

English translation of original German version for convenience only.

PROXY

As a shareholder of PORR AG I hereby empower

(Name of proxy holder in capital letters)

to represent me at the 139th ordinary shareholders' meeting of PORR AG, FN 34853 f, on Wednesday, 29 May 2019, 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 government entities, 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 2018
2. Resolution on the appropriation of the net profit
3. Resolution on the discharge from liability of the members of the Management Board for the financial year 2018
4. Resolution on the discharge from liability of the Supervisory Board members for the financial year 2018
5. Election of the auditor and group auditor for the financial year 2019
6. Election of new Supervisory Board members
7. Resolution on the determination of remuneration of the Supervisory Board

(Name and address of shareholder in capital letters)

(Date, personal signature of shareholder or facsimile signature)