

POWER OF ATTORNEY

As a shareholder of RHI AG, I hereby authorize

(Name of the authorized representative in capital letters)

to represent me at the 36th 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 8, 2015, 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 proposal for the allocation of the accumulated profit, of the Corporate Governance report and the report of the Supervisory Board for the financial year 2014 as well as of the consolidated financial statements 2014 and the group management report for the financial year 2014
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 2014
4. Resolution on the acceptance of the report of the members of the Supervisory Board for the financial year 2014
5. Appointment of the auditor of the financial statements and consolidated financial statements for the financial year 2015
6. Resolution on the remuneration of the members of the Supervisory Board for the financial year 2014
7. Resolution on the creation of new authorized capital subject to compliance with the statutory subscription right, also within the meaning of the indirect subscription right pursuant to § 153 para. 6 AktG
[Authorized Capital 2015]
and

resolution on the amendment of Article 5 paragraphs 2 and 3 of the Articles of Association

8. Resolution on the authorization of the Management Board

- a) to acquire treasury shares in accordance with § 65 para. 1 (4) as well as para. 1a and para. 1b AktG, by purchasing up to 12,000 no-par shares both on an exchange and by off-market transactions, also subject to the exclusion of the proportionate power of alienation that may go along with such an acquisition (reverse exclusion of subscription rights),
- b) to decide in accordance with § 65 para. 1b AktG to alienate and/or use treasury shares in a way different from sale on an exchange or by way of a public offer, with the regulations governing the exclusion of the shareholders' subscription rights applying by analogy.

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

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

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

(Depository bank) / (Number of no-par shares)