

Consolidated Corporate Governance Report

UNIQA has been committed to compliance with the Austrian Code of Corporate Governance (ÖCGK) as currently amended since 2004 and publishes the declaration of conformity both in the Group report and on www.uniqagroup.com in the Investor Relations section. The Austrian Code of Corporate Governance is also publicly available at www.uniqagroup.com and www.corporate-governance.at.

The Corporate Governance Report and the Consolidated Corporate Governance Report of UNIQA Insurance Group AG are summarised in this report in accordance with Section 267b in conjunction with Section 251(3) of the Austrian Commercial Code.

Implementation and compliance with the individual rules in the Austrian Code of Corporate Governance, with the exception of Rules 77 to 83, are evaluated annually by PwC Wirtschaftsprüfung GmbH. Rules 77 to 83 of the Austrian Code of Corporate Governance are evaluated by the law firm Schönherr Rechtsanwälte GmbH. The evaluation is carried out based mainly on the questionnaire, published by the Austrian Working Group for Corporate Governance, for the evaluation of compliance with the Code. The reports on the external evaluation in accordance with Rule 62 of the Austrian Code of Corporate Governance can also be found at www.uniqagroup.com.

The Supervisory Board is supported by Vienna Strategy HUB GmbH with self-assessments of the Supervisory Board regarding the efficiency of its activities (Rule 36 of the Austrian Code of Corporate Governance).

UNIQA also declares its continued willingness to comply with the Austrian Code of Corporate Governance as currently amended.

Members of the Management Board

Name	Responsible for	Supervisory Board appointments or comparable functions in other domestic and foreign companies not included in the consolidated financial statements
<p>Andreas Brandstetter, Chief Executive Officer (CEO)</p> <p>* 1969, appointed 1 January 2002 until 30 June 2024</p>	<ul style="list-style-type: none"> • Strategy & Transformation • UNIQA Ventures • New Business Areas (Health/Mavie Holding) – together with Peter Eichler • Group General Secretary • Auditing • Customers & Markets Bancassurance Austria (on an interim basis from 1 January 2023 until 31 March 2023) <ul style="list-style-type: none"> • Product Service • Sales Service • Sales Management 	<ul style="list-style-type: none"> • Member of the Supervisory Board of STRABAG SE, Villach • Member of the Supervisory Board of the KHM Association of Museums, Vienna
<p>Peter Eichler, Personal Insurance</p> <p>* 1961, appointed 1 July 2020 until 30 June 2024</p>	<ul style="list-style-type: none"> • Product Development – Health, Life & Casualty • Health Inpatient Benefits • Asset Management (UCM/UREM) • New Business Areas (Health/Mavie Holding) – together with Andreas Brandstetter 	
<p>Wolf-Christoph Gerlach, Operations</p> <p>* 1979, appointed 1 July 2020 until 30 June 2024</p>	<ul style="list-style-type: none"> • Applications, Contracts & Customer Service • Property–Motor Vehicle/Property/Casualty Insurance • Life & Health Outpatient Benefits • Business Organisation (incl. OPEX & GPO) • Purchasing & Administration • Group Service Centre (Nitra) 	
<p>Peter Humer, Customers & Markets Austria</p> <p>* 1971, appointed 1 July 2020 until 30 June 2024</p>	<ul style="list-style-type: none"> • Regional offices • Retail Austria <ul style="list-style-type: none"> • Product Development & Pricing for Motor Vehicles and Standard Property Business • Sales Service • Sales Management • Corporate Austria <ul style="list-style-type: none"> • Product Development & Risk Engineering for Corporate Property Insurance • Affinity Business • Art Insurance • Digitalisation 	<ul style="list-style-type: none"> • Member of the Supervisory Board of Salzburg Wohnbau GmbH, Salzburg • Member of the Supervisory Board of “Wohnungseigentum”, Tiroler gemeinnützige Wohnbaugesellschaft m.b.H., Innsbruck • Member of the Supervisory Board of Österreichische Hagelversicherung-Versicherungsverein auf Gegenseitigkeit, Vienna (since 9 March 2022)
<p>Wolfgang Kindl, Customers & Markets International</p> <p>* 1966, appointed 1 July 2020 until 30 June 2024</p>	<ul style="list-style-type: none"> • Retail International <ul style="list-style-type: none"> • Product Development & Pricing for Motor Vehicles and Standard Property Business • Sales Service • Sales Management • Corporate International <ul style="list-style-type: none"> • Product Development & Risk Engineering for Corporate Property Insurance • Major/International Brokers • Affinity Business • Bank International <ul style="list-style-type: none"> • Product Service • Sales Service • Sales Management • New Insurance Solutions • Mergers & Acquisitions • Performance & Change Management International • General Secretariat International 	

