Bank Austria Group Disclosure (Pillar III) pursuant to Art. 450 CRR as of 31 December 2023

(Remuneration policy)

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Disclosure pursuant to Article 450 CRR

(Remuneration and incentive systems and practices)

QUALITATIVE DISCLOSURE

Table EU REMA – Remuneration policy

Qualitative disclosures	
(a) Information relating to the bodies that oversee remuneration. Disclosures shall include:	
1. Name, composition and mandate of the main body (management body or remuneration committee as applicable) overseeing the remuneration policy and the number of meetings held by that main body during the financial year.	At the end of 2023, the Remuneration Committee of UniCredit Bank Austria was composed of 5 members: The members of the Remuneration Committee, which was instituted based on local and global regulations, are all non-executive within UniCredit Bank Austria. Of the five members of the Remuneration Committee, two members are independent pursuant to Section 28a para 5b of the Austrian Banking Act, whereby the Chairperson of the Remuneration Committee and the remuneration expert (possible in personal union) meet the independence criteria of Section 28a para 5b of the Austrian Banking Act in any case. The delegated employee representatives are to be qualified as independent insofar as they do not realize further dependency criteria beyond their employment. All members meet the requirements of professionalism, in accordance with current normative and regulatory dispositions. Some members have specific technical know-how and experience on financial matters or remuneration policies. In order to foster the adherence to the Group Remuneration Framework and also to be compliant with the relevant local regulations (§39c BWG), the Supervisory Board assesses the topics on Remuneration, within the dedicated Remuneration Committee. This Committee has been set-up by Bank Austria's Supervisory Board with decision-making powers since the complexity of the business and size trigger the obligation to it. In 2023, the Remuneration Committee met once and passed further decisions in the form of circular votes. The Remuneration Committee consists of the following 5 Supervisory Board members: • three elected members • two representatives of the employees' council.
2. External consultants whose advice has been sought, the body by which they were commissioned, and in which areas of the remuneration framework.	No external advisors have been commissioned by the UCBA Remuneration Committee in 2023.
3. A description of the scope of the institution's remuneration policy (eg by regions, business lines), including the extent to which it is applicable to subsidiaries and branches located in third countries.	The principles of UniCredit Bank Austria AG's Remuneration Policy apply across the organization and shall be reflected in all remuneration practices applying to various employee categories across businesses, including staff belonging to external distribution networks, considering their remuneration peculiarities. With specific reference to Material Risk Takers, the People & Culture function establishes guidelines and coordinates a centralized and consistent management of compensation and incentive systems. In compliance with both Group Remuneration Policy and local regulation (Austrian Banking Act and FMA Letter on 39 para. 2, 39b and 39c of Austrian Banking Act), UniCredit Bank Austria AG and its Legal Entities apply compensation framework for all employees, with local adaptations based on specific regulations and/or business specifics.
4. A description of the staff or categories of staff whose professional activities have a material impact on institutions' risk profile.	As a result of the analysis on Group and Local Material Risk Takers and as approved by the Management Board of UniCredit Bank Austria, and finally by the Remuneration Committee and in compliance with Delegated Regulation (EU) n. 923/2021 issued by the European Commission, as well as Article 39b of Austrian Banking Act, the following categories of employees have been defined as Material Risk Takers for the year 2023: All members of the management body, including the supervisory board, CEO and all board members, as well as senior management who exercise executive functions within an institution and who are responsible and accountable to the management body, for the day-to-day management of the institution. Moreover, additional positions with managerial responsibility over the institution's control functions (Internal Audit, Risk Management, Compliance) or material business units were identified, as well as other roles with authority to make decisions which may have a material impact on the Bank's risk profile. Finally, other Material Risk Takers have been identified based on having specific authorities in accordance with CRD V or being responsible for specific topics within the entity (e.g. legal, human resources, manager responsible for remuneration policy, etc.).

