



PROXY

As a shareholder of PORR AG I hereby empower Mr.

Dr. Michael Knap, IVA - Interessenverband für Anleger

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 the voting right for me.

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

I give the above mentioned proxy holder the instruction to vote in relation to agenda item 2 to 8 which are corresponding to the proposal of resolutions of the Management Board and Supervisory Board as provided for download on the website of the company at unter www.porr-group.com/gm in accordance with the invitation as follows (mark the appropriate box):

		YES-Vote	NO Vote	Abstention
TOP 2:	Resolution on the appropriation of the net profit	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
TOP 3:	Resolution on the discharge from liability of the members of the Management Board for the financial year 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
TOP 4:	Resolution on the discharge from liability of the members of the Supervisory Board for the financial year 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
TOP 5:	Election of the auditor and group auditor as well as the auditor of the consolidated sustainability report for the financial year 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
TOP 6:	Resolution on the remuneration report for the financial year 2023	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
TOP 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).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
TOP 8:	Resolution on the amendment of Article 3 “Publications” and Article 15 “Convening” of the Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

In case I am not giving instructions (even to particular items of the agenda), the proxy is invalid without an explicit instruction. Should a single voting to an item of the agenda of the shareholders' meeting take place the granted instruction is also valid for every single subitem.

I acknowledge that the proxy holder does not accept instructions for requests to speak, for filing notices of opposition against shareholder resolutions or for raising questions or motions.

The proxy holder is entitled to delegate this authority to another person.

(Name and address of shareholder in capital letters)

(Date, personal signature of shareholder or facsimile signature)

Please complete and submit by 4:00 p.m., Vienna time (time of arrival) on 29 April 2024

- by mail to PORR AG, c/o HV-Veranstaltungsservice GmbH, Köppel 60, A-8242 St. Lorenzen am Wechsel
- by fax to +43 (0) 1 8900 500 - 50
- by e-mail to knap.porr@hauptversammlung.at (as scanned attachment; TIF, PDF, etc.)

Additional information is available on the Company's website: www.porr-group.com/gm