I. Power of attorney

for the 74th Annual General Meeting of
VERBUND AG to be held on 20 April 2021 at 10:30 a.m. CEST (Vienna time)
at Europaplatz 2, 1150 Vienna, Austria

IMPORTANT NOTICE: This power of attorney does not entitle the holder to participate in the Annual General Meeting in person.
Please contact your custodial bank to ensure that a safe custody receipt (record date: 10 April 2021) has been duly issued for the securities listed below to permit participation in the Annual General Meeting.
Deadline for submission: 16 April 2021 at 11:59 p.m. CEST (Vienna time): time of receipt of the safe custody receipt

By granting this power of attorney, I confirm that I have read the information provided by the Company on its website or in the Notice to Convene. I hereby consent to having my personal data processed (name, address, date of birth, securities custody account number, number of shares held, share class (if applicable), voting card number and e-mail address) to permit exercise of my shareholder rights at the Annual General Meeting.

Grantor of the power of attorney (shareholder)

First and last name/company name

Street address, postal code, city

DOB/commercial register no.

Custody account number

Bank

E-mail address (issuance of this power of attorney serves as confirmation that only the grantor of the power of attorney has access to the e-mail address provided)

If you are not the shareholder but are granting this power of attorney in your capacity as a shareholder representative, please submit evidence of your authorisation to represent the shareholder (power of attorney issued by the shareholder, court appointment order, etc.).

Power of attorney

I/we hereby authorise the following independent proxy to

- **exercise voting rights**
- **exercise rights to bring motions and raise objections**

including the right to grant substitute powers of attorney and with exemption from the restrictions applicable to instances of multiple representation. The proxy selected may only exercise the right to vote, to bring motions and to raise objections if so instructed. If no instructions have been issued for an agenda item, the proxy will abstain from voting.
If more than one proxy is selected, power of attorney will be granted to the first proxy selected in the list:

○ **Dr. Michael Knap**
IVA, Feldmühlgasse 22, 1130 Vienna, Austria; vollmacht.verbund.knap@computershare.de

○ **or Attorney Dr. Christoph Nauer LL.M.**
Enzersdorferstraße 4, 2340 Mödling, Austria; vollmacht.verbund.nauer@computershare.de

○ **or Attorney Dr. Sascha Schulz**
Schottenring 19, 1010 Vienna, Austria; vollmacht.verbund.schulz@computershare.de

○ **or Attorney Mag. Philipp Stossier**
Dragonerstraße 54, 4600 Wels, Austria; vollmacht.verbund.stossier@computershare.de

○ **or Attorney Mag. Gernot Wilfling**
Rockhgasse 6, 1010 Vienna, Austria; vollmacht.verbund.wilfling@computershare.de

Verbund

for the following securities

_____ **shares (ISIN AT0000746409)**

No. of shares (if no information is provided, the power of attorney will cover the number of shares specified in the safe custody receipt)

Restrictions on power of attorney:

II. Instructions

for the 74th Annual General Meeting of
VERBUND AG to be held on 20 April 2021 at 10:30 a.m. CEST (Vienna time)
at Europaplatz 2, 1150 Vienna, Austria

Instructions for voting on motions on the agenda

I/we hereby instruct the proxy selected to exercise my/our right to vote on motions proposed by management (the Executive and Supervisory Boards) as follows:

(Please place your checkmark within the box ☒ and do not use red ink.)		IN FAVOUR	AGAINST	ABSTENTION
	Motions proposed by management			
1.	Presentation of the approved 2020 annual financial statements, including the management report by the Executive Board and the Corporate Governance report; presentation of the consolidated financial statements, including the Group management report; and presentation of the proposal for the distribution of profits and the report of the Supervisory Board for financial year 2020	No vote necessary		
2.	Resolution to approve the appropriation of the net profit reported in the 2020 annual financial statements	☐	☐	☐
3.	Resolution to formally approve the actions of the members of the Executive Board for financial year 2020	☐	☐	☐
4.	Resolution to formally approve the actions of the members of the Supervisory Board for financial year 2020	☐	☐	☐
5.	Appointment of the auditor and the Group auditor for financial year 2021	☐	☐	☐
6.	Resolution to approve the remuneration report presenting the remuneration paid to the members of the Executive and Supervisory Boards of VERBUND AG for financial year 2020	☐	☐	☐
7.	Resolution to approve the remuneration structure Supervisory Board members	☐	☐	☐

Other items on the agenda (Please place your checkmark within the box ☒ and do not use red ink.)	**In favour** of the motion	**Against** the motion	**Abstention**
In the event **one or more shareholders proposes new motions or amends existing motions** during the Annual General Meeting, I/we hereby instruct the proxy selected to vote in accordance with the instructions below.	☐	☐	☐
In the event **the Executive Board or the Supervisory Board proposes new motions or amends existing motions** during the Annual General Meeting, I/we hereby instruct the proxy selected to vote in accordance with the instructions below.	☐	☐	☐

If a specific motion on the agenda involves voting separately on certain items, any instructions issued in respect of such motion will apply accordingly to each vote.
The proxy will abstain from voting on agenda items for which no instructions have been issued or where the instructions are unclear (e.g. if both IN FAVOUR and AGAINST have been indicated for the same agenda item).
Even if additional instructions are issued or existing instructions are amended after submission of this form, the instructions issued by way of this form will remain in effect until they are amended or revoked.

Additional instructions (e.g. concerning motions or objections):

Date

Signature/company stamp and signature

Signature(s) of any and all co-owners

Please complete this form and send it

- by **mail** to VERBUND AG, Corporate Office, attn.: Dr. Andreas Bräuer, Am Hof 6a, 1010 Vienna, Austria
- by **fax** to +49 89 30903 74675
- by **e-mail** to the e-mail address indicated for your selected proxy (as a scanned attachment in TIF or PDF form, etc.) **such that it is received by 4:00 p.m. CEST (Vienna time) on 16 April 2021**.

More information is available on the Company's website at www.verbund.at.