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(b) Information relating to the design and structure of the remuneration system for identified staff. Disclosures shall include:	
1. An overview of the key features and objectives of remuneration policy, and information about the decision-making process used for determining the remuneration policy and the role of the relevant stakeholders.	UniCredit Bank Austria's compensation governance model aims at assuring clarity and reliability of remuneration decisional processes by controlling group-wide remuneration practices and ensuring that decisions are made in an independent, informed, and timely manner at appropriate levels, avoiding conflicts of interest and guaranteeing appropriate disclosure in full respect of the general principles defined by regulators. Relying on the governance model, UniCredit Bank Austria AG follows the Group Remuneration Policy and of which local implementation into UniCredit Bank Austria Remuneration Policy which sets the framework for a coherent and consistent design, implementation, and monitoring of compensation practices across the UniCredit Bank Austra prudential consolidation. Within this common policy framework, guidelines are defined to implement compensation programs and plans that reinforce sound risk management policies and the long-term strategy and generally pursue long-term value creation and sustainability of the company. In doing so, UniCredit Bank Austria AG effectively meets the specific and evolving needs of the different businesses, market contexts and employee populations while ensuring that business and people strategies are always appropriately aligned with the remuneration approach, including external networks and agents, where applicable, as foreseen by regulation. On an annual basis, the UniCredit Bank Austria AG Remuneration Policy is reviewed and updated by the People & Culture function with the involvement of Risk Management and other relevant functions (e.g. CFO) and is validated by the Compliance function for all compliance-related aspects, before being submitted to the Management Board and Remuneration Committee for approval. Once approved, the UniCredit Bank Austria AG Remuneration Policy is formally adopted by the competent bodies in the relevant Legal Entities in Austria in accordance with the Articles 39b, 39c and 39d of the Austrian Banking Act, as well as Annex to the 39b and the FMA Letter on 39 para. 2, 39b and 39c of Austrian Banking Act.
2. Information on the criteria used for performance measurement and ex ante and ex post risk adjustment.	The UniCredit Bank Austria AG Incentive System is fully based on the Group Incentive System framework, with a bonus pool approach and links bonuses to company results at Group and country/division level, ensuring a strong connection between profitability, risk and reward. To align to regulatory requirements, specific indicators measuring annual profitability, capital and liquidity results have been set at Group, divisional (e.g. CE/Central Europe) and local level as Entry Conditions. The combined evaluation of the Entry Conditions at Group, divisional and local level defines possible scenarios that allow the confirmation, reduction or cancelation of the bonus pool for each cluster. The ex-ante malus condition (Zero Factor) applies in case the specific metrics on profitability, capital and liquidity are not achieved at Group, divisional and local level. Specifically, the Zero Factor is applied to the Material Risk Taker population, whereas for the non-Material Risk Taker population, a significant reduction will be applied. In general, the Group and UniCredit Bank Austria AG reserve the right to activate ex post malus and claw-back mechanisms, namely the reduction/cancellation and the return respectively of any form of variable compensation in case of verification of behaviors adopted by the employees as described in the Focus "Compliance Breach, Malus and Claw-back". To ensure consistency with the Group Risk Appetite Framework and the economic sustainability of the Group's and country/division results over time, the bonus pool may be revised up/downwards, on the basis of the overall "quality of performance". The methodology envisages the assessment performed by Group CRO based on specific dashboards (covering all relevant risks) at group level. The overall appraisal of Risk Sustainability will lead to the application of 5 possible multipliers in the range of 50% - 120% at Group level. Furthermore, a discretionary adjustment of up to 20% may be applied by the Group Board of Directors of UniCredit while there is no limit to a downward discretionary adjustment of the bonus pool. Locally, the bonus pool can be confirmed or decreased by the UniCredit Bank Austria Remuneration Committee.
3. Whether the management body or the remuneration committee where established reviewed the institution's remuneration policy during the past year, and if so, an overview of any changes that were made, the reasons for those changes and their impact on remuneration.	In 2023, the Management Board and Remuneration Committee reviewed the institutions' Remuneration Policy. Main changes of the 2023 UniCredit Bank Austria AG Remuneration Policy compared to the previous year were driven by the aim to ensure the remuneration strategy may attract Directors, Executives, and key people for the long-term objectives of the Group, while complying with the latest regulatory updates. These changes included, among others: retention period for first tranche of shares reduced from two to one year, GMRT deferral scheme adopted to the Group scheme (as the retention period was reduced); therefore, the deferral period adopted to local regulations – minimum five years, list of functions with the 2:1 cap approved at the UCBA General Assembly updated, bonus pool entry conditions updated, number of identified risk takers updated and MiFid II bonus gate was suspended in 2023
4. Information of how the institution ensures that staff in internal control functions are remunerated independently of the businesses they oversee.	The KPI Bluebook, the framework that supports the definition of Scorecards providing a set of performance indicators and guidelines, provides specific guidelines related to the selection of goals for the Corporate Control Functions, to ensure their independence (e.g. avoid KPIs linked to economic measure, use KPIs independent of results of monitored areas to avoid conflict of interests). To support the design of remuneration and incentive systems, also the following "compliance and sustainability drivers" have been defined, in line with applicable regulation to also address the independency of Corporate Control Functions: - avoid bonuses linked to economic results for Corporate Control Functions and set, for the employees in these functions, individual goals that shall reflect primarily the performance of their own function and that will be independent of results of monitored areas, to avoid conflict of interest.

