

Consolidated Corporate Governance Report

Since 2004, UNIQA has been committed to compliance with the Austrian Code of Corporate Governance (ÖCGK) as currently amended 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 publicly available at www.uniqagroup.com as well as at 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 2028</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 January 1998 until 31 December 2001 and 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 2028</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 2028</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
<p>Wolfgang Kindl, Customers & Markets International</p> <p>* 1966, appointed 1 July 2020 until 30 June 2028</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 2023

- 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

134,479 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

13,169 shares

- Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna
- Member of the Supervisory Board of UNIQA Asigurari De Viata S.A., 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, People & Brand * 1983, appointed 1 July 2020 until 30 June 2028	<ul style="list-style-type: none"> • Group People • People AT • 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
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 2028	<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

Following the expiry of the Management Board mandates of Peter Eichler and Erik Leyers on 30 June 2024 (also at UNIQA Österreich Versicherungen AG), Wolf-Christoph Gerlach will take over the areas of responsibility of Erik Leyers, and René Knapp those of Peter Eichler from 1 July 2024.

The work of the Management Board

The work of the members of the Management Board of UNIQA Insurance Group AG is regulated by 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 2023
<ul style="list-style-type: none"> Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna 	15,000 shares
<ul style="list-style-type: none"> Member of the Management Board, UNIQA Österreich Versicherungen AG, Vienna Member of the Supervisory Board, UNIQA Towarzystwo Ubezpieczeń S.A., Warsaw Member of the Supervisory Board, UNIQA pojišťovna, a.s., Prague Member of the Supervisory Board, UNIQA Group Service Center Slovakia, spol. s r.o., Nitra 	12,743 shares
<ul style="list-style-type: none"> Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna (since 1 April 2023) 	1,959 shares
<ul style="list-style-type: none"> Member of the Management Board of UNIQA Österreich Versicherungen AG, Vienna 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 	18,546 shares

Members of the Supervisory Board

Name	Supervisory Board appointments in domestic and foreign companies listed on the stock exchange	Management and monitoring functions in significant subsidiaries	Number of UNIQA shares held as at 31 December 2023
Burkhard Gantenbein, Chairman (from 6 June 2023) * 1963, appointed 29 May 2017 until the 28th AGM (2027)		• Chairman of the Supervisory Board, UNIQA Österreich Versicherungen AG, Vienna (from 6 June 2023; member until 6 June 2023)	25,250 shares
Walter Rothensteiner, Chairman (until 6 June 2023) * 1953, appointed 3 July 1995 until the 24th AGM (2023)		• Chairman of the Supervisory Board, UNIQA Österreich Versicherungen AG, Vienna (until 6 June 2023)	
Johann Strobl, 1st Vice Chairpersons (from 6 June 2023) * 1959, appointed 25 May 2020 until the 28th AGM (2027)	• Vice Chairman of the Supervisory Board, Tatra banka, a. s., Bratislava	• Vice Chairman of the Supervisory Board, UNIQA Österreich Versicherungen AG, Vienna (from 6 June 2023; member until 6 June 2023)	
Christian Kuhn, 1st Vice Chairpersons (until 6 June 2023)			
Christian Kuhn, 2nd Vice Chairpersons (from 6 June 2023) * 1954, appointed 15 May 2006 until the 28th AGM (2027)		• Member of the Supervisory Board, UNIQA Österreich Versicherungen AG, Vienna (from 6 June 2023; Vice Chairman until 6 June 2023)	
Johann Strobl, 2nd Vice Chairpersons (until 6 June 2023)			
Marie-Valerie Brunner, 3rd Vice Chairpersons (from 6 June 2023) * 1967, appointed 28 May 2018 until the 28th AGM (2027)		• Member of the Supervisory Board, UNIQA Österreich Versicherungen AG, Vienna	1,750 shares
Burkhard Gantenbein, 3rd Vice Chairpersons (until 6 June 2023)			
Markus Andréewitch, Member * 1955, appointed 26 May 2014 until the 28th AGM (2027)		• Member of the Supervisory Board, UNIQA Österreich Versicherungen AG, Vienna	
Marie-Valerie Brunner, Member (until 6 June 2023)			
Klaus Buchleitner, Member * 1964, appointed 23 May 2022 until the 28th AGM (2027)		• Member of the Supervisory Board, UNIQA Österreich Versicherungen AG, Vienna	
Anna Maria D'Hulster, Member * 1964, appointed 20 May 2019 until the 28th AGM (2027)		• Member of the Supervisory Board, UNIQA Österreich Versicherungen AG, Vienna	1,400 shares
Elgar Fleisch, Member * 1968, appointed 28 May 2018 until the 28th AGM (2027)		• Member of the Supervisory Board, UNIQA Österreich Versicherungen AG, Vienna	
Jutta Kath, Member * 1960, appointed 30 May 2016 until the 28th AGM (2027)		• Member of the Supervisory Board, UNIQA Österreich Versicherungen AG, Vienna • Member of the Board of Directors, UNIQA Re AG, Zurich	3,400 shares
Rudolf Könighofer, Member * 1962, appointed 30 May 2016 until 20 May 2019 and 6 June 2023 until the 28th AGM (2027)	• Member of the Supervisory Board, Raiffeisen International AG, Vienna	• Member of the Supervisory Board, UNIQA Österreich Versicherungen AG, Vienna (since 6 June 2023)	

