



**Ing. Ewald Kirschner**  
Chairman Supervisory Board

## Report of the Supervisory Board

### › Frequency of meetings and key issues

The Supervisory Board held five meetings in 2013. In addition, the Presidium and Personnel Committee held one meeting and the Audit Committee two meetings. The Strategy Committee met once during the reporting year.

The Supervisory Board and its committees dealt with central issues related to the development and organisation of the company. The meetings centred, in particular, on the development of traffic and the standing of Vienna's key airline customers. Other topics included the presentation and discussion of the corporate strategy, above all with respect to future expansion projects, the development of the gastronomy and retail business, and investments in other companies. The Management Board also reported on the vision process currently in progress as well as the ongoing review by the Austrian Auditor General's Office and improvements made to Check-in 3. Other reports covered the following topics: actions to assert claims against contractors for damages connected with the Check-in 3; the status of investigations involving former members of the Management Board and the resulting consequences; the renovation of Runway 16/34; the allocation of retail space; planned changes in the EU ground handling directive and the related effects; and cost reduction measures and the resulting improvement in productivity. The committees reported to the full Supervisory Board on their activities. The Management Board provided the Supervisory Board with regular information on the development of business and the position of the individual group companies. Therefore, the Supervisory Board was able to monitor the performance of the company on a continuous basis and support the Management Board on decisions of fundamental importance.

In 2014 the Supervisory Board intends to focus on the further development of the corporate strategy, above all the extension of the non-aviation business, as well as the renovation, improvement and expansion of the existing airport infrastructure. Efforts will also continue to increase the number of airlines and the destination offering in order to strengthen Vienna's hub function and drive growth. From an economic perspective, opportunities to reduce costs and improve earnings will be used to continue the reduction of debt and further improve productivity.

### › Commitment to the Corporate Governance Code

Flughafen Wien AG has been committed to compliance with the Austrian Corporate Governance Code since 2003. Accordingly, the Supervisory Board fulfils the duties and responsibilities set forth in this code.

### › Audit

KPMG Austria AG Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, 1090 Vienna, Porzellangasse 51, were elected auditors of the 2013 annual financial statements by the 25th >

Annual General Meeting of Flughafen Wien AG and were commissioned to perform this audit. This firm audited the annual and consolidated financial statements as of 31 December 2013 and the related management reports for the company and the Group, which were prepared by the Management Board, and awarded these financial statements unqualified opinions. The Management Board presented the following documents to the Supervisory Board and provided a detailed report on this information: the annual financial statements of Flughafen Wien AG, which were prepared in accordance with Austrian accounting principles; the consolidated financial statements for the Flughafen Wien Group, which were prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU; and the management reports for the company and the Group.

### › **Audit of the annual and consolidated financial statements**

The Audit Committee reviewed the following documents at its meetings in the presence and with the support of the auditor: the annual financial statements and consolidated financial statements, the company and Group management reports and the corporate governance report of Flughafen Wien AG for the 2013 financial year. The effectiveness of the internal control and risk management system was also discussed at these meetings. This analysis was based in part on the management letter and the auditor's report on the risk management system. The Audit Committee then informed the Supervisory Board of the results of its work, which formed the basis for the evaluation of the annual and consolidated financial statements by the Supervisory Board.

### › **Approval of the annual financial statements**

The Supervisory Board accepted the annual financial statements and the management report of Flughafen Wien AG for the 2013 financial year in the presence of the auditor. The annual financial statements of Flughafen Wien AG for the 2013 financial year were therefore approved.

### › **Recommendation for the distribution of profit**

The Supervisory Board agrees with the recommendation of the Management Board to distribute a dividend of € 1.30 per share, for a total of € 27,300,000, from distributable net profit of € 27,305,339.67 for the 2013 financial year and to carry forward the remaining € 5,339.67.

### › **Acknowledgment**

The Supervisory Board would like to express its thanks to the members of the Management Board, key managers and all employees for their commitment and performance in 2013.



**Ewald Kirschner**

Chairman of the Supervisory Board

Schwechat, March 2014