5. Policies and criteria applied for the award of guaranteed variable remuneration and severance payments.	Guaranteed variable remuneration or so-called sign-on bonus is a non-standard compensation and as such, the compensation elements are considered as exceptions and limited only to specific situations, as appropriate based on the regulation in force from time to time (e.g. recruitment of new staff and limited to the first year of employment and cannot be awarded more than once to the same person). Non-Standard Compensation is managed by People and Culture function with the involvement of Compliance and is approved according to the internal framework. With regards to severance payments, according to the regulatory requirements, a specific Policy on payments to be agreed in case of early termination of a contract was firstly submitted for approval to the 2015 Annual General Meeting by the Group. Subsequently, updates were submitted for approval to the Annual General Meetings of 2019 and 2021. In 2023 a review without changes took place.
(c) Description of the ways in which current and future risks are taken into account in the remuneration processes. Disclosures shall include an overview of the key risks, their measurement and how these measures affect remuneration	
	The Group Incentive System is based on a bonus pool approach. To ensure consistency with the Group Risk Appetite Framework, the bonus pool may be revised up/downwards on Group level only, on the basis of the overall "quality of performance". The methodology envisages the assessment performed firstly by Group Risk Management based on specific dashboards at Group level. The CRO dashboards include indicators covering all relevant risks, such as credit, market and liquidity and the risk position assumed, the adherence to regulatory requirements and the relationship between risk and profitability. The specific metrics are measured with reference to the respective relevant thresholds (limit, trigger, and target), established in line to the Group Risk Appetite Framework. For each bonus pool cluster, the Group CRO function provides an overall assessment on the dashboards and the evaluation brings to the definition of a "multiplier" to define the adjustment of each bonus pool, which could fall in the range of 50%-120%. Negative and neutral "multipliers" (i.e., 50%, 75% and 100%) are directly applied to bonus pool. In case of positive CRO "multipliers" (i.e., 110% and 120%) the possibility to grant a further growth in the bonus pool is confirmed only in case of positive EVA (profit (1) higher than cost of capital) or EVA greater than budget value, if the latter is negative. Positive "multipliers" are representing the upper bound of the bonus pool theoretical value and subject to managerial evaluation, considering the broader context of the company. UniCredit Bank Austria risk function verifies the achievement of so-called entry conditions (profitability, capital, and liquidity) and issues a statement, based on which local Remuneration Committee confirms and approves or proposes a decrease of the bonus pool
(d) The ratios between fixed and variable remuneration set in accordance with point (g) of Article 94(1) CRD.	
	For all staff a general 1:1 fix to variable cap is applied, with the exception of specific business roles approved by General Assembly held on April 2023, to which 2:1 fix to variable cap may be applied. Mentioned business roles in 2023, were: CEO, Head of Corporates, Head of Retail, Head of Advisory & Capital Markets and Specialised Lending, Head of Client Risk Management & Treasury, Head of Retail Network, Head of Transaction & Payments, Head of Large Corporates, Head of Small and Medium Corporates, Head of Real Estate, Head of Commercial Strategy, Head of Alternative Channels, Head of Products & Service, Head of Customer Value Management, Head of Private Banking and Head of Wealth Management & Privat Banking and Co-Head of Investment Management & Solutions For Control Functions (Internal Audit, Compliance and Risk), as well as for People and Culture 80% fix to variable cap is applied.

