

UNIQA Insurance Group AG

Comparison of restated and previous articles pursuant to item 7 on the agenda

| Previous Version | Proposed Version |
|---|---|
| <p>§ 4 Share Capital and Shares</p> <p>.....</p> <p>(3) The Management Board is authorized until 30 June 2018 inclusive</p> <p style="padding-left: 20px;">(a) to increase the share capital once or several times with the consent of the Supervisory Board by a total of up to EUR 12,371,850 by issuing up to 12,371,850 bearer share units or registered share units with voting rights against settlement in cash or contribution in kind,</p> <p style="padding-left: 20px;">(b)</p> <p>.....</p> | <p>§ 4 Share Capital and Shares</p> <p>.....</p> <p>(3) The Management Board is authorized until 30 June 2019 inclusive</p> <p style="padding-left: 20px;">(a) to increase the share capital once or several times with the consent of the Supervisory Board by a total of up to EUR 81,000,000 by issuing up to 81,000,000 bearer share units or registered share units with voting rights against settlement in cash or contribution in kind,</p> <p style="padding-left: 20px;">(b)</p> <p>.....</p> |

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Comparison of restated and previous articles pursuant to item 8 on the agenda

| Previous Version | Proposed Version |
|---|--|
| <p>§ 7 Supervisory Board</p> <p>.....</p> <p>(9) The Supervisory Board has a quorum if at least half of its members elected by the Annual General Meeting, including the chairman and a deputy of the chairman or – in case of the chairman's incapacitation, three deputies of the chairman are present.</p> <p>.....</p> | <p>§ 7 Supervisory Board</p> <p>.....</p> <p>(9) The Supervisory Board has a quorum if at least half of its members elected by the Annual General Meeting, including the chairman and a deputy of the chairman or – in case of the chairman's incapacitation, three deputies of the chairman are present. Members of the supervisory board may be present at meetings of the supervisory board via video conference by video and audio real time transmission without physical presence at the place of the meeting, and may exercise their voting rights via that video conference (Section 92 (5) 4th sentence AktG); in this case as well, the supervisory board's quorum is governed by sentence 1.</p> <p>.....</p> |