

Speech to the Annual General Meeting of OVB Holding AG

held virtually on 15 June 2022

Mario Freis

Chairman of the Executive Board

OVB Holding AG

Check against delivery on day of the Annual General Meeting

Thank you very much, Mr Johnigk.

Dear ladies and gentlemen, shareholders and shareholders representatives!

Allow me to wish you a warm welcome to this year's Annual General Meeting, including on behalf of my Executive Board colleague Frank Burow!



This is the third Annual General Meeting that we have held virtually on account of the pandemic.

Even if digital meetings are now part of everyday life for most of us, I think that we will be able to welcome you to Cologne in person again next year.

In 2020 and 2021, I described the pandemic as “exceptional and challenging times”.

By now, we have learnt how to cope with the pandemic.

Yet as I stand before you here today, Russia's invasion of Ukraine at the end of February once again deeply shook people's sense of safety.

We will remember the decisive events of 24 February 2022 for a long time to come. Many in the future will still know where they were when they saw the images of war in Ukraine for the first time.



The war in Ukraine represents an attack on our shared European values, on the right to self-determination and on democracy.

As a member of the human race and, in particular, as a father, I am profoundly shocked by the images that have come out of Ukraine every day since the end of February. I am sure that you feel the same.

As a quintessentially European company with strong ties to the nations and peoples in Eastern Europe, OVB is directly affected.

We have operated in Ukraine since 2007 and feel a deep connection to the country and its people.

About 15,000 clients and their families have placed their trust in OVB. Hundreds of OVB employees and their families work there and have become our friends over the years.

The solidarity Europeans have shown for Ukraine is impressive and has brought Europe closer together. This is particularly true of OVB.

We are in direct personal contact with people on the ground and provide help in a number of ways. We have set up an aid fund that we have used to support an effective local organisation. A European fundraising campaign has also been launched. Under the motto YO(U)nited we help “OVB employees helping fellow OVB employees”, we have already supported many Ukrainian OVB families.

Our unwavering solidarity across Europe continues unabated. I would like to take this opportunity to thank all of you who have made this support possible through donations and your great personal commitment!

While it may be tricky to move on to other topics considering this situation, let's have a look back at the 2021 financial year behind us.

2021 summary

OVB again enjoyed a very eventful and very successful financial year!

After continuing our growth trajectory in 2020 with the best sales year in the history of OVB, we can again present another historic sales record for 2021.

Once again, the entire OVB Europe sales team displayed a high level of activity and flexibility last year.

We benefited from our clients' high acceptance of individual online consulting and the increasing digitalisation of our business processes, which helped us significantly boost the efficiency of our sales activities.

I would like now to discuss key developments in the 2021 financial year:

- The number of clients advised by OVB across 15 European national markets increased from 3.96 million to 4.13 million year on year – a 4.3% increase.
- Throughout Europe, OVB's sales team expanded by a substantial 6.8% to 5,603.
- We generated brokerage income of €320.7 million – up 18.5% on the previous year. This represents a new all-time high for brokerage income at OVB, an achievement to which all three regional segments contributed.
- In the Central and Eastern Europe segment, which remains our largest and strongest segment and now accounts for almost 50% of consolidated sales, brokerage income rose significantly by 21.1% to €157.9 million. All countries in the segment played a role in this sales upturn, with some enjoying substantial growth rates.
- In the Germany segment, sales picked up by a good 5.1% to €64.5 million.
- Southern and Western Europe saw brokerage income climb by 24.7% to €98.4 million, achieving a 30% share of sales in the Group.

