

I. Proxy

for the 141st Ordinary Annual General Meeting of Oberbank AG, at 10:00 a.m. CET on 11 May 2021, at Untere Donaulände 28, 4020 Linz

IMPORTANT NOTE. This proxy does not represent an entitlement to personal participation in the Annual General Meeting. Please contact the financial institute managing your account and ensure that by means of an account confirmation (record day: 1 May 2021) you have been correctly registered for attendance at the Annual General Meeting under the securities named below.

Registration closing date: 6 May 2021, midnight, CET (receipt of account confirmation)

With the allocation of this proxy, I confirm that I have read the information published by the company on its website or contained in the convocation request. In order to facilitate the exercise of stockholder rights during the Annual General Meeting, I declare my consent to the processing of personal data (name, address, date of birth, number of the securities account, number of shares, possible share category, number of the voting card and e-mail address).

Principal (stockholder)

First name, family name / company name

Address, post code, place of residence

Date of birth / Register no.

Account number

Financial institute

E-mail address (the proxy allocation confirms that only the principal has access to this e-mail address)

Should you allocate this proxy not as a stockholder, but as the representative of a stockholder, please enclose proof of your representation authorisation (proxy allocated by the stockholder, court appointment decree, etc.).

Granting of a proxy

I/we authorise the following independent proxy holder to

- exercise the voting right
- and the rights to submit motions and raise objections

in conjunction with the right to allocate sub-proxies and free from restrictions in cases of multiple representation. The voting right, the right to submit motions and the right to raise objections shall only be exercised under instruction. If no instruction has been given regarding a proposed resolution, the representative shall abstain from voting.

Should more than one voting representative be ticked, the proxy shall be allocated to the first person so designated:

- Dr. Michael Knap, Vice-President, IVA**
Feldmühlgasse 22, 1130 Vienna;
e-mail: knap.oberbank@hauptversammlung.at
- or Dr. Christoph Nauer, LL.M., lawyer**
ARES-Tower, Donau-City-Strasse 11, 1220 Vienna;
e-mail: nauer.oberbank@hauptversammlung.at
- or Dr. Christian Temmel, lawyer**
Schottenring 14, 1010 Vienna;
e-mail: temmel.oberbank@hauptversammlung.at
- or Mag. Gernot Wilfling, lawyer**
Rockhgasse 6, 1010 Vienna;
e-mail: wilfling.oberbank@hauptversammlung.at

for the following securities

_____ **Shares (ISIN AT0000625108)**

Total (should this not be stated, the number noted in the account confirmation will be included in the proxy)

Limitations upon the proxy:

II. Instructions

for the 141st Ordinary Annual General Meeting of Oberbank AG, at 10:00 a.m. CET on 11 May 2021, at Untere Donaulände 28, 4020 Linz

Voting instructions regarding proposed resolutions relating to the agenda items

The proxy is instructed to exercise my (our) voting right to the resolutions proposed by the administration (Managing and Supervisory Boards) and made available on the company website as follows:

(Please cross inside the box <input checked="" type="checkbox"/> ; do not use a red pen)		FOR	AGAINST	ABSTENTION
Proposed resolutions of the administration				
1.	Presentation of the established annual financial statements and the management report for the 2020 financial year with the report of the Supervisory Board, the (consolidated) non-financial report and the (consolidated) corporate governance report; presentation of the consolidated financial statements and the group management report for the 2020 financial year.	No resolution proposal necessary		
2.	Distribution of the net profit reported in the financial statements for 2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Discharge of the members of the Management Board for the 2020 financial year			
	a) Discharge of Dr. Franz Gasselsberger, MBA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) Discharge of Mag. Dr. Josef Weißl, MBA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) Discharge of Mag. Florian Hagenauer, MBA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	d) Discharge of Martin Seiter, MBA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Discharge of the members of the Supervisory Board for the 2020 financial year.			
	a) Discharge of Mag. Dr. Martin Zahlbruckner	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	b) Discharge of Dr. Ludwig Andorfer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	c) Discharge of Mag. Hannes Bogner	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	d) Discharge of Gerhard Burtscher	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	e) Discharge of Mag. Gregor Hofstätter-Pobst	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	f) Discharge of Dr. Stephan Koren	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	g) Discharge of Univ.-Prof. Dr. Barbara Leitl-Staudinger	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	h) Discharge of Alfred Leu	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	i) Discharge of DI Franz Peter Mitterbauer, MBA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	j) Discharge of DI DDr. h.c. Peter Mitterbauer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	k) Discharge of Karl Samstag	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	l) Discharge of Dr. Barbara Steger	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	m) Discharge of Dr. Herta Stockbauer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	n) Discharge of Wolfgang Pischinger	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	o) Discharge of Susanne Braun	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	p) Discharge of Alexandra Grabner	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	q) Discharge of Elfriede Höchtel	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	r) Discharge of Doris Pirner	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	s) Discharge of Sven Zeiss	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Elections to the Supervisory Board			

a)	Confirmation of the total of capital representation on the Supervisory Board with ten members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b)	Election of Gerhard Burtscher	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c)	Election of Dr. Andreas König	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Selection of the bank auditors for the 2022 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Selection of the bank auditors for the Slovakian branch for the 2021 financial year	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.	Remuneration report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9.	Remuneration policy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Should separate voting occur regarding individual items contained in a proposed resolution, the instruction issued concerning this proposal shall apply to each single voting procedure.

In the case of proposed resolutions for which no, or an unclear instruction (e.g. both FOR and AGAINST the same proposed resolution) has been issued, the proxy shall abstain from voting.

If following the submission of this form additional or modified instructions are issued, the instructions allocated here shall remain valid to the extent that they are not altered or revoked.

Other instructions (e.g. for motions and objections, in particular regarding new/amended motions from stockholders/Management Board/Supervisory Board):

Date

Signature / Authorised company signature

If necessary, signatures of all joint owners

Please send the fully completed form by 4.00 p.m. CET (time of arrival) on 7 May 2021,

- by **post** to Oberbank AG, c/o HV-Veranstaltungsservice GmbH, Köppl 60, 8242 St. Lorenzen am Wechsel
- by **fax** to +43 +43 (1)8900 500-46
- by **e-mail** to the address provided by the proxy selected above (as a scanned enclosure; TIF, PDF, etc.)

Additional information is available on the homepage: www.oberbank.at