

## **INFORMATION ON ABSENTEE VOTING BY MAIL PURSUANT TO ARTICLE 19 OF THE ARTICLES OF ASSOCIATION AND SECTION 127 OF THE AUSTRIAN STOCK CORPORATION ACT (AktG)**

for the Annual General Meeting of **Österreichische Post Aktiengesellschaft (Austrian Post)** with its registered seat in Vienna, Commercial Register Number FN 180219 d, to be held on **April 15, 2015**.

### **Pre-requisites for participating in absentee voting by mail:**

The right to take part in the Annual General Meeting within the context of absentee voting by mail is determined by the individual's shareholding at the end of day on April 5, 2015 (record date).

Participation in the absentee voting by mail is limited to persons who are in possession of shares on the record date, and supply proof of such to the Company. The deposit confirmation in the form of a safe custody receipt pursuant to Section 10a AktG shall suffice as proof of shareholding on the record date. This confirmation of holdings must be received by Austrian Post no later than April 10, 2015 at one of the addresses stipulated in the invitation to the Annual General Meeting.

This means: the shareholder is not entitled to participate in absentee voting by mail only on the basis of sending the ballot to the Company. Thus these shareholders must ensure the timely issuance and transmission of the safe custody receipt to the Company pursuant to Section 10a AktG (see Point III of the Invitation to the Annual General Meeting) – the same procedure required of shareholders who personally want to attend the Annual General Meeting.

### **Sending in the ballot:**

The filled out ballot including the shareholder's original signature must be received by the notary public Rupert Brix no later than April 10, 2015 at his postal address, Seilerstätte 28, 1010 Vienna. Mr. Brix serves as the authorised recipient of ballots on behalf of Austrian Post for purposes of absentee voting by mail. The notary public Rupert Brix will note on the envelope or on the ballot the precise time in which the ballot was received and will ensure that the voting behaviour of the shareholder taking advantage of absentee voting by letter is neither made known to the Management Board nor to the Supervisory Board nor to the other shareholders before the voting takes place at the Annual General Meeting. Ballots which are received later than the stipulated deadline will not be opened and these votes will not be counted.

### **Resolutions on the agenda items 2 to 12:**

The resolutions proposed by the Management and Supervisory Boards pursuant to Section 108 Para. 1 AktG relating to the agenda items 2 to 12 will be available for downloading on the Website of the Company at [www.post.at/ir](http://www.post.at/ir) no later than March 25, 2015, or will be sent to the shareholder upon request.

The ballot will enable you to vote in favor or against the proposed resolutions of the Management and Supervisory Boards relating to agenda items 2 to 12. Of course you

also have the opportunity to abstain from voting. Voting is done by making a cross (an “X”) in the box in the respective line on the ballot for the particular item on the agenda – either in the box in favor of the proposed resolution of the Management and Supervisory Boards, against the proposed resolution of the Management and Supervisory Boards, or in the box (“Abstention”) indicating that you wish to abstain from voting.

#### **Raising an objection:**

Pursuant to Article 19 of the Articles of Association, a shareholder whose participation in voting takes the form of absentee voting by mail is entitled to use the ballot to declare on a precautionary basis his objection to the resolution to be considered at the Annual General Meeting. There are no other ways of raising objections. The declaration of the shareholder raising an objection is carried out by making a cross (an “X”) in the box “Objection” in the respective line of the ballot for the particular item on the agenda.

#### **Additional items on the agenda or proposed resolutions:**

Under certain conditions, as described in greater detail in the Invitation to the Annual General Meeting and on the Website of the Company, shareholders have the possibility to request that additional items be placed on the agenda of the upcoming Annual General Meeting (by no later than March 25, 2015; Section 109 AktG) and/or that additional draft resolutions may be proposed for each item on the agenda as announced in the invitation to the Annual General Meeting and be published on the Website of the Company (by no later than April 3, 2015; Section 110 AktG).

If this is the case, the Company will make a new form (new ballot) available on the Website of the Company. Shareholders will subsequently have the opportunity to cast their vote on the additional items on the agenda or the additional proposed resolutions. The Company will not automatically send a new ballot to shareholders in the case of an expanded agenda or additional resolutions proposed by shareholders.

#### **Revocation:**

In the case of shareholders already having cast their votes by absentee ballot by mail, this ballot can be revoked by using the form (revocation) made available for this purpose on the Website of the Company. In order for this revocation to be legally valid, it is necessary for the revocation to be received by the notary public Rupert Brix per fax at +43 (0) 1 512 46 11 – 28 no later than the end of day April 14, 2015.

### **Resolutions at the Annual General Meeting with different contents:**

Resolutions may be proposed at the Annual General Meeting for each item on the agenda which deviate from the resolutions proposed by the Management and Supervisory Boards pursuant to Section 108 Para. 1 AktG.

Shareholders should note that in accordance with Article 19 of the Articles of Association and Section 127 AktG, the votes submitted per absentee ballot by mail are to be considered as invalid if the content of the respective resolution voted upon by the Annual General Meeting is different than that stipulated on the absentee ballot form.

Shareholders voting by mail will naturally not be in a position to react to any events taking place at the Annual General Meeting or to vote on new resolutions proposed within the context of the Annual General Meeting.

### **Personal participation in the Annual General Meeting:**

A shareholder who attends the Annual General Meeting personally and who has already voted on a resolution by mail is only to be permitted to exercise his voting rights at the Annual General Meeting if he has rescinded his right to vote by mail in a timely manner, i.e. no later than April 14, 2015 as described above. Nevertheless, shareholders who have not revoked the absentee ballot are naturally cordially invited to personally attend the Annual General Meeting even if they are not entitled to exercise their shareholder rights. In this case, the shareholders will not have the right to speak or pose questions, to make proposals and in particular will not have the right to exercise voting rights or the right of objection. However, they will have the opportunity to listen to the lectures and reports and follow all the events taking place at the Annual General Meeting.

**Important note: The deposit confirmation (safe custody receipt) pursuant to Section 10a AktG must be received no later than April 10, 2015, and the absentee ballot must be received no later than April 10, 2015:**

Once again it must be expressly pointed out that the pre-requisite for absentee voting by mail is to ensure that the deposit confirmation in the form of a safe custody receipt pursuant to Section 10a AktG must be received by the Company no later than April 10, 2015 at one of the designated addresses, whereas the absentee ballot must be received by the notary public Rupert Brix at his postal address Seilerstätte 28, 1010 Vienna no later than April 10, 2015.