(e) Description of the ways in which the institution seeks to link performance during a performance measurement period with levels of remuneration. Disclosures shall include:	
1. An overview of main performance criteria and metrics for institution, business lines and individuals.	The 2023 Group Incentive System, as approved by UniCredit Board of Directors in February 26th, 2023, as well as adapted locally and approved by Remuneration Committee of UniCredit Bank Austria is based on a bonus pool approach, similarly to last years, which is compliant with the most recent national and international regulatory requirements and links bonuses with company results at Group and country/division level, ensuring a strong connection between profitability, risk and reward. The bonus pool is set at Group level and then cascaded down for each division following the external reporting structure. It is initially proposed during the budgeting phase as a percentage of the pre-defined Funding KPI (i.e. Operating EVA (1) pre-bonus). In such a definition, the following elements are considered: business context and perspectives, previous years amount and forecasts of profitability. The budget is submitted to the approval of UniCredit Board of Directors and locally bonus pool is apporved by UniCredit Management Board and UniCredit Bank Austria Remuneration Committee. Furthermore, bonus pool size takes into consideration any recommendation issued by European or local regulators on variable remuneration. Individual bonus will be allocated managerially, considering the individual performance appraisal and the Reference Value (only for Group Risk Takers) (considering the internal and/or external benchmarking analysis on similar roles, the seniority, the maximum ratio between variable and fixed compensation), adjusted according to the actual available bonus pool. At individual level it will be also considered the respect of provisions of law, Group's compliance rules, Company policies or integrity values, Code of Conduct and the application of malus and claw-back clauses, as legally enforceable. Moreover, each participant has to complete the mandatory trainings courses and, for impacted roles, the customer due diligence periodic review (Know Your Customer), within a predefined threshold in order to be entitled to the bonus. Individual performance appraisal is based on an overall outcome that reflects the deterministic evaluation of the financial KPIs and the qualitative assessment of non-financial goals including the behaviors adopted to achieve them. The setting of the annual objectives (known as Goal Setting) is supported by a structured framework that includes a catalogue of performance indicators (the "KPI Bluebook") annually reviewed by relevant key functions (i.e. People & Culture, Finance, Risk Management, Compliance).The different categories of the KPI Bluebook represent financial and non-financial goals and are mapped into clusters of business, to help identifying the most relevant standardized KPIs (all certified by relevant functions), with specific focus on risk-adjusted, sustainability-driven metrics and economic measures. In particular, to the Group Material Risk Takers it is possible to assign from four to eight goals with an adequate financial/non-financial mix, also in terms of number of objectives assigned and the weight given to each cluster (financial/non-financial). The goals are mandatorily selected from the KPI Bluebook. Corporate Values and behaviors considered as relevant are taken into account by the manager for the overall performance appraisal. For the Executives with Strategic Responsibilities, according to their roles, the 2023 goals were considering the following drivers for performance: Net Revenues ; Net Profit; Costs (C/I and Opex); Organic Capital generation; UniCredit Unlock Transformation; Winning the right way together (related to Corporate Values, conduct and compliance/risk culture). Amongst the additional LT performance conditions (applicable for selected individuals excluding corporate control functions, People&Culture and Dirigente Preposto): Sustainability (e.g. ESG volumes, DE&I ambitions, Climate-risk), and RoTE with CET1 @13%. (1) Operating EVA defined as Net Operating Profit - Cost of Capital. Cost of Capital is the average Allocated Capital multiplied by the Cost of Equity (Ke) plus the additional Tier 1 corrective factor adjusted for AT1, excess of capital and cash charges
2. An overview of how amounts of individual variable remuneration are linked to institution-wide and individual performance.	Individual variable remuneration is driven primarily by institution-wide performance, to determine the size of the available bonus pool (the larger the profitability level of the institution, the higher the available bonus pool), and secondly by individual performance considering individual Pay-for-Performance principles (the higher the individual performance rating, the higher the variable remuneration awarded to individuals). The bonus pool may be revised up/downwards, based on the overall "quality of performance", in order to ensure consistency with the Group Risk Appetite Framework and the economic sustainability of the Group's and country/division results over time. The methodology envisages the assessment performed by Group Risk Management based on specific dashboards at Group and local level, local Risk Management, local Board and Remuneration Committee
3. Information on the criteria used to determine the balance between different types of instruments awarded including shares, equivalent ownership interest, options and other instruments.	The individual bonus is composed of 60% in shares/40% in cash for GEC-1 (CEO) and Group Material Risk Takers and 50% in phantom shares/50% in cash for the remaining Local Material Risk Takers. It is paid out over a period up to seven years, ensuring alignment with shareholders' interests and malus and claw-back conditions, as legally enforceable. The balance between shares and cash is guided by the specific regulatory requirements on the matter namely Austrian Banking Act and FMA Circular Letter on Remuneration Policy and Practices

