

## **Announcement pursuant to section 82 para 9 Austrian Stock Exchange Act**

### **Transfer of treasury shares under the Long Term Incentive Plan 2014 and the Matching Share Plan 2016**

OMV Aktiengesellschaft ("OMV" or "Company") intends to transfer treasury shares to members of the Executive Board and senior executives as well as potentials of OMV under the (i) Long Term Incentive Plan (LTIP) 2014 and the (ii) Matching Share Plan (MSP) 2016, based on the resolution of OMV's Supervisory Board of March 22, 2017 and the report pursuant to section 65 para 1b in conjunction with sections 171 para 1 and 153 para 4 Stock Corporation Act which was published on March 8, 2017.

Therefore, the Company announces in accordance with section 82 para 9 Austrian Stock Exchange Act ("BörseG") in conjunction with the Austrian Disclosure Regulation 2002 (BGBl II 2002/112, "VeröffentlichungsV") the following:

1. Date of the resolution of the General Meeting pursuant to section 65 para 1b Austrian Stock Corporation Act: May 18, 2016.
2. Date and form of publication of the resolution of the General Meeting: May 18, 2016 electronically pursuant to section 82 para 9 in conjunction with para 8 BörseG and on the Company's website <http://www.omv.com>.
3. Commencement and envisaged duration of the transfer: The transfer is expected to take place on April 3, 2017.
4. Class of shares concerned by the transfer: No-par value bearer shares of OMV.
5. Envisaged volume (number of shares) and percentage of the treasury shares to be transferred in relation to the registered share capital: up to 109,033 no-par value bearer shares, corresponding to up to approximately 0.0333% of OMV's registered share capital.  
  
This number reflects the shares granted under the Long Term Incentive Plan 2014 and the Matching Share Plan 2016 **before deduction of taxes and duties** but after deduction of grants where the plan participants opted, to the extent permissible under the respective plan, for a cash settlement.
6. Minimum and maximum consideration per share: None. The shares will be transferred as bonus shares under long term incentive and compensation plans.
7. Manner and purpose of the transfer of treasury shares: over the counter transfer to members of the Executive Board and senior executives as well as potentials of the Company under the Long Term Incentive Plan 2014 and the Matching Share Plan 2016.
8. Effects on the stock exchange listing of the shares: None.
9. Number and allocation of shares to the individual board members of the Company and other employees and senior executives and potentials of OMV Group (before deduction of taxes):

CEO:	23,105	MSP 2016
EB member, responsible for Finance:	7,701	MSP 2016
EB member, responsible for Upstream:	14,120	MSP 2016
EB member, responsible for Downstream:	17,971	MSP 2016
Former Deputy CEO:	18,722	MSP 2016
Former EB member:	4,662	MSP 2016

Other senior executives: 20,757 LTIP 2014  
 (thereof 5,789 shares are allocated to persons, that at present are board members (“*Organmitglieder*”) in associated companies and 1,209 shares are allocated to persons, that are managing employees (“*leitende Angestellte*”) in terms of Sec. 80 Para. 1 Austrian Stock Corporation Act)

Potentials: 1,995 LTIP 2014  
 (thereof 315 shares are allocated to persons, that at present are board members (“*Organmitglieder*”) in associated companies) and 0 shares are allocated to persons, that are managing employees (“*leitende Angestellte*”) in terms of Sec. 80 Para. 1 Austrian Stock Corporation Act)

The numbers of shares mentioned above are **gross numbers of vested shares before deduction of taxes and other contributions**, but after deduction of grants where the plan participants opted for a cash settlement, to the extent permissible under the respective plan.

The actual number of transferred shares will be a net amount after deduction of taxes and duties and will be published after the transfer online on the website of OMV under <http://www.omv.com> pursuant to section 7 VeröffentlichungsV.

Announcements of modifications to the intended transfer of treasury shares (section 6 VeröffentlichungsV) and the publication of actual transactions with treasury shares (section 7 VeröffentlichungsV) will only be made online on the website of OMV under <http://www.omv.com>.