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SIGNATURES

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Item 5.07 Submission of Matters to a Vote of Security Holders

At the Company's Annual Meeting on May 19, 2016, 25,714,898 of the 27,303,868 shares outstanding and entitled to vote were represented on person or by proxy at the Annual Meeting and constituted a quorum. At the meeting, the stockholders voted as indicated below on the following proposals:

1. Re-election of two Class III directors, each to serve a three-year term of office and until his successor is duly elected and qualified expiring at the 2019 Annual Meeting of Stockholders.

| Nominee              | Votes cast For | Votes cast Against | Abstentions | Broker Non-Votes |
|----------------------|----------------|--------------------|-------------|------------------|
| Austin J. Shanfelter | 23,193,234     | 652,540            | 11,080      | 1,858,044        |
| Gene G. Stoever      | 22,216,114     | 1,629,660          | 11,080      | 1,858,044        |

The nominees were re-elected as Class III directors of Orion Marine Group, Inc.

2. Approval of a non-binding advisory proposal for compensation of named executive officers ("say-on-pay" vote) as disclosed in the 2016 proxy statement.

| Votes cast For | Votes cast Against | Abstentions | Broker Non-Votes |
|----------------|--------------------|-------------|------------------|
| 23,730,526     | 107,260            | 19,068      | 1,858,044        |

The shareholders approved Proposal 2.

3. Ratification of the appointment of Grant Thornton LLP as the Company's independent registered public accounting for 2016.

| Votes cast For | Votes cast Against | Abstentions |
|----------------|--------------------|-------------|
| 25,316,254     | 383,744            | 14,900      |

The shareholders approved Proposal 3.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Orion Group Holdings, Inc.

Dated: May 24, 2016 By: /s/ Christopher J. DeAlmeida  
Vice President & Chief Financial Officer