

DGAP-Ad-hoc: Raiffeisen Bank International AG / Key word(s): Miscellaneous

Raiffeisen Bank International AG: RBI intends to repurchase from qualifying holders any and all of the EUR 500,000,000 Subordinated Callable Fixed Rate Reset Notes due February 2025 (ISIN: XS1034950672)

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Vienna, 3 September 2019. Raiffeisen Bank International AG ("**RBI**" or the "**Issuer**") is inviting today qualifying holders ("**Qualifying Holders**") of its EUR 500,000,000 Subordinated Callable Fixed Rate Reset Notes due February 2025 (ISIN: XS1034950672) issued on 21 February 2014 to make offers to sell to RBI any and all of such notes at a repurchase yield (including any possible accrued interest, if any) of minus 0.15% equivalent to a repurchase price of 102.054 per cent. (EUR 102,054 for each EUR 100,000 in principal amount), assuming a settlement date of 13 September 2019 (the "**Tender Offer**").

The Tender Offer is made exclusively by means and on the basis of a tender offer memorandum of the Issuer dated 3 September 2019 (the "**Tender Offer Memorandum**"), paper copies of which will be made available on demand free of charge to Qualifying Holders eligible to participate in the Tender Offer, at the office of RBI at Am Stadtpark 9, 1030 Vienna, Austria, during normal business hours, within the Tender Offer Period (as defined below). The Tender Offer will begin on 3 September 2019 and will expire at 5 p.m. (CET) on 11 September 2019, (the "**Tender Offer Period**") unless amended, extended, re-opened and/or terminated as provided in the Tender Offer Memorandum. Instructions to participate in the Tender Offer should be submitted according to the Tender Offer Memorandum to the tender agent (the "**Tender Agent**"). Any notes tendered by the Qualifying Holders can be rejected at the sole discretion of RBI for any reason whatsoever. RBI is under no obligation to justify any such rejection of such offers to the Qualifying Holders of the notes.

Furthermore, RBI intends, depending on market conditions, to issue subordinated callable fixed-to-fixed rate reset notes (the "**Notes**"). The completion of the Tender Offer will depend on the successful completion (in the sole determination of RBI) of the issue by RBI of the Notes.

Neither the Tender Offer Memorandum nor this announcement constitutes an offer to buy or a solicitation of an offer to sell any notes issued by RBI in or from any jurisdiction in which the submission of such an offer or such an invitation to submit an offer or in which the submission of an offer by or to certain persons is prohibited. Qualifying Holders of notes who are outside of the Republic of Austria and who come into possession of this communication and/or the Tender Offer Memorandum and/or who wish to make an offer to sell notes from outside the Republic of Austria are required to inform themselves about the relevant legal provisions in connection therewith and to comply with these provisions. Neither RBI nor the Tender Agent nor any Dealer Manager assumes any liability whatsoever in connection with the submission of an offer to sell notes from outside the Republic of Austria.

This announcement is mandatory pursuant to Art 17 of the Market Abuse Regulation (the "**MAR**"). It does not constitute financial analysis or advice relating to financial securities. This announcement is neither a recommendation nor an offer, invitation or solicitation to purchase or sell any securities of RBI and is not for release, publication or distribution in or into the United States of America or in or into Australia, Belgium, Canada, Luxembourg, France, Italy, Japan, the United Kingdom or any other jurisdiction where it is unlawful to publish or distribute this document.

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