

Second Supplement dated 6 September 2013
to the Debt Issuance Programme Prospectus dated 15 May 2013
as supplemented by the First Supplement dated 29 July 2013

*This document constitutes a supplement (the "**Second Supplement**") for the purposes of Article 13 of the Loi relative aux prospectus pour valeurs mobilières, as amended, (the "**Luxembourg Law**") which implements Directive 2003/71/EC of the European Parliament and the Council of 4 November 2003, as amended (the "**Prospectus Directive**"), into Luxembourg law to two base prospectuses of RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG: (i) the base prospectus in respect of non-equity securities ("**Non-Equity Securities**") within the meaning of Article 5 sub-paragraph 4 of the Prospectus Directive and Article 22 sub-paragraph 6(4) of the Commission Regulation (EC) No. 809/2004 of 29 April 2004, as amended (the "**Commission Regulation**") and (ii) the base prospectus in respect of Covered Bonds within the meaning of Article 22 sub-paragraph 6(3) of the Commission Regulation, as amended (together, the "**Debt Issuance Programme Prospectus**", or the "**Prospectus**").*

This Second Supplement is supplemental to and must be read in conjunction with the first supplement dated 29 July 2013 (the "**First Supplement**") and the Prospectus (the Prospectus together with the First Supplement, the "**Supplemented Prospectus**"). Therefore, with respect to future issues of Notes under the Programme of RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG, references in the Final Terms to the Prospectus are to be read as references to the Supplemented Prospectus as further supplemented by this Second Supplement.

RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG

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

RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG ("**RLB NÖ-Wien**" or the "**Issuer**") has requested the *Commission de Surveillance du Secteur Financier* (the "**CSSF**") of the Grand Duchy of Luxembourg ("**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.

This Second Supplement has been approved by the CSSF, has been filed with said authority and will be published in electronic form on the website of the Luxembourg Stock Exchange (www.bourse.lu).

RIGHT TO WITHDRAW

In accordance with Article 13 paragraph 2 of the Luxembourg Law, where the Supplemented Prospectus relates to an offer of Notes to the public, investors who have already agreed to purchase or subscribe for Notes before this Second Supplement is published have the right, exercisable within a time limit of two working days after the publication of this Second Supplement, until 10 September 2013, to withdraw their acceptances *provided that* the new factor, mistake or inaccuracy referred to in Article 13 paragraph 1 of the Luxembourg Law arose before the final closing of the offer to the public and the delivery of the Notes.

RESPONSIBILITY STATEMENT

RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG, with its registered office in Vienna, Republic of Austria is solely responsible for the information given in this Second Supplement. The Issuer hereby declares that, having taken all reasonable care to ensure that such is the case, the information contained in this Second Supplement is, to the best of its knowledge, in accordance with the facts and contains no omission likely to affect its import.

NOTICE

Terms defined or otherwise attributed meanings in the Supplemented Prospectus have the same meaning in this Second Supplement.

This Second Supplement shall only be distributed in connection with the Supplemented Prospectus.

The Issuer confirms that the Supplemented Prospectus and this Second Supplement contains all information with regard to the Issuer and any Notes which is material in the context of the Programme and the issue and offering of Notes thereunder, that the information contained therein is accurate in all material respects and is not misleading, that the opinions and intentions expressed therein are honestly held, that there are no other facts, the omission of which would make the Supplemented Prospectus and this Second Supplement as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect, and that all reasonable enquiries have been made to ascertain all facts and to verify the accuracy of all statements contained therein.

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

No person has been authorised to give any information which is not contained in, or not consistent with, the Supplemented Prospectus or this Second Supplement or any other information supplied in connection with the Programme and, if given or made, such information must not be relied upon as having been authorised by or on behalf of the Issuer, the Dealers or any of them.

Neither the Arranger nor any Dealer nor any other person mentioned in the Supplemented Prospectus or this Second Supplement, excluding the Issuer, is responsible for the information contained in the Supplemented Prospectus or this Second Supplement or any other document incorporated therein by reference and, accordingly, none of these persons accepts any responsibility for the accuracy and completeness of the information contained in any of these documents.