2021 financial year – an overview



OVB achieves strong sales and earnings growth in 2021

- Brokerage income increases to new high of €320.7 million – all three regional segments contribute to the sales growth
- Significant increase in profitability: EBIT improves by 46.2% and reaches €21.8 million
- Further growth in clients and financial advisors
- Dividend proposal of €0.90

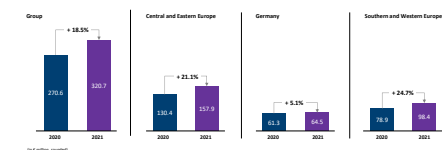
	2020	2021	Change
Clients	3.96 million	4.13 million	+ 4.3%
Financial advisors	5,240	5,603	+ 6.8%
Brokerage income	€270.6 million	€320.7 million	+ 18.5%
EBIT	€14.9 million	€21.8 million	+ 46.2%
Consolidated net income after non-controlling interests	€10.5 million	€15.7 million	+ 49.5%
Earnings per share	€0.74	€1.10	+ 49.3%
Dividend per share*	€0.75 + €0.25	€0.90	+ 20.0%

*Dividend subject to OVB 2022 Annual General Meeting of OVB-Holding AG – 10. June 2022
Presentation to OVB 2022 Annual General Meeting of OVB-Holding AG – 10. June 2022

Brokerage income reaches new all-time high in 2021



- Growth of 21.1% in the Central and Eastern Europe segment
- Increase of 5.1% in the Germany segment
- Southern and Western Europe segment climbs by 24.7%



Presentation to OVB 2022 Annual General Meeting of OVB-Holding AG – 10. June 2022

- Operating income enjoyed an even greater upturn than sales at OVB. Group EBIT rose by 46.2% to €21.8 million.
- The Group's EBIT margin was 6.8%, up 1.3 percentage points on the previous year.
- Consolidated net income in 2021 came to €15.7 million, with earnings per share reaching EUR 1.10.
- This good business and earnings performance is also reflected in dividends. The Executive Board and Supervisory Board propose 90 cents per share for the 2021 financial year.
- The proposed dividend represents an increase of 20% compared to the ordinary dividend for the previous year.
- This allows us to remain reliable and an attractive dividend stock, with the raise also reinforcing our confidence in future performance.

2021 financial year – an overview

OVB achieves strong sales and earnings growth in 2021

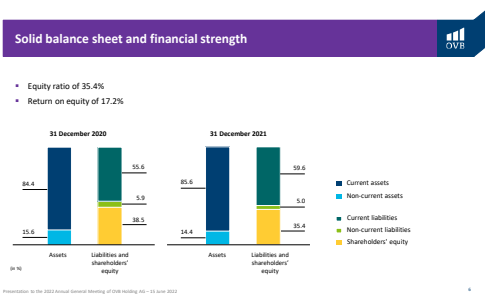
- Brokerage income increases to new high of €320.7 million – all three regional segments contribute to the sales growth
- Significant increase in profitability: EBIT improves by 46.2% and reaches €21.8 million
- Further growth in clients and financial advisors
- Dividend proposal of €0.90

	2020	2021	Change
Financial advisors	5,248	5,483	+ 4.5%
Brokerage income	€270.5 million	€320.7 million	+ 18.5%
EBIT	€14.5 million	€21.8 million	+ 46.2%
Consolidated net income after non-controlling interests	€30.5 million	€15.7 million	- 49.3%
Earnings per share	€0.74	€1.10	+ 49.3%
Dividend per share*	€0.75 + €0.25	€0.90	+ 20.0%

*Final dividend proposal for the 2021 financial year

Ladies and gentlemen,

Financial stability is a key success factor at OVB. It is the basis for necessary investment in OVB's further development and thus for ensuring that our company is able to take action and is fit for the future.



Our balance sheet structure exemplifies solidity and stability. We have a good equity base and sufficient liquidity.

We once again enjoyed outstanding teamwork in the past financial year. This success is the result of very special people who demonstrated extraordinary commitment in challenging times.

All OVB colleagues throughout Europe, regardless of their day-to-day function, thus deserve our respect, our appreciation and a big thank you!

Q1 2022: OVB continues on a path of growth

Ladies and gentlemen,
shareholders,

Let us turn to business performance in the first quarter of 2022.

