Sort code</b>	17000
<b>BIC</b>	BFKKAT2K
<b>VAT ID</b>	ATU25231503
<b>OeNB identification number</b>	57177
<b>DVR number</b>	0063703
<b>LEI</b>	529900B9P29R8W03IX88
<b>Compass ID</b>	143897

**Executive bodies & participations**



<b>Beneficial owner</b>	The beneficial owner cannot be determined. The definition of beneficial owner (§ 2 no. 1 of the Austrian Beneficial Owners Register Act, WiEReG) shall not apply to listed companies whose securities are admitted to trading on a regulated market in one or more EU Member States (or third countries) and which comply with the disclosure requirements pursuant to § 85 (10) of the Austrian Stock Exchange Act (BörseG) (Austrian Financial Market Money Laundering Act (FM-GWG, § 2 no. 3). The reporting obligation under WiEReG does not exclude listed companies.
<b>Owner</b>	<p><b>Stockholder</b></p> <p>CABO Beteiligungsgesellschaft m.b.H. (share: 23.16%)</p> <p>Free float (share: 21.69%)</p> <p>Bank für Tirol und Vorarlberg Aktiengesellschaft (share: 18.89%)</p> <p>Oberbank AG (share: 18.52%)</p> <p>Generali 3Banken Holding AG (share: 7.44%)</p> <p>UniCredit Bank Austria AG (share: 6.63%)</p> <p>Wüstenrot Wohnungswirtschaft registrierte Genossenschaft mit beschränkter Haftung (share: 2.98%)</p> <p>BKS - Belegschaftsbeteiligungsprivatstiftung (share: 0.68%)</p>
<b>Monitoring bodies</b>	<p><b>Supervisory Board</b></p> <p>Burtscher Gerhard, born on 26.10.1967 (Supervisory Board Chairman) Chairman</p> <p>Gasselsberger Franz, Konsul KR Dr. MBA, born on 12.04.1959 (Supervisory Board Deputy Chairman) Deputy Chairman</p> <p>Fromme-Knoch Christina, DI, born on 24.12.1970 Member</p> <p>Hofstätter-Pobst Gregor, Mag., born on 15.04.1972 Member</p> <p>Iro Reinhard, KR Dr., born on 16.06.1949 Member</p> <p>Lindstaedt Stefanie, Univ.-Prof. Dr., born on 22.01.1968 Member</p> <p>Medwed Maximilian, Mag., born on 15.11.1963 (Supervisory Board member designated by the Employees' Council) Member</p> <p>Penker Heimo, KR Dkfm. Dr., born on 22.01.1947 Member</p> <p>Pobaschnig Herta, born on 21.08.1960 (Supervisory Board member designated by the Employees' Council) Member</p> <p>Samstag Karl, KR, born on 03.12.1944 Member</p> <p>Traar Hanspeter, born on 04.05.1956 (Supervisory Board member designated by the Employees' Council) Member</p> <p>Urnik Sabine, Univ.Prof.Dr., born on 02.01.1967 Member</p> <p>Wallner Klaus, Mag., born on 09.09.1966</p>



#### Member

Zambelli Ulrike, Mag., born on 25.09.1972 (Supervisory Board member designated by the Employees' Council)

#### Member

## Management

### Management Board

Stockbauer Herta, Konsulin Mag. Dr., born on 02.07.1960 (Chief Executive Officer) (International Business, Accounting, Treasury, Sales Controlling, Accounting, Human Resources, Public Relations, Sales Controlling, Marketing, Real Estate Services, Investor Relations, Corporate Clients) joint power of representation together with another managing director or an authorised signatory since 01.07.2004

Kraßnitzer Dieter, Mag., born on 20.02.1959 (Back Office Lending, Risk Management, Operational Organisation, IT Management) joint power of representation together with another managing director or an authorised signatory since 01.09.2010

Mandl Wolfgang, Mag., born on 16.01.1969 (Securities, Private Banking, Retail Clients)

joint power of representation together with another managing director or an authorised signatory since 01.01.2013

Novak Alexander, Mag., born on 28.09.1971

joint power of representation together with another managing director or an authorised signatory since 01.09.2018

### Authorised signatory

Ahammer Georg, Mag., born on 14.04.1959 (Klagenfurt)

joint power of representation together with a managing director or another authorised signatory since 09.09.2015; power of representation is limited to branch office 007.

Auer Gerald, Mag., born on 20.10.1975

joint power of representation together with a managing director or another authorised signatory since 01.01.2016

Berger Bernd, Mag., born on 01.02.1968

joint power of representation together with a managing director or another authorised signatory since 09.06.2017; power of representation is limited to branch office 007.

Cuder Hubert, Mag., born on 17.10.1965 (Controlling, Accounting, Graz)

joint power of representation together with a managing director or another authorised signatory since 01.05.2005

Dezman Bostjan, Univ.dipl.pol., born on 19.02.1958

joint power of representation together with a managing director or another authorised signatory since 24.10.2012

Geiger Manfred, Mag., born on 12.06.1969

joint power of representation together with another managing director or an authorised signatory since 01.06.2015

Gratzer Martin, Mag., born on 23.01.1982

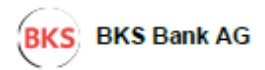
joint power of representation together with a managing director or another authorised signatory since 09.06.2017

Hempt Damjan, born on 28.03.1977

joint power of representation together with a managing director or another authorised signatory since 01.07.2018

Hirschmann Alfred, born on 20.12.1964 (Graz)

joint power of representation together with a managing director or another



authorised signatory since 28.04.2008; power of representation is limited to branch office 005.

Juhász Nikolaus, Mag., born on 26.05.1965 (Graz)  
joint power of representation together with a managing director or another authorised signatory since 01.03.2007; power of representation is limited to branch office 005.

Kindler Gottfried, Mag., born on 24.11.1958 (Klagenfurt)  
joint power of representation together with a managing director or another authorised signatory since 09.09.2015; power of representation is limited to branch office 007.

Kohl Clemens Dieter, Dr., born on 14.09.1978  
joint power of representation together with a managing director or another authorised signatory since 09.06.2017

Kordasch Alfred, born on 30.05.1961 (Graz)  
joint power of representation together with a managing director or another authorised signatory since 06.07.2012; power of representation is limited to branch office 005.

Kritzer Andreas, Mag. Dr., born on 18.09.1970  
joint power of representation together with a managing director or another authorised signatory since 01.06.2016

König Viktor, Mag., born on 05.11.1963 (Corporate Clients)  
joint power of representation together with a managing director or another authorised signatory since 02.07.2007

Laure Werner, Mag. MBA, born on 11.07.1962 (Personnel)  
joint power of representation together with a managing director or another authorised signatory since 01.12.1997

Lax Sabine, Mag., born on 21.06.1964 (Klagenfurt)  
joint power of representation together with a managing director or another authorised signatory since 09.09.2015; power of representation is limited to branch office 007.

Matitz Gudrun, DI, born on 27.12.1969  
joint power of representation together with a managing director or another authorised signatory since 09.06.2017

Mertel Karl, born on 05.02.1957 (Klagenfurt)  
joint power of representation together with a managing director or another authorised signatory since 09.09.2015; power of representation is limited to branch office 007.

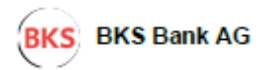
Morak Josef, Mag., born on 20.04.1957 (Proprietary/Non-Domestic Business)  
joint power of representation together with a managing director or another authorised signatory since 23.06.1993

Morokutti Michael, born on 04.02.1961 (Klagenfurt)  
joint power of representation together with a managing director or another authorised signatory since 09.09.2015; power of representation is limited to branch office 007.

Oberwalder Michael, Mag., born on 10.11.1955 (Loans)  
joint power of representation together with a managing director or another authorised signatory since 01.10.2001

Offner Günther, born on 09.10.1959  
joint power of representation together with a managing director or another authorised signatory since 01.07.2018

Patterer Klaus, born on 05.07.1969  
joint power of representation together with a managing director or another



authorised signatory since 01.06.2014

Pezelj Juraj, born on 06.08.1976

joint power of representation together with a managing director or another authorised signatory since 09.06.2017

Pinkelnig Ferdinand, born on 20.08.1965

joint power of representation together with a managing director or another authorised signatory since 01.06.2013

Pregelj Dimitrij, born on 12.09.1976

joint power of representation together with a managing director or another authorised signatory since 01.07.2018

Raunig Robert, Mag., born on 15.02.1959 (Internal Audit)

joint power of representation together with a managing director or another authorised signatory since 01.11.2010

Seebacher Anton, Mag., born on 18.02.1959 (Vienna)

joint power of representation together with a managing director or another authorised signatory since 01.06.2016; power of representation is limited to branch office 008.

Svetnik Georg, born on 01.01.1967

joint power of representation together with a managing director or another authorised signatory since 01.06.2013

Titze Herbert, Mag. MBA, born on 19.09.1960 (Board Office)

joint power of representation together with a managing director or another authorised signatory since 01.05.2005

Wolte Kurt, born on 25.02.1965 (Retail Business)

joint power of representation together with a managing director or another authorised signatory since 01.04.2004

Wölle Diethmar, Mag.Dr., born on 20.04.1963 (Klagenfurt, Vienna)

joint power of representation together with a managing director or another authorised signatory since 01.03.2016; power of representation is limited to branch offices 007 and 008.

Zadrazil Tihomir, born on 30.05.1979

joint power of representation together with a managing director or another authorised signatory since 09.06.2017

#### **Business unit manager**

Krainer Mirjam (Marketing)

#### **Second-tier participations**

This company is part of several second-tier participation structures.

#### **Participations**

##### **As partner**

BKS Immobilien-Service Gesellschaft m.b.H. (share: 100%)

BKS 2000 - Beteiligungsverwaltungsgesellschaft mbH (share: 100%)

VBG Verwaltungs- und Beteiligungs GmbH (share: 100%)

IEV Immobilien GmbH (share: 100%)

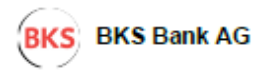
VBG-CH Verwaltungs- und Beteiligungs GmbH (share: 100%)

BKS Hybrid alpha GmbH (share: 100%)

BKS Hybrid beta GmbH (share: 100%)

PEKRA Holding GmbH (share: 100%)

BKS Service GmbH (share: 100%)



BKS-Leasing Gesellschaft m.b.H. (share: 99.75%)  
 E 2000 Liegenschaftsverwertungs GmbH (share: 99%)  
 3 Banken Versicherungsmakler Gesellschaft m.b.H. (share: 30%)  
 3 Banken IT GmbH (share: 30%)  
 ALPENLÄNDISCHE GARANTIE - GESELLSCHAFT m.b.H. (share: 25%)  
 Drei Banken Versicherungsagentur GmbH in Liqu. (share: 20%)  
 3 Banken-Generali Investment-Gesellschaft m.b.H. (share: 15.4286%)  
 3 Banken Kfz-Leasing GmbH (share: 10%)  
 Bad Kleinkirchheimer Bergbahnen, Sport- und Kuranlagen Gesellschaft  
 m.b.H. in Liquidation (share: 4%)  
 Einlagensicherung der Banken und Bankiers Gesellschaft m.b.H. (share:  
 3.1014%)  
 PSA Payment Services Austria GmbH (share: 1.4591%)  
 Einlagensicherung AUSTRIA Ges.m.b.H. (share: 0.1942%)  
 GELDSERVICE AUSTRIA Logistik für Wertgestionierung und  
 Transportkoordination G.m.b.H. (share: 0.0044%)

#### **As stockholder**

Oberbank AG (share: 14.21%)  
 Bank für Tirol und Vorarlberg Aktiengesellschaft (share: 13.59%)  
 3-Banken Wohnbaubank AG (share: 10%)  
 Oesterreichische Kontrollbank Aktiengesellschaft (share: 3.055%)  
 BWA Beteiligungs- und Verwaltungs-Aktiengesellschaft (share: 0.89%)  
 CEESEG Aktiengesellschaft (share: 0.3759%)

#### **As shareholder**

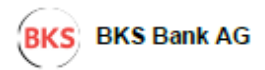
BKS-leasing d.o.o., Slovenia (share: 100%)  
 BKS-Leasing s.r.o., Slovakia (share: 100%)  
 BKS-leasing Croatia d.o.o., Croatia (Hrvatska) (share: 100%)

#### **As limited partner**

Immobilien Errichtungs- u. Vermietungsgesellschaft m.b.H. & Co. KG (share:  
 EUR 750,000)  
 TECHTEX GmbH & Co KG (share: EUR 70,000)  
 REB II Restrukturierungs- und Beteiligungs GmbH & Co KG (share: EUR  
 10,000)

### **Economic data**

<b>Annual financial statements</b>	as of 31.12.2017, submitted on 07.06.2018
<b>Consolidated financial statements</b>	as of 31.12.2017, submitted on 07.06.2018
<b>Total assets</b>	2017 (group): EUR 7,579.50 million
<b>Profit/loss on ordinary activities (POA)</b>	2017 (group): EUR 77.18 million



<b>Cash flow</b>	2017 (group): EUR -4.50 million
<b>Employees</b>	2017 (group): 996
<b>Banking connection</b>	Oesterreichische Nationalbank

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**Extracts & documents**

<b>Initial data entry</b>	04.07.1928
<b>Most recent data entry</b>	15.09.2018

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**Products & services**

**OENACE 2008** **Main sector:** Lending institutions (not including specialised lending institutions) (64.19-0)

**Products** Banks  
Domestic credit institutions  
Credit institutions

**Activities pursuant to query  
Legal facts**

Bank

**039** Resolution passed by the General Meeting of shareholders on 09.05.2018. Amendment of § 8 of the Articles of Association.

**038** Resolution passed by the General Meeting of shareholders on 09.05.2018. Amendment of § 11 of the Articles of Association.

**037** Resolution passed by the General Meeting of shareholders on 09.05.2018. Authorisation of the Management Board pursuant to § 169 of the Austrian Joint-Stock Companies Act (AktG) to increase the share capital by up to EUR 16,000,000 until (5 years after entry in the Commercial Register). Amendment of § 4 of the Articles of Association.

**036** Resolution passed by the Supervisory Board on 06.03.2018. Amendment of § 4 of the Articles of Association.

**035** Resolution passed by the Management Board on 23.11.2017, 22.01.2018 and on 06.03.2018.  
Implementation of the share capital increase pursuant to the authorisation of 09.05.2017 by EUR 6,606,600 with the consent of the Supervisory Board.

**034** Resolution passed by the General Meeting of shareholders on 09.05.2017. Supplement of § 4 of the Articles of Association.

**033** deleted

**032** Resolution passed by the Supervisory Board on 20.10.2016. Amendment of § 4 of the Articles of Association.

**031** Resolution passed by the Management Board on 08.09.2016 and on 20.10.2016. Implementation of the share capital increase pursuant to the authorisation of 20.05.2015 by EUR 7,207,200 with the consent of the Supervisory Board.

**030** This company as the acquiring company has been merged pursuant to the EU Merger Act (EU-VerschG) with BKS Bank d.d. with its registered office in Rijeka, Croatia, registered in the Croatian Register of Companies under MBS 040001012, as the transferring company.

**029** Merger plan dated 01.03.2016

**028** Resolution passed by the General Meeting of shareholders on 20.05.2015. Amendment of §§ 8, 19, 25 and 31 of the Articles of Association.

**027** deleted

**026** Resolution passed by the Supervisory Board on 26.09.2014. Amendment of § 4 of the Articles of Association.

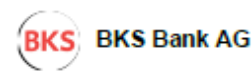
**025** Resolution passed by the Management Board on 26.09.2014 and 29.10.2014. Implementation of the share capital increase pursuant to the authorisation of 18.05.2011 by EUR 6,552,000 with the consent of the Supervisory Board.

**024** Resolution passed by the General Meeting of shareholders on 15.05.2012. Amendment of §§ 6 and 19 of the Articles of Association.

**023** Resolution passed by the General Meeting of shareholders on 15.05.2012. Amendment of §§ 21 and 28 of the Articles of Association.