Save as disclosed herein and in the Supplemented Prospectus there has been no other significant new factor, material mistake or material inaccuracy relating to the information included in the Supplemented Prospectus since its publication.

SUPPLEMENTAL INFORMATION

The following paragraph and the following table shall be supplemented below the table in Element "B.12 – Selected historical key financial information" under the heading "SUMMARY – Section B – Issuer" on page 7 of the Supplemented Prospectus:

"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 2013 including comparison figures for 2012).

Amounts in Mio. EUR	2013	2012 ²⁾
Consolidated Income Statement	1.1.-30.6.	1.1.-30.6.
Net interest income after impairment charge	34.9	62.3
Net fee and commission income	35.1	35.7
Net trading income	-0.3	2.6
Profit from investments in entities accounted for using the equity method	90.0	150.5
General administrative expenses	-97.1	-90.5
Profit for the period before tax	90.1	164.9
Consolidated Balance Sheet	30.6.	31.12.
Loans and advances to other banks	9,851	10,042
Loans and advances to customers	10,812	10,465
Deposits from other Banks	11,326	12,643
Deposits from customers	8,042	8,090
Equity (including minority interests)	2,430	2,422
Consolidated assets	31,186	32,310
Regulatory information³⁾	30.6.	31.12.
Risk-weighted basis of assessment	12,844	13,383
Total own funds	2,162	2,116
Own funds requirement	1,100	1,138
Surplus own funds ratio	96.7%	85.9%
Tier 1 ratio (credit risk)	11.5%	11.0%
Tier 1 ratio (total)	10.8%	10.3%
Total own funds ratio	15.7%	14.9%
Performance	1.1.-30.6.	1.1.-30.6.
Return on equity before tax	7.3%	13.5%
Consolidated return on equity (without minority interests)	7.6%	13.5%
Consolidated cost income ratio	48.5%	33.6%
Return on assets after tax	0.6%	1.0%
Risk/Earnings ratio	39.1%	27.1%

1) PP = Percentage Points

2) Because of the first-time adoption of IAS 19 (revised 2011) in the Consolidated Financial Statements 2012, prior year figures for the first half of 2012 were restated retrospectively in accordance with IAS 8.

3) Regulatory own funds are presented in the Consolidated Interim Financial Statements of RLB NÖ-Wien at the level of the individual institution.

"

The second sentence in Element "B.12 – Significant change in the financial and trading position" under the heading "SUMMARY – Section B – Issuer" on page 8 of the Supplemented Prospectus shall be replaced by the following:

"No significant change in the financial position of the Issuer has taken place since 30 June 2013."

The second paragraph in Element "B.13 – Recent events" under "SUMMARY – Section B – Issuer" on page 8 of the Supplemented Prospectus shall be replaced by the following:

"At the meeting of the Supervisory Board of RLB NÖ-Wien on 27 June 2013 Andreas Fleischmann has been appointed as member of the Board of Directors as of 1 September 2013."

The following paragraph and the following table shall be supplemented below the table in Element "B.12 – Ausgewählte wesentliche historische Finanzinformationen" under the heading "GERMAN TRANSLATION OF THE SUMMARY – Abschnitt B – Emittentin" on page 20 of the Supplemented Prospectus:

"Die nachstehende Tabelle gibt in zusammengefasster Form einen Überblick über ausgewählte wesentliche Finanzinformationen und Kennzahlen der Emittentin (Ungeprüfter Konzern-Zwischenabschluss für die Periode bis zum 30. Juni 2013 einschließlich Vergleichswerte für 2012).