4. Information of the measures the institution will implement to adjust variable remuneration in the event that performance metrics are weak, including the institution's criteria for determining "weak" performance metrics.	The Incentive System methodology foresees specific "Entry Conditions" set at both Group and country/division level that impact bonus pool size. The evaluation of the Entry Conditions at Group level first and local level afterwards (also depending on weak performance metrics) defines three possible scenarios that allow the confirmation to increase, reduce or cancel the bonus pool for each cluster. A. In case Capital or Liquidity "entry conditions" are not met at Group level, the malus condition is activated, triggering the application of Zero Factor on both current year bonus and previous years deferrals. For the other employees, a significant reduction will be applied. B. In case only the Profitability Entry Conditions are not met at Group level, the gate is "partially open" and a reduced bonus pool scenario is activated triggering a reduction of 50% of pool generation for Group material risk takers on both current year bonus and previous years deferrals. For the other employees, a sizeable reduction will be applied. C. In case the Entry Conditions at Group level are met, the gate is "fully open" meaning the Bonus Pool may be fully confirmed or even increased, in case of positive performance on Risk & Sustainability dashboard. The entry conditions of each year act as ex ante malus for the deferrals in payment in the year and, in case the entry conditions are not met both at Group and local level activating the Zero Factor, the deferrals are cancelled
(f) Description of the ways in which the institution seeks to adjust remuneration to take account of longterm performance. Disclosures shall include	
1. An overview of the institution's policy on deferral, payout in instrument, retention periods and vesting of variable remuneration including where it is different among staff or categories of staff.	With reference to the payout structure of the Group Incentive System 2023, the Material Risk Takers population will be differentiated into four clusters, using a combined approach of position and compensation: • for Local Risk Takers (LMRTs) whose variable remuneration is above 50K EUR or 1/3 of total annual remuneration; 60% of variable remuneration is paid upfront and 40% is deferred • for Local Risk Takers whose variable remuneration is above the significant threshold > 175K EUR or 100% of total fix remuneration, 40% of variable remuneration is paid upfront and 60% of variable remuneration is deferred; Variable remuneration of Local Risk Takers crossing mentioned thresholds is split into 50%/50% cash/phantom shares • for all Group Risk Takers (GMRTs), the higher portion of the variable remuneration is deferred (60%) if the variable remuneration is already above 50K EUR and 60% of variable is paid in UniCredit shares • for the CEO of UniCredit Bank Austria, a unique deferral scheme is applied, embedding both short-term (STI) and long-term performance conditions (LT); similarly to the GMRT scheme, 60% of variable remuneration is deferred, however, subject to additional re-assessment of the long-term performance conditions for the first three years within the STI scheme • for all Risk Takers, a deferral period of minimum of five years is applied The first tranche of shares belonging to upfront payment for Material Risk Takers, is subject to a one-year retention period, whereas the rest of shares belonging to the deferred portion of payment are subject to a one year retention period. Variable remuneration is vesting in a ratable manner on a year-to-year basis, following the logic of deferral, after which retention periods mentioned above are applicable. All the installments are subject to the application of malus and claw-back conditions, as legally enforceable.
2. Information of the institution' criteria for ex post adjustments (malus during deferral and clawback after vesting, if permitted by national law).	Malus and claw-back mechanisms may apply in the case of verification of behaviors adopted in the reference period (performance period), for which the employee: - contributed with fraudulent behavior or gross negligence to the Group incurring significant financial losses, or by his/her conduct had a negative impact on the risk profile or on other regulatory requirements at Group or country/division level; - engaged in misconduct and/or fails to take expected actions which contributed to significant reputational harm to the Group or to the country/division, or which were subject to disciplinary measures by the Authority; - is the subject of disciplinary measures and initiatives envisaged in respect of fraudulent behavior or characterized by gross negligence during the reference period; - infringed the requirements set out by Austrian Banking Act, where applicable, or the obligations regarding the remuneration and incentive system. Malus mechanisms are also applied to take into account the performance net of the risks actually assumed or achieved, the performance related to the balance sheet and liquidity situation.

