

Information on shareholder/shareholders (in the event of multiple account holders)	
Name/company	
Address (postal code, city, street, house number)	
for natural persons: Date of birth/for legal entities registered in public registries (e.g. commercial register): Register & number	
Name of the bank where the account is held	
Bank code or BIC	Account number

_____ email address _____ password
(Providing this information facilitates the later verification of the shareholder's identity, particularly during the Annual General Meeting via email.)

POWER OF ATTORNEY

for the special proxies in accordance with Section 3(4) COVID-19 Company Law Regulation (Gesellschaftsrechtliche COVID-19-Verordnung, COVID-19 GesV)

As a shareholder of **VERBUND AG**, I/we hereby authorise

Attorney Mag. Philipp Stossier
Stossier Heitzinger, Rechtsanwälte in Kooperation
Dragonerstraße 54, A-4600 Wels, Austria

to represent me/us at the 73rd Annual General Meeting of VERBUND AG, FN 76023 z, ISIN AT0000746409, Vienna, on Tuesday, 16 June 2020, at 10:30 a.m., and to exercise all rights in accordance with Section 3(4) COVID-19 GesV, i.e. to propose motions for resolution on my/our behalf and with legal effect for me/us, to cast votes and to raise objections.

In particular, I/we authorise the special proxy named above as my/our authorised representative to exercise the voting rights on the published agenda and to adopt resolutions:

I/We hereby instruct the authorised representative named above to vote as follows on the agenda items 2 to 7, concerning the resolution proposals of the Executive Board and the Supervisory Board, as these are available as specified in the notice to convene on the Company's website at **www.verbund.com** for download (**tick where appropriate; without specific instructions on the resolution proposal listed for an agenda item, no vote will be cast on that item**)

If an individual vote is taken for an agenda item of the Annual General Meeting, instructions given for this item apply for each individual sub-item.

ITEM 2 **Resolution on the appropriation of the net profit reported in the 31 December 2019 annual financial statements**

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 3 **Resolution on the approval of the actions of the members of the Executive Board for financial year 2019**

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 4 **Resolution on the approval of the actions of the members of the Supervisory Board for financial year 2019**

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 5 **Appointment of the auditor/Group auditor for financial year 2020**

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 6 **Remuneration policy**

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 7 **Election of Mag. Dr. Christine Catasta as a member of the Supervisory Board**

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 7 **Election of DI Eckhardt Rümmler as a member of the Supervisory Board**

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 7 **Election of Mag. Jürgen Roth as a member of the Supervisory Board**

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 7 **Election of Mag. Christa Schlager as a member of the Supervisory Board**

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 7 Election of Mag. Stefan Szyszkowitz as a member of the Supervisory Board

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 7 Election of Dipl.-Ing. Peter Weinelt as a member of the Supervisory Board

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 7 Election of Dr. Susan Hennersdorf as a member of the Supervisory Board

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

ITEM 7 Election of Prof. Dr. Barbara Praetorius as a member of the Supervisory Board

YES vote	NO vote	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

If no instructions are given for a proposed resolution, or if the instructions are unclear (e.g. simultaneously FOR and AGAINST the same resolution proposal), the authorised representative will abstain. The power of attorney is invalid without instructions.

This power of attorney applies to _____ units of my/our shares (ISIN AT0000746409). (If this field is left blank, the power of attorney automatically applies to all shares for which the bank maintaining the deposit issues a safe custody receipt as at the record date.)

The authorised representative does not accept orders to ask questions or to read out contributions.

Under this power of attorney, it is possible to issue orders to the authorised representative to propose motions for resolution, such as those to approve the actions of individual members, and to raise objections in the virtual Annual General Meeting on one or several agenda items. I/We issue the authorised representative the order to propose the following motions for resolution and/or to raise the following objectives on/to the agenda items listed below: (if the table below is left blank, the authorised representative will propose no motion for resolution and/or raise no objections)

Indicate the agenda item	Indicate the resolution proposal and/or the objection
Indicate the agenda item	Indicate the resolution proposal and/or the objection

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It is possible to contact **Attorney Mag. Philipp Stossier**, directly, by phone +43-7242-42605, fax +43-7242-42605-20 or email at vollmacht.verbund.stossier@computershare.de

The authorised representative is entitled to unilaterally decline to propose motions for resolution if these are contrary to common decency, are an abuse of the law or would be contrary to the proper execution of the Annual General Meeting. **If orders are to be issued to an authorised representative to propose motions for resolution and to raise objections in the virtual Annual General Meeting on one or several agenda item(s), timely contact with the authorised representative is recommended.**

Under this power of attorney, the authorised representative is authorised and empowered to delegate to another person and, under an exemption from the ban on double representation and self-contracting, also to represent other shareholders.

If you are issuing this power of attorney not as a shareholder but as a representative of a shareholder, please attach proof of your power of representation (power of attorney issued by the shareholder).

Instructions to the special proxy selected by you can be changed by email – please provide the password for the purpose of identity verification – up until the time when the Chairman of the Annual General Meeting announces that voting on agenda items is set to begin shortly.

Information for shareholders on data processing

VERBUND AG processes personal data (in particular that information pursuant to Section 10a(2) of the Austrian Stock Corporation Act (Aktiengesetz, AktG), i.e. name, address, date of birth, banking information, securities custody account information, number of shares held by the shareholder, share class, if applicable, voting card number as well as name and date of birth of the proxy, if applicable) on the basis of the applicable data protection laws and Austrian Stock Corporation Act in order to allow the shareholders to exercise their rights in the Annual General Meeting.

The processing of the personal data of shareholders is absolutely necessary for participation in the Annual General Meeting by the shareholders and their proxies. VERBUND AG is the party responsible for processing. Article 6(1) c) of the EU General Data Protection Regulation (GDPR) is the legal basis.

The service provider of VERBUND AG commissioned for the purpose of conducting the Annual General Meeting only receive the personal data from VERBUND AG which is required to carry out the contracted service, and process the data solely in accordance with the instructions provided by VERBUND AG.

Shareholders are at all times entitled to exercise any of the rights of access, rectification, restriction, objection and erasure with regard to the processing of their personal data as well as to exercise their right to data portability in accordance with chapter III of the GDPR. Shareholder data is erased after expiry of the statutory retention period. Shareholders may assert these rights against VERBUND AG free of charge by way of the following point of contact:

VERBUND AG
Am Hof 6a,
1010 Vienna
Email: datenschutz@verbund.com
Phone: +43 (0)50 313-0

Furthermore, shareholders have the right to lodge a complaint with the supervisory authorities for data protection according to Article 77 of the EU General Data Protection Regulation (GDPR).

(city, date)

(signature/corporate signature/completion of the declaration)

Supplementary information on the power of attorney

We request to transmit the power of attorney by the following means:

By email	<u>vollmacht.verbund.stossier@computershare.de</u> (Powers of attorney must be in PDF format.)
By fax:	+49 89 30903 74675
By mail or courier:	VERBUND AG Corporate office att. Dr. Andreas Bräuer Password: VERBUND HV Am Hof 6a, 1010 Vienna, Austria
By SWIFT:	COMRGB2L (Message Type MT598 or MT599, ISIN AT0000746409 must be referenced in the body of the message)

It is in your interest that the power of attorney arrive at one of the previously mentioned addresses, preferably by email, by 12 June 2020, 4:00 p.m. CEST, Vienna time in order that it is promptly and directly accessible by the special proxy you have selected.