Proposed Resolutions

for the Meeting of Preferred Stockholders
on Tuesday, May 8, 2012 at 9.00 a.m.
Oberbank Donauforum, Untere Donaulände 28, 4020 Linz

1. “Passing of a resolution concerning
   a) “The revocation of the authorization of the Management Board granted by the 128th
      Annual General Meeting of May 27, 2008, pursuant to §169 of the Austrian Stock
      Corporation Act, to increase share capital within four years from the date of entry of the
      corresponding amendment to the articles in the company register, if apposite in several
      tranches, by up to EUR 720,000 through the issue of up to 240,000 new no-par bearer
      shares, subject to the exclusion of stockholder subscription rights, for issue to employees,
      managerial personnel, the Oberbank AG private staff trust and management board
      members of the company, or an associated company, and the simultaneous empowerment
      of the Management Board to raise share capital within five years from the date of entry
      of the corresponding amendment to the articles in the company register, if apposite in
      several tranches, by up to EUR 750,000 through the issue of up to 250,000 new no-par
      bearer shares in exchange for cash and the exclusion of stockholder subscription rights,
      whereby the type of share, the issue price and the conditions of issue shall be established
      by the Management Board with the agreement of the Supervisory Board, provided that
      the capital increase servers the issue of shares to employees, managerial personnel, the
      Oberbank AG private staff trust and management board members of the company, or an
      associated company. The Supervisory Board shall be authorised to make amendments to
      the articles, necessitated by the issue of shares from the approved capital.

   b) the corresponding amendment to § 4 (share capital and shares) Para. (2) of the articles.”

The Management Board and the Supervisory Board propose that the following resolutions be
passed:

“a) The authorisation of the Management Board by the 128th Annual General Meeting of May
   27, 2008, pursuant to §169 of the Austrian Stock Corporation Act, to increase share
   capital within four years from the date of entry of the corresponding amendment to the
   articles in the company register, if apposite in several tranches, by up to EUR 720,000
   through the issue of up to 240,000 new no-par bearer shares, subject to the exclusion of
   stockholder subscription rights, for issue to employees, managerial personnel, the
   Oberbank AG private staff trust and management board members of the company, or an
   associated company shall be revoked and at the same time the Management Board
   empowered to raise share capital within five years from the date of entry of the
   corresponding amendment the articles in the company register, if apposite in several
   tranches, by up to EUR 750,000 through the issue of up to 250,000 new no-par bearer
   shares in exchange for cash and the exclusion of stockholder subscription rights, whereby
   the type of share, the issue price and the conditions of issue shall be established by the
   Management Board with the agreement of the Supervisory Board, provided that
   the capital increase serves the issue of shares to employees, managerial personnel, the
   Oberbank AG private staff trust and management board members of the company, or an
   associated company. The Supervisory Board shall be authorised to make amendments to
   the articles, necessitated by the issue of shares from the approved capital.

b) the corresponding amendment to § 4 (share capital and shares) Para. (2) of the articles.”