



PORR AG

Voting results in accordance with Section 128 (2) of the Austrian Joint Stock Companies Act (AktG) for the **135th Shareholders' Meeting** held at 11.00 on **3 June 2015** at EURO PLAZA, Building G, Am Euro Platz 2, 1120 Vienna

[The voting results of the 135th Shareholders' Meeting are based on the share ownership at the end of 24 May 2015 (record date). At this time the share capital in the Group amounted to EUR 29,095,000.00 and was divided into 14,547,500 shares with the same number of votes. 297.706 shares of treasury stock were not entitled to voting rights at this Shareholders' Meeting.]

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*

[No resolution required]

2. *Resolution on appropriation of the net profit*

Approval of distribution of a dividend of EUR 1,50 for each share entitled to a dividend, with the residual amount to be carried forward, unanimously decided

Yes votes: 10.904.681

No votes: 0

Number of shares for which valid votes were cast/

Total number of valid votes cast: 10.904.681

Percentage of share capital represented by these votes: 74,96 %

3. *Resolution on approval of the actions of the members of the Board of Management for the financial year 2014*

Approval of the actions of the members of the Board of Management for the financial year 2014 was unanimously passed

Yes votes: 8.662.186

No votes: 0

Number of shares for which valid votes were cast/

Total number of valid votes cast: 8.662.186

Percentage of share capital represented by these votes: 59,54 %

[AIM Industrieholding and Unternehmensbeteiligungen GmbH and SuP Beteiligungs GmbH did not exercise their voting rights totalling 2,239,481 shares in respect of Section 125 AktG.]

4. *Resolution on approval of the actions of the Supervisory Board members for the financial year 2014*

Approval of the actions of the members of the Supervisory Board members for the financial year 2014 was unanimously passed

Yes votes: 1.869.301

No votes: 0

Number of shares for which valid votes were cast/

Total number of valid votes cast: 1.869.301

Percentage of share capital represented by these votes: 12,85 %

[IGO Baubeteiligungs GmbH and Ortner Beteiligungsverwaltung GmbH did not exercise their voting rights totalling 5,575.304 shares, neither did Renaissance Construction AG with 836,088 shares, Blue Elephant Venture GmbH with 171,110 shares and AIM Industrieholding and Unternehmensbeteiligungen GmbH and SuP Beteiligungs GmbH did not exercise their voting rights totalling 2,239,481 shares in respect of Section 125 AktG]

5. *Election of the auditor and group auditor for the financial year 2015*

BDO Austria GmbH, Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, with the legally required majority elected as auditor and group auditor for the financial year 2015

Yes votes: 10.882.353

No votes: 21.976

Number of shares for which valid votes were cast/

Total number of valid votes cast: 10.904.329

Percentage of share capital represented by these votes: 74,96 %

6. *Election of a Supervisory Board member*

Not applicable

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*

New division of the share capital by effecting a share split in a ratio of 1:2 together with the required amendment to the Articles of Association unanimously decided

Yes votes: 10.784.336

No votes: 0

Number of shares for which valid votes were cast/

Total number of valid votes cast: 10.784.336

Percentage of share capital represented by these votes: 74,13 %