Management and monitoring functions in significant subsidiaries

Number of UNIQA
shares held as at
31 December 2022

- Chairman of the Management Board of UNIQA Österreich Versicherungen AG, Vienna
- Chairman of the Supervisory Board of SIGAL UNIQA Group AUSTRIA sh.a., Tirana
- Chairman of the Supervisory Board of SIGAL LIFE UNIQA Group AUSTRIA sh.a., Tirana
- Chairman of the Board of Directors of UNIQA Re AG, Zurich

124,479 shares

- Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna
- Chairman of the Supervisory Board of PremiQaMed Holding GmbH, Vienna
- Member of the Supervisory Board of Valida Holding AG, Vienna
- Deputy President of the Board of Directors of UNIQA Versicherung AG, Vaduz
- Member of the Supervisory Board of UNIQA Towarzystwo Ubezpieczeń na Życie S.A., Warsaw
- Member of the Supervisory Board of UNIQA penzijní společnost a.s., Prague
- Member of the Supervisory Board of UNIQA investiční společnost a.s., Prague
- Member of the Supervisory Board of UNIQA d.d.s., a.s., Bratislava
- Member of the Supervisory Board of UNIQA d.s.s., a.s., Bratislava
- President of the Board of Directors of UNIQA GlobalCare SA, Geneva

12,669 shares

- Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna
- Member of the Supervisory Board of UNIQA Asigurari de Viata SA, Bucharest
- Member of the Supervisory Board of CherryHUB BSC Korlátolt Felelősségű Társaság, Budapest
- Member of the Supervisory Board of UNIQA Biztosító Zrt., Budapest
- Member of the Supervisory Board of UNIQA pojišťovna, a.s., Prague
- Member of the Supervisory Board of UNIQA Towarzystwo Ubezpieczeń S.A., Warsaw
- Chairman of the Supervisory Board of UNIQA Group Service Center Slovakia, spol. s r.o., Nitra

10,370 shares

- Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna

12,137 shares

- Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna
- Member of the Supervisory Board of SIGAL UNIQA Group AUSTRIA sh.a., Tirana
- Member of the Supervisory Board of SIGAL LIFE UNIQA Group AUSTRIA sh.a., Tirana
- Member of the Board of Directors of UNIQA GlobalCare SA, Geneva
- President of the Supervisory Board of CherryHUB BSC Korlátolt Felelősségű Társaság, Budapest

