



Debt Issuance Programme (unlimited in size)

Raiffeisenlandesbank Oberösterreich Aktiengesellschaft

This supplement (the "**Supplement**") dated 31 August 2022 constitutes a supplement pursuant to Article 23 (1) of the Regulation (EU) 2017/1129, as amended (the "**Prospectus Regulation**") and is supplemental to, and should be read in conjunction with, the base prospectus dated 2 June 2022 (the "**Original Prospectus**" or the "**Prospectus**") for the Debt Issuance Programme (unlimited in size) (the "**Programme**") of Raiffeisenlandesbank Oberösterreich Aktiengesellschaft ("**RLB OÖ**" or the "**Issuer**"). The Prospectus forms the base prospectus of the Issuer within the meaning of Article 8 (6) of the Prospectus Regulation.

The Original Prospectus has been approved on 2 June 2022 by the Austrian Financial Market Authority (*Finanzmarktaufsichtsbehörde*, the "**FMA**").

This Supplement has been filed with and approved by the FMA in its capacity as competent authority, filed with the Vienna Stock Exchange (*Wiener Börse*) and published in electronic form on the Issuer's website under "www.raiffeisen.at/ooe/rlb/de/meine-bank/investor-relations/eigene-emissionen/prospekte-und-bedingungen.html".

Terms defined in the Prospectus shall have the same meaning when used in this Supplement.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference in the Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Prospectus, the statements mentioned in (a) above will prevail.

Save as disclosed in this Supplement, no other significant new factor, material mistake or material inaccuracy relating to the 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 23 (2a) of the Prospectus Regulation, investors who have already agreed to purchase or subscribe for securities issued or to be issued by the Issuer before this Supplement was published have the right, exercisable within three working days after the publication of this Supplement, to withdraw their acceptances until, and including 5 September 2022, provided that the significant new factor, material mistake or material inaccuracy arose or was noted before the closing of the offer period and the delivery of the Notes, whichever occurs first. Investors may contact the relevant financial intermediary if they wish to exercise their right of withdrawal.

The accuracy of the information contained in this Supplement does not fall within the scope of examination by the FMA under the Prospectus Regulation. The FMA only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of the Issuer that is the subject of this Supplement.

RESPONSIBILITY STATEMENT

The Issuer, with its registered office at Europaplatz 1a, 4020 Linz, Austria, is responsible for the information given in this Supplement.

The Issuer hereby declares that, to the best of the knowledge of the Issuer, the information contained in this Supplement is in accordance with the facts and makes no omission likely to affect its import.

NOTICE

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

The Issuer confirms that the Prospectus 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 Prospectus 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.

No person has been authorised to give any information which is not contained in, or not consistent with, the Prospectus 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 (as named in the Original Prospectus) or any of them.

Neither Deutsche Bank Aktiengesellschaft as arranger nor any dealer (as named in the Original Prospectus) nor any other person mentioned in the Prospectus, excluding the Issuer, is responsible for the information contained in the Prospectus 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.

Significant new factors, material mistakes and/or material inaccuracies (as referred to in Article 23 (1) of the Prospectus Regulation) have arisen which in the Issuer's perception are capable of affecting the assessment of the Notes, and are thus herewith included in the Original Prospectus as follows:

1. In the section entitled **"RISK FACTORS – RISK FACTORS REGARDING RLB OÖ - Risk factors regarding RLB OÖ Group's business operations - Investment Portfolio Risk"** in the risk factor entitled **"The Issuer may bear the risk of value losses of its investment portfolio (investment portfolio risk)."** commencing on page 5 of the Original Prospectus, after the fourth paragraph under the subheading **"Participation risk relating to RBI"** the following paragraph shall be added:

"In the first half of 2022, there was a further write-down of RBI group in the amount of EUR -363,7 million (first half of 2021: EUR -12.6 million)."

2. In the section entitled **"RISK FACTORS – RISK FACTORS REGARDING RLB OÖ - Risk factors regarding RLB OÖ Group's business operations - Investment Portfolio Risk"** in the risk factor entitled **"The Issuer may bear the risk of value losses of its investment portfolio (investment portfolio risk)."** commencing on page 5 of the Original Prospectus, after the second paragraph under the subheading **"Participation risk relating to voestalpine AG"** the following paragraph shall be added:

"Due to the strong decrease of the share price of voestalpine, there was a decline in earnings from Raiffeisenlandesbank Oberösterreich Invest GmbH & Co OG, which is accounted for at equity, in the amount of EUR -228.5 million."