After record high brokerage income and a considerable increase in operating

income (EBIT) in the 2021 financial year, OVB continued its successful corporate development in the first three months of the current financial year.

In an increasingly challenging environment, we maintained our growth trajectory:

- The number of clients advised by OVB increased by 4.2% to 4.18 million.
- The number of full-time financial brokers working for OVB rose by 4.8%.
- Brokerage income again saw substantial 7.0% year-on-year growth to €84.2 million. Sales subsidiaries in Central and Eastern Europe were particularly successful, with sales picking up by 12.0%, followed by subsidiaries in Southern and Western Europe where growth reached 6.9%.
- The Group's operating income reached €6.0 million, up 1.8% on the same period last year.

Overview of Q1 2022

OVB continues to grow at a high level in 2022

- Further expansion in the number of financial advisors and clients
- Significant increase in brokerage income to €84.2 million
- EBIT rises further to €6.0 million
- Net financial income and income tax expenses burden consolidated net income

	Q1/2021	Q1/2022	Change
Clients	4.01 million	4.18 million	+ 4.2%
Financial advisors	5,358	5,613	+ 4.8%
Brokerage income	€78.7 million	€84.2 million	+ 7.0%
Operating income (EBIT)	€5.9 million	€6.0 million	+ 1.8%
Consolidated net income after non-controlling interests	€4.7 million	€3.4 million	- 28.2%
Earnings per share (Basic)	€0.33	€0.24	- 26.2%

Presented at the 2022 Annual General Meeting of OVB Holding AG - 10 June 2022

- The outbreak of the war in Ukraine at the end of February has been hurting financial markets ever since, resulting in a need to write down securities.
- Combined with higher income tax expenses, this caused consolidated net income to decline in the first quarter.
- The first quarter of 2022 created a strong foundation for the months ahead.

What can we expect in the current financial year?

Major political and economic uncertainties are dominating at present. The pandemic is still not over and could flare up again.

Accordingly, forecasts for business performance in the rest of the year are subject to risks.

Nonetheless, we are optimistic that we will meet the Group's planned annual targets and are standing by our forecast for the year as a whole:

We expect brokerage income between €315 million and €330 million. Operating income is expected to increase to between €22 million and €25 million.

Ladies and gentlemen,

The end of the 2022 financial year will also mark the end of our current "OVB Evolution 2022" strategy period, where we have made very significant progress.

The name of our strategy has become an integral part of what we do.

Summary and outlook for 2022

Q1 2022

- Increasing challenges due to the ongoing pandemic and the war in Ukraine
- After very dynamic growth, OVB got off to a good start in 2022
- Strong performance from the Central and Eastern Europe and Southern and Western Europe segments

Outlook for 2022 as a whole

Despite increasing risks and uncertainties, the Executive Board confirms its outlook for 2022:

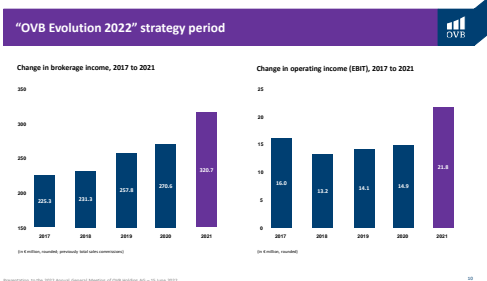
- Brokerage income: in a range between €315 million and €330 million
- Operating result (EBIT) between €22 million and €25 million

Presentation for the 2022 Annual General Meeting of OVB Holding AG - 13 June 2022



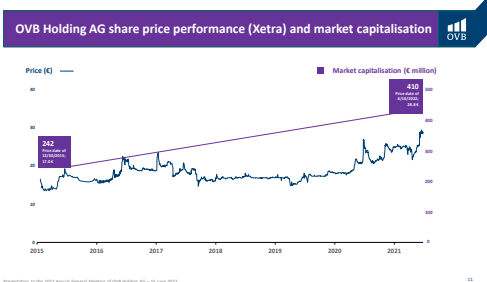
We have made far better use of our potential, made advances in the digital transformation, modernised our company and accelerated our ongoing international expansion.

