

Name(s) / company

Address (post code, city, street, number)

in the case of natural persons: Date of birth / in the case of legal entities: Register and number (if applicable)

Name and address of credit institution maintaining the deposit account

Bank code or BIC

Deposit account no

POWER OF ATTORNEY**to exercise the voting right at the 65th Annual General Meeting
of VERBUND AG on 12 April 2012
FN 76023 z**

I/We,

.....
(Issuer with name/company and address¹)**hereby grant power of attorney (proxy)**to.....*Dr. Michael Knap, Interessenverband für Anleger (IVA)*,
(name/company).....*Feldmühlgasse 22, 1130 Vienna, Austria*.....
(address of the authorized person/representative)

to represent me/us at the General Meeting mentioned above and to exercise the voting right in my/our name.

This power of attorney refers to no-par shares.

If you leave this field blank, the power of attorney shall automatically refer to all shares for which the credit institution maintaining the deposit account has issued a safe custody receipt for the record date.

The authorized person/representative shall be permitted to grant a sub-power of attorney.

In particular, I would like to authorise the above-mentioned proxy to exercise the voting right and to pass resolutions in respect to the following Agenda:

1. Presentation of the determined Financial Statements 2011 including the Management Report and the Corporate Governance Report, the Consolidated Financial Statements including the Group Annual Report and the Report of the Supervisory Board for fiscal year 2011.
2. Resolution on the appropriation of the balance sheet profits accounted for in the Financial Statements 2011.
3. Resolution on the discharge of the Members of the Managing Board and the Supervisory Board for fiscal 2011.
4. Appointment of the Auditor of Annual Accounts and Group Auditor of Annual Accounts for fiscal 2012.

¹ If you issue this power of attorney as a representative of a shareholder and not as a shareholder, please enclose evidence of your power of representation (a power of attorney issued by the shareholder).

I hereby issue to the above-mentioned authorised agent the instructions to vote with respect to the respective proposals of the Managing Board and/or the Supervisory Board on the Agenda items 2 to 4 as follows (please check where applicable; if no instruction is checked, the authorised representative will vote for the proposals of the Managing Board and the Supervisory Board as specified in the Convocation to the General Meeting, which can be downloaded from the Company's Website at www.verbund.com/hv).

AGENDA ITEM 2

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

AGENDA ITEM 3

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

AGENDA ITEM 4

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

Telephone number and/or e-mail address in case of queries:

.....

.....
(Place, date)

.....
(Signature or first and second name / company)

Qualifies as a valid declaration pursuant to sec. 13 subs. 2 AktG (Austrian Stock Corporation Act)
Transmission in text format

We would kindly ask you to send us the Power of Attorney in due time to:

By post or by messenger: Dr. Michael Knap, Interessenverband für Anleger (IVA),
Feldmühlgasse 22, 1130 Wien,
By fax: +43 (0)1 8900500-70
or by e-mail: anmeldung.verbund@hauptversammlung.at

By presentation of the power of attorney on the date of the General Meeting upon registration at the place of meeting, at the latest.