

PROPOSED RESOLUTIONS TO THE ANNUAL GENERAL MEETING OF AUSTRIAN POST ON APRIL 24, 2014

Agenda item 2: Resolution on the appropriation of the balance sheet profit, as shown in the annual financial statements as at December 31, 2013

- The annual financial statements of Österreichische Post AG (Austrian Post) as at December 31, 2013 report a balance sheet profit amounting to EUR 188,812,943.88.

From the balance sheet profit reported in the annual financial statements as at December 31, 2013, the Management and the Supervisory Board propose to distribute a dividend amounting to EUR 128,350,012.20, and to carry forward the remaining amount of EUR 60,462,931.68 to the new balance sheet.

- The dividend will be paid on May 8, 2014. Ex-dividend day for the dividend has been scheduled for May 8, 2014.

Agenda item 3: Resolution on the discharge of the members of the Management Board for the 2013 financial year

The Management Board and Supervisory Board of Austrian Post propose that the members of the Management Board shall be granted a discharge en bloc for their work in the 2013 financial year.

Agenda item 4: Resolution on the discharge of the members of the Supervisory Board for the 2013 financial year

The Management Board and Supervisory Board of Austrian Post propose that the members of the Supervisory Board shall be granted a discharge en bloc for their work in the 2013 financial year.

Agenda item 5: Resolution on the remuneration of the Supervisory Board members for the 2013 financial year

The Management Board and Supervisory Board of Austrian Post propose,

- pursuant to Article 98 Austrian Stock Corporation Act (AktG) along with Section 14 of the Articles of Association of Austrian Post, that the following remuneration is to be granted to the members of the Supervisory Board for the 2013 financial year:

- for the Chairman	EUR 25,000 (same as in the 2012 financial year)
- for the Deputy-Chairman	EUR 20,000 (same as in the 2012 financial year)
- for every other member of the Supervisory Board	EUR 15,000 (same as in the 2012 financial year)

- and that a fixed fee of EUR 300 is to be granted for each member of the Supervisory Board for each of the meetings of the Supervisory Board or committee meetings which the member attends.

Agenda item 6: Resolution on the appointment of the auditor of the annual financial statements and of the consolidated financial statements for the 2014 financial year

The Supervisory Board proposes the appointment of Deloitte Audit Wirtschaftsprüfungs GmbH as the auditor of the company's financial statements and consolidated financial statements for the 2014 financial year.

Agenda item 7: Elections to the Supervisory Board

In accordance with Section 9 (1) of the Articles of Association of Austrian Post, the Supervisory Board is comprised of a minimum of four and a maximum of ten members elected by the Annual General Meeting as well as the employee representatives designated by the corporate employee representation (Central Works Council) in accordance with Section 110 (1) Austrian Labour Constitution Act.

After the previous election, the Supervisory Board consisted of eight elected members elected by the Annual General Meeting.

In his letter dated June 21, 2013, Edgar Ernst resigned his position as a Member of the Supervisory Board effective immediately. His name was already removed from the Commercial Register, so that at the present time the Supervisory Board consists of seven members elected by the Annual General Meeting.

The Supervisory Board proposes to nominate Peter E. Kruse, born July 2, 1950, for election to the Supervisory Board of the Company, effective starting at the end of this Annual General Meeting, to serve the remaining term of office for this Supervisory Board which lasts until the end of the Annual General Meeting resolving upon the discharging of the Management and Supervisory Boards for the 2014 financial year.

Before the elections to the Supervisory Board take place, the Annual General Meeting must vote on (once again) increasing the number of Supervisory Board members elected by the Annual General Meeting from seven to eight, as stipulated in Article 87 Section 2 Line 2 AktG.

In line with Article 87 Section 2 AktG, Peter E. Kruse, born on July 2, 1950, has made a declaration which is available on the Website of the Company along with his curriculum vitae. In particular, he declared that

1. all the facts and circumstances in connection with the stipulations contained in Article 87 Section 2 AktG have been disclosed, and according to the assessment of the proposed candidate, no facts or circumstances exist that could give reason for concern in respect to any potential bias,
2. the proposed candidate has not been legally convicted of any criminal offense punished by a court of law, especially none which call his professional conduct into question pursuant to Article 87 Section 2a Line 3 AktG, and
3. that no obstacles exist which would prevent his election to the Supervisory Board in accordance with Article 87 Sections 2 and 4 AktG.

In the election, the Annual General Meeting is bound to choose among the nominated candidates. Nominations for election to the Supervisory Board, together with the statements prescribed by Article 87 Section 2 of AktG for each person so nominated, must be published on the Company's website by April 16, 2014, failing which the person concerned is not allowed to be considered for election. This also applies to election nominations made by shareholders pursuant to Article 110 AktG, which the Company must have received in writing by April 14, 2014. With respect to the particulars and the prerequisites for taking such election nominations into consideration, reference is made to the 'Information on the rights of shareholders pursuant to Articles 109, 110, 118 and 119 AktG'.