

PROXY

As a shareholder of PORR AG I hereby empower

(Name of proxy holder in capital letters)

to represent me at the 137th ordinary shareholders' meeting of PORR AG, FN 34853 f, on Tuesday, 23 May 2017, at 10:00 a.m. with respect to

_____ (number/all) shares at

_____ (bank that keeps the securities account)

and to exercise all of my rights as a shareholder of PORR AG, in particular the voting right.

In particular I empower the proxy holder named above to vote and to pass resolutions on the following agenda:

1. Presentation of the annual financial statements including the management report, the corporate governance report, the report on payments to governments, 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 2016
2. Resolution on the appropriation of the net profit
3. Resolution on the approval of the actions of the members of the Management Board for the financial year 2016
4. Resolution on the approval of the actions of the Supervisory Board members for the financial year 2016
5. Election of the auditor and group auditor for the financial year 2017

(Name and address of shareholder in capital letters)

(Date, personal signature of shareholder or facsimile signature)