Name	Supervisory Board appointments in domestic and foreign companies listed on the stock exchange	Management and monitoring functions in significant subsidiaries	Number of UNIQA shares held as at 31 December 2023
Delegated by the Central Works Council			
Sabine Andre * 1966, since 20 May 2019			
Irene Berger * 1965, since 20 May 2020			
Peter Gattinger * 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

Committees of the Supervisory Board

Committee	Chairpersons	Vice Chairpersons	Members	Delegated by the Central Works Council
Committee for Board Affairs	Burkhard Gantenbein (from 6 June 2023), Walter Rothensteiner (until 6 June 2023)	Johann Strobl (from 6 June 2023), Christian Kuhn (until 6 June 2023)	Marie-Valerie Brunner (since 6 June 2023), Burkhard Gantenbein (until 6 June 2023), Christian Kuhn (from 6 June 2023), Johann Strobl (until 6 June 2023)	
Working Committee	Burkhard Gantenbein (from 6 June 2023), Walter Rothensteiner (until 6 June 2023)	Johann Strobl (from 6 June 2023), Christian Kuhn (until 6 June 2023)	Marie-Valerie Brunner, Elgar Fleisch, Burkhard Gantenbein (until 6 June 2023), Rudolf Könighofer (since 6 June 2023), Christian Kuhn (from 6 June 2023), Johann Strobl (until 6 June 2023)	Sabine Andre, Peter Gattinger, Heinrich Kames
Audit Committee	Anna Maria D'Hulster (from 6 June 2023), Walter Rothensteiner (until 6 June 2023)	Burkhard Gantenbein (from 6 June 2023), Christian Kuhn (until 6 June 2023)	Marie-Valerie Brunner (since 6 June 2023), Anna Maria D'Hulster (until 6 June 2023), Burkhard Gantenbein (until 6 June 2023), Jutta Kath, Christian Kuhn (since 6 June 2023), Johann Strobl	Sabine Andre, Peter Gattinger, Heinrich Kames
Investment Committee	Marie-Valerie Brunner	Christian Kuhn	Klaus Buchleitner, Anna Maria D'Hulster, Burkhard Gantenbein, Jutta Kath	Sabine Andre, Peter Gattinger, Heinrich Kames
IT Committee	Markus Andréewitch	Jutta Kath	Marie-Valerie Brunner (until 6 March 2024), Klaus Buchleitner (since 6 March 2024), Elgar Fleisch	Peter Gattinger, Heinrich Kames
Digital Transformation Committee	Elgar Fleisch	Burkhard Gantenbein	Markus Andréewitch, Marie-Valerie Brunner (until 6 March 2024), Klaus Buchleitner (since 6 March 2024), Anna Maria D'Hulster, Rudolf Könighofer (since 6 June 2023), Walter Rothensteiner (until 6 June 2023)	Sabine Andre, Peter Gattinger, Heinrich Kames
Human Resources and General Remuneration Committee ("HR Committee")	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 and activities 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 nine meetings in 2023. 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 2023 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 2023, the Committee discussed the remuneration of the Management Board, 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 2023.

