

**PROXY**

As a shareholder and/or holder of capital share certificates of PORR AG I hereby empower

Mr. Michael Knap („proxy holder“)  
c/o IVA - Austrian Shareholder Association  
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Fax: +43 1 876 33 43-39 or E-mail: [michael.knap@iva.or.at](mailto:michael.knap@iva.or.at)  
Austria, 1130 Vienna, Feldmühlgasse 22

to represent me at the extra-ordinary shareholders' meeting of PORR AG, FN 34853 f, on  
Wednesday, 29 October 2014, at 11:00 a.m. with respect to

\_\_\_\_\_ (number/all) no-par value shares

\_\_\_\_\_ (number/all) capital share certificates

at

\_\_\_\_\_ (bank that keeps the securities account)

and to exercise all of my rights as a shareholder and/or holder of capital share certificates of  
PORR AG, including the voting right related to shares.

In particular in the event s/he represents me as a shareholder I empower the proxy holder stated  
above to exercise the voting right and to pass resolutions on the following agenda:

1. Resolution on the proportional spin-off of participations held by PORR AG to PIAG  
Immobilien AG against issuance of shares of PIAG Immobilien AG to the shareholders of  
PORR AG
2. Resolution on the amendment of the articles of association in § 4, § 16, § 21 and § 22 due to  
the termination of the capital share certificates in the course of the spin-off according to item  
1 of the agenda

I direct the aforementioned proxy holder to vote in relation to agenda items 1 and 2 as follows  
(mark the appropriate box):

Agenda item 1

YES vote	NO vote	Abstention
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Agenda item 2

Yes vote	NO vote	Abstention
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The authorized representative is entitled to delegate this authority to another  
person.

\_\_\_\_\_  
(Name and address of shareholder  
or holder of capital share certificates in capital letters)

\_\_\_\_\_  
(Date, personal signature of shareholder  
or holder of capital share certificates)