



PORR AG

Voting results in accordance with Section 128 (2) of the Austrian Joint Stock Companies Act (AktG) for the 136th Shareholders' Meeting held at 11.00 on 24 May 2016 at EURO PLAZA, Building G, Am Euro Platz 2, 1120 Vienna

[The voting results of the 136th Shareholders' Meeting are based on the share ownership at the end of 14 May 2016 (record date). At this time the share capital in the Group amounted to EUR 29,095,000.00 and was divided into 29,095,000 shares with the same number of votes. 595,412 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 2015*

[No resolution required]

2. *Resolution on appropriation of the net profit*

The Distribution of a dividend of EUR 1.00 per share entitled to a dividend, as well as distribution of an extraordinary dividend of EUR 0.50 per share each due on 21 June 2016, whereupon the shareholders will have the option to choose whether this amount is to be paid exclusively and finally in cash or, subject to a sufficient number of shares being held, by way of reinvestment in Dividend Shares and with the residual amount to be carried forward as defined by the proposal of the Management Board and Supervisory Board was unanimously passed

Yes votes: 22.556.844

No votes: 0

Abstention from voting: 0

Number of shares for which valid votes were cast/

Total number of valid votes cast: 22.556.844

Percentage of share capital represented by these votes: 77,53 %

3. *Resolution on the approval of the actions of the members of the Management Board for the financial year 2015*

Approval of the actions of the members of the Management Board for the financial year 2015 was unanimously passed

Yes votes: 17.762.549

No votes: 0

Abstention from voting: 15.313

Number of shares for which valid votes were cast/

Total number of valid votes cast: 17.762.549

Percentage of share capital represented by these votes: 61,05 %

4. *Resolution on the approval of the actions of the Supervisory Board members for the financial year 2015*

Approval of the actions of the members of the Supervisory Board members for the financial year 2015 was passed with the majority required by law

Yes votes: 4.121.710

No votes: 23.009

Abstention from voting: 15.313

Number of shares for which valid votes were cast/

Total number of valid votes cast: 4.144.719

Percentage of share capital represented by these votes: 14,25%

5. *Election of the auditor and group auditor for the financial year 2016*

BDO Austria GmbH, Wirtschaftsprüfungs- und Steuerberatungsgesellschaft, was elected unanimously as auditor and group auditor for the financial year 2016

Yes votes: 22.551.578

No votes: 0

Abstention from voting: 0

Number of shares for which valid votes were cast/

Total number of valid votes cast: 22.551.578

Percentage of share capital represented by these votes: 77,51%

6. a) ***Resolution on the authorisation of the Management Board to acquire shares in the Company pursuant to Section 65 (1) no. 4 and 8, (1a) and (1b) AktG via the stock exchange or by means other than via the stock exchange in a volume of up to 10% of the Company's share capital, also with exclusion of the proportional right of disposal of shareholders, which may arise in the context of such acquisition (exclusion of reverse subscription rights)***
- b) ***Resolution on the revocation of the existing authorisation of the Management Board to dispose treasury shares by other means than via the stock exchange or a public offer together with the new authorisation of the Management Board to dispose treasury shares by other means than via the stock exchange or a public offer and exclusion of the right of shareholders to purchase (exclusion of subscription rights)***
- c) ***Resolution on the authorisation of the Management Board to cancel treasury shares***

as defined by the proposal of the Management Board and Supervisory Board was passed with the majority required by law

Yes votes: 22.525.449

No votes: 23.009

Abstention from voting: 0

Number of shares for which valid votes were cast/

Total number of valid votes cast: 22.548.458

Percentage of share capital represented by these votes: 77,50 %