	2013	2012 ²⁾
Beträge in Mio. Euro		
Konzernerfolgsrechnung	1.1.-30.6.	1.1.-30.6.
Zinsüberschuss nach Risikovorsorge	34,9	62,3
Provisionsüberschuss	35,1	35,7
Handelsergebnis	-0,3	2,6
Ergebnis aus at equity bilanzierten Unternehmen	90,0	150,5
Verwaltungsaufwendungen	-97,1	-90,5
Periodenüberschuss vor Steuern	90,1	164,9
Konzernbilanz	30.6.	31.12.
Forderungen an Kreditinstitute	9.851	10.042
Forderungen an Kunden	10.812	10.465
Verbindlichkeiten gegenüber Kreditinstituten	11.326	12.643
Verbindlichkeiten gegenüber Kunden	8.042	8.090
Eigenkapital (inkl. Anteile anderer Gesellschafter)	2.430	2.422
Konzernbilanzsumme	31.186	32.310
Bankaufsichtliche Kennzahlen³⁾	30.6.	31.12.
Risikogewichtete Bemessungsgrundlage	12.844	13.383
Gesamte Eigenmittel	2.162	2.116
Eigenmittelerfordernis	1.100	1.138
Überdeckungsquote	96,7%	85,9%
Kernkapitalquote Kreditrisiko	11,5%	11,0%
Kernkapitalquote Gesamt	10,8%	10,3%
Eigenmittelquote Gesamt	15,7%	14,9%
Kennzahlen	1.1.-30.6.	1.1.-30.6.
Return on Equity vor Steuern	7,3%	13,5%

Konzern - Return on Equity (ohne Anteile anderer Gesellschafter)	7,6%	13,5%
Konzern - Cost/Income Ratio	48,5%	33,6%
Return on Assets nach Steuern	0,6%	1,0%
Risk/Earnings Ratio	39,1%	27,1%

- 1) PP = Prozentpunkte
- 2) Vorjahreswerte für das 1. Halbjahr 2012 wurden aufgrund der erstmaligen Anwendung von IAS 19 (2011) im Konzernabschluss zum 31. Dezember 2012 gemäß IAS 8 retrospektiv angepasst.
- 3) Die Darstellung der aufsichtsrechtlichen Eigenmittel im Konzern-Zwischenabschluss der RLB NÖ-Wien erfolgt auf Einzelinstitutsebene.

"

The second sentence in Element "B.12 – Signifikante Veränderungen in der Finanz- bzw. Handelsposition" under the heading "GERMAN TRANSLATION OF THE SUMMARY – Abschnitt B – Emittentin" on page 21 of the Supplemented Prospectus shall be replaced by the following:

"Seit 30. Juni 2013 sind keine wesentlichen Veränderungen in der Finanzlage der Emittentin eingetreten."

The second paragraph in Element "B.13 – Letzte Ereignisse" under the heading "GERMAN TRANSLATION OF THE SUMMARY – Abschnitt B – Emittentin" on page 21 of the Supplemented Prospectus shall be replaced by the following:

"Andreas Fleischmann wurde vom Aufsichtsrat der RLB NÖ-Wien in der Sitzung vom 27. Juni 2013 zum neuen Vorstandsmitglied per 1. September 2013 bestellt."

The sub-section "Change at the Board of Directors" in the section "Material Recent Events" under the heading "RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG – Corporate History and Business Development of the Issuer" on page 266 of the Supplemented Prospectus shall be replaced by the following:

"Change at the Board of Directors"

At the meeting of the Supervisory Board of RLB NÖ-Wien on 27 June 2013 Andreas Fleischmann has been appointed as member of the Board of Directors as of 1 September 2013."

The following Member of the Board of Directors shall be supplemented below the Member of the Board of Directors "Georg Kraft-Kinz" under the heading "RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG – Administrative, Management and Supervisory Bodies" on page 273 of the Supplemented Prospectus:

"Andreas Fleischmann"	Member of the Board
Significant functions outside RLB NÖ-WIEN Function: no functions	

"

The Member of the Board of Directors "Gerhard Rehor" under the heading "RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG – Administrative, Management and Supervisory Bodies" on page 274 of the Supplemented Prospectus shall be deleted.

The first paragraph as well as the corresponding list below the list of the Members of the Board of Directors under the heading "RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG – Administrative, Management and Supervisory Bodies" on page 274 of the Supplemented Prospectus shall be deleted.

