

OMV Aktiengesellschaft

Corporate register number: 93363z

ISIN: AT0000743059

Additional Information regarding the Rights of Shareholders for the Annual General Meeting to be held on May 19, 2015

Requests for items to be put on the agenda pursuant to Section 109 Stock Corporation Act

Shareholders whose individual or combined holdings represent a total of at least 5% of the capital stock for at least three months may make a written request (individually signed by each applicant or duly signed by its authorized signatory/ies) by **April 28, 2015**, to OMV Aktiengesellschaft, for the attention of Mag. Patrick Schinnerl, Trabrennstraße 6–8, 1020 Vienna, Austria, asking for additional items to be placed on the agenda for the Annual General Meeting, and to be announced. A draft resolution and justification must be submitted for each agenda item.

The application must be accompanied by a deposit confirmation evidencing a shareholding by the applicant for at least three continuous months at the time the application is made, and which is not older than seven days at the time of receipt by the Company. In the case of several shareholders who jointly hold the required 5% of the capital stock, the deposit confirmations must relate to the same point in time (day, time). Otherwise, the same rules as those contained in the Convocation of the Annual General Meeting (please refer to that document) apply to the issuance, content and transmission of deposit confirmations.

Where the application and one or more deposit confirmations must be sent to the Company separately, all documents must be received by the Company by April 28, 2015.

Draft resolutions submitted by shareholders pursuant to Section 110 Stock Corporation Act

Shareholders whose individual or combined holdings represent a total of at least 1% of the capital stock may submit draft resolutions for each agenda item, to be accompanied by a justification, by **May 7, 2015**, and require the draft resolutions to be posted on the Company's website with the names of the relevant shareholders and the justification.

For elections to the Supervisory Board the following must be noted: In case of a proposal for the election of a member of the Supervisory Board, the statement pursuant to Section 87 Paragraph 2 Stock Corporation Act of a nominated person replaces the justification. Such statements also have to be received by the Company by **May 7, 2015** and have to be published by the Company on its website as registered with the Commercial Register by **May 11, 2015**, otherwise the nominated person cannot be included in the election. Regarding the election of members of the Supervisory Board, the General Meeting shall take into consideration the criteria of Section 87 Paragraph 2a Stock Corporation Act; in particular the professional and personal qualifications of the members of the Supervisory Board, a balanced composition of expertise of the Supervisory Board, aspects of diversity and internationality as well as the professional reliability.

Draft resolutions may be addressed to OMV Aktiengesellschaft, for the attention of Mag. Patrick Schinnerl, Trabrennstraße 6–8, 1020 Vienna, Austria, fax +43-1-40440-623228, and must be received by May 7, 2015. Approved draft resolutions will be posted on the Company's website at www.omv.com › *Investor Relations* › *Corporate Governance & Organization* › *General Meeting* › *AGM 2015* within two business days of receipt.

Applications must be accompanied by deposit confirmations evidencing shareholdings when the applications are made, and which are not older than seven days at the time of receipt by the Company. In the case of several shareholders who jointly hold the required 1% of the Company's capital stock, the deposit confirmations for all shareholders must relate to the same point in time (day, time). Moreover, the same rules as those contained in the Convocation of the

Annual General Meeting (please refer to that document) apply to the issuance, content and transmission of deposit confirmations.

Where the application and one or more deposit confirmations must be sent to the Company separately, all documents must be received by the Company by May 7, 2015.

Information right pursuant to Section 118 Stock Corporation Act

Every shareholder has the right to request information regarding Company matters at the General Meeting, provided that such information is necessary for the proper assessment of an agenda item. The duty to provide information extends to legal and business relationships between the Company and Group companies, and to the condition of the Group and its consolidated subsidiaries. Such information must comply with the principles of diligent and truthful accountability. Information may be denied if, according to reasonable commercial judgment, it could cause significant harm to the Company or a Group company, or if the provision of information would be unlawful.

Right to propose motions pursuant to Section 119 Stock Corporation Act

Each shareholder has the right to propose motions at the General Meeting for each agenda item. Prerequisite therefor is the evidence of the entitlement to attend the General Meeting. For a shareholder to propose the election of a member to the Supervisory Board, the submission of a draft resolution in text form pursuant to Section 110 Stock Corporation Act, to be accompanied by statement pursuant to Section 87 Paragraph 2 Stock Corporation Act, (see above) is mandatory.