



## PROXY

As a shareholder of PORR AG I hereby empower

\_\_\_\_\_  
(Name of proxy holder in capital letters)

to represent me at the 143<sup>rd</sup> ordinary shareholders' meeting of PORR AG, FN 34853 f, on Friday, 28 April 2023, at 9:00 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 and the consolidated financial statements including the group management report (comprising the non-financial statement) each as of 31 December 2022, the proposal for appropriation of the profit, the report made by the Supervisory Board for the financial year 2022, the (consolidated) report on payments to government entities as well as the (consolidated) corporate governance report
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 2022
4. Resolution on the discharge from liability of the members of the Supervisory Board for the financial year 2022
5. Election of the auditors and group auditors for the financial year 2023
6. Resolution on the remuneration report for the financial year 2022
7. Resolution on a Long Term Incentive Program
8. Resolution on the adjustments and amendments on the remuneration policy
9. Election of new Supervisory Board members
10. Resolution on the authorisation of the Management Board to increase the share capital pursuant to Section 169 of the Stock Corporation Act (authorised capital) against contributions in cash and/or in kind, also in several tranches, including an authorisation of the Management Board to exclude subscription rights, as well as resolution on the corresponding amendments to the articles of association and on the authorisation of the Supervisory Board to resolve on amendments to the articles of association resulting from the issue of shares from authorised capital

\_\_\_\_\_  
(Name and address of shareholder in capital letters)

\_\_\_\_\_  
(Date, personal signature of shareholder or facsimile signature)