The section "*Interim and other Financial Information*" under the heading "RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG – Financial Information concerning RLB NÖ-Wien's Assets and Liabilities, Financial Position and Profits and Losses" on page 279 of the Supplemented Prospectus shall be replaced by the following:

"Interim and other Financial Information"

The Issuer has published unaudited consolidated interim financial statements in German language for the period ended on 30 June 2013, which are incorporated by reference into this Prospectus, see "Documents incorporated by reference".

(Consolidated Income Statement, Consolidated Balance Sheet and Financial Ratios)

	2013	2012 ²⁾
Amounts in Mio. EUR		
Consolidated Income Statement	1.1.-30.6.	1.1.-30.6.
Net interest income after impairment charge	34.9	62.3
Net fee and commission income	35.1	35.7
Net trading income	-0.3	2.6
Profit from investments in entities accounted for using the equity method	90.0	150.5
General administrative expenses	-97.1	-90.5
Profit for the period before tax	90.1	164.9
Consolidated Balance Sheet	30.6.	31.12.
Loans and advances to other banks	9,851	10,042
Loans and advances to customers	10,812	10,465
Deposits from other Banks	11,326	12,643
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Consolidated assets	31,186	32,310
Regulatory information³⁾	30.6.	31.12.
Risk-weighted basis of assessment	12,844	13,383
Total own funds	2,162	2,116
Own funds requirement	1,100	1,138
Surplus own funds ratio	96.7%	85.9%
Tier 1 ratio (credit risk)	11.5%	11.0%
Tier 1 ratio (total)	10.8%	10.3%
Total own funds ratio	15.7%	14.9%
Performance	1.1.-30.6.	1.1.-30.6.
Return on equity before tax	7.3%	13.5%
Consolidated return on equity (without minority interests)	7.6%	13.5%
Consolidated cost income ratio	48.5%	33.6%
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- 1) PP = Percentage Points
- 2) Because of the first-time adoption of IAS 19 (revised 2011) in the Consolidated Financial Statements 2012, prior year figures for the first half of 2012 were restated retrospectively in accordance with IAS 8.
- 3) Regulatory own funds are presented In the Consolidated Interim Financial Statements of RLB NÖ-Wien at the level of the individual institution.

The sentence in the section "*Significant Change in RLB NÖ-Wien's Financial Position*" under the heading "RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG – Financial Information concerning RLB NÖ-Wien's Assets and Liabilities, Financial Position and Profits and Losses" on page 280 of the Supplemented Prospectus shall be replaced by the following:

"No significant change in the financial position of the Issuer has taken place since 30 June 2013."

The second bullet point as well as the corresponding footnote under the heading "RAIFFEISENLANDESBANK NIEDERÖSTERREICH-WIEN AG – Documents on Display" on page 281 of the Supplemented Prospectus shall be replaced by the following:

"the consolidated annual financial statements for 2011 and 2012 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 2013¹;

¹ The issuer's consolidated annual financial statements for 2011 and 2012 and its unaudited consolidated interim financial statements for the period ended 30 June 2013 are also available for viewing on the homepage of RLB NÖ-Wien (www.raiffeisenbank.at/Investoren/Finanzberichte)."

The following bullet points shall be supplemented below the last bullet point under the heading "GENERAL INFORMATION – Documents incorporated by Reference" on page 293 of the Supplemented Prospectus:

- "- the unaudited consolidated interim financial statements of the Issuer in German language for the period ended on 30 June 2013 consisting of
 - Balance Sheet (page 20 of the consolidated interim financial statements 2013)
 - Statement of Comprehensive Income (pages 18 – 19 of the consolidated interim financial statements 2013)
 - Cash Flow Statement (page 22 of the consolidated interim financial statement 2013)
 - Statement of Changes in Equity (page 21 of the consolidated interim financial statement 2013)
 - Notes (pages 23 – 43 of the consolidated interim financial statement 2013)"

NAMES AND ADDRESSES

Issuer

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