

## I. Proxy

for the 28th Annual General Meeting of  
voestalpine AG, July 1, 2020, 10:00 a.m., 4020 Linz, voestalpine-Strasse 4

**IMPORTANT NOTICE:** This proxy does not entitle you to participate in the Annual General Meeting in person. Please contact your custodian bank and make sure that your shares have been properly registered for participation in the Annual General Meeting by custody account confirmation (record date: June 21, 2020).

**Close of registration:** June 26, 2020, 12:00 a.m. [midnight], CEST (receipt of custody account confirmations)

By granting this proxy, I confirm that I have read the information published by the Company on its website or contained in the Invitation.

### Grantor (shareholder)

\_\_\_\_\_  
First name, last name / company name

\_\_\_\_\_  
Street, postal code, place of residence  
number.

\_\_\_\_\_  
Date of birth / register

\_\_\_\_\_  
Custody account number

\_\_\_\_\_  
Credit institution

\_\_\_\_\_  
E-mail address (The granting of the proxy confirms that only the grantor has access to this e-mail account.)

If you are not granting this proxy as a shareholder, but as the representative of a shareholder, please attach proof of your power of representation (power of attorney granted by the shareholder, appointment decree issued by the court, etc.).

### Granting of the proxy

**I/we authorize the following independent proxy holder to**

- **exercise my/our voting rights**
- **and to exercise my/our rights to make motions and raise objections**

**with the right to grant sub-proxies and with exemption from the restrictions on multiple representations. Voting rights and the right to make motions and raise objections shall only be exercised in accordance with instructions. If there is no instruction regarding a proposed resolution, the proxy holder shall abstain from voting.**

**If a check is placed before more than one proxy holder, the proxy shall be deemed to have been granted to the first person checked off:**

- Mag. Ewald Oberhammer, Attorney at Law**  
Karlsplatz 3/1, 1010 Vienna;  
E-mail address: [oberhammer.voestalpine@hauptversammlung.at](mailto:oberhammer.voestalpine@hauptversammlung.at)
- or Dr. Wilhelm G. Rasinger, c/o Interessenverband für Anleger, IVA**  
Feldmühlgasse 22, 1130 Vienna;  
E-mail address: [rasinger.voestalpine@hauptversammlung.at](mailto:rasinger.voestalpine@hauptversammlung.at)
- or Dr. Christian Temmel, MBA, Attorney at Law**  
Schottenring 14, 1010 Vienna;  
E-mail address: [temmel.voestalpine@hauptversammlung.at](mailto:temmel.voestalpine@hauptversammlung.at)
- or MMag. Dr. Arno Weigand, Notary**  
Untere Donaustrasse 13-15/7. OG, 1020 Vienna;  
E-mail address: [weigand.voestalpine@hauptversammlung.at](mailto:weigand.voestalpine@hauptversammlung.at)

## For the following securities:

                     **voestalpine shares (ISIN AT0000937503)**  
 Number (If the number is not provided, the number given in the custody account confirmation shall be covered by the proxy.)

### Restrictions on the proxy:

## II. Instructions

for the 28th Annual General Meeting of  
 voestalpine AG, July 1, 2020, 10:00 a.m., 4020 Linz, voestalpine-Strasse 4

### Voting instructions for the proposed resolutions under the agenda items

The proxy holder is instructed to exercise my (our) voting rights for the resolutions proposed by the administration (Management Board and Supervisory Board), which are available on the Company's Internet website, as follows:

(Please place an x in the box . Do not use a red pencil.)

		FOR	AGAINST	ABSTAIN
<b>Resolutions proposed by the administration</b>				
2.	Allocation of the balance sheet profit for the business year 2019/2020	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Ratification of the actions of the members of the Management Board for the business year 2019/2020			
a)	Ratification of actions of DI Herbert Eibensteiner	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b)	Ratification of actions of DI Dr. Franz Kainersdorfer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c)	Ratification of actions of Mag. DI Robert Ottel, MBA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d)	Ratification of actions of DI Franz Rotter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e)	Ratification of actions of DI Dr. Peter Schwab, MBA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f)	Ratification of actions of DI Hubert Zajicek, MBA (member since 07/04/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
g)	Ratification of actions of Dr. Wolfgang Eder (member until 07/03/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Ratification of the actions of the members of the Supervisory Board for the business year 2019/2020			
a)	Ratification of actions of Dr. Joachim Lemppenau	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
b)	Ratification of actions of Dr. Heinrich Schaller	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
c)	Ratification of actions of KR Dr. Franz Gasselsberger, MBA	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
d)	Ratification of actions of Dr. Wolfgang Eder (member since 07/03/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
e)	Ratification of actions of Mag. Ingrid Jörg (member since 07/03/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
f)	Ratification of actions of Dr. Florian Khol (member since 07/03/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
g)	Ratification of actions of Mag. Maria Kubitschek (member since 07/03/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
h)	Ratification of actions of Prof. Elisabeth Stadler (member since 07/03/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
i)	Ratification of actions of Dr. Hans-Peter Hagen (member until 07/03/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
j)	Ratification of actions of Dr. Michael Kutschera, MCJ. (NYU) (member until 07/03/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
k)	Ratification of actions of Prof. (em) Dr. Helga Nowotny, Ph.D. (member until 07/03/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
l)	Ratification of actions of Mag. Dr. Josef Peischer (member until 07/03/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
m)	Ratification of actions of Josef Gritz	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
n)	Ratification of actions of Friedrich Hofstätter (member until 06/15/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
o)	Ratification of actions of Sandra Fritz (member since 06/15/2019)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
p)	Ratification of actions of Hans-Karl Schaller	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

q)	Ratification of actions of Gerhard Scheidreiter	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Election of the independent auditor for the Annual Financial Statements and the Group's Consolidated Financial Statements for the business year 2020/2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Compensation policy for the Management Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Compensation policy for the Supervisory Board	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The proxy holder shall abstain with respect to proposed resolutions for which no instruction or an ambiguous instruction has been issued (e.g., simultaneously FOR and AGAINST the same proposed resolution).

If additional or modified instructions are issued after this form is sent, the instructions issued here shall remain in effect to the extent that they have not been modified or revoked.

**Other instructions (e.g., for motions and objections):**

\_\_\_\_\_   
 Date

\_\_\_\_\_   
 Signature / authorized corporate signature

\_\_\_\_\_   
 Signature of all co-owners, if any

**Please fill the form out completely and send it, as follows, by June 29, 2020, 4:00 p.m., CEST (time of receipt):**

- by **regular mail** to voestalpine AG, c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel
- by **fax** to +43 (0) 1 8900 500-57
- by **e-mail** to the e-mail address of the special proxy holder you have chosen (as a scanned attachment; TIF, PDF, etc.)

Additional information can be found on the Company's website: [www.voestalpine.com](http://www.voestalpine.com)