

**Form for the exercise of the voting right through a proxy**  
**(this form does not supersede a power of attorney)**

Shareholder details:

First and last name/business name: .....

Address: .....

Number and series of the ID card/passport/National Court Register (KRS) number:  
.....

Polish Citizen Identification Number (PESEL): .....

Tax Identification Number (NIP): .....

Number of shares from which the proxy is entitled to exercise the voting right:  
.....

Share code: .....

Proxy details:

First and last name/business name: .....

Address: .....

Number and series of the ID card/passport/National Court Register (KRS) number:  
.....

Polish Citizen Identification Number (PESEL): .....

Tax Identification Number (NIP): .....

Number of shares from which the proxy is entitled to exercise the voting right:  
.....

Share code: .....

Proxy details (fill in in the case of powers of attorney, copying the section concerning proxy details an appropriate number of times as necessary):

First and last name/business name: .....

Address: .....

Number and series of the ID card/passport:  
.....

Polish Citizen Identification Number (PESEL): .....

Tax Identification Number (NIP): .....

Number of shares from which the proxy is entitled to exercise the voting right:  
.....

Share code: .....

Draft resolution content:

**of the Annual General Meeting of Budimex S.A.  
dated 16 May 2019  
on: considering and approving the financial statements of Budimex S.A.  
for the year ended 31 December 2018**

Pursuant to 395 § 2 Sub-paragraph 1 in conjunction with Article 393 Sub-paragraph 1 of the Commercial Companies Code and Article 53 (1) of the Accounting Act of 29 September 1994, the Annual General Meeting of Budimex S.A. resolves as follows:

§ 1. To approve, after prior consideration, the Company's financial statements for the year ended 31 December 2018. The financial statements comprise:

1. the statement of financial position as of 31 December 2018, showing total assets as well as equity and liabilities of PLN 4,377,639 thousand /four billion three hundred seventy-seven million six hundred and thirty-nine thousand zloty/,
2. the income statement for the period from 1 January 2018 to 31 December 2018, showing a net profit of PLN 321,602 thousand /three hundred twenty-one million six hundred and two thousand zloