

Austrian Anadi Bank AG

€20,000,000 Subordinated Notes Tier 2 Notes (the “Notes”)

Issuer	Austrian Anadi Bank AG (the “Issuer”)
Documentation	Standalone, exemption from the obligation to publish a prospectus pursuant to Art. 1 Para. 4 lit. c) Regulation (EU) 2017/1129 (Prospectus Regulation)
ISIN	AT0000A2JVM8
Status of the Notes	Subordinated Tier 2 Notes
Expected Instrument Rating	Unrated
Pricing Date	18 November 2020
Issue and Settlement Date	21 December 2020
Issue Amount	Up to EUR 20,000,000
Redemption	At Par
Maturity Date	21 June 2031
Optional Redemption	21 June 2026 (“Optional Redemption Date”)
Special Event Redemption	Upon the occurrence of a Tax Event or a Capital Event (excluded in full or in part) the Issuer may redeem all (but not some only) of the Notes at Par, subject to the Relevant Regulator's consent
Interest Payment	6.00% per annum, Reset on the First Call Date to the prevailing 5-year EUR Mid Swap Rate and the Margin
Interest Payment Dates	Payable Annually in arrear on 21 June, commencing 21 June 2021 (each subject to adjustment in accordance with the Following Business Day Convention)
Reference Mid-Swap	5-year EUR Mid Swap Rate
Reference Mid Swap Rate	-0.453%
Spread vs Mid Swap Rate	645.3 bp (the “Margin”)
Offer Yield	6.00%
Issue Price	100 per cent
Proceeds	Up to EUR 20,000,000
Business Days	TARGET2, Vienna
Day Count	Actual/Actual (ICMA)
Form	Bearer Bond
Clearing	OeKB CSD
Governing Law	German law, except for the Subordination provisions which will be governed by, and construed in accordance with, Austrian law
Manufacturer Target Market (MiFID II Product Governance)	This issue of the Notes is aimed at retail investors, professional clients and eligible counterparties (according to MIFID II), who pursue the goal of general wealth creation / optimization and which have a long-term investment horizon (at least 5 years). The present issue is a product for investors with at least advanced knowledge and/or experience with financial products. The investor is able to absorb losses up to to bear the full loss of the capital invested. The issue falls in the risk and return assessment to risk class 4 (high risk).
Denominations	EUR 100,000 and EUR 100,000 in excess thereof
Taxation of investors that are tax resident in Austria	Austrian tax resident investors will generally be subject to Austrian income tax at a flat tax rate of 27.5% or to Austrian corporate income tax at a flat tax rate of 25% on interest, accrued interest and capital gains from the sale of the Notes. If income from the Notes is paid to an Austrian tax resident investor via an Austrian withholding agent, the tax is generally levied by way of withholding.*
Taxation of investors that are not tax resident in Austria	Investors that are not tax resident in Austria will generally be subject to Austrian income tax or Austrian corporate income tax on income from the Notes if the Notes are attributable to an an Austrian permanent establishment. In addition, individuals that are not tax resident in Austria will be subject to Austrian income tax at a flat tax rate of 27,5% on interest and accrued interest from the Notes if Austrian withholding tax is levied on such interest or accrued interest. Austrian withholding tax will generally only be levied on the interest or accrued interest if received via an Austrian withholding agent and if the

	individual is either tax resident in a country with which no automatic exchange of information exists or, if tax resident in a country with which automatic exchange of information exists, does not furnish a certificate of residence to the withholding agent.*
Risk factors	<p>This issue of the Notes is subject to normal market price fluctuations and therefore besides credit and liquidity risks also the risk of changing market interest rates has to be considered.</p> <p>Risk of total loss is given due to the status of the Notes. The Notes shall qualify as Tier 2 instruments and constitute direct, unsecured and subordinated obligations of the Issuer. In the event of any insolvency or liquidation of the Issuer, any claim on the principal amount under the Notes will rank:</p> <p>(a) junior to all present or future claims from (i) unsecured and unsubordinated instruments or obligations of the Issuer; and (ii) eligible liabilities instruments pursuant to Article 72b CRR of the Issuer;</p> <p>(b) <i>pari passu</i>: (i) among themselves; and (ii) with all other present or future claims from Tier 2 instruments and other subordinated instruments or obligations of the Issuer (other than subordinated instruments or obligations of the Issuer ranking or expressed to rank senior or junior to the Notes); and</p> <p>(c) senior to all present or future claims from: (i) Additional Tier 1 instruments pursuant to Article 52 CRR of the Issuer; (ii) ordinary shares and other Common Equity Tier 1 instruments pursuant to Article 28 CRR of the Issuer; and (iii) all other subordinated instruments or obligations of the Issuer ranking or expressed to rank junior to the Notes.</p>

*) This tax information does not purport to exhaustively describe all possible tax aspects and does not deal with specific situations which may be of relevance for certain potential investors. It is based on the currently applicable Austrian tax legislation, case law and regulations of the Austrian tax authorities, as well as their respective interpretation, all of which may be amended. Such amendments may possibly also be effected with retroactive effect and may negatively impact on the tax consequences described. It is recommended that potential investors in the Notes consult with their legal and tax advisors as to the tax consequences of the purchase, holding or sale of the Notes.

This document has been prepared by the Issuer for information purposes only. The terms set out herein are subject to market conditions, completion of the final documentation and board approvals.

This document constitutes neither an invitation or offer to buy or sell, nor an invitation to make an offer or otherwise acquire or dispose of any Notes, nor a buy or sell recommendation, nor is it intended to be an inducement to engage in investment activity for the purpose of Section 21 of the Financial Services and Markets Act 2000 of the United Kingdom.

The Issuer does not take any responsibility for all information given in this document and reserves any changes. According to Art. 1 Para 4 lit. c) Regulation (EU) 2017/1129 (Prospectus Regulation) the Issuer is exempt from the obligation to publish a prospectus for the offer of the Notes. The only decisive factors are the terms and conditions of the Notes.

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December 2020