

English translation of original German version for convenience only.

**PORR AG**  
**FN 34853 f**  
**Ordinary Shares ISIN AT0000609607**

**Addition to the agenda of the  
135<sup>th</sup> Annual General Meeting**

on Wednesday, 3 June 2015, at 11 am (CET),  
at EURO-PLAZA, building G, Am Euro-Platz 2, 1120 Vienna,

due to a timely supplementary motion by the shareholder SuP Beteiligungs GmbH, Am Euro-Platz 2, 1120 Vienna, who has been holding 2,091,333 non-par-value shares in the Company continuously for more than three months, and, thereby, owns an interest in the Company which exceeds 5 per cent of the share capital of the Company, the agenda for the abovementioned Annual General Meeting of PORR AG, as published on 28 April 2015 in the Official Gazette to Wiener Zeitung (*Amtsblatt zur Wiener Zeitung*) and on the Company's website under [www.porr-group.com/hv](http://www.porr-group.com/hv), is supplemented with a new item

**"7. Resolution on a new division of the share capital by effecting a share split (*Aktienteilung*) in a ratio of 1:2 so that the number of shares be increased to 29,095,000, each with a calculated notional amount of EUR 1.00, together with the required amendment to the Articles of Association"**

and reads as a whole as follows:

Agenda

1. Presentation of the annual financial statements including the management report, the corporate governance report, the consolidated financial statements including the group management report, the proposal for appropriation of the profit and the report made by the Supervisory Board for the financial year 2014
2. Resolution on appropriation of the net profit
3. Resolution on approval of the actions of the members of the Board of Management for the financial year 2014
4. Resolution on approval of the actions of the Supervisory Board members for the financial year 2014
5. Election of the auditor and group auditor for the financial year 2015
6. Election to the Supervisory Board
7. Resolution on a new division of the share capital by effecting a share split (*Aktienteilung*) in a ratio of 1:2 so that the number of shares be increased to 29,095,000, each with a calculated notional amount of EUR 1.00, together with the required amendment to the Articles of Association

## DOCUMENTS FOR THE SHAREHOLDERS' MEETING

In particular, the following documents will be made available on the company's website at [www.porr-group.com/hv](http://www.porr-group.com/hv) not later than from 13 May 2015:

- annual financial statements including the management report,
  - corporate governance report,
  - consolidated financial statements including the group management report,
  - proposal for appropriation of the profit,
  - report of the Supervisory Board,
- each for the financial year 2014;
- full agenda considering the new item,
  - proposals for resolutions on the items 2 to 6 of the agenda,
  - statement for candidates for election to the Supervisory Board on item 6 of the agenda pursuant to Section 87 (2) of the Austrian Joint Stock Companies Act [*Aktiengesetz/ AktG*],
  - Shareholder's request pursuant to Section 109 AktG of shareholder SuP Beteiligungs GmbH including resolution proposal in respect to the new item 7 of the agenda,
  - comparison of the Articles of Association (to TOP 7)
  - form for granting proxy,
  - form for revocation of proxy,
  - full text of the invitation to the shareholders' meeting,
  - full text of this publication.

Vienna, May 2015

The Managing Board of PORR AG