17,848 shares

Members of the Management Board

Name	Responsible for	Supervisory Board appointments or comparable functions in other domestic and foreign companies not included in the consolidated financial statements
René Knapp, HR & Brand * 1983, appointed 1 July 2020 until 30 June 2024	<ul style="list-style-type: none"> • Strategic Personnel Management • Operating Personnel Management • Brand & Communication • Ethics, Sustainability & Public Affairs • Works Council 	<ul style="list-style-type: none"> • Member of the Supervisory Board of Österreichische Förderungsgesellschaft der Versicherungsmathematik GmbH (ÖFdv GmbH), Vienna
Erik Leyers, Data & IT * 1969, appointed 1 June 2016 until 30 June 2024	<ul style="list-style-type: none"> • Data Management • UITS (UNIQA IT Services GmbH) • UIP Project (UNIQA Insurance Platform) 	<ul style="list-style-type: none"> • Member of the Supervisory Board of Raiffeisen Informatik Geschäftsführungs GmbH, Vienna
Klaus Pekarek, Customers & Markets Bancassurance Austria * 1956, appointed 1 July 2020 until 31 December 2022	<ul style="list-style-type: none"> • Product Service • Sales Service • Sales Management 	
Sabine Pfeffer, Customers & Markets Bancassurance Austria * 1972, appointed 1 April 2023 until 31 December 2026	<ul style="list-style-type: none"> • Product Service • Sales Service • Sales Management 	
Kurt Svoboda, Finance & Risk Management * 1967, appointed 1 July 2011 until 30 June 2024	<ul style="list-style-type: none"> • Legal & Compliance • Investor Relations • Controlling • Finance & Accounting • Actuarial Services • Risk Management • Regulatory Affairs • Reinsurance • Auditing 	<ul style="list-style-type: none"> • Member of the Supervisory Board of Wiener Börse AG, Vienna

The work of the Management Board

The work of the members of the Management Board of UNIQA Insurance Group AG is regulated by the rules of procedure. The allocation of the responsibilities as decided by the Group Executive Board is approved by the Supervisory Board. The rules of procedure govern the obligations of the members of the Management Board to provide the Supervisory Board and each other with information and approve each other's activities. The rules of procedure also specify a list of activities that require consent from the Supervisory Board. The Management Board generally holds weekly meetings in which the members of the Management Board report on the current course of business, determine what steps should be taken and make strategic corporate decisions. In addition, there is a continuous exchange of information between the members of the Management Board regarding relevant activities and events.

The meetings of the Management Boards of UNIQA Insurance Group AG and UNIQA Österreich Versicherungen AG, which are composed of the same individuals, are usually held as joint sessions.

The Management Board informs the Supervisory Board at regular intervals, in a timely and comprehensive manner, about all relevant questions of business development, including the risk situation and the risk management of the Group. In addition, the Chairman of the Supervisory Board is in regular contact with the CEO to discuss the company's strategy, business performance and risk management.

Management and monitoring functions in significant subsidiaries

Number of UNIQA
shares held as at
31 December 2022

- Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna 10,000 shares

- Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna 11,643 shares
- Member of the Supervisory Board of UNIQA Towarzystwo Ubezpieczeń S.A., Warsaw
- Member of the Supervisory Board of UNIQA pojišťovna, a.s., Prague
- Member of the Supervisory Board of UNIQA Group Service Center Slovakia, spol. s r.o., Nitra
- Chairman of the Supervisory Board of sTech d.o.o., Belgrade (until 6 December 2022)

- Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna 13,603 shares
- Vice Chairman of the Supervisory Board of Valida Holding AG, Vienna

- Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna (from 1 April 2023)

- Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna 18,546 shares
- Vice Chairman of the Board of Directors of UNIQA Re AG, Zurich
- Member of the Supervisory Board of UNIQA pojišťovna, a.s., Prague
- Member of the Supervisory Board of CherryHUB BSC Korlátolt Felelősségű Társaság, Budapest
- Member of the Supervisory Board of UNIQA Biztosító Zrt., Budapest
- Member of the Supervisory Board of UNIQA Towarzystwo Ubezpieczeń S.A., Warsaw
- Member of the Supervisory Board of UNIQA Towarzystwo Ubezpieczeń na Życie S.A., Warsaw

