

Dated 21.01.2010

Final Terms

ÖSTERREICHISCHE VOLKSBANKEN-AKTIENGESELLSCHAFT

EUR 5,000,000.00

Wasser Bonus Garant 2010-2015 / Series 124

(the **Notes**)

Series 124

ISIN AT000B059829

Euro 10,000,000,000

DEBT ISSUANCE PROGRAMME

PART A - CONTRACTUAL TERMS

This document constitutes the final terms relating to the issue of Notes described herein. Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Notes (the **Conditions**) set forth in the prospectus dated 08 June 2009 (beginning on page 80) and as supplemented from time to time (the **Prospectus**). The Prospectus constitutes a base prospectus for the purposes of the Prospectus Directive (Directive 2003/71/EC) (the **Prospectus Directive**). This document contains the final terms of the Notes for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of this document (the **Document** or the **Final Terms**) and the Prospectus. The Prospectus and any supplements to the Prospectus as well as documents to which reference is made in this Document or in the Prospectus may be inspected during normal business hours at the registered offices of the Principal Paying Agent, each Paying Agent and at the seat of the Issuer and copies of these documents and the Final Terms may be obtained free of charge from them. To the extent the publication of a notice is required, such publication has been effected.

The terms of this Document amend, supplement and vary the Terms and Conditions of the Notes set out in the Prospectus, beginning on page 80. These Final Terms contain terms and variables which the Conditions refer to. If and to the extent the Terms and Conditions deviate from the terms of these Final Terms, the terms of the Final Terms shall prevail. The Terms and Conditions so amended, supplemented or varied together with the relevant provisions of these Final Terms will form the Conditions applicable to this Series of Notes.

These Final Terms do not constitute an offer to sell or the solicitation of an offer to buy any Notes or an investment recommendation. Neither the delivery of these Final Terms nor any sale hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the Issuer since the date hereof or that the information contained herein is correct as of any date subsequent to this date. Any important new or substantial incorrect information with regard to information contained herein which are of significance for the assessment of the Notes and which have occurred since the date hereof and prior to the end of the public offer period or, of applicable, prior to the admission to trading shall be published in a supplement hereto.

An investment in the Notes carries a high degree of risk. See "Risk Factors" beginning on page 21 of the Prospectus for further details which shall be considered before investing in the Notes. Investors which have an insufficient command of the English language to read and understand the risk factors and the Prospectus, should refrain from investing in the Notes.

Investors should note that where the Terms and Conditions of the Notes provide for a right of Early Redemption for tax reasons, changes in law, hedging disruption or increased hedging costs by the Issuer only, Noteholders usually receive a higher yield on their Notes than they would if such Early Redemption right were not granted to the Issuer, as otherwise the Issuer would need to calculate potential future tax changes or changes in law, hedging disruptions or increased hedging costs into the conditions of the Notes which would reduce the yield investors receive from the Notes. Investors should therefore carefully consider whether they think that a right of Early Redemption for tax reasons, changes in law, hedging disruption or increased hedging costs only for the Issuer would be to their detriment, and should, if they think that this is the case, not invest in the Notes.

The distribution of these Final Terms and the offering, sale and delivery of the Notes in certain jurisdictions may be restricted by law. Persons into whose possession these Final Terms come are required by the Issuer to inform themselves about and to observe any such restrictions. For a further description of certain restrictions on the offering and sale of the Series, see "Subscription and Sale" of the Base Prospectus as supplemented or amended by these Final Terms.

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| 1. | Issuer: | Österreichische Volksbanken-
Aktiengesellschaft |
| 2. | (i) Series Number: | 124 |
| | (ii) Tranche Number: | 1 |
| 3. | Type of Issue: | <input checked="" type="checkbox"/> permanent issue |
| 4. | Offer Period: | 25.01.2010 |
| 5. | Term of the Notes | |
| | (i) Start: | 01.03.2010 (inclusive) |
| | (ii) End: | 28.02.2015 (inclusive) |
| 6. | Maturity Date: | <input checked="" type="checkbox"/> 01.03.2015 |
| 7. | Business Day Convention: | <input checked="" type="checkbox"/> Following Business Day Convention |
| 8. | Specified Currency or Currencies: | EUR |
| 9. | Aggregate principal amount or amount of units: | <input checked="" type="checkbox"/> EUR 5,000,000.00 (five million)
The Issuer may increase or decrease the aggregate principal amount or the amount of units from time to time. |
| | (i) Series: | <input checked="" type="checkbox"/> EUR 5,000,000.00 (five million) |
| | (ii) Tranche: | <input checked="" type="checkbox"/> EUR 5,000,000.00 (five million) |
| 10. | Specified Denomination: | <input checked="" type="checkbox"/> EUR 100.00 (one hundred) |
| 11. | (i) Issue Price: | <input checked="" type="checkbox"/> 100.00 per cent. of the aggregate principal amount
<input checked="" type="checkbox"/> plus 4.00 per cent. issue surcharge |
| | (ii) Net proceeds: | <input checked="" type="checkbox"/> Issuing volume minus EUR 2.000,00 |
| 12. | Coupon: | <input checked="" type="checkbox"/> not applicable |
| 13. | Redemption / Payment Basis: | <input checked="" type="checkbox"/> Redemption linked to an underlying |
| 14. | Early redemption at the option of the Noteholder or the Issuer: | <input checked="" type="checkbox"/> not applicable |
| 15. | Status of the Notes: | <input checked="" type="checkbox"/> Senior |
| 16. | Date of (board) approval for issuance of Notes obtained: | <input checked="" type="checkbox"/> according to Overall Planning Approval of the Management Board dated 23 November 2009 and the Supervisory Board dated 10 December 2009 |
| 17. | Method of distribution: | <input checked="" type="checkbox"/> non-syndicated |
| 18. | Prospectus requirement | |
| | (i) Austria: | <input checked="" type="checkbox"/> public offer |
| | (ii) Germany: | <input checked="" type="checkbox"/> public offer |
| | (iii) other jurisdictions: | <input checked="" type="checkbox"/> public offer in Romania
<input checked="" type="checkbox"/> public offer in Slovenia
<input checked="" type="checkbox"/> public offer in Hungary
<input checked="" type="checkbox"/> public offer in Czech Republic
<input checked="" type="checkbox"/> public offer in Slovakia |

