

Name(s)/company	
Address (postal code, city, street, street number)	
in the case of natural persons: date of birth / in the case of legal entities: registry and register number (if applicable)	
Name and address of bank maintaining the deposit account	
Bank code or BIC	Deposit account no.

POWER OF ATTORNEY

**to exercise the voting right at the 69th Annual General Meeting
of VERBUND AG on 13 April 2016
FN 76023 z**

I/We,

.....
(Issuer with name/company and address¹)

hereby grant power of attorney

to *Dr. Michael Knap, Interessenverband für Anleger (IVA)*,.....
(name/company)

.....*Feldmühlgasse 22, 1130 Vienna, Austria*.....
(address of the proxy)

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

This power of attorney refers to of my/our shares.
If this field is left blank, the power of attorney shall automatically refer to all shares for which the depository account has issued a safe custody receipt for the record date.

The proxy shall be permitted to delegate the power of attorney to another person.

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

1. Presentation of the approved 2015 annual financial statements including management report and the corporate governance report, the consolidated financial statements including the consolidated management report, the proposal for the distribution for profits and the report of the Supervisory Board for financial year 2015.
2. Resolution on the appropriation of the net profit reported in the 2015 annual financial statements.
3. Resolution on the approval of the members of the Executive Board for the financial year 2015.
4. Resolution on the approval of the members of the Supervisory Board for the financial year 2015.
5. Appointment of the auditor and the Group auditor for financial year 2016.

I hereby issue to the proxy referenced above the instructions to vote as follows on the respective proposals of the Executive Board and/or the Supervisory Board on the Agenda items 2 to 5 (please check where appropriate; if instructions are not checked, the proxy will vote for the proposals of the Executive Board and the Supervisory Board as specified in the notice to convene, which can be downloaded from the Company's website at www.verbund.com/hv).

¹ If you are issuing this power of attorney as the representative of a shareholder and not as a shareholder, please attach proof of your authorisation to represent (power of attorney issued by the shareholder).

TOP 2

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

TOP 3

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

TOP 4

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

TOP 5

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

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

.....

.....

(place, date)

(signature or first and last name/company)

Qualifies as a valid declaration pursuant to Section 13(2) of the Austrian Stock Corporation Act (AktG)
Transmission in text format

Please send the power of attorney promptly to:

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

Or, at the latest, present the power of attorney on the date of the Annual General Meeting when registering at the meeting place.