



PROXY

As a shareholder of PORR AG I hereby empower

(Name of proxy holder in capital letters)

to represent me at the 144th ordinary shareholders' meeting of PORR AG, FN 34853 f, on Tuesday, 30 April 2024, 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 and the consolidated financial statements including the group management report (comprising the non-financial statement) each as of 31 December 2023, the proposal for appropriation of the profit, the report made by the Supervisory Board for the financial year 2023, 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 2023
4. Resolution on the discharge from liability of the members of the Supervisory Board for the financial year 2023
5. Election of the auditor and group auditor as well as the auditor of the consolidated sustainability report for the financial year 2024
6. Resolution on the remuneration report for the financial year 2023
7. Resolution on the revocation of the authorisation of the Management Board by resolution of the General Meeting on 17 June 2022 to acquire shares in the Company (eigene Aktien) pursuant to Section 65 para 1 No 4 and No 8 as well as para 1a and para 1b AktG as well as to redeem shares in the Company (eigene Aktien) together with the resolution on a new authorisation of the Management Board to acquire shares in the Company (eigene Aktien) pursuant to Section 65 para 1 No 4 and No 8 as well as para 1a and para 1b AktG both via the stock exchange or by other means outside the stock exchange in a volume of up to 10 % of the share capital, also with exclusion of a proportional right of offer (Andienungsrecht) by shareholders, and resolution on the authorisation of the Management Board to redeem shares in the Company (eigene Aktien).
8. Resolution on the amendment of Article 3 "Publications" and Article 15 "Convening" of the Articles of Association

(Name and address of shareholder in capital letters)

(Date, personal signature of shareholder or facsimile signature)