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE (Condition 3)

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|------|--|--|
| 19. | Fixed interest rate: | <input checked="" type="checkbox"/> not applicable |
| 20. | Floating rate interest: | <input checked="" type="checkbox"/> not applicable |
| 20a. | Additional provisions for Notes with coupons which are not based on an | <input checked="" type="checkbox"/> not applicable |

- underlying
- 20b. Interest linked to the performance of an underlying not applicable
- 20c. Target Coupon not applicable
21. Stepped coupon: not applicable
22. Zero coupon not applicable
23. Interest for other Notes not applicable
24. (i) Minimum Rate of Interest: not applicable
(ii) Maximum Rate of Interest: not applicable
25. Day Count Fraction: not applicable
26. Interest Payment Date(s): not applicable
27. Interest calculation period: not applicable
28. Commercial Property Rights not applicable
- Use approved for:
- Disclaimer:

PROVISIONS RELATING TO REDEMPTION

29. Redemption amount linked to a Basket of Underlyings, not below par
- 29a. Redemption payment linked to performance of an underlying or a basket of underlyings applicable
- (i) Redemption amount linked to the performance of: VEOLIA ENVIRONNEMENT (“Underlying 1”), FR0000124141, Euronext Paris
GEBERIT AG (“Underlying 2”), CH0030170408, SIX Swiss Ex
SUEZ ENVIRONNEMENT SA (“Underlying 3”), FR0010613471, Euronext Paris,
UNITED UTILITIES PLC (“Underlying 4”), GB00B39J2M42, London Stock Exchange, together “Basket of Underlyings”
- (ii) Formula or details for calculation of Redemption Amount: During the Observation Period according to point 29 a (iv) the Closing Value of each Underlying will be compared with its Starting Value according to point 29a (v), in order to determine if the Closing Values of the Underlyings are above, at or below the Barrier according to point 29a (vi).
If the Barrier was not touched or broken by any Underlying during the Observation Period the investor receives a Redemption Amount of 140.00 % of the Specified Denomination (“Maximum

Redemption Amount”) at the Maturity Date.

If the Barrier was broken by any Underlying during the Observation Period the investor receives a Redemption Amount of 100.00 % of the Specified Denomination (“Minimum Redemption Amount”) at the Maturity Date.

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|---|-------------------------------------|---|
| (iii) Number of figures following the decimal point: | <input checked="" type="checkbox"/> | 2 (two) for the Redemption Amount |
| (iv) Observation Period: | <input checked="" type="checkbox"/> | 2 (two) for the Closing Values |
| (v) Starting Value: | <input checked="" type="checkbox"/> | from 01.03.2010 (incl.) to 24.02.2015 (incl.), Closing Values |
| (vi) Barrier: | <input checked="" type="checkbox"/> | Closing Values of the Underlyings: 24.02.2010 |
| (vii) Determination Date: | <input checked="" type="checkbox"/> | 50.00% of the Starting Values of the Underlyings |
| (viii) Screen page: | <input checked="" type="checkbox"/> | not applicable |
| (ix) Minimum Redemption Amount: | <input checked="" type="checkbox"/> | not applicable |
| (x) Maximum Redemption Amount: | <input checked="" type="checkbox"/> | 100.00% of the Specified Denomination |
| (xi) Other details regarding redemption: | <input checked="" type="checkbox"/> | 140.00% of the Specified Denomination |
| 29b. Redemption payment according to redemption table or otherwise | <input checked="" type="checkbox"/> | not applicable |
| 30. Early Redemption at the Option of the Issuer | <input checked="" type="checkbox"/> | not applicable |
| 31. Early Redemption at the Option of the Noteholder: | <input checked="" type="checkbox"/> | not applicable |
| 32. Redemption for tax reasons | <input checked="" type="checkbox"/> | not applicable |
| 33. Redemption in case of a change in law, hedging disruption or increased hedging costs | <input checked="" type="checkbox"/> | applicable |
| 34. Early Redemption Amount in case of the occurrence of a tax event, change in law, hedging disruption or increased hedging costs: | <input checked="" type="checkbox"/> | applicable |
| | <input checked="" type="checkbox"/> | at market price as determined by the Issuer |

