

POWER OF ATTORNEY

In my capacity as a shareholder of AGRANA Beteiligungs-Aktiengesellschaft, I herewith authorise

Mr. Michael Knap („proxy holder“)
c/o IVA - Austrian Shareholder Association
Feldmühlgasse 22, A-1130 Vienna

to represent me in the 26th Annual General Meeting of AGRANA Beteiligungs-Aktiengesellschaft, Vienna, FN 99489 h, on Friday, 5 July 2013, at 11.00 a.m., held at Raiffeisen Forum, 1020 Vienna, Friedrich-Wilhelm-Raiffeisen-Platz 1, and to exercise on my behalf all the rights pertaining to me as a shareholders of AGRANA Beteiligungs-Aktiengesellschaft, in particular the voting rights.

In particular, I authorize the above representative to exercise the voting rights and adopt resolutions on the agenda hereunder:

1. Presentation of the approved advanced Financial Statements and Notes and the Consolidated Financial Statements as of 28 February 2013, as well as of the Summary Management Report, including the Corporate Governance Report and the Report of the Supervisory Board for the financial year 2012/2013.
2. Resolution on the appropriation of profits.
3. Resolution on the formal approval of the actions of the members of the Management Board for the financial year 2012/2013.
4. Resolution on the formal approval of the action of the members of the Supervisory Board for the financial year 2012/2013.
5. Resolution on the remuneration received by the members of the Supervisory Board for the financial year 2012/2013.
6. Appointment of the auditors and the Group auditors for the financial year 2013/2014.
7. Resolution on the amendment of the Articles of Association for adaptation to the Company Law Amendment Act 2011.

I direct the aforementioned proxy holder to vote in relation to agenda items trough 2 to 7 as follows (tick appropriate box):

Agenda item 2

YES vote	NO vote	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Agenda item 3

YES vote	NO vote	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Agenda item 4

YES vote	NO vote	Abstention
<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Agenda item 5

YES vote	NO vote	Abstention
O	O	O

Agenda item 6

YES vote	NO vote	Abstention
O	O	O

Agenda item 7

YES vote	NO vote	Abstention
O	O	O

The authorized representative is authorized to delegate this power of attorney to another person.

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

(Date, personal signature of the shareholder or copy of the signature by company and name)

(Name of the credit institution that holds the custody account)

(Number of shares)