Members of the Supervisory Board

Name	Management and monitoring functions in significant subsidiaries	Management and monitoring functions in significant subsidiaries	Reported number of UNIQA shares held at 31 December 2022
Walter Rothensteiner, Chairman * 1953, appointed 3 July 1995 until the 24th AGM (2023)		<ul style="list-style-type: none"> Chairman of the Supervisory Board of UNIQA Österreich Versicherungen AG, Vienna 	
Christian Kuhn, 1st Vice Chairman * 1954, appointed 15 May 2006 until the 24th AGM (2023)		<ul style="list-style-type: none"> Vice Chairman of the Supervisory Board of UNIQA Österreich Versicherungen AG, Vienna 	
Johann Strobl, 2nd Vice Chairman * 1959, appointed 25 May 2020 until the 24th AGM (2023)	<ul style="list-style-type: none"> Member of the Supervisory Board of UNIQA Österreich Versicherungen AG, Vienna 	<ul style="list-style-type: none"> Vice Chairman of the Supervisory Board of Tatra banka, a. s., Bratislava 	
Burkhard Gantenbein, 3rd Vice Chairman * 1963, appointed 29 May 2017 until the 24th AGM (2023)		<ul style="list-style-type: none"> Member of the Supervisory Board of UNIQA Österreich Versicherungen AG, Vienna 	25,250 shares
Markus Andréewitch, Member * 1955, appointed 26 May 2014 until the 24th AGM (2023)		<ul style="list-style-type: none"> Member of the Supervisory Board of UNIQA Österreich Versicherungen AG, Vienna 	
Marie-Valerie Brunner, Member * 1967, appointed 28 May 2018 until the 24th AGM (2023)		<ul style="list-style-type: none"> Member of the Supervisory Board of UNIQA Österreich Versicherungen AG, Vienna 	1,750 shares
Klaus Buchleitner, Member * 1964, appointed 23 May 2022 until the 24th AGM (2023)		<ul style="list-style-type: none"> Member of the Supervisory Board of UNIQA Österreich Versicherungen AG, Vienna (since 23 May 2022) 	
Anna Maria D'Hulster, Member * 1964, appointed 20 May 2019 until the 24th AGM (2023)		<ul style="list-style-type: none"> Member of the Supervisory Board of UNIQA Österreich Versicherungen AG, Vienna 	
Elgar Fleisch, Member * 1968, appointed 28 May 2018 until the 24th AGM (2023)		<ul style="list-style-type: none"> Member of the Supervisory Board of UNIQA Österreich Versicherungen AG, Vienna 	
Martin Grüll, Member * 1959, appointed 20 May 2019 until 23 May 2022 (resigned)		<ul style="list-style-type: none"> Member of the Supervisory Board of UNIQA Österreich Versicherungen AG, Vienna (until 23 May 2022) 	
Jutta Kath, Member * 1960, appointed 30 May 2016 until the 24th AGM (2023)		<ul style="list-style-type: none"> Member of the Supervisory Board of UNIQA Österreich Versicherungen AG, Vienna Member of the Board of Directors of UNIQA Re AG, Zurich 	
Delegated by the Central Works Council			
Sabine Andre * 1966, since 20 May 2019			
Peter Göttinger * 1976, from 10 April 2013 until 26 May 2015 and since 30 May 2016			
Heinrich Kames * 1962, since 10 April 2013			56 shares
Harald Kindermann * 1969, since 26 May 2015			750 shares
Irene Scheiber * 1965, since 20 May 2020			

Committees of the Supervisory Board

Committee	Chairpersons	Vice Chairpersons	Members	Delegated by the Central Works Council
Committee for Board Affairs	Walter Rothensteiner	Christian Kuhn	Burkhard Gantenbein, Johann Strobl	
Working Committee	Walter Rothensteiner	Christian Kuhn	Marie-Valerie Brunner (since 18 August 2022), Elgar Fleisch, Burkhard Gantenbein, Martin Grüll (until 23 May 2022), Johann Strobl	Sabine Andre, Peter Gattinger, Heinrich Kames
Audit Committee	Walter Rothensteiner	Christian Kuhn	Anna Maria D'Hulster, Burkhard Gantenbein, Jutta Kath, Johann Strobl	Sabine Andre, Peter Gattinger, Heinrich Kames
Investment Committee	Marie-Valerie Brunner (since 23 May 2022), Martin Grüll (until 23 May 2022)	Christian Kuhn	Marie-Valerie Brunner (until 23 May 2022), Klaus Buchleitner (since 23 May 2022), Anna Maria D'Hulster, Burkhard Gantenbein, Jutta Kath	Sabine Andre, Peter Gattinger, Heinrich Kames
IT Committee	Markus Andréewitch	Jutta Kath	Marie-Valerie Brunner, Elgar Fleisch	Peter Gattinger, Heinrich Kames
Digital Transformation Committee	Elgar Fleisch	Burkhard Gantenbein	Markus Andréewitch, Marie-Valerie Brunner, Anna Maria D'Hulster, Walter Rothensteiner	Sabine Andre, Peter Gattinger, Heinrich Kames
Human Resources and General Remuneration Committee (HR Committee) – appointed by the Supervisory Board on 7 April 2022	Burkhard Gantenbein	Marie-Valerie Brunner	Anna Maria D'Hulster, Elgar Fleisch	Sabine Andre, Peter Gattinger

