



OMV Aktiengesellschaft, Vienna
ISIN-Code AT0000743059

**Publication of a resolution of the Annual General Meeting pursuant to Section 119
Para 9 Austrian Stock Exchange Act in connection with Section 2 Para 1 Austrian
Publication Regulation 2018**

The ordinary Annual General Meeting of OMV Aktiengesellschaft (hereinafter referred to as „the Company”) held on May 14, 2019 adopted the following resolution in relation to item 9 (Authorization of the Executive Board to repurchase treasury shares and to cancel shares and authorization of the Supervisory Board to adopt amendments to the Articles of Association resulting from the cancellation of shares) of the agenda:

“The Executive Board is authorized to repurchase

- a) bearer shares of no par value of the Company up to a maximum of 5% of the Company’s nominal capital (which currently corresponds to 16,363,636 shares), in accordance with section 65(1)(8) Austrian Stock Corporation Act,
- b) over a period of 15 months from the date of adoption of the resolution by the General Meeting,
- c) for a minimum consideration per share being at the utmost 30% lower than the average, unweighted stock exchange closing price over the preceding ten trading days and a maximum consideration per share being at the utmost 20% higher than the average, unweighted stock exchange closing price over the preceding ten trading days,

whereby any repurchases have to be exercised in such way that the Company does not hold more than 1,300,000 treasury shares at any time. Such repurchases may take place via the stock exchange or a public offering or by other legal means and for the purpose of share transfer programs, in particular Long Term Incentive Plans including Matching Share Plans, Equity Deferrals or other stock ownership plans.

The Executive Board is further authorized to cancel stock repurchased or already held by the Company without further resolution of the General Meeting. The Supervisory Board is authorized to adopt amendments to the Articles of Association resulting from the cancellation of shares.

The authorization can be exercised as a whole or in parts and also in several tranches by the Company, by a subsidiary (Section 189a Number 7 Austrian Commercial Code) or by third parties for the account of the Company and shall be exercised always in such manner that it is to the benefit and in the best interest of the Company.”

Vienna, May 2019

The Executive Board