Our business performance in the last five years provides evidence of this successful performance in the figures. OVB increased its sales for the fourth year in a row and generated average sales growth of 11.5% p.a. in the last three years.



We were also able to substantially improve our profitability, as demonstrated by our earnings performance. After a planned decline in EBIT due to the substantial upturn in investment expenditure for strategic measures in 2018, we increased operating earnings for the third year in a row. Average EBIT growth in the last three years was 24.3% p.a.

Our services create additional value day in day out, both for our clients and for our shareholders.



We have successfully boosted enterprise value in the long term. Our share price performance – even considering the low free float – shows that the capital market rewards OVB’s good development.

Dear ladies and gentlemen, today we want to move beyond 2022 and look to the future together.

The world we live in today is one where challenges are very difficult to predict.

Without a doubt, the general conditions for our services will remain challenging.

These include issues such as

- inflation and low interest rates
- uncertainty over the Ukraine conflict
- the visible impact of climate change

as well as

- increasing regulation and complexity of regulatory requirements.

I can say for certain that this is not an exhaustive list. I am also sure that other challenges will arise in the future that we are not even aware of yet.

But it is far more important to focus on opportunities and prospects. Given the challenging environment, this is what makes us confident about the future.

So what is the reason for this confidence?

None of the challenges and risks described will make a difference to the steady rise in demand for our services.

We therefore think there are enormous growth opportunities for our business model.

Demographic change is putting government social security systems under considerable pressure. Pensions will be one of the dominant issues in the social debate over the next few years.

Private households in Europe are facing increasing risks and looking for ways to protect themselves. Awareness of securing against risks and the need for private pension provisions has increased significantly among younger generations in particular, one of our main target groups.

We are preparing for stiffer competition for younger clients. Recruiting young employees may also become even more competitive.

We believe this brings clear competitive advantages:

OVB is already very successful in getting young people interested in our business model. We offer entrepreneurial freedom, excellent development opportunities, a high degree of flexibility and thus a good work-life balance. This is demonstrated, for example, by the share of women in sales, which was more than 50% in 2021 depending on the subsidiary and career stage.

Having private pension provisions at a young age is crucial. Even just the issue of how to go about this raises many questions given the current situation. Even if upcoming interest rate changes are expected to bring an end to negative interest rates, which are a nuisance for savers, any rise in interest rates will be only moderate.

So low interest rates will probably be with us for a while. Consumer prices rose by 8.1% in the eurozone in May 2022. For conventional forms of savings, such as the good old savings account, this combination of low interest rates and inflation results in a loss of purchasing power from savings accounts and financial assets.

With our advice, we can help provide clarity on these risks and counter constant inflation by investing in tangible assets. Our answers to this include financial products focused on tangible assets, which combine protection against longevity risk with opportunities for returns on the capital market, or investment funds that broadly diversify investors' money and thereby minimise exchange rate risks.

The negative impact of climate change is increasingly clear to see; consider, for example, the flooding disaster across parts of Germany, Belgium, the Netherlands and Austria in summer 2021. At the same time, we experienced heat waves in southern Europe that caused devastating

forest fires. The implications of climate are expected to continue in the future, making it more essential than ever to insure against these risks.

For some time, it has been clear that sustainability now plays an increasingly important role for more and more people across Europe when it comes to investing and pensions. Our financial brokers are also affected by the climate debate and advocate sustainable product solutions for them and their clients.

We will play our role, not only because this is required by regulations but also because it is what we firmly believe in doing. We also view this as an opportunity and are gradually expanding our range of sustainable financial products across Europe.

