

REMUNERATION REPORT 2021
FOR THE SUPERVISORY BOARD OF
OMV AKTIENGESELLSCHAFT

On September 29, 2020, the Remuneration Policy for the Supervisory Board was approved by the Annual General Meeting of OMV with 98.9% of the votes of the share capital present. The remuneration policy for the Supervisory Board can be downloaded here: <https://www.omv.com/en/remuneration-supervisory-board>

Supervisory Board remuneration is also governed by Section 16 of the Articles of Association of OMV Aktiengesellschaft.

Remuneration of the Supervisory Board is based on the system described in the remuneration policy for the Supervisory Board and is adopted annually by the Annual General Meeting:

Remuneration Policy table – Supervisory Board remuneration at a glance

| Remuneration element | Description & Operation |
|---|---|
| Fixed annual remuneration | Annual remuneration in the form of cash for Supervisory Board activities. Depends on the role the respective Supervisory Board member assumes (e.g., higher remuneration for the Chairman/Chairwoman) |
| Additional fixed annual remuneration for committee membership | Additional remuneration in cash to reflect additional responsibilities and tasks on Supervisory Board committees; also depends on the role the respective Supervisory Board member assumes on the committee (e.g., higher remuneration for the committee Chairman/Chairwoman) |
| Meeting fee | Additional fee in cash for participating in meetings of the Supervisory Board and the committees of the Supervisory Board |

In 2021, a new committee was established by the Supervisory Board. The Sustainability and Transformation Committee aims to accompany the transformation process towards a more sustainable business model, including the cultural integration of strategic significant acquisitions, and to support the Supervisory Board on those matters.

There were 9 meetings of the Supervisory Board in 2021 and 21 committee meetings were held.

The remuneration of the Supervisory Board is basically as follows:

Remuneration for Supervisory Board members

| In EUR ¹ | |
|--------------------------------------|--------|
| Chairman/Chairwoman | 30,000 |
| Deputy Chairman/Chairwoman | 25,000 |
| Ordinary member | 20,000 |
| Committee Chairman/Chairwoman | 14,000 |
| Committee Deputy Chairman/Chairwoman | 12,000 |
| Ordinary Committee member | 10,000 |

¹ Meeting fees in the amount of EUR 400/meeting, as well as any applicable reimbursement of withholding tax, are not included therein.

This results in the following remuneration for the members of the Supervisory Board.

In 2021, the total remuneration of the Supervisory Board amounted to EUR 564,233.

Supervisory Board remuneration

In EUR

| Name of the Supervisory Board member and function | Year | Supervisory Board and Committees ¹ | | | | | | Fixed remuneration ^{2, 3} | | | Total remuneration |
|--|------|---|-----|-----|----|-----|----|------------------------------------|------------------------|--------------|--------------------|
| | | SB | PNC | PPC | AC | STC | RC | Fixed annual remuneration | Committee remuneration | Meeting fees | |
| Mark Garrett (since September 29, 2020), Chairman of the Supervisory Board | 2021 | C | C | M | M | – | DC | 30,000 | 46,000 | 9,920 | 85,920 |
| | 2020 | C | C | M | M | – | DC | 7,622 | 11,688 | 2,560 | 21,870 |
| Dr. Wolfgang C. Berndt (until September 29, 2020), Chairman of the Supervisory Board | 2021 | – | – | – | – | – | – | – | – | – | – |
| | 2020 | C | C | M | M | – | C | 22,377 | 35,803 | 7,200 | 65,380 |
| Christine Catasta ⁴ (since September 10, 2021), Deputy Chairwoman of the Supervisory Board | 2021 | DC | DC | DC | M | DC | C | 7,740 | 17,822 | 3,200 | 28,762 |
| | 2020 | – | – | – | – | – | – | – | – | – | – |
| Thomas Schmid ⁴ (until July 5, 2021), Deputy Chairman of the Supervisory Board | 2021 | DC | DC | DC | M | – | C | 12,739 | 26,035 | 7,600 | 46,374 |
| | 2020 | DC | DC | DC | M | – | C | 25,000 | 46,508 | 9,600 | 81,108 |

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Supervisory Board remuneration