The **Audit Committee** of the Supervisory Board performs the duties assigned to it by law. The Audit Committee convened for three 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 2022 financial year); in addition, PwC Wirtschaftsprüfung GmbH was again proposed for selection as statutory auditor for the 2024 financial year. The planning of the 2023 audits of the companies of the consolidated group was discussed with the 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 specific circumstances.

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 project progress in the implementation of the UNIQA Insurance Platform and other IT projects over the course of four meetings.

The **Digital Transformation Committee** held four meetings in 2023 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")** held four meetings on diversity and inclusion matters, employee development and talent management issues, as well as executive remuneration schemes and employee participation programmes. The Committee also dealt intensively with the progress of the implementation 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 must not have been a statutory 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

A community the size of ours at UNIQA lives and breathes through diversity. We value and respect each other, regardless of gender, age, origin, physical ability, religion or ideology. Our employees are just as diverse as our customers. A diverse workforce helps us to better understand our customers and better serve their different needs. For us, the guiding principle “Living better together” is only fulfilled when equal rights and equal opportunities are given in their entirety.

UNIQA is convinced that diversity, equal opportunities and inclusion promote employee loyalty to the company as well as their innovative potential and productivity. Since they lead to higher customer satisfaction and better financial results, diversity and inclusion are also a decisive factor for economic success and growth.

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

Since 1 April 2023, the nine members of the identical Management Boards of UNIQA Insurance Group AG and UNIQA Österreich Versicherungen AG have also included a woman, Sabine Pfeffer. This was 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 57.9 per cent (2022: 57.8 per cent), the share of women in the total workforce in the UNIQA Group remained stable at the end of 2023. This high proportion is driven primarily by the international insurance companies (62.8 per cent).

The proportion of women on the Management Boards in the Group is 26.3 per cent and therefore once again fell slightly compared to 2022 (2022: 27.1 per cent). Of a total of 523 managers in Austria, 174 are women, which corresponds to a steady share of over 33 per cent. In the UNIQA Group’s international companies, 48.6 per cent of the managers are currently women. This corresponds to an increase of 1.2 percentage points compared to the previous year (47.4 per cent). As a result, the proportion of female managers in the entire UNIQA Group rose slightly in 2023 to 43.6 per cent (699 of a total of 1,604 persons) compared to the previous year (43.0 per cent).

The concept of diversity

In 2022, UNIQA published its own diversity and inclusion strategy for the first time. It serves as the basis and framework for all our activities in this area. As an integral part of our UNIQA 3.0 programme, this strategy is clearly aligned with our Guiding Principles. In addition to specific measurable goals, it also contains a bundle of initiatives that focus primarily on three key areas: equal pay for work of equal value, more women in management positions and employee inclusion.

Our overarching goal is to promote diversity and inclusion at UNIQA. We will continue to pursue the following specific priorities:

1. Equal pay for work of equal value
2. Promoting equal opportunities with the clear aim of bringing more women into management positions in the future
3. Generation management – old and young together contribute to the success of the company
4. Achieving a work/life balance
5. Utilising internationality and cultural diversity as a strength
6. People with disabilities – better inclusion and support
7. Clear commitment to non-discrimination on the basis of sexual orientation and identity

To create commitment and clear responsibilities, we drew up a Diversity & Inclusion Policy and rolled it out for the entire Group in 2023. By organising international conferences and appointing people to be responsible for the topic in the various countries, a network has been established that drives the relevant concepts forward and facilitates optimal networking throughout the Group.

Equal pay for work of equal value

A standardised annual process has been established in Austria for evaluating, analysing and developing measures concerning the pay gap. The adjusted pay gap was again below 1 per cent in 2023.

In the (core) markets of Poland, Czechia, Slovakia, Hungary and Romania, an equal pay analysis was carried out for the first time in 2023. Preparations were made to carry out the analysis in 2024 in Croatia, Serbia, Bosnia and Herzegovina, Montenegro, Bulgaria and Ukraine.

The importance of fair pay is underlined not least by the inclusion of a target for the unexplained gender pay gap in the variable component of management remuneration for 2024.

