

## I. Proxy

for the 142<sup>nd</sup> Annual General Meeting of  
PORR AG, at 1100 Vienna, Absberggasse 47, at 9:00 a.m., Vienna time, on 17 June 2022

**IMPORTANT NOTE:** This proxy does not entitle shareholders to attend the Annual General Meeting personally. Please contact your custodian bank to ensure that the securities mentioned below have been registered properly in a deposit receipt (record date: 7 June 2022) for participation in the Annual General Meeting.  
**Registration deadline:** 13 June 2022, 24:00 hrs, Vienna time (arrival of deposit receipts)

By granting this proxy, I confirm that I have read the information published by the Company on its website or contained in the convening notice. I confirm that I agree to processing of personal data (name, address, date of birth, number of the securities account, number of shares, number of voting card and e-mail address) in order to enable the exercise of shareholders' rights during the Annual General Meeting.

### Principal (shareholder)

\_\_\_\_\_

First name, last name / company name

\_\_\_\_\_

Street name, ZIP code, town/city of residence

\_\_\_\_\_

Date of birth/register number

\_\_\_\_\_

Deposit account number

\_\_\_\_\_

Name of bank

\_\_\_\_\_

E-mail address (granting of proxy confirms that only the principal has access to this e-mail address)

If you do not issue this proxy as shareholder but as representative of a shareholder, please attach proof of your power of representation (proxy issued by the shareholder, appointment decree from court etc.)

### Granting of proxy

I/We hereby authorise the following independent voting proxy holders to

- exercise the voting right
- as well as to exercise the right of request and the objection right

with the right to grant sub-proxies and free of the restrictions in the event of multiple representation. The voting right, the right of request and the objection right can only be exercised if the special voting proxy holder is instructed to do so. If there are no instructions concerning a resolution proposal, the proxy holder will abstain from the vote. If more than one voting proxy holder is ticked, the proxy shall be considered granted to the first of those ticked:

- Attorney-at-law **Mag. Martin Abram**, c/o Schindler Rechtsanwälte GmbH  
A-1010 Vienna, Kohlmarkt 8-10  
E-Mail: [abram.porr@hauptversammlung.at](mailto:abram.porr@hauptversammlung.at)
- or **Dr. Michael Knap**, c/o IVA, Interessenverband für Anleger  
A-1130 Vienna, Feldmühlgasse 22  
E-Mail: [knap.porr@hauptversammlung.at](mailto:knap.porr@hauptversammlung.at)
- or Attorney-at-law **Dr. Ulla Reisch**, c/o Urbanek Lind Schmied Reisch Rechtsanwälte OG  
A-1030 Vienna, Landstraßer Hauptstraße 1A, Ebene 07, Top 09  
E-Mail: [reisch.porr@hauptversammlung.at](mailto:reisch.porr@hauptversammlung.at)
- or Attorney-at-law **Mag. Gernot Wilfling**, c/o Müller Partner Rechtsanwälte GmbH  
A-1010 Vienna, Rockhgasse 6  
E-Mail: [wilfling.porr@hauptversammlung.at](mailto:wilfling.porr@hauptversammlung.at)

### for the following securities

\_\_\_\_\_ **Ordinary shares (ISIN AT0000609607)**  
Number (If not stated, the proxy covers the number stated in the deposit receipt.)

### Limits of proxy:

## II. Instructions

for the 142<sup>nd</sup> Annual General Meeting of  
 PORR AG, at 1100 Vienna, Absberggasse 47, at 9:00 a.m., Vienna time, on 17 June 2022

### Voting instructions for the resolution proposals on the agenda

The voting proxy holder is instructed to exercise my (our) voting rights on the management's (Management Board and Supervisory Board) resolution proposals published on the Company's website as follows:

(Please tick inside the box <input checked="" type="checkbox"/> . Do not use a red pen.)		FOR	AGAINST	ABSTAIN
<b>Management resolution proposals</b>				
1.	Presentation of the annual financial statements including the management report and the consolidated financial statements including the group management report each as of 31 December 2021, the proposal for appropriation of the profit, the report made by the Supervisory Board for the financial year 2021, the (consolidated) report on payments to government entities as well as the (consolidated) corporate governance report	No resolution required		
2.	Resolution on the appropriation of the net profit	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Resolution on the discharge from liability of the members of the Management Board for the financial year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4.	Resolution on the discharge from liability of the members of the Supervisory Board for the financial year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5.	Election of the auditor and group auditor for the financial year 2022	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6.	Resolution on the remuneration report for the financial year 2021	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7.	Resolution on the revocation of the authorisation of the Management Board by resolution of the General Meeting on 28 May 2020 to acquire shares in the Company ( <i>eigene Aktien</i> ) 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 together with the resolution on a new authorisation of the Management Board to acquire shares in the Company 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 by shareholders, and resolution on the authorisation of the Management Board to redeem shares in the Company	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

<b>Other resolution proposals</b>		FOR the resolution proposals	AGAINST the resolution proposals	ABSTAIN
(Please tick inside the box <input checked="" type="checkbox"/> . Do not use a red pen.)				
In case of new or amended resolution proposals of one or several shareholders in the Annual General Meeting, the voting proxy holder is instructed to vote as follows in each case:		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
In case of new or amended resolution proposals of one or several shareholders in the Annual General Meeting, the voting proxy holder is instructed to vote as follows in each case:		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If a separate vote is taken for a resolution proposal on individual items, instructions issued concerning this proposal shall apply accordingly for each individual voting process. The voting proxy holder will abstain from the vote on proposals on which the instructions are unclear (e.g. FOR and AGAINST the same proposal). If additional or amended instructions are issued after submittal of this form, the instructions issued here shall prevail if they are not amended or revoked.

### Other instructions (e.g. for resolutions and objections):

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature/Company signature

\_\_\_\_\_  
Signature of all joint shareholders (where applicable)

**Please complete and submit by 4:00 p.m., Vienna time (time of arrival) on 14 June 2022**

- by **mail** to PORR AG, c/o HV-Veranstaltungsservice GmbH, Köppel 60, 8242 St. Lorenzen am Wechsel
- by **fax** to +43 (0) 1 8900 500 - 64
- by **e-mail** to the e-mail address (as scanned attachment; TIF, PDF, etc.) stated above for the special voting proxy holder you have chosen

Additional information is available on the Company's website: [www.porr-group.com](http://www.porr-group.com)