

Erste Group Bank AG

(Incorporated as a stock corporation in the Republic of Austria under registered number FN 33209 m)

EUR 30,000,000,000

Debt Issuance Programme

This supplement (the "**Supplement**") constitutes a prospectus supplement pursuant to Article 16 (1) of the Directive 2003/71/EC as amended (the "**Prospectus Directive**") and § 6 (1) of the Austrian Capital Market Act as amended (*Kapitalmarktgesetz*, the "**KMG**") and is supplemental to, and should be read in conjunction with, the prospectus dated 13 May 2016 (the "**Original Prospectus**") and together with Prospectus Supplement No. 1 dated 19 May 2016 and Prospectus Supplement No. 2 dated 21 June 2016, the "**Prospectus**") relating to the EUR 30,000,000,000 Debt Issuance Programme (the "**Programme**") of Erste Group Bank AG (the "**Issuer**" or "**Erste Group Bank**").

The Original Prospectus has been approved on 13 May 2016 by the Austrian Financial Market Authority (*Finanzmarktaufsichtsbehörde*, the "**FMA**").

This Supplement has been filed for approval with the FMA in its capacity as competent authority under the KMG on 13 December 2016. This Supplement has been filed with the Wiener Börse, which has admitted the Programme to the "*Amtlicher Handel*" (Official Market) and the "*Geregelter Freiverkehr*" (Second Regulated Market). This Supplement has been published in electronic form on the website of the Issuer under "www.erstegroup.com/de/Capital-Markets/Prospekt/Anleihen".

The Issuer has requested the FMA to provide the competent authorities in other host Member States within the European Economic Area including Croatia, the Czech Republic, Germany, the Grand Duchy of Luxembourg, Hungary, Romania and the Slovak Republic with a certificate of approval attesting that this Supplement has been drawn up in accordance with the Prospectus Directive and the KMG.

Terms defined in the Prospectus shall have the same meaning when used in this Supplement.

To the extent that there is any inconsistency between a) any statement in this Supplement or any statement incorporated by reference in the Prospectus by this Supplement and b) any other statement in or incorporated by reference in the Prospectus, the statements mentioned in a) above will prevail.

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

In accordance with Article 16 of the Prospectus Directive and § 6 KMG, investors who have already agreed to purchase or subscribe for Notes before this Supplement is published have a right, exercisable within two working days after the publication of this Supplement, to withdraw their acceptances until, and including, 15 December 2016, provided that that the new factor, mistake or inaccuracy arose before the final closing of the offer to the public and the delivery of the Notes.

This Supplement has been filed with the FMA in its capacity as competent authority under the KMG for approval. The accuracy of the information contained in this Supplement does not fall within the scope of examination by the FMA under applicable Austrian law and the Prospectus Directive. The FMA has examined this Supplement only in respect of its completeness, coherence and comprehensibility pursuant to § 8a (1) KMG.

No person has been authorised to give any information or to make any representation other than those contained in this Supplement in connection with the issue or sale of the Notes and, if given or made, such information or representation must not be relied upon as having been authorised by the Issuer or any of Société Générale Corporate & Investment Banking (the "**International Arranger**") or Erste Group Bank AG (in its capacity as the arranger of issues of Domestic Notes only, the "**Domestic Arranger**" and together with the International Arranger, the "**Arrangers**") or the Dealers (as indicated on the cover page of the Original Prospectus, the "**Dealers**"). Neither the delivery of the Prospectus and/or this Supplement nor any sale made in connection herewith shall, under any circumstances, create any implication that there has been no change in the affairs of the Issuer or Erste Group since the date hereof or the date upon which the Prospectus has been most recently supplemented or that there has been no adverse change in the financial position of the Issuer or Erste Group since the date hereof or the date upon which the Prospectus has been most recently supplemented or that any other information supplied in connection with the Programme is correct as of any time subsequent to the date on which it is supplied or, if different, the date indicated in the document containing the same.

The distribution of this Supplement and the offering or sale of the Notes in certain jurisdictions may be restricted by law. Persons into whose possession this Supplement comes are required by the Issuer, the Arrangers and the Dealers to inform themselves about and to observe any such restriction. The Notes have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**Securities Act**"), and may include Notes in bearer form that are subject to U.S. tax law requirements. The Notes may not be offered, sold or delivered within the United States or to U.S. persons except in certain transactions permitted by U.S. tax regulations and the Securities Act. For a description of certain restrictions on offers and sales of Notes, see "14. Subscription and Sale" in the Prospectus.

This Supplement does not constitute an offer of, or an invitation by or on behalf of any of the Issuer, the Arrangers or the Dealers to subscribe for, or purchase, any Notes.

