

	<b>Information about the shareholder or shareholders (if multiple depositors)</b>  <i>(To help us process your form more rapidly, please provide the following information (in block letters) as completely as possible.)</i>
Name(s)/company	
Address (postcode, city/town, street, number)	
For natural persons: date of birth/for legal persons: register and number (if available)	
Name and address of the financial institution at which the deposit account is located	
Bank sort code or BIC	Account number

## PROXY AUTHORISATION

**for the special proxy in accordance with Section 3 Para 4 COVID-19-GesV  
at the 16<sup>th</sup> Annual General Meeting  
of STRABAG SE (FN 88983 h, ISIN AT000000STR1) on 19 June 2020**

I/We, .....

.....  
(name(s)/company and address of shareholder(s)<sup>1</sup>)

**hereby authorise**

*Rechtsanwalt Mag. Christian Thaler  
c/o Schindler Rechtsanwälte GmbH  
Kohlmarkt 8-10  
1010 Vienna, Austria*

to represent me/us at the above-stated General Meeting, which will be held as a virtual meeting (Section 1 Para 1 COVID-19-GesV), and to exercise all rights in accordance with Section 3 Para 4 COVID-19-GesV on my/our behalf, i.e. in my/our place and with legal effect for me/us to submit resolutions, cast votes and raise objections.

This proxy authorisation refers to \_\_\_\_\_ of my/our shares.  
*(If you leave this space empty, the proxy authorisation will automatically refer to all shares stated on the deposit confirmation issued by the custodian bank on the record date.)*

In particular, I/we authorise the proxy representative appointed above to exercise my/our voting rights on the following **agenda** items and to pass resolutions on these items:

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<sup>1</sup> If you are completing this proxy authorisation form not as a shareholder but as a representative of a shareholder, please include proof of your power of representation (power of attorney issued by shareholders etc.).

1. Presentation of the Annual Financial Statements, including the Management Report and the 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 2019 financial year
2. Resolution concerning the appropriation of the balance sheet profit
3. Resolution concerning the approval of the actions of the members of the Management Board for the 2019 financial year
4. Resolution concerning the approval of the actions of the members of the Supervisory Board for the 2019 financial year
5. Selection of the auditor of the financial statements and group financial statements for the 2020 financial year
6. Elections to the Supervisory Board
7. Resolution concerning the remuneration policy

I/We specifically **instruct** the above-mentioned proxy representative to cast my/our vote for the respective draft resolution from the Management Board or Supervisory Board in reference to **agenda items 2 through 7** as indicated below (*mark the appropriate box; if no instruction is given, the proxy representative will abstain from voting*):

**Agenda Item 2**

**Appropriation of the balance sheet profit**

Yes	No	Abstain
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**Agenda Item 3**

**Approval of the actions of the members of the Management Board for the 2019 financial year**

Yes	No	Abstain
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**Agenda Item 4**

**Approval of the actions of the members of the Supervisory Board for the 2019 financial year**

Yes	No	Abstain
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**Agenda Item 5**

**Selection of the auditor of the financial statements and group financial statements for the 2020 financial year**

Yes	No	Abstain
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**Agenda Item 6**

**(a) Election of Dr. Alfred Gusenbauer to the Supervisory Board**

Yes	No	Abstain
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**(b) Election of Dr. Andreas Brandstetter to the Supervisory Board**

Yes	No	Abstain
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**(c) Election of Mag. Kerstin Gelbmann to the Supervisory Board**

Yes	No	Abstain
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**(d) Election of Ksenia Melnikova to the Supervisory Board**

Yes	No	Abstain
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**Agenda Item 7**

**(a) Remuneration policy for the members of the Management Board**

Yes	No	Abstain
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**(b) Remuneration policy for the members of the Supervisory Board**

Yes	No	Abstain
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Should there be an individual vote on an agenda item in the Annual General Meeting, the instructions given here apply to each individual vote.

In the event of an as **yet unknown new or amended proposal by a shareholder** during the Annual General Meeting, I/we instruct the proxy representative to vote as follows:

- Yes (approve such an as yet unknown proposal)
- No (reject such an as yet unknown proposal)
- Abstain

Within the scope of this proxy authorisation, it is also possible to order the proxy to propose a resolution or to object to one or more items on the agenda in the virtual Annual General Meeting. I/We therefore instruct the proxy to make or raise the following motions or objections to the items on the agenda below (*if the table below remains blank, the proxy will not propose motions or make objections*):

Agenda item	Motion / objection
Agenda item	Motion / objection

Christian Thaler can be contacted directly in the following ways:

Tel.: +43 1 512 2613 600 (not during the Annual General Meeting)  
E-mail: thaler.strabag@computershare.de

The proxy is entitled to unilaterally refrain from raising one or more motions if these contradict good manners, are unlawful or, based on the proxy's reasonable judgment, are capable of inflicting a considerable disadvantage to the proxy or if the proxy makes himself criminally liable as a result.

It is recommended to contact the authorised proxy in good time if the proxy is to be instructed to propose a resolution or to object to one or more items on the agenda.

The proxy will **abstain** from voting on resolutions for which **no or unclear instructions** are issued (e.g. simultaneously FOR and AGAINST the same draft resolution). The proxy will only exercise the right to cast votes, the right to propose resolutions and the right to raise objections in accordance with the instructions.

I/We understand that the proxy representative will accept no instructions to address the General Meeting and that the **shareholders' right to information** under Section 118 AktG is **not exercised by the proxy** in the virtual general meeting.

I/We provide the following email address(es), via which I/we will address any questions to the company and/or give any instructions to the proxy:<sup>2</sup>

E-mail: \_\_\_\_\_  
to exercise the right of information/instructions to the authorised proxy.

With my/our signature on this proxy authorisation, I/we confirm that only I/we have access to the above-stated email address(es).

The proxy representative is entitled to delegate his authority to subproxies within the scope of this proxy authorisation and, released from any restrictions of double representation and self-dealing, to represent other shareholders.

Telephone number and/or e-mail for contact: \_\_\_\_\_

\_\_\_\_\_  
(Place, Date)

\_\_\_\_\_  
(Signature/Signature of authorised representative)

**To facilitate processing, we ask you to send the authorisation form in such a timely manner that it is received by STRABAG SE no later than 18 June 2020, 4:00 p.m., CEST, using one of the following communication channels, preferably by e-mail, so that the proxy you have selected will have direct access to the authorisation and your instructions:**

by e-mail	thaler.strabag@computershare.de (proxy authorisation please as a PDF file)
by mail or courier	STRABAG SE Hauptversammlung c/o Donau-City-Str. 9 1220 Vienna, Austria
by fax	+49 89 30903 74675
by SWIFT	COMRGB2L (Message Type MT598 or MT599, must include ISIN AT000000STR1 or number of the registered share in text)

<sup>2</sup> Questions may be submitted by e-mail to **Fragen.HV2020@strabag.com**. Please use the question form provided on the company's website. The e-mail must end with your name (reproduction of signature in accordance with Section 13 Para 2 AktG). Providing an e-mail address in the proxy authorisation serves to facilitate identification and is not absolutely necessary for the exercise of the right to information and/or for instructions to the proxy. If no shareholder e-mail address is indicated on the proxy authorisation form, or if questions and/or instructions are sent from another e-mail address, the identity of the person making the declaration must be verified with the shareholder's name/company name and date of birth/commercial register number. **Please note the information on exercising the shareholders' right to information in item II.3 of the meeting notice.**