Individual online consulting and hybrid sales activities have now become the norm for us. Every day, customers and financial brokers decide which methods of communication they wish to use for consultations depending on the situation.

This combination of different consulting methods helps significantly improve customer satisfaction and has resulted in a tangible increase in our sales team's efficiency and reach.

Digitalisation, which we have accelerated in the last two and a half years, has very clearly demonstrated the potential for greater efficiency in sales and administrative processes.

We will continue digitalisation with conviction and passion.

We consider our international positioning another opportunity.

In 1970, OVB was one of the pioneers of one-stop financial consulting in Germany.



At the start of the 1990s, OVB explored a European strategy, decided it was worth pursuing and – unlike other market players – also took decisive steps to put this into practice.

OVB Austria was established as the first subsidiary outside Germany in 1992, the beginning of OVB Europe.

It is quite clear that our strategy of internationalisation was the right decision and a successful one! Our international nature has considerably expanded our sales basis and made us more independent of individual markets. Any negative trends in one country can be offset by good performance in others.

Our country portfolio includes both mature and emerging markets with above-average growth prospects. We enjoy a strong position on markets that combine high income growth with a need to catch up in terms of spending on insurance and retirement provision. Countries in southern and western Europe and, in particular, in central and eastern Europe, have experienced very strong economic growth since the start of the 1990s, which translates into higher incomes. This also increases the need to insure risks and provide financial provisions.

Our financial brokers can currently work in 15 European countries (soon to be 16), potentially giving them access to more than 440 million people.

It is this international work, in particular, that represents a major opportunity for many of our financial brokers and is therefore a considerable unique selling point (USP) of OVB. It is possible to have an international career working for us. In fact, we encourage this and it is where we tap our greatest business potential.

Our broad international positioning is something that clearly sets us apart from our competitors.

In 2021, we generated 80% of our sales outside Germany.

Ladies and gentlemen,

Our pioneering spirit has never wavered in the 52 years of our company's history.

This year, we are planning to enter the Slovenian market.



While it is a relatively small country with a population of about 2.1 million, it offers interesting framework conditions for us. Slovenia's economy has performed very well in recent years and modern financial and insurance products are widespread.



In geographic terms, the country enjoys a central location between the "OVB markets" of Austria, Hungary, Croatia and Italy, which naturally makes this expansion target even more interesting to us.

Expanding into other attractive national markets is also on our agenda: gaps on OVB's country map include Luxembourg, the Baltic states and Portugal. We are closely assessing business potential in these countries.

Ladies and gentlemen,

Let me sum up:

OVB performs a valuable social service by providing access to high-quality financial consulting to broad sections of the population.

Our company responds to and mitigates risks, changes and complex conditions by being adaptable and resilient. OVB has demonstrated this multiple times in recent years

Enormous opportunities have opened up for OVB in recent years, chiefly thanks to its strategic position, which must be harnessed.

Our follow-up strategy, which is already in the development process, will help us further minimise risks and better unlock potential.

To create a basis for our new growth strategy, we are surveying our stakeholders – clients, the entire sales team and all employees – and thereby involving them in the strategy process.

Given this, there is a good reason for having ““OVB in Europe: shaping the future together” as the motto of our 2021 annual report.

Our original intention was to make it clear that OVB is playing its role in shaping our common future in Europe.

Given our dismay at the events currently unfolding in Ukraine, “shaping the future together” has taken on an additional, fundamental importance for us.



People in European democracies seem to be coming together again, standing up for their common values and again believing that little bit more in the vision of a united, strong Europe. Let us hope that this continues!

Conclusion and thanks

Ladies and gentlemen,

To conclude my speech, I would like to first thank our clients, who have put their faith in us throughout Europe.

My thanks also go to the Supervisory Board for its consistently close and constructive cooperation in the past financial year.

I would like to express my sincere thanks to you, our shareholders, for your loyalty and confidence in OVB and hope that you will continue to support us as we move forwards together.

Thank you all for your attention.