Neither the International Arranger nor the Dealers have independently verified the information contained in this Supplement. None of the International Arranger or the Dealers makes any representation, express or implied, or accepts any responsibility, with respect to the accuracy or completeness of any of the information in this Supplement. Neither this Supplement nor any financial statements supplied in connection with the Programme or any Notes are intended to provide the basis of any credit or other evaluation and should not be considered as a recommendation by any of the Issuer, the Arrangers or the Dealers that any recipient of this Supplement or any financial statements should purchase the Notes. Each potential purchaser of Notes should determine for itself the relevance of the information contained in this Supplement or any financial statements and its purchase of Notes should be based upon any such investigation as it deems necessary. None of the International Arranger or the Dealers undertakes to review the financial condition or affairs of the Issuer or Erste Group during the life of the arrangements contemplated by this Supplement nor to advise any investor or potential investor in the Notes of any information coming to the attention of any of the International Arranger or the Dealers.

Significant new factors and/or inaccuracies (as referred to in Article 16 (1) of the Prospectus Directive and § 6 (1) KMG) have arisen which in the Issuer's perception are capable of affecting the assessment of the Notes, and are thus herewith included in the Prospectus as follows:

1. AMENDMENTS TO THE SECTION ENTITLED "DOCUMENTS INCORPORATED BY REFERENCE" COMMENCING ON PAGE 7 OF THE ORIGINAL PROSPECTUS

1.1 On page 7 of the Original Prospectus, after the table with regard to the Unaudited Interim Condensed Consolidated Financial Statements as of 31 March 2016, the following table shall be inserted:

"English language translation of the Unaudited Interim Condensed Consolidated Financial Statements of the Issuer for the first 9 months period ended 30 September 2016 – Interim Report Third Quarter 2016 (the "Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2016")

Condensed Statement of Comprehensive Income	16 - 18
Condensed Balance Sheet	19
Condensed Statement of Changes in Total Equity	20
Condensed Cash Flow Statement	21
Condensed notes to the Financial Statements of Erste Group for the period from 1 January to 30 September 2016	22 – 61"

1.2 The last paragraph commencing on page 7 of the Original Prospectus shall be replaced by the following paragraph:

"For the avoidance of doubt, such parts of the Issuer's Audited Consolidated Financial Statements 2015 and 2014 respectively as well as of the Unaudited Interim Condensed Consolidated Financial Statements as of 31 March 2016 and of the Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2016 which are not explicitly listed in the tables above, are not incorporated by reference into this Prospectus as these parts are either not relevant for the investor or covered elsewhere in this Prospectus."

2. AMENDMENTS TO THE SECTION ENTITLED "DOCUMENTS AVAILABLE FOR INSPECTION" COMMENCING ON PAGE 9 OF THE ORIGINAL PROSPECTUS

On page 10 of the Original Prospectus, after the list paragraph numbered "(ix)" the following list paragraph numbered "(x)" shall be inserted:

"(x) the Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2016 incorporated by reference into this Prospectus
("https://www.erstegroup.com/content/dam/at/eh/www_erstegroup_com/en/Investor%20Relations/2016/Reports/IR_Interim_Report_EG_Q316en.pdf")."

3. AMENDMENTS TO THE SECTION ENTITLED "SOURCES OF INFORMATION" ON PAGE 10 OF THE ORIGINAL PROSPECTUS

On page 10 of the Original Prospectus, the first sentence of the first paragraph shall be replaced by the following sentence:

"Unless otherwise stated, statistical and other data provided in this Prospectus has been extracted from the Audited Consolidated Financial Statements 2015 and the Annual Report thereon as well as the Unaudited Interim Condensed Consolidated Financial Statements as of 31 March 2016 and the Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2016."

4. AMENDMENTS TO THE SECTION ENTITLED "1. SUMMARY" COMMENCING ON PAGE 12 OF THE ORIGINAL PROSPECTUS

4.1 In element B.12, on page 15 of the Original Prospectus, the following table shall be added to the end of the subsection entitled "Selected historical key financial information:"

"in millions of Euro (rounded)	30 September 2016 unaudited	31 December 2015 audited
Total liabilities and equity	206,811	199,743
Total equity	16,529	14,807

in millions of Euro (rounded)	30 September 2016 unaudited	30 September 2015 unaudited
Net interest income	3,267.5	3,324.3
Pre-tax result from continuing operations	1,828.7	1,401.5
Net result for the period	1,424.8	1,039.2
Net result attributable to owners of the parent	1,179.2	764.2

Source: Unaudited Interim Condensed Consolidated Financial Statements as of 30 September 2016 with comparative financial information for the first 9 months period ended 30 September 2015 and as of 31 December 2015, respectively"

4.2 In element B.12, in the subsection entitled "Description of significant changes in the financial or trading position subsequent to the period covered by the historical financial information:" commencing on page 15 of the Original Prospectus, the paragraph in the right column shall be replaced by the following paragraph:

"Not applicable. There has been no significant change in the financial position of the Issuer since 30 September 2016."

