

POWER OF ATTORNEY

As a shareholder of RHI AG, I hereby authorize

Dr. Wilhelm G. Rasinger, President of IVA

to represent me at the 35th Annual General Meeting of RHI AG, Vienna, commercial register number FN 103123 b, , to be held at "Haus der Industrie", 1030 Vienna, Schwarzenbergplatz 4, on Friday, May 9, 2014, at 10:00 a.m., and to exercise all rights which I am entitled to as a shareholder of RHI AG, in particular the voting right.

In particular, I authorize the above-mentioned authorized representative to exercise the voting right and adopt resolutions regarding the following agenda:

- 1. Presentation of the financial statements including the management report, of the Corporate Governance report and the report of the Supervisory Board for the financial year 2013 as well as of the consolidated financial statements 2013 and the group management report for the financial year 2013.
- 2. Resolution on the allocation of accumulated profit.
- 3. Resolution on the acceptance of the report of the members of the Management Board for the financial year 2013.
- 4. Resolution on the acceptance of the report of the members of the Supervisory Board for the financial year 2013.
- 5. Appointment of the auditor of the financial statements and the consolidated financial statements for the financial year 2014.
- 6. Resolution on the remuneration of the members of the Supervisory Board for the financial year 2013.
- 7. Election of a member to the Supervisory Board.
- 8. Resolution on the authorization of the company to acquire treasury shares in accordance with § 65 para. 1 (4) AktG (continuation of the employee stock ownership plan 4+1).

I instruct the above-mentioned authorized representative to vote on agenda items 2 to 8 concerning the resolutions proposed by the Management Board and by the Supervisory Board as downloadable from the website of the Company at www.rhi-ag.com according to the convening notice as follows (mark with a cross where applicable).

Agenda Item 2

Vote FOR	Vote AGAINST	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Agenda Item 3

Vote FOR	Vote AGAINST	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Agenda Item 4

Vote FOR	Vote AGAINST	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Agenda Item 5

Vote FOR	Vote AGAINST	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Agenda Item 6

Vote FOR	Vote AGAINST	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Agenda Item 7

Vote FOR	Vote AGAINST	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Agenda Item 8

Vote FOR	Vote AGAINST	Abstain
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

The authorized representative is authorized to transfer the power of attorney to other persons.

I acknowledge that the representative will not accept any instructions to request leave to speak, to raise objections against resolutions of the General Meeting, to ask questions or to make motions.

I acknowledge that evidence of shareholdings on the record date is a prerequisite for the representative to be able to exercise the voting right at the General Meeting, i.e. the Company must receive a deposit confirmation pursuant to with § 10a AktG in accordance with the convening notice at one of the addresses listed in that notice, by May 6, 2014 at the latest.

(Name/company and address of the shareholder in capital letters)

(Date, signature of the shareholder or facsimile of the signature)

Depositary bank / (Number of no-par shares)