3. Where applicable, shareholding requirements that may be imposed on identified staff.	Share ownership guidelines established at Group level set minimum levels for company share ownership by relevant Executives(1), aiming to align managerial interests to those of shareholders by assuring appropriate levels of personal investment in UniCredit shares over time. The Group Board approved at the end of 2011 the share ownership guidelines applied to the Group Chief Executive Officer, to General Manager and Deputy General Manager roles, if any, starting from 2023, in line with the current organisational structure, the share ownership guidelines are applicable to the members of the Group Executive Committee (GEC) and their first reporting line, the so-called GEC-1, with managerial responsibilities: - 3 x annual base salary for Group Chief Executive Officer; - 1,5 x annual base salary for Group Executive Committee (GEC) Members - 0,5 x annual base salary for GEC-1 with managerial responsibilities (UniCredit Bank Austria CEO) The established levels should be reached, as a rule, within five years from the appointment to the above indicated Executives categories within the scope of the guidelines and should be maintained until the position is held. The achievement of the share ownership levels should be accomplished through a pro-rata approach over a 5-year period, granting the minimum amount of shares each year, taking into consideration potential vested plans. Involved Executives are also expected to refrain from entering into schemes or arrangements that specifically protect the unvested value of equity granted under incentive plans (so called "hedging"). Such clauses are contained in all relevant incentive plan rules and apply to all beneficiaries, since involvement in such schemes undermines the purpose of limiting the risk. Any form of violation of share ownership guidelines as well as any form of hedging transaction shall be considered in breach of Group compliance policies with such consequences as provided for under enforceable rules, provisions and procedures. Local adaptations based on specific regulations and/or business shall be envisaged consistently with the global approach at Group level. (1) Considering the application, from 2016, of the new ratio between the variable and the fixed components of remuneration (which cannot exceed the limit of one third for the Material Risk Takers within Italian Control Functions, while fixed remuneration is expected to be the predominant component for the Control Functions of other geographies), share ownership guidelines are not applied to Executives who are part of Corporate Control Functions.
(g) The description of the main parameters and rationale for any variable components scheme and any other non-cash benefit in accordance with point (f) of Article 450(1) CRR. Disclosures shall include:	
1. Information on the specific performance indicators used to determine the variable components of remuneration and the criteria used to determine the balance between different types of instruments awarded, including shares, equivalent ownership interests, share-linked instruments, equivalent non cash-instruments, options and other instruments.	The variable component of remuneration is mainly determined by the Operating EVA as performance indicator of operative performance. The Group Incentive System provides for a balanced structure of upfront (following the moment of performance evaluation) and deferred payments, in cash and/or shares for Group Material Risk Takers. The distribution of share payments considers the applicable regulatory requirements regarding the application of share retention periods. For Group and Local Material Risk Takers, the annual variable remuneration has to be deferred if it: - is above 50,000 EUR or - represents more than one third of the total annual remuneration and is deferred over a period of five years. Below this threshold, no deferral mechanisms will be applied, according to the relevant regulatory provisions. For Group Material Risk Takers which are subject to deferral of variable remuneration, 60% of variable remuneration is composed of shares and deferred over a period of five years. For Local Risk Takers, 50% of the variable remuneration is paid in phantom shares and tied to the UniCredit Group share price. Phantom Shares are not real shares, but part of a variable remuneration calculated based on the same logic as UniCredit shares and tied to the share price of the Group. Phantom Shares have a minimum retention period of one year after vesting and are always paid out in cash. The same malus and claw-back conditions apply to all parts of variable remuneration.
(h) Upon demand from the relevant Member State or competent authority, the total remuneration for each member of the management body or senior management	
	Please refer to tables REM1, REM3 and REM5.
(i) Information on whether the institution benefits from a derogation laid down in Article 94(3) CRD in accordance with point (k) of Article 450(1) CRR.	
For the purposes of this point, institutions that benefit from such a derogation shall indicate whether this is on the basis of point (a) and/or point (b) of Article 94(3) CRD. They shall also indicate for which of the remuneration principles they apply the derogation(s), the number of staff members that benefit from the derogation(s) and their total remuneration, split into fixed and variable remuneration.	Derogation based on point (b): Total number of beneficiaries: 113 Total remuneration: € 13.948.940,30 of which fixed: € 11.981.482,14 of which variable: € 1.967.458,16
(j) Large institutions shall disclose the quantitative information on the remuneration of their collective management body, differentiating between executive and non-executive members in accordance with Article 450(2) CRR.	
	Please refer to tables REM1, REM3 and REM5.

