

# PROXY AND VOTING INSTRUCTIONS

## Annual General Meeting of OMV Aktiengesellschaft on May 22, 2018

I/We \_\_\_\_\_  
(name/company and address of proxy issuer<sup>1</sup>)

\_\_\_\_\_  
(address and telephone number for further information)

herewith authorize Mr. Michael Knap, c/o IVA, A-1130 Vienna, Feldmühlgasse 22/4, to represent me/us at the General Meeting of OMV Aktiengesellschaft on May 22, 2018 and to exercise the voting rights on behalf of me/us. Mr. Michael Knap has the right to authorize a sub-proxy.

This proxy refers to ..... of my/our shares.  
(If you leave this field blank, the proxy automatically refers to all shares for which the deposit confirmation was issued by the financial institution as at the record date.)

At the same time I/we issue to him the instruction to exercise or let exercise my/our voting right as follows:

		<i>For</i>	<i>Against</i>	<i>Abstention</i>
Item 2:	Appropriation of the profit	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 3:	Discharge of the members of the Executive Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 4:	Discharge of the members of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 5:	Remuneration for the members of the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 6:	Appointment of auditor and Group auditor	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 7:	Resolutions on:			
	(i) the Long Term Incentive Plan 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	(ii) the Equity Deferral 2018	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Item 8:	Elections to the Supervisory Board:			
	a) Ms. Alyazia Ali Al Kuwaiti	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) Mr. Mansour Mohamed Al Mulla	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If I/we did not provide express instructions (also concerning individual agenda items), this proxy is void. Should separate votes be taken on an agenda item, an instruction provided in connection with the respective agenda item shall apply to each sub-item correspondingly.

\_\_\_\_\_, on \_\_\_\_\_ 2018  
*place* *date* *legally binding signature/s*

### IMPORTANT INFORMATION:

This form together with the deposit confirmation of the bank must be received by IVA (A-1130 Vienna, Feldmühlgasse 22/4), or by e-mail ([michael.knap@iva.or.at](mailto:michael.knap@iva.or.at)) by 4 p.m. CEST (Local Time Vienna) on May 21, 2018 at the latest.

The proxy issuers may issue or change instructions during the General Meeting by e-mail ([omv@hauptversammlung.at](mailto:omv@hauptversammlung.at)).

<sup>1</sup> If you do not issue this proxy as shareholder but as proxy of a shareholder, please enclose a confirmation of your power of representation (proxy issued by the shareholder, appointment-decree of the court etc.).