More women in management positions

Increasing the proportion of women in management positions continues to be a very high priority for UNIQA. With this goal in mind, a new assessment according to the Women's Career Index was carried out in 2023. Since the first analysis in 2020/21, this proportion has improved from 63 to 77 index points, which is already well above the target value of 70. The decisive factors behind this increase were a number of targeted measures, including the adoption and communication of the diversity and inclusion strategy and the definition of specific measurable targets, the development of guidelines for filling management positions and promotions, mandatory training for all managers on the topic of "Unconscious Mind. Inclusive Leadership", the activities of relevant networks, the UNIQA mentoring programme for women and the offer of job/top sharing and part-time management models.

In Austria, the proportion of women in all management positions increased in 2023 by almost 9 per cent, rising from 26.0 per cent to 28.3 per cent. However, the target of an increase of 5 percentage points remained unachieved at just 2.3 percentage points (on average). This target was therefore once again defined as a priority for the coming years with a focus on top management positions (Board and Board-1 levels). Differentiated approaches are being developed and pursued for UNIQA's other markets, as the starting situation varies from country to country.

Inclusion, as experienced by employees

An inclusion index was created to measure targets and developments. This indicates the extent to which UNIQA has already succeeded in creating a working environment in which appreciation, equal opportunities, fairness and belonging can be experienced. In a Group-wide survey, a score of 4.0 (on a five-point scale) was achieved. This exceeded the target of 3.8.

Generation management

Demographic change and the increasing shortage of skilled labour continue to pose a major challenge for UNIQA. We are responding to this by training our own specialists, which will be further accelerated in 2024 with the implementation of a new apprenticeship programme at our headquarters in Vienna. International mentoring and reverse mentoring programmes as well as trainee programmes in various countries are also planned.

People with disabilities

UNIQA has actively addressed the issue of disability as a career factor by taking part in the 2023 myAbility Talent Programme. In addition, structural measures were implemented in the UNIQA Tower to create an inclusive working environment for people with disabilities and chronic illnesses. Examples of this include motorised doors, barrier-free sanitary facilities and height-adjustable desks.

Commitment to diversity, equality and inclusion

We are committed to the power of diversity and leave no room for intolerance and marginalisation. This is reflected in our Diversity & Inclusion Policy, which was rolled out internationally in 2023 and will be reviewed annually.

There is now a clearly defined process and clear contact persons in the event of allegations of discrimination. This allows us to offer affected employees a low-threshold option for addressing stressful situations. In addition, a mandatory e-learning programme on the topic of equal treatment has been implemented in Austria.

Two new networks were also founded in Austria: "Gemeinsam besser Familie" (Better together family) and "Sustainability". The existing networks "Women", "People with disabilities", "Generations" and "LGBTQIA+" offer interested employees the opportunity to get involved in their respective topics.

UNIQA has also supported and emphasised numerous external initiatives in Austria, for example by supporting the Female Founders, the Minerva Award (a prize for greater diversity in business), the Meritus of Pride Biz Austria (LGBTQIA+), the national women's football team, the Special Olympics and the Austrian Frauenhäuser (women's shelters). We also welcomed the Mentory Club (women), East meets West (LGBTQIA+) and myAbility Business Forum (people with disabilities) to the UNIQA Tower.

Remuneration policy, Remuneration Report

The Remuneration Report 2023 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 3 June 2024 for approval. Furthermore, the remuneration policy pursuant to Sections 78a and 98a of the Austrian Stock Corporation Act must be re-submitted to this Annual General Meeting for a vote.

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 were evaluated by PwC Wirtschaftsprüfung GmbH for the 2023 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 2023 will be published simultaneously with the annual financial report for the 2023 financial year.

Vienna, 7 March 2024



Andreas Brandstetter
Chairman of the
Management Board



René Knapp
Member of the
Management Board



Peter Eichler
Member of the
Management Board



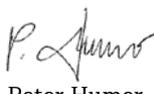
Erik Leyers
Member of the
Management Board



Wolf-Christoph Gerlach
Member of the
Management Board



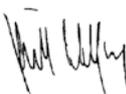
Sabine Pfeffer
Member of the
Management Board



Peter Humer
Member of the
Management Board



Kurt Svoboda
Member of the
Management Board



Wolfgang Kindl
Member of the
Management Board