5. AMENDMENTS TO THE SECTION ENTITLED "3. GENERAL INFORMATION" COMMENCING ON PAGE 87 OF THE ORIGINAL PROSPECTUS

On page 87 of the Original Prospectus, the information in the paragraph entitled "(3) Significant and material adverse changes." shall be replaced by the following:

"Except as disclosed under "8.5 *Current Regulatory and Tax Topics*" starting on page 542, and "8.7 *Recent Developments*" starting on page 547 of this Prospectus, there has been no significant change in the financial position of Erste Group since 30 September 2016 and no material adverse change in the prospects of the Issuer since 31 December 2015."

6. AMENDMENTS TO THE SECTION ENTITLED "8. ERSTE GROUP BANK AG" COMMENCING ON PAGE 527 OF THE ORIGINAL PROSPECTUS

The information contained in the subsection entitled "8.7 RECENT DEVELOPMENTS" commencing on page 547 of the Original Prospectus, is replaced by the following:

"Erste Group's outlook as presented in the interim report for the nine months period 2016 is as follows:

Operating environment anticipated to be conducive to credit expansion

While in 2016 real GDP growth is expected to be between 1.3% and 4.5% in all major CEE markets, including Austria, in 2017 a range of 2.0% to 3.0% is estimated in CEE, about 1.5% in Austria. Real GDP growth should be driven by domestic demand, whereby real wage growth and declining unemployment should support economic activity in CEE. Public finances across CEE should prevail.

Return on tangible equity (ROTE) expectations

Erste Group Bank's ROTE was confirmed at above 12% in 2016 (based on average tangible equity in 2016); for 2016, on track for a dividend of EUR 1.00 per share (+ 100% versus 2015), which corresponds to a dividend yield of about 3.5%. Erste Group Bank's ROTE for 2017 is targeted at above 10.0% (based on average tangible equity in 2017) based on the following assumptions: (i) the Austrian banking tax one-off payment will already take place in 2016 and for 2017 at best flat revenues (assuming 5.0% plus net loan growth); (ii) cost inflation of 1.0% to 2.0% due to digitalisation; (iii) increase in risk costs, albeit remaining at historically low levels; and (iv) positive swing in other operating result due to lower Austrian banking tax.

Risks to guidance

Impact from expansionary monetary central bank policies including negative interest rates; political risks such as timely implementation of Austrian banking tax reduction; geopolitical risks and global economic risks; consumer protection initiatives."

7. AMENDMENTS TO THE SECTION ENTITLED "GERMAN TRANSLATIONS" COMMENCING ON PAGE 613 OF THE ORIGINAL PROSPECTUS

The following translation of selected sections of the original summary and the risk factors of the Prospectus has not been approved by the FMA. Further, the FMA did not review its consistency with the original text of the Prospectus.

Die folgende Übersetzung von ausgewählten Abschnitten der originalen

Zusammenfassung und der Risikofaktoren des Prospekts wurde nicht von der FMA gebilligt. Auch die Übereinstimmung mit dem originalen Text des Prospekts wurde nicht von der FMA geprüft.

- 7.1 Im Element B.12 wird die folgende Tabelle am Ende des Unterabschnitts "Ausgewählte historische Finanzinformationen:", der auf Seite 616 des Original Prospekts beginnt, eingefügt:

"in Millionen Euro (gerundet)	30.9.2016 ungeprüft	31.12.2015 geprüft
Summe der Verbindlichkeiten und Eigenkapital	206.811	199.743
Gesamtes Eigenkapital	16.529	14.807
in Millionen Euro (gerundet)	30.9.2016 ungeprüft	30.9.2015 ungeprüft
Zinsüberschuss	3.267,5	3.324,3
Ergebnis vor Steuern aus fortzuführenden Geschäftsbereichen	1.828,7	1.401,5
Periodenergebnis	1.424,8	1.039,2
Eigentümern des Mutterunternehmens zuzurechnendes Periodenergebnis	1.179,2	764,2

Quelle: Ungeprüfter verkürzter konsolidierter Zwischenbericht zum 30.9.2016 mit vergleichenden Finanzzahlen für die ersten neun Monate zum 30.9.2015 bzw zum 31.12.2015"

- 7.2 Im Element B.12 im Unterabschnitt "Beschreibung wesentlicher Veränderungen in der Finanzlage oder Handelsposition der Emittentin, die nach dem von den historischen Finanzinformationen abgedeckten Zeitraum eingetreten sind:" auf Seite 617 des Original Prospekts, wird der Absatz in der rechte Spalte durch folgenden Absatz ersetzt:

"Nicht anwendbar; es gab keine wesentlichen Veränderungen in der Finanzlage der Emittentin, die nach dem 30.9.2016 eingetreten sind."

RESPONSIBILITY STATEMENT OF ERSTE GROUP BANK AG

Erste Group Bank AG, with its registered office at Am Belvedere 1, A-1100 Vienna, Austria, is responsible for the information given in this Supplement.

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

Vienna, 13 December 2016

Erste Group Bank AG
as Issuer

Oswald Huber
Head of Group Markets

Bernhard Leder
Head of Group Markets Origination and
Funding