Publication in accordance with Rule 49 of the Austrian Code of Corporate Governance

Group companies of UNIQA Insurance Group AG have appointed the law firm andréewitch & partner rechtsanwälte GmbH to provide consulting services on matters involving IT law. Supervisory Board member Markus Andréewitch holds a 60 per cent stake in this company. A new partner of andréewitch & partner rechtsanwälte GmbH will assume responsibility for the existing mandate from UNIQA to provide legal advice. Markus Andréewitch does not personally contribute to the advisory services. The advisory services are remunerated at arm's length. The Supervisory Board has provided its consent for the mandate to provide legal advice to continue.

The work of the Supervisory Board and its committees

The Supervisory Board advises the Management Board in its strategic planning and projects. It decides on the matters assigned to it by law, the Articles of Association and its rules of procedure. The Supervisory Board is responsible for supervising the management of the company by the Management Board. It is comprised of ten shareholder representatives and five employee representatives and it convened for five meetings in 2022. Two decisions were made by way of circular resolution. All members of the Supervisory Board attended more than half of the meetings of the Supervisory Board in the 2022 financial year either in person, or virtually via telephone or video conference.

A **Committee for Board Affairs** has been appointed to handle the relationship between the company and the members of its Management Board relating to employment and salary; this committee also acts as the **Nominating and Remuneration Committee** (for the Management Board) and is composed of the members of the Executive Committee of the Supervisory Board. In 2022, the Committee dealt with the preparation of the Remuneration Reports for the Management Board and the Supervisory Board in alignment with the remuneration policy established for each as well as with the succession planning of the Management Board and the Supervisory Board over several meetings.

The **Working Committee** of the Supervisory Board is only called upon to make decisions if the urgency of the matter means that the decision cannot wait until the next meeting of the Supervisory Board. It is the Chairman's responsibility to assess the urgency of the matter. The resolutions passed must be reported in the next meeting of the Supervisory Board. Generally, the Working Committee can make decisions on any issue that is the responsibility of the Supervisory Board, but this does not include issues of particular importance or matters that must be decided upon by the full Supervisory Board by law. The Working Committee did not convene for any meetings in 2022.

The **Audit Committee** of the Supervisory Board performs the duties assigned to it by law. The Audit Committee convened for four meetings, which were also attended by the statutory auditor of the (consolidated) financial statements, and there were also discussions with the auditor without the presence of the Management Board. The meetings dealt with all the documents relating to the financial statements, the Corporate Governance Report, the appropriation of profit proposed by the Management Board and the report on the audit of the risk management (all for the 2021 financial year); PwC Wirtschaftsprüfung GmbH was again proposed for selection as auditor for the 2023 financial year based on a public invitation to tender; furthermore, the audit of the 2022 financial statements of the companies of the consolidated group was discussed with the statutory auditor, and the statutory auditor reported on the results of preliminary audits. In particular, the Audit Committee received quarterly reports from Internal Audit concerning audit areas and material findings based on the audits conducted and the compliance officer reported on her activities on an ongoing basis. The accounting process was monitored on the basis of concrete case studies.

The **Investment Committee** advises the Management Board with regard to its investment policy; it has no decision-making authority. The Investment Committee held four meetings during which the members discussed the capital investment strategy, questions concerning capital structure and the focus of risk management and asset liability management.