**022** deleted

**021** Resolution passed by the General Meeting of shareholders on 19.05.2010. Amendment of §§ 22, 7, 16, 18 19, 20, 21, 24, 27, 28 and 29 of the Articles of



Association.

**020** Resolution passed by the Supervisory Board on 27.10.2009. Amendment of § 4 of the Articles of Association.

**019** Resolution passed by the Management Board on 24.09.2009 and 27.10.2009. Implementation of the share capital increase pursuant to the authorisation of 29.05.2009 by EUR 9,360,000 with the consent of the Supervisory Board.

**018** Resolution passed by the General Meeting of shareholders on 29.05.2009. Authorisation of the Management Board to increase the share capital by EUR 10,000,000 until 21.06.2012, by issuing 5,000,000 bearer shares of common stock, and to set the issuing price and the terms of issue in agreement with the Supervisory Board. Amendment of § 4 of the Articles of Association.

**017** Resolution passed by the General Meeting of shareholders on 29.05.2009. Capital increase from corporate funds by EUR 6,160,000 from EUR 50,000,000 to EUR 56,160,000. Amendment of § 4 of the Articles of Association.

**016** Resolution passed by the General Meeting of shareholders on 28.05.2008. Authorisation of the Management Board to acquire treasury shares up to a maximum of 5 % of the company's share capital pursuant to § 65 (1) (7) of the Austrian Joint-Stock Companies Act (AktG) by 28 November 2010 for the purpose of securities trading. Amendment of §§ 3, 6, 13, 24 and 28 of the Articles of Association.

**015** Resolution passed by the General Meeting of shareholders on 12.09.2007. This company as the acquiring company has been merged with Immobilien Errichtungs- u. Vermietungsgesellschaft m.b.H. (FN 94323 k) as the transferring company. The transferring company is domiciled in Klagenfurt.

**014** Merger Agreement dated 12.09.2007

**013** deleted

**012** Resolution passed by the General Meeting of shareholders on 23.09.2005. This company as the acquiring company has been merged with Die Burgenländische Anlage & Kredit Bank AG (FN 110384 f) as the transferring company. The transferring company is domiciled in Mattersburg.

**011** Merger Agreement dated 23.09.2005

**010** Resolution passed by the General Meeting of shareholders on 26.04.2005. Amendment of § 1 of the Articles of Association.

**009** Resolution passed by the General Meeting of shareholders on 19.04.2002. Capital increase by EUR 15,976,400 from corporate funds without issuing new shares resolved and implemented. Amendment of § 4 of the Articles of Association.

**008** Resolution passed by the General Meeting of shareholders on 26.04.2000. Capital increase by EUR 1,308,600 resolved and implemented. Amendment of § 4 of the Articles of Association.

**007** Articles of Association harmonised pursuant to the 1<sup>st</sup> Euro Judicial Introduction Act (1. Euro-JuBeG) by resolution passed by the General Meeting of shareholders on 30.04.1999. Amendment of §§ 4, 20, 24, 25 and 31 of the Articles of Association.

**006** Resolution passed by the Management Board on 08.03.1994. Implementation of the share capital increase pursuant to the authorisation of 12.04.1991 by ATS 6,000,000 with the consent of the Supervisory Board by issuing new shares. Amendment of § 4 of the Articles of Association.

**005** Resolution passed by the General Meeting of shareholders on 12.04.1991. Authorisation of the Management Board pursuant to § 169 of the Austrian Joint-Stock Companies Act (AktG) to increase the share capital by up to ATS 20,000,000 until 31.12.1995. Addenda to §§ 4 and 19 of the Articles of Association.

**004** Resolution passed by the Annual General Meeting dated 26.03.1990. This company as the acquiring company has been merged with BKS-Beteiligungsverwaltungs-gesellschaft m.b.H. (HRB 863/Klagenfurt) as the transferring company. The transferring company is domiciled in Klagenfurt.

**003** Merger Agreement dated 26.03.1990

**008** Resolution passed by the General Meeting of shareholders on 15.12.1956. Conversion implemented, Articles of Association redrafted. Conversion of shares as defined in the Austrian Schilling Opening Balance Act (SEB-Gesetz) implemented.

**001** Articles of Association dated 22.05.1928