

**Flughafen Wien AG  
Schwechat, FN 42984 m**

**Recommendations of the Management Board  
for resolutions to be passed at the  
21st Annual General Meeting on  
29 April 2010**

**1. Presentation of the annual financial statements and management report, the corporate governance report, the consolidated financial statements and the group management report, the recommendation for the distribution of profit and the report of the Supervisory Board on the 2009 financial year**

A resolution is not required for this point of the agenda.

**2. Resolution on the use of net profit for the year**

The Management Board recommends the payment of a € 2.10 dividend per share from distributable profit of €44,104,992.94 as shown in the 2009 financial statements, for a total distribution of €44,100,000.00, and the carryforward of the remaining €4,992.94.

**3. Resolution on the release of the members of the Management Board from liability for the 2009 financial year**

**4. Resolution on the release of the members of the Supervisory Board from liability for the 2009 financial year**

**5. Resolution on remuneration for the members of the Supervisory Board for the 2009 financial year**

The Management Board recommends the approval of an attendance fee of EUR 300.-- for the participation of members of the Supervisory Board in the meetings of this corporate body and its committees as well as remuneration for the members of the Supervisory Board as follows for the 2009 financial year:

For the Chairman of the Supervisory Board	EUR 12,000.--
For the Vice-Chairman of the Supervisory Board	EUR 10,000.-
and for each member of the Supervisory Board	EUR 8,000.-

These amounts are unchanged in comparison with the prior year.

**6. Election of the auditor for the annual financial statements and consolidated financial statements for the 2010 financial year**

Only the Supervisory Board may make a recommendation for a resolution on this point of the agenda.

**7. Resolution on the amendment of the Articles of Association**

The Management Board recommends the approval of the amendments to the Articles of Association as indicated in the attachment, in which these amendments have been noted.

Schwechat, 11 March 2010

Attachment:

Articles of Association with notation of recommended amendments

The Management Board

Gerhard Schmid

Herbert Kaufmann

Ernest Gabmann