

CONVENIENCE TRANSLATION

Election proposal for the Extraordinary General Meeting of OMV Aktiengesellschaft, Vienna on October 9, 2012

With reference to our request to convene an extraordinary general meeting pursuant to section 105 Para 3 Stock Corporation Act which we have submitted in written form today, we propose to resolve on the only agenda item as follows:

Election of a Member to the Supervisory Board

The shareholder Österreichische Industrieholding Aktiengesellschaft proposes to elect Ing. Rudolf Kemler, born on May 9, 1956, as member of the Supervisory Board of the company, effective from November 1, 2012 until the end of the Annual General Meeting deciding on the discharge for the 2013 financial year.

Attached to this election proposal are the proposed candidate's curriculum vitae as well as the candidate's declaration pursuant to section 87 Para 2 Stock Corporation Act regarding his qualifications, similar positions and stating that there are no circumstances which could constitute concerns with regard to potential conflicts of interest.

Note:

Mag. Markus Beyrer has declared to resign as chairman and member of the supervisory board of OMV Aktiengesellschaft with effect as of October 31, 2012. The shareholder Österreichische Industrieholding Aktiengesellschaft proposes to fill his seat by electing a new member to the Supervisory Board in the extraordinary general meeting on October 9, 2012.

Vienna, September 10, 2012

**Österreichische Industrieholding
Aktiengesellschaft**

[Mag. Markus Beyrer's signature]

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Explanatory notes on the election proposal of Österreichische Industrieholding Aktiengesellschaft

Currently the supervisory board of OMV Aktiengesellschaft consists of ten members elected by the general meeting; the group works council delegated five members to the supervisory board.

Since one member of the supervisory board will resign with effect from October 31, 2012, the shareholder Österreichische Industrieholding Aktiengesellschaft proposes to fill his seat by electing a new member to the supervisory board in an extraordinary general meeting so that the number of ten members elected by the general meeting will be attained again.

The supervisory board of OMV Aktiengesellschaft currently consists of:

Markus Beyrer (will resign with effect from October 31, 2012 from the supervisory board)

Wolfgang C. Berndt

Murtadha Al Hashmi

Alyazia Ali Saleh Al Kuwaiti

Elif Bilgi Zapperoli

Helmut Draxler

Wolfram Littich

Herbert Stepic

Herbert Werner

Norbert Zimmermann

Delegated by the group works council:

Leopold Abraham

Wolfgang Baumann

Franz Kaba

Ferdinand Nemesch

Martin Rossmann