In EUR

| Name of the Supervisory Board member and function | Year | Supervisory Board and Committees ¹ | | | | | | Fixed remuneration ^{2, 3} | | | Total remuneration |
|---|------|---|----------------|----------------|----------------|-----|-----------------|------------------------------------|------------------------|--------------|--------------------|
| | | SB | PNC | PPC | AC | STC | RC | Fixed annual remuneration | Committee remuneration | Meeting fees | |
| Saeed Al Mazrouei (since June 2, 2021), Deputy Chairman of the Supervisory Board | 2021 | DC | DC | DC | - | - | DC | 14,589 | 21,008 | 1,280 | 36,877 |
| | 2020 | - | - | - | - | - | - | - | - | - | - |
| Alyazia Ali Al Kuwaiti (since May 22, 2018 and 2008 – 2016), Member of the Supervisory Board | 2021 | M ⁵ | M ⁵ | M ⁵ | DC | DC | DC ⁵ | 22,082 | 40,669 | 9,600 | 72,351 |
| | 2020 | DC | DC | DC | DC | - | DC | 25,000 | 48,000 | 6,720 | 79,720 |
| Mansour Mohamed Al Mulla (until June 2, 2021), Member of the Supervisory Board | 2021 | M | M | M | - | - | - | 8,329 | 8,329 | 4,160 | 20,818 |
| | 2020 | M | M | M | - | - | - | 20,000 | 20,000 | 4,160 | 44,160 |
| Stefan Doboczky (since May 14, 2019), Member of the Supervisory Board | 2021 | M | - | M | - | C | - | 20,000 | 12,340 | 4,400 | 36,740 |
| | 2020 | M | - | M | - | - | - | 20,000 | - | 3,200 | 23,200 |
| Karl Rose (since May 18, 2016), Member of the Supervisory Board | 2021 | M | - | C | - | - | - | 20,000 | 14,000 | 4,800 | 38,800 |
| | 2020 | M | - | C | - | - | - | 20,000 | 14,000 | 4,400 | 38,400 |
| Elisabeth Stadler (since May 14, 2019), Member of the Supervisory Board | 2021 | M | - | - | DC | M | - | 20,000 | 13,671 | 5,600 | 39,271 |
| | 2020 | M | - | - | DC | - | - | 20,000 | 12,000 | 4,000 | 36,000 |
| Christoph Swarovski (since May 14, 2019), Member of the Supervisory Board | 2021 | M | - | - | - | - | M | 20,000 | 10,000 | 5,200 | 35,200 |
| | 2020 | M | - | - | - | - | M | 20,000 | 10,000 | 2,400 | 32,400 |
| Cathrine Trattner (since May 14, 2019), Member of the Supervisory Board | 2021 | M | - | - | M | - | - | 20,000 | 10,000 | 5,120 | 35,120 |
| | 2020 | M | - | - | M | - | - | 20,000 | 10,000 | 3,840 | 33,840 |
| Gertrude Tumpel-Gugerell (since May 19, 2015), Member of the Supervisory Board | 2021 | M | - | - | C | - | M | 20,000 | 24,000 | 8,800 | 52,800 |
| | 2020 | M | - | - | C | - | M | 20,000 | 24,000 | 6,400 | 50,400 |
| Angela Schorna (since March 23, 2018 ⁶), Member of the Supervisory Board | 2021 | M | - | - | M | - | - | - | - | 7,200 | 7,200 |
| | 2020 | M | M | M | M | - | - | - | - | 5,600 | 5,600 |
| Gerhard Singer (since September 26, 2016 ⁶), Member of the Supervisory Board | 2021 | M | - | M ⁷ | M | - | - | - | - | 6,400 | 6,400 |
| | 2020 | M | - | M | M | - | - | - | - | 6,000 | 6,000 |
| Alexander Auer (since September 1, 2021 ⁶), Member of the Supervisory Board | 2021 | M | - | M | - | M | - | - | - | 2,000 | 2,000 |
| | 2020 | - | - | - | - | - | - | - | - | - | - |
| Nicole Schachenhofer (since January 18, 2021 ⁶), Member of the Supervisory Board | 2021 | M | M | M | - | M | - | - | - | 6,800 | 6,800 |
| | 2020 | - | - | - | - | - | - | - | - | - | - |
| Hubert Bunderla (since January 18, 2021 ⁶), Member of the Supervisory Board | 2021 | M | M | M | M | - | - | - | - | 9,200 | 9,200 |
| | 2020 | - | - | - | - | - | - | - | - | - | - |
| Christine Asperger (until October 1, 2020 ⁶), Member of the Supervisory Board | 2021 | - | - | - | - | - | - | - | - | - | - |
| | 2020 | M | M | - | - | - | - | - | - | 2,000 | 2,000 |
| Herbert Lindner (until August 31, 2021 ⁶), Member of the Supervisory Board | 2021 | M | - | M | M ⁷ | - | - | - | - | 3,600 | 3,600 |
| | 2020 | M | M | M | M | - | - | - | - | 7,200 | 7,200 |
| Alfred Redlich (until December 2, 2020 ⁶), Member of the Supervisory Board | 2021 | - | - | - | - | - | - | - | - | - | - |
| | 2020 | M | M | M | - | - | - | - | - | 4,000 | 4,000 |

¹ Abbreviations: SB = Supervisory Board, PNC = Presidential and Nomination Committee, PPC = Portfolio and Project Committee, AC = Audit Committee, STC = Sustainability and Transformation Committee, RC = Remuneration Committee, C = Chairman/Chairwoman, DC = Deputy Chairman/Chairwoman, M = Member; AGM = Annual General Meeting.

