

# RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG

## EUR 5,000,000,000 Debt Issuance Programme (the "Programme")

This supplement (the "**Second Supplement**") to the base prospectus dated 21 May 2014 as supplemented on 11 July 2014 (the "**Prospectus**") constitutes a supplement for the purposes of Article 13.1 of the *Loi relative aux prospectus pour valeurs mobilières* which implements Directive 2003/71/EC of the European Parliament and of the Council of 4 November 2003, as amended, into Luxembourg Law (the "**Luxembourg Law**") and is prepared in connection with the EUR 5,000,000,000 Debt Issuance Programme of RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG ("**RLB NÖ-Wien**" or the "**Issuer**"). Expressions defined in the Prospectus shall have the same meaning when used in the Second Supplement.

The Second Supplement is supplemental to, and should only be read in conjunction with, the Prospectus.

The Issuer has requested *Commission de Surveillance du Secteur Financier* (the "**CSSF**") of the Grand Duchy of Luxembourg in its capacity as competent authority under the Luxembourg Law, to provide the competent authorities in the Federal Republic of Germany ("**Germany**") and the Republic of Austria ("**Austria**") with a certificate of approval attesting that the Second Supplement has been drawn up in accordance with the Luxembourg Law (each a "**Notification**"). The Issuer may request the CSSF to provide competent authorities in additional host Member States within the European Economic Area with such a Notification.

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

The Second Supplement has been prepared following the publication of the Unaudited Consolidated Interim Financial Statements for the period ended on 30 June 2014.

### I. SUPPLEMENTAL INFORMATION RELATING TO THE SECTION "SUMMARY"

On page 9 in "Section B – Issuer" under "Element B.12 – Selected historical key financial information" the following information shall be added at the end of the section:

"The following table shows an overview of selected key financial information and key figures of the Issuer (Unaudited Consolidated Interim Financial Statements for the period ended on 30 June 2014 including comparison figures for 2013).

Amounts in EUR million	2014	2013
<b>Consolidated Income Statement</b>	<b>1.1.-30.6.</b>	<b>1.1.-30.6.</b>
Net interest income after impairment charge	45.2	34.9
Net fee and commission income	34.8	35.1
Net trading income	0.3	-0.3
Profit from investments in entities accounted for using the equity method	73.3	90.0
General administrative expenses	-99.5	-97.1
Profit for the period before tax	48.6	90.1
<b>Consolidated Balance Sheet</b>	<b>30.6.</b>	<b>30.6.</b>
Loans and advances to other banks	8,195	8,576
Loans and advances to customers	10,802	11,005
Deposits from other Banks	8,624	9,029
Deposits from customers	7,905	8,280
Equity (including profit)	2,292	2,355
Consolidated assets	28,634	29,070
<b>Regulatory information <sup>1)</sup></b>	<b>30.6. <sup>1)</sup></b>	<b>30.6. <sup>1)</sup></b>
Risk-weighted basis of assessment	11,706	11,845
Total own funds	2,920	2,460
Own funds requirement	1,028	1,017
Surplus own funds ratio	183.9%	141.8%
Tier 1 ratio (total)	16.3%	11.6%
Total own funds ratio	22.7%	19.3%

1) RLB NÖ-Wien is not a separate credit institution group (*Kreditinstitutgruppe*) within the meaning of the Austrian Banking Act (*Bankwesengesetz*, BWG) and, as a corporate group, RLB NÖ-Wien is not itself subject to the regulatory requirements for credit institution groups since it is part of the Raiffeisen-Holding NÖ-Wien credit institution group. The current figures for the RLB NÖ-Wien credit institution sub-group were determined according to the provisions of the CRR and the Austrian Banking Act. The previous year's figures are based on the then applicable rules under Basel II on RLB NÖ-Wien's individual institutional level and are therefore not comparable.

Source: unaudited Consolidated Interim Financial Statements for the period ended on 30 June 2014"

On page 9 the information in "Section B – Issuer" under "Element B.12 – Significant change in the financial and trading position" shall be deleted and replaced by the following information:

"Not applicable.