ADDITIONAL PROVISIONS FOR CASH-OR-SHARE NOTES

35. Cash-or-Share-Note: not applicable

GENERAL PROVISIONS APPLICABLE TO THE NOTES

36. Form of Notes: Permanent Global Note
37. New Global Note: No

38. Intended to be held in a manner which would allow ECB eligibility (in new global note form (NGN)): not applicable
39. Financial Centre(s) or other special provisions relating to Payment Business Days: not applicable
40. Tax gross up (Condition 6): without tax gross up
41. Additional tax disclosure: not applicable
42. Other final terms or provisions: not applicable
- 42.a Consolidation provisions not applicable

DISTRIBUTION

43. Syndicated: not applicable
44. Not syndicated: applicable
 - name of Dealer: Österreichische Volksbanken-
 Aktiengesellschaft
45. Market Making not applicable
46. Additional selling restrictions: not applicable

OPERATIONAL INFORMATION

47. ISIN Code: AT000B059829
48. - Common Code: not applicable
 - Telekurs-Code: 2
49. Clearing System(s): Oesterreichische Kontrollbank Aktiengesellschaft, Am Hof 4, A-1010 Vienna, Austria
50. Principal Paying Agent: Österreichische Volksbanken-
 Aktiengesellschaft
 Payment to the Paying Agent is a valid discharge of the Issuer's payment obligations towards the Noteholders: not applicable
51. Additional Paying Agent(s) (if any): not applicable
 - Paying Agent, if Notes are listed on a stock exchange
52. Calculation Agent: Österreichische Volksbanken-
 Aktiengesellschaft
53. Applicable TEFRA Rules: none
54. Publication: website: www.vb-si.at
55. Governing Law: Austrian law
56. Binding Language: English
57. The aggregate principal amount of Notes has been translated into Euro at the rate of [amount] [currency] = 1 Euro, producing the sum of: not applicable

LISTING AND ADMISSION TO TRADING APPLICATION

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the Prospectus.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms which is to be read together with the Prospectus referred to above.

Österreichische Volksbanken-Aktiengesellschaft

ppa Gerald Kauschitz

ppa Heimo Rottensteiner

PART B - OTHER INFORMATION

PART B - OTHER INFORMATION

1. LISTING

Listing: will be applied for at Vienna Stock Exchange
 The Issuer retains the right to list the Notes at any time on further and/or other stock exchanges.

Admission to trading: it is intended to admit the Notes to trading to the second regulated market of the Vienna Stock Exchange
 The Issuer retains the right to list the Notes at any time on other stock exchanges.

Estimate of total expenses related to admission to trading: EUR 2,000.00

2. RATINGS

Ratings: The Issuer has been rated:

Moody's: Baa1

Fitch: A

Details on the ratings and the conditions which are to be taken into account in connection therewith may be retrieved from the websites of www.moodys.com and www.fitchratings.com. A rating is not a recommendation to buy, sell or hold Notes and may be subject to suspension, change or withdrawal at any time by the assigning rating agency.

3. NOTIFICATION

The Austrian Financial Markets Authority has provided the competent authorities among others of Czech Republic, Slovak Republic, Hungary, Slovenia, Romania and Germany with a certificate of approval attesting that the Prospectus has been drawn up in accordance with the Prospectus Directive.

4. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE/OFFER

Save as discussed in "Subscription and Sale" of the Prospectus, as far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

5. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

not applicable

6. FLOATING RATE NOTES

not applicable

7. INDEX-LINKED OR OTHER VARIABLE-LINKED NOTES

The information included herein with respect to the underlyings to which the Notes are linked (the **Underlyings**) consists only of extracts from, or summaries of, publicly available information. The Issuer accepts responsibility that such information has been correctly extracted or summarised. No further or other responsibility in respect of such information is accepted by the Issuer. In particular, the Issuer accepts no responsibility in respect of the accuracy or completeness of the information set forth herein concerning the Underlyings of the Notes or that there has not occurred any event which would affect the accuracy or completeness of such information.

Additional data and information such as previous or future developments of the Underlyings may be obtained by inspecting the webpage of the relevant exchange on which the Underlyings are traded or through information providers such as Bloomberg or Reuters.

The development of these Notes depends particularly on the development of the Underlyings. As a consequence, the market value of these Notes may fluctuate depending on the development of the Underlyings, offer and demand on the secondary market, full or partial payment of interest and or principal by the Issuer and the credit-worthiness of the Issuer. A change in such factors may lead to a fluctuation of the market value of the Notes.

In case of a sale of the Notes prior to redemption, investors may lose amounts invested as the market value of such Notes may be below the issue price.

For a detailed description of the risks associated with index-linked or other variable-linked Notes, please refer to the section "Risk factors relating to the Notes" of the Prospectus.

8. DUAL REDEMPTION NOTES

not applicable