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QUANTITATIVE DISCLOSURE

EU REM1 - Remuneration awarded for the financial year

		Remuneration in €	a	b	c	d
			MB Supervisory function	**MB Management function**	**Other senior management**	**Other identified staff**
1	**Fixed remuneration**	Number of identified staff	11	8	37	170
2		**Total fixed remuneration**	**297,600**	**3,996,250**	**8,557,111**	**18,214,613**
3		Of which: cash-based	297,600	3,434,152	7,921,100	18,157,582
4		(Not applicable in the EU)	-	-	-	-
EU-4a		Of which: shares or equivalent ownership interests	-	-	-	-
5		Of which: share-linked instruments or equivalent non-cash instruments	-	-	-	-
EU-5x		Of which: other instruments	-	-	-	-
6		(Not applicable in the EU)	-	-	-	-
7		Of which: other forms	-	562,098	636,011	57,031
8		(Not applicable in the EU)	-	-	-	-
9	**Variable remuneration**	Number of identified staff	-	8	36	112
10		**Total variable remuneration**	**-**	**5,951,894**	**6,420,390**	**3,953,667**
11		Of which: cash-based	-	1,161,200	2,020,122	2,670,560
12		Of which: deferred	-	580,600	830,000	396,200
EU-13a		Of which: shares or equivalent ownership interests	-	4,790,694	4,400,268	619,607
EU-14a		Of which: deferred	-	2,990,536	2,806,161	478,324
EU-13b		Of which: share-linked instruments or equivalent non-cash instruments	-	-	-	663,500
EU-14b		Of which: deferred	-	-	-	321,800
EU-14x		Of which: other instruments	-	-	-	-
EU-14y		Of which: deferred	-	-	-	-
15		Of which: other forms	-	-	-	-
16		Of which: deferred	-	-	-	-
17	**Total remuneration (2 + 10)**		**297,600**	**9,948,144**	**14,977,501**	**22,168,280**

EU REM2 - Special payments to staff whose professional activities have a material impact on institutions' risk profile (identified staff)

	Remuneration in €	a	b	c	d
		MB Supervisory function	**MB Management function**	**Other senior management**	**Other identified staff**
	Guaranteed variable remuneration awards				
1	Guaranteed variable remuneration awards - Number of identified staff				
2	Guaranteed variable remuneration awards -Total amount				
3	Of which guaranteed variable remuneration awards paid during the financial year, that are not taken into account in the bonus cap				
	Severance payments awarded in previous periods, that have been paid out during the financial year				
4	Severance payments awarded in previous periods, that have been paid out during the financial year - Number of identified staff				
5	Severance payments awarded in previous periods, that have been paid out during the financial year - Total amount				
	Severance payments awarded during the financial year				
6	Severance payments awarded during the financial year - Number of identified staff			1	3
7	Severance payments awarded during the financial year - Total amount			439,732	600,422
8	Of which paid during the financial year			439,732	600,422
9	Of which deferred				
10	Of which severance payments paid during the financial year, that are not taken into account in the bonus cap			439,732	600,422
11	Of which highest payment that has been awarded to a single person			439,732	362,432