The **IT Committee** dealt with the ongoing monitoring of the progress of the project implementing the UNIQA Insurance Platform as well as further IT projects over the course of four meetings.

The **Digital Transformation Committee** held four meetings in 2022 in which it dealt with the digitalisation of core processes, the reduction in complexities in the product portfolio and the consolidation of digital work processes related to customers and employees.

The **Supervisory Board's Human Resources and General Remuneration Committee** (HR Committee), which was newly appointed on 7 April 2022, held three meetings on diversity and inclusion matters, employee development and talent management issues, as well as executive remuneration schemes and employee share ownership schemes. The Committee also dealt intensively with the progress of the HR strategy within the framework of UNIQA 3.0. The HR Committee's activities are closely coordinated with the Personnel Committee.

The chairs of the respective committees informed the full Supervisory Board about the meetings and their committees' work.

For information concerning the activities of the Supervisory Board and its committees, please also refer to the details in the Report of the Supervisory Board.

As the shareholder representatives are composed of the same individuals, the Supervisory Board of UNIQA Insurance Group AG meets in a joint session with the Supervisory Board of UNIQA Österreich Versicherungen AG.

Independence of the Supervisory Board

All members of the Supervisory Board elected during the Annual General Meeting have declared their independence under Rule 53 of the Austrian Code of Corporate Governance. Both Anna Maria D'Hulster and Jutta Kath also fulfil the criteria of Rule 54 of the Austrian Code of Corporate Governance, as they are neither shareholders with a stake of more than 10 per cent nor do they represent the interests of such shareholders.

A Supervisory Board member is considered independent if he or she is not in any business or personal relationship with the company or its Management Board that represents a material conflict of interest and is therefore capable of influencing the behaviour of the member concerned.

UNIQA has established the following additional criteria for determining the independence of a Supervisory Board member:

- The Supervisory Board member should not have been a member of the Management Board or a senior executive of the company or a subsidiary of the company in the past five years.
- The Supervisory Board member should not maintain or have maintained within the last year any business relationship with the company or a subsidiary of the company that is material for the Supervisory Board member concerned. This also applies to business relationships with companies in which the Supervisory Board member has a significant economic interest, but does not apply to functions performed on decision-making bodies in the Group.
- The Supervisory Board member should not have been an auditor of the company or a shareholder or salaried employee of the auditing company within the last three years.
- The Supervisory Board member should not be a member of the Management Board of another company in which a Management Board member of the company is a member of the other company's Supervisory Board unless one of the companies is a member of the other company's group or holds an investment in the other company.
- The Supervisory Board member should not be a member of the Supervisory Board for longer than 15 years. This does not apply to Supervisory Board members who are shareholders with a business investment or who are representing the interests of such a shareholder.
- The Supervisory Board member should not be a close family relative (direct descendant, spouse, life partner, parent, uncle, aunt, sibling, niece or nephew) of a Management Board member or of persons who are in one of the positions described in the above points.

Measures to promote women on the Management Board, the Supervisory Board and in executive positions

Our employees are just as diverse as our customers. Together, we form a community in which we value and respect each other, regardless of gender, age, origin, physical ability, sexual orientation, religion, world view or other characteristics. The decision to promote diversity and inclusion at UNIQA is the decision to live "customer first".

UNIQA is convinced that a high degree of diversity and successful inclusion can enhance its success on a sustainable basis. In addition to better financial results, greater satisfaction among customers and employees and higher innovation potential, diversity has a particular effect on increased resilience, risk awareness and flexibility and is thus a decisive success factor in times of crisis.

With Marie-Valerie Brunner, Anna Maria D'Hulster and Jutta Kath, three women have been elected to the Supervisory Board of UNIQA Insurance Group AG. The proportion of female Supervisory Board members among the elected members (shareholder representatives) therefore amounts to the legally required 30 per cent. With Sabine Andre and Irene Scheiber, two women have been delegated to the group of employee representatives on the Supervisory Board, which means that there is a ratio of 40 per cent female members in the group of employee representatives. In relation to the full Supervisory Board, the legal quota of women is also exceeded with a share of 33 per cent.

