

**STRABAG SE**  
**Villach, FN 88983 h**

**Draft Resolutions of the Management Board for the  
14th Annual General Meeting  
15 June 2018**

- 1. Presentation of the annual financial statements, including the management report and consolidated corporate governance report; of the consolidated financial statements, including the group management report; of the proposal for the appropriation of the balance sheet profit; and of the Supervisory Board report for the 2017 financial year.**

A vote on this agenda item is not required.

- 2. Resolution concerning the appropriation of the balance sheet profit**

The 2017 financial year closed with a balance sheet profit in the amount of € 143,000,000.00.

The Management Board proposes, for approval by the Annual General Meeting, a dividend in the amount of € 1.30 per (dividend-bearing) no-par share.

The remainder shall be carried forward to new account.

The dividend payment date is 26 June 2018; the ex-dividend date is 22 June 2018.

- 3. Resolution concerning the approval of the actions of the members of the Management Board for the 2017 financial year**

The Management Board proposes to approve the actions of the members of the Management Board who held the position in the 2017 financial year for this period.

- 4. Resolution concerning the approval of the actions of the members of the Supervisory Board for the 2017 financial year**

The Management Board proposes to approve the actions of the members of the Supervisory Board who held the position in the 2017 financial year for this period.

**5. Selection of the auditor of the financial statements and group financial statements for the 2018 financial year**

A draft resolution regarding this agenda item is to be made exclusively by the Supervisory Board.

**6. Supervisory board elections**

A draft resolution regarding this agenda item is to be made exclusively by the Supervisory Board.

**7. Resolution concerning the remuneration to the members of the Supervisory Board**

The Management Board proposes to set the annual remuneration of the Supervisory Board members elected by the Annual General Meeting and those designated by the shareholders for the past financial year 2017 and the ongoing financial year 2018 as well as for the duration of the current term, and beyond, of the Supervisory Board members elected by the Annual General Meeting, until a new resolution is passed by the Annual General Meeting, as follows:

- a) for the Chairman of the Supervisory Board           EUR 60,000.00
- b) for the Vice Chairman of the Supervisory Board   EUR 30,000.00
- c) for the remaining Members of the Supervisory Board elected by the Annual General Meeting or designated by shareholders   EUR 18,000.00

Vienna, 24 April 2018

The Management Board