EU REM3 - Deferred and retained remuneration

	in €	a	b	c	d	e	f	EU - g	EU - h
	Deferred and retained remuneration	**Total amount of deferred remuneration awarded for previous performance periods**	**Of which due to vest in the financial year**	**Of which vesting in subsequent financial years**	**Amount of performance adjustment made in the financial year to deferred remuneration that was due to vest in the financial year**	**Amount of performance adjustment made in the financial year to deferred remuneration that was due to vest in future performance years**	**Total amount of adjustment during the financial year due to ex post implicit adjustments (i.e.changes of value of deferred remuneration due to the changes of prices of instruments)**	**Total amount of deferred remuneration awarded before the financial year actually paid out in the financial year**	**Total of amount of deferred remuneration awarded for previous performance period that has vested but is subject to retention periods**
1	**MB Supervisory function**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
2	Cash-based	-	-	-	-	-	-	-	-
3	Shares or equivalent ownership interests	-	-	-	-	-	-	-	-
4	Share-linked instruments or equivalent non-cash instruments	-	-	-	-	-	-	-	-
5	Other instruments	-	-	-	-	-	-	-	-
6	Other forms	-	-	-	-	-	-	-	-
7	**MB Management function**	**6,421,801**	**1,193,379**	**5,228,422**	**-**	**-**	**1,907,448**	**1,859,997**	**5,000,368**
8	Cash-based	1,235,911	449,650	786,261	-	-	-	1,000,281	-
9	Shares or equivalent ownership interests	5,185,890	743,729	4,442,161	-	-	1,907,448	859,716	5,000,368
10	Share-linked instruments or equivalent non-cash instruments	-	-	-	-	-	-	-	-
11	Other instruments	-	-	-	-	-	-	-	-
12	Other forms	-	-	-	-	-	-	-	-
13	**Other senior management**	**9,179,638**	**1,887,797**	**7,291,840**	**-**	**-**	**6,646,721**	**2,872,513**	**4,720,875**
14	Cash-based	1,851,436	663,376	1,188,061	-	-	-	1,650,502	-
15	Shares or equivalent ownership interests	7,242,878	1,191,060	6,051,818	-	-	6,623,740	1,197,820	4,626,688
16	Share-linked instruments or equivalent non-cash instruments	85,323	33,361	51,961	-	-	22,981	24,191	94,188
17	Other instruments	-	-	-	-	-	-	-	-
18	Other forms	-	-	-	-	-	-	-	-
19	**Other identified staff**	**2,902,925**	**848,832**	**2,054,093**	**-**	**-**	**907,130**	**1,408,924**	**1,550,014**
20	Cash-based	1,093,970	262,258	831,712	-	-	-	864,795	-
21	Shares or equivalent ownership interests	1,492,275	523,238	969,037	-	-	793,556	544,129	1,074,811
22	Share-linked instruments or equivalent non-cash instruments	316,680	63,336	253,344	-	-	113,573	-	475,203
23	Other instruments	-	-	-	-	-	-	-	-
24	Other forms	-	-	-	-	-	-	-	-
25	**Total amount**	**18,504,363**	**3,930,009**	**14,574,355**	**-**	**-**	**9,461,299**	**6,141,434**	**11,271,257**

EU REM4 - Remuneration of € 1 million or more per year

	EUR	a Identified staff that are high earners as set out in Article 450(i) CRR
1	1 000 000 to below 1 500 000	
2	1 500 000 to below 2 000 000	1
3	2 000 000 to below 2 500 000	
4	2 500 000 to below 3 000 000	
5	3 000 000 to below 3 500 000	
6	3 500 000 to below 4 000 000	1
7	4 000 000 to below 4 500 000	
8	4 500 000 to below 5 000 000	
9	5 000 000 to below 6 000 000	
10	6 000 000 to below 7 000 000	
11	7 000 000 to below 8 000 000	

EU REM5 - Information on remuneration of staff whose professional activities have a material impact on institutions' risk profile (identified staff)

		a	b	c	d	e	f	g	h	i	j
		Management body remuneration			**Business areas**						
		MB Supervisory function	**MB Management function**	**Total MB**	**Investment banking**	**Retail banking**	**Asset management**	**Corporate functions**	**Independent internal control functions**	**All other**	**Total**
1	**Total number of identified staff**										**226**
2	Of which: members of the MB	11	8	19							
3	Of which: other senior management				7	5	2	16	7	-	
4	Of which: other identified staff				49	41	53	5	22	-	
5	**Total remuneration of identified staff**	**297,600**	**9,948,144**	**10,245,744**	**10,526,883**	**5,693,079**	**8,752,372**	**6,829,583**	**5,343,865**	**-**	
6	Of which: variable remuneration	-	5,951,894	5,951,894	4,172,034	1,248,875	2,062,878	2,027,131	863,140	-	
7	Of which: fixed remuneration	297,600	3,996,250	4,293,850	6,354,849	4,444,204	6,689,494	4,802,452	4,480,725	-	

Declaration pursuant to the EBA Guidelines 2016/11 on disclosure requirements under Part Eight of Regulation (EU) No 575/2013

The undersigned Svetlana Pančenko (as member of the management board of UniCredit Bank Austria AG) and Andreea Marica (as Manager charged with preparing the report of remuneration and incentive systems and practices)

CERTIFY

that, pursuant to the EBA Guidelines 2016/11 on disclosure requirements under Part Eight of Regulation (EU) No 575/2013 (“CRR”), paragraph 4.2 – section C, disclosures provided according to the aforementioned Part Eight have been prepared in accordance with the internal control processes agreed upon at management body level.

Vienna, 14 June 2024

Svetlana Pančenko
Member of the Management Board
People & Culture

Andreea Marica
Head of P&C Performance, Reward & Organizational Excellence