In 2022, there were still no women included among the nine members of the Management Boards of UNIQA Insurance Group AG and UNIQA Österreich Versicherungen AG, which are composed of the same individuals. However, the first woman will be represented as of 1 April 2023 with Sabine Pfeffer. She will be succeeding Klaus Pekarek who retired on 31 December 2022. This is an important step on the way towards "more women in management positions". The UNIQA Group does of course also continue to implement various accompanying measures in addition to its clear commitment to this goal. The objective is to change the framework conditions and prerequisites in such a way that the organisation becomes more permeable overall for women's careers. At 57.8 per cent (2021: 57.3 per cent), the share of women in the total workforce in the UNIQA Group was again slightly increased at the end of 2022. This high proportion is driven primarily by the international insurance companies (62.7 per cent).

The proportion of women on the Management Boards in the Group is 27.1 per cent and therefore slightly decreased compared to 2021 (28.1 per cent). Of a total of 507 managers in Austria, 167 are women, which corresponds to a share of nearly 33 per cent and is thus similar to the level of the previous year. In the UNIQA Group's international companies, 47.4 per cent of the managers are currently women. The share of women has thus fallen by 1.4 percentage points compared to 2021. As a result, the average number of female managers in the entire UNIQA Group (707 of a total of 1,646 persons) has also decreased and now amounts to 43.0 per cent (2021: 43.7 per cent).

Diversity concept

Within the previously established structure comprising a Diversity & Inclusion Officer and the Diversity & Inclusion Committee, the defined objectives were consistently pursued in 2022.

The well-known focal points remain unchanged:

- 1. Women in management** – more women in management positions
- 2. Compensation fairness** – equal pay for work of equal value
- 3. Generation management** – old and young together contribute to the success of the company
- 4. People with disabilities** – integrate, promote and offer positions where they can use their strengths
- 5. Achieving a work/life balance**
- 6. Internationality and background** – using internationality and cultural diversity as a strength
- 7. Sexual orientation** – sexual orientation and identity are respected

The Diversity & Inclusion Strategy adopted by the Management Board in March 2022 led to two specific focal points being defined in the core insurance business by the end of 2023 within the framework of these broad-based goals: more women in management positions and higher-grade roles as well as equal pay.

Equal pay for work of equal value

The plan is for the adjusted pay gap in the back office at the Austrian location to be reduced to significantly less than 1 per cent by the end of 2023.

We immediately defined and implemented measures and also implemented a control loop consisting of detailed analyses and the measures taken in order to achieve this goal. The success was already evident in mid-2022 with a new equal pay analysis, where the inexplicable pay gap was reduced to 0.6 per cent.

In our second home market of CEE, we are focusing in the first step on our large national companies in Poland, Czechia and Slovakia, where we will also implement standardised and routine equal pay analyses and measures by the end of 2023.

More women in management positions

We have set ourselves the goal of increasing the proportion of women in higher-grade roles by 5 percentage points by the end of 2023 at the Austrian site, in back office roles in general and explicitly in management positions.

With this objective, we hope to achieve more gender diversity in higher-ranking roles and at all management levels. We see the equality of women as experts as an important basis for equality in succession planning and equal participation in all management processes. Measures within various HR processes as well as mentoring, support for childcare, working from home and even greater flexibility in working hours should further improve the corresponding overall conditions. The newly implemented recruitment guidelines contain specific requirements for more gender diversity. As a whole, these promote diversity in all teams and at all management levels, ensure equal opportunities for all employees and guarantee an objective and transparent selection process for managers. The successful cooperation with Female Founders was continued in 2022. This gives female talent at UNIQA an attractive opportunity for personal development.

Improving work/life balance plays a clear role in equal opportunities. There are three different home office models available to employees, offering a high degree of flexibility and thereby making a significant contribution towards improving the work/life balance.