No significant change in the financial and trading position of the Issuer has taken place since 30 June 2014."

**II. SUPPLEMENTAL INFORMATION  
RELATING TO THE SECTION "GERMAN TRANSLATION OF THE SUMMARY"**

On page 24 in "Section B – Issuer" under "Element B.12 – Ausgewählte wesentliche historische Finanzinformationen" the following information shall be added at the end of the section:

"Die nachstehende Tabelle gibt in zusammengefasster Form einen Überblick über ausgewählte wesentliche Finanzinformationen und Kennzahlen der Emittentin (ungeprüfter Konzernzwischenabschluss für die Periode bis zum 30. Juni 2014 einschließlich Vergleichswerte für 2013).

Beträge in Mio. Euro	2014	2013
<b>Konzernerfolgsrechnung</b>	<b>1.1.-30.6.</b>	<b>1.1.-30.6.</b>
Zinsüberschuss nach Kreditvorsorge	45,2	34,9
Provisionsüberschuss	34,8	35,1
Handelsergebnis	0,3	-0,3
Ergebnis aus at equity bilanzierten Unternehmen	73,3	90,0
Verwaltungsaufwendungen	-99,5	-97,1
Periodenüberschuss vor Steuern	48,6	90,1
<b>Konzernbilanz</b>	<b>30.6.</b>	<b>31.12.</b>
Forderungen an Kreditinstitute	8.195	8.576
Forderungen an Kunden	10.802	11.005
Verbindlichkeiten gegenüber Kreditinstituten	8.624	9.029
Verbindlichkeiten gegenüber Kunden	7.905	8.280
Eigenkapital (inkl. Gewinn)	2.292	2.355
Konzernbilanzsumme	28.634	29.070
<b>Bankaufsichtliche Kennzahlen<sup>1)</sup></b>	<b>30.6. <sup>1)</sup></b>	<b>31.12. <sup>1)</sup></b>
Risikogewichtete Bemessungsgrundlage	11.706	11.845
Gesamte Eigenmittel	2.920	2.460
Eigenmittelerfordernis	1.028	1.017
Überdeckungsquote	183,9%	141,8%
Kernkapitalquote Gesamt	16,3%	11,6%
Eigenmittelquote Gesamt	22,7%	19,3%

1) Die RLB NÖ-Wien bildet keine eigene Kreditinstitutsgruppe im Sinne des BWG und unterliegt als Konzern selbst nicht den aufsichtsrechtlichen Bestimmungen für Bankengruppen, da sie Teil der Raiffeisen-Holding NÖ-Wien Kreditinstitutsgruppe ist. Die aktuellen Werte wurden nach den Bestimmungen der CRR sowie des BWG für die Teil-Kreditinstitutsgruppe der RLB NÖ-Wien ermittelt. Die Vorjahreswerte sind auf Basis der damals gültigen Regeln nach Basel II auf Einzelinstitutsebene der RLB NÖ-Wien dargestellt und somit nicht vergleichbar.

Quelle: ungeprüfter Konzernzwischenabschluss für das erste Halbjahr 2014 der RLB NÖ-Wien "

On page 24 the information in "Section B – Issuer" under "Element B.12 – Signifikante Veränderungen in der Finanz- bzw. Handelsposition" shall be deleted and replaced by the following information:

"Nicht anwendbar.

Seit 30. Juni 2014 sind keine wesentlichen Veränderungen in der Finanzlage bzw. Handelsposition der Emittentin eingetreten."

**III. SUPPLEMENTAL INFORMATION  
RELATING TO THE SECTION "RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG"**

On page 244 the information in subsection "Interim and other Financial Information" shall be deleted and replaced by the following information:

"The Issuer has published unaudited consolidated interim financial statements in German language for the period ended on 30 June 2014, which are incorporated by reference into this Prospectus, see "Documents incorporated by reference".