² In addition, the members of the Supervisory Board receive a cash reimbursement for expenses actually incurred. Any withholding taxes that may be refundable are not included.

³ Based on the remuneration adopted at the 2021 AGM and subject to approval at the 2022 AGM.

⁴ In accordance with their Executive Board service contracts with ÖBAG, Christine Catasta and Thomas Schmid have assigned the remuneration for their Supervisory Board functions at OMV Aktiengesellschaft to ÖBAG. Christine Catasta left the ÖBAG effective January 31, 2022 but will remain in the Supervisory Board until the next ordinary AGM. Accordingly, remuneration in the period September 10, 2021 until January 31, 2022 was assigned to ÖBAG. Remuneration between February 1, 2022 and June 3, 2022 will be directly assigned to Christine Catasta.

⁵ Deputy Chairwoman until June 2, 2021.

⁶ Members delegated to the Supervisory Board by the Group works council do not receive remuneration but just attendance expenses. Delegation by the Group works council is for an indefinite period of time; however, the employee representatives may be recalled at any time by the delegating body.

⁷ Member until January 18, 2021.

Development of total remuneration

The following table provides an overview of the development of the total remuneration for Supervisory Board members and compares this with the development of the economic success and the development of the remuneration of the employees.

In order to ensure neutral supervision of the Executive Board by the Supervisory Board, the members of the Supervisory Board are not granted variable remuneration or bonuses.

The development of the Supervisory Board's remuneration therefore does not depend on the economic success of the Company as well as the development of the remuneration of employees who receive variable remuneration or bonuses.

Due to numerous changes in the Supervisory Board during the financial years from 2019 to 2021, it is difficult to compare the development of Supervisory Board remuneration in these years.

Comparison of total remuneration and the financial performance

| Yearly change | 2021 to 2020 | | 2020 to 2019 |
|--|--------------|---------|--------------|
| | in % | in EUR | in % |
| Remuneration of the Supervisory Board members | | | |
| Mark Garrett (since September 29, 2020), Chairman of the Supervisory Board | 293% | 64,050 | n/a |
| Dr. Wolfgang C. Berndt (until September 29, 2020), Chairman of the Supervisory Board | n/a | n/a | -14% |
| Christine Catasta (since September 10, 2021), Deputy Chairwoman of the Supervisory Board | n/a | n/a | n/a |
| Thomas Schmid (until July 5, 2021), Deputy Chairman of the Supervisory Board | -43% | -34,734 | 54% |
| Saeed Al Mazrouei (since June 2, 2021), Deputy Chairman of the Supervisory Board | n/a | n/a | n/a |
| Alyazia Ali Al Kuwaiti (since May 22, 2018 and 2008 – 2016), Member of the Supervisory Board | -9% | -7,369 | -2% |
| Mansour Mohamed Al Mulla (until June 2, 2021), Member of the Supervisory Board | -53% | -23,342 | -3% |
| Stefan Doboczky (since May 14, 2019), Member of the Supervisory Board | 58% | 13,540 | 63% |
| Karl Rose (since May 18, 2016), Member of the Supervisory Board | 1% | 400 | 2% |
| Elisabeth Stadler (since May 14, 2019), Member of the Supervisory Board | 9% | 3,271 | 59% |
| Christoph Swarovski (since May 14, 2019), Member of the Supervisory Board | 9% | 2,800 | 49% |
| Cathrine Trattner (since May 14, 2019), Member of the Supervisory Board | 4% | 1,280 | 55% |
| Gertrude Tumpel-Gugerell (since May 19, 2015), Member of the Supervisory Board | 5% | 2,400 | -21% |
| Financial performance of the Company | | | |
| Reported Net Income (after tax and net financial result) in EUR mn | 90% | 1,326 | -31% |
| Remuneration of employees | | | |
| Average remuneration of OMV employees | 31%* | 16,197 | 0% |

* The comparison of the average remuneration of OMV employees in 2020 with 2021 is difficult due to the integration of Borealis. The increase results mainly from the full consolidation of Borealis and from outsourcings in OMV Petrom's E&P division.

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