Generation management

The increasing shortage of skilled workers, which will intensify in the coming years due to demographic developments, was identified as a major challenge for the future. Here, too, UNIQA is taking action at various points, with more intensive training for its own skilled workers based on an apprentice concept that has also led to the establishment of an apprentice network. This idea was submitted, approved and implemented as part of an open innovation competition for ideas.

People with disabilities

UNIQA has actively addressed the issue of disability as a career factor by taking part in the 2022 myAbility Talent Programme. Networking with highly qualified students with disabilities or chronic illnesses is intended to gradually lead to more innovative and diverse teams. Accessible workplaces are an important prerequisite for this. For this reason, an audit was carried out in October 2022 to verify accessibility at UNIQA Tower. In addition to largely confirming the measures already in place, potential for improvement was also identified which will now be incorporated into the planning for the redesign.

In addition, initiatives aimed at raising awareness among employees (through events and support for artists with disabilities) as well as the commitment to myAbility events (closing event for the Talent Programme and Disability Comfort Day) are evidence of UNIQA's commitment to people with disabilities.

Commitment to diversity, equality and inclusion

Our fundamental rejection of all forms of exclusion and discrimination is expressed in the Diversity & Inclusion Policy, which we began drafting in 2022.

A standardised process for dealing with allegations of discrimination has already been introduced. This is intended to provide employees with even greater protection from discrimination and harassment.

We also re-emphasised our approach in 2022 through a number of different priorities. For instance, UNIQA celebrated the Day of Inclusion of People with Disabilities as well as International Women's Day. A series of events organised by the women's network appealed to many people throughout the entire year. During Pride Month, in addition to taking part in the Pride parades in Vienna and Warsaw, the rainbow display at the UNIQA Tower and joining Pride Biz also provided strong signals in favour of promoting sexual diversity in the world of work.

UNIQA decided to suspend the lighting at the Tower during the evenings in August as a visible sign in the current energy crisis. UNIQA made a very conscious decision to make just a few exceptions: The UNIQA Tower lit up as a "tower of names" to mark the anniversary of the Night of Broken Glass in 1938, for "Orange the World" as a clear statement to protest violence against women and for #purplelightup to champion an accessible economy with no barriers.

Remuneration Report

The Remuneration Report 2022 for the Management Board and Supervisory Board of UNIQA Insurance Group AG is prepared in accordance with Sections 78c and 98a of the Austrian Stock Corporation Act and will be submitted to the Annual General Meeting on 6 June 2023 for approval.

Risk report, directors' dealings

A comprehensive risk report (Rules 69 and 70 of the Austrian Code of Corporate Governance) is included in the notes to the consolidated financial statements. The notifications concerning directors' dealings in the year under review (Rule 73 of the Austrian Code of Corporate Governance) can be found in the Investor Relations section of the Group website at www.uniqagroup.com.

External evaluation

Implementation of, and compliance with, the individual rules in the Austrian Code of Corporate Governance are evaluated by PwC Wirtschaftsprüfung GmbH for the 2022 financial year – with the exception of Rules 77 to 83. Rules 77 to 83 of the Austrian Code of Corporate Governance are evaluated by the law firm Schönherr Rechtsanwälte GmbH. The evaluation is carried out based mainly on the questionnaire, published by the Austrian Working Group for Corporate Governance, for the evaluation of compliance with the Code.

The evaluation by PwC Wirtschaftsprüfung GmbH and Schönherr Rechtsanwälte GmbH confirming that UNIQA complied with the rules of the Austrian Code of Corporate Governance in 2022 will be published simultaneously with the annual financial report for the 2022 financial year.

Vienna, 8 March 2023



Andreas Brandstetter
Chairman of the
Management Board



Wolfgang Kindl
Member of the
Management Board



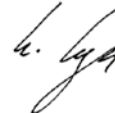
Peter Eichler
Member of the
Management Board



René Knapp
Member of the
Management Board



Wolf-Christoph Gerlach
Member of the
Management Board



Erik Leyers
Member of the
Management Board



Peter Humer
Member of the
Management Board



Kurt Svoboda
Member of the
Management Board