3. In the section entitled **"RAIFFEISENLANDESBANK OBERÖSTERREICH AKTIENGESELLSCHAFT"** commencing on page 326 of the Original Prospectus, the first paragraph shall be replaced by the following paragraph:

"Any information concerning RLB OÖ given below is solely based on the Issuer's own appraisal and is partly stated in its Annual Reports 2020 and 2021 and its Semi-Annual Report 2022."

4. In the section entitled **"RAIFFEISENLANDESBANK OBERÖSTERREICH AKTIENGESELLSCHAFT"** the information in the subsection entitled **"Significant Changes and Material Adverse Changes"** commencing on page 336 of the Original Prospectus shall be replaced by the following information:

"There has been no material adverse change in the prospects of the Issuer since 31 December 2021 and no significant change in the financial performance and in the financial position of the Group since 30 June 2022."

5. In the section entitled **"RAIFFEISENLANDESBANK OBERÖSTERREICH AKTIENGESELLSCHAFT"** in the subsection entitled **"Known Trends affecting the Issuer and the Industries in which it operates"** commencing on page 339 of the Original Prospectus the first and second paragraph shall be replaced by the following paragraphs:

"Known trends affecting the Issuer and the industries in which it operates are the difficult overall macroeconomic environment with a still low level of interest rates, although in July 2022 the ECB increased the key interest rates for the first time in eleven years. Corporate insolvencies and deteriorations in the creditworthiness of borrowers caused by the COVID-19 pandemic additionally lead to a tense situation on the financial and capital markets which have had and may continue to have a negative impact on the Issuer's business activity and results of operations, in particular also on the Issuer's capital costs.

The war in Ukraine as well as the COVID-19 pandemic and its after-effects, such as supply bottlenecks, shortages of raw materials, high material, food and energy prices and as a result high inflation rates continue to slow down economic development. Moreover, also any adverse developments of fully consolidated or at equity reported subsidiaries could have a negative impact on the Issuer's assets, financial position and results of operations."

6. In the section entitled "DOCUMENTS INCORPORATED BY REFERENCE" commencing on page 350 of the Original Prospectus, the following table shall be added below the table regarding the Annual Report 2020:

"Document/Heading	Page reference in the relevant financial report
German language version of the Semi-Annual Report of the Issuer for the period ending on 30 June 2022 (<i>Halbjahresfinanzbericht 2022</i>) (the "Semi-Annual Report 2022")	
Consolidated Income Statement (<i>Konzern-Erfolgsrechnung</i>)	19
Consolidated Statement of Comprehensive Income (<i>Konzern-Gesamtergebnisrechnung</i>)	20
Consolidated Balance Sheet (<i>Konzern-Bilanz</i>)	21
Consolidated Statement of Changes in Equity (<i>Konzern-Eigenkapitalentwicklung</i>)	22
Consolidated Cash Flow Statement (<i>Konzern-Geldflussrechnung</i>)	23
Disclosures (<i>Erläuterungen</i>)	24 – 104"

7. In the section entitled "DOCUMENTS INCORPORATED BY REFERENCE" commencing on page 350 of the Original Prospectus, the first paragraph after the table regarding the Annual Report 2020 shall be replaced by the following paragraph:


"For the avoidance of doubt, such parts of the Annual Reports 2020 and 2021 respectively, as well as the Semi-Annual Report 2022 which are not explicitly listed in the tables above, are not incorporated by reference into this Prospectus as these parts are either not relevant for the investor or covered elsewhere in this Prospectus."

8. In the section entitled "DOCUMENTS AVAILABLE FOR INSPECTION" commencing on page 351 of the Original Prospectus after the list paragraph numbered "(vi)", the following list paragraph numbered "(vii)" shall be inserted:

"(vii) the Semi-Annual Report 2022 incorporated by reference into this Prospectus (["https://www.rlbooe.at/halbjahresfinanzbericht2022"](https://www.rlbooe.at/halbjahresfinanzbericht2022))"

9. In the section entitled "GLOSSARY AND LIST OF ABBREVIATIONS" commencing on page 353 of the Original Prospectus, the following definition shall be added after the definition "Securities Act":

"Semi-Annual Report 2022 means the unaudited interim financial information of the Issuer as per 30 June 2022."

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Prüfinformation	Informationen zur Prüfung des elektronischen Siegels bzw. der elektronischen Signatur finden Sie unter: http://www.signaturpruefung.gv.at	
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