**RLB NÖ-Wien Overview (as of 30 June 2014 and comparison figures for 2013)  
(Consolidated Income Statement, Consolidated Balance Sheet)**

Amounts in EUR million	2014	2013
<b>Consolidated Income Statement</b>	<b>1.1.-30.6.</b>	<b>1.1.-30.6.</b>
Net interest income after impairment charge	45.2	34.9
Net fee and commission income	34.8	35.1
Net trading income	0.3	-0.3
Profit from investments in entities accounted for using the equity method	73.3	90.0
General administrative expenses	-99.5	-97.1
Profit for the period before tax	48.6	90.1
<b>Consolidated Balance Sheet</b>	<b>30.6.</b>	<b>30.6.</b>
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Consolidated assets	28,634	29,070
<b>Regulatory information <sup>1)</sup></b>	<b>30.6.<sup>1)</sup></b>	<b>30.6.<sup>1)</sup></b>
Risk-weighted basis of assessment	11,706	11,845
Total own funds	2,920	2,460
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1) RLB NÖ-Wien is not a separate credit institution group (*Kreditinstitutgruppe*) within the meaning of the Austrian Banking Act (*Bankwesengesetz*; BWG) and, as a corporate group, RLB NÖ-Wien is not itself subject to the regulatory requirements for credit institution groups since it is part of the Raiffeisen-Holding NÖ-Wien credit institution group. The current figures for the RLB NÖ-Wien credit institution sub-group were determined according to the provisions of the CRR and the Austrian Banking Act. The previous year's figures are based on the then applicable rules under Basel II on RLB NÖ-Wien's individual institutional level and are therefore not comparable.

Source: unaudited Consolidated Interim Financial Statements for the period ended on 30 June 2014"

On page 245 the information in subsection "Significant Change in RLB NÖ-Wien's Financial Position" shall be deleted and replaced by the following information:

"No significant change in the financial position of the Issuer has taken place since 30 June 2014."

*On page 247 the information after the second bullet point in subsection "Documents on Display" shall be deleted and replaced by the following information:*

"the consolidated annual financial statements for 2012 and 2013 of RLB NÖ-Wien Group in paper form (including auditor's reports) and the unaudited consolidated interim financial statements of the Issuer in German language for the period ended on 30 June 2014."

*On page 272 in subsection "Documents incorporated by reference" the following paragraph shall be newly added after bullet point (b) (the current bullet point (c) becomes bullet point (d)):*

"(c) the unaudited consolidated interim financial statements of the Issuer in German language for the period ended on 30 June 2014 extracted from the Half Year Report 2014 of the Issuer ("Unaudited Consolidated Interim Financial Statements for the period ended on 30 June 2014");"

*On page 273 in subsection "Comparative Table of Documents incorporated by Reference" after the bullet points below the heading "Audited Consolidated Financial Statements 2013" the following information shall be added:*

"Unaudited Consolidated Interim Financial Statements for the period ended on 30 June 2014

- Statement of Comprehensive Income (pages 24 – 25)
- Balance Sheet (page 26)
- Statement of Changes in Equity (page 27)
- Cash Flow Statement (page 28)
- Notes (pages 29 – 56)"

To the extent that there is any inconsistency between any statement in the Second Supplement and any other statement in or incorporated in the Prospectus, the statements in the Second Supplement will prevail.

The Second Supplement is available for viewing in electronic form at the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)) and at the website of the Issuer ([www.raiffeisenbank.at](http://www.raiffeisenbank.at)) and copies may be obtained free of charge from RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG, F.-W.-Raiffeisen-Platz 1, 1020 Vienna, Austria.

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

**In accordance with Article 13 paragraph 2 of the Luxembourg Law, investors who have already agreed to purchase or subscribe for Notes to be issued under the Programme before the Second Supplement is published have the right, exercisable within two working days after the publication of the Second Supplement, to withdraw their acceptances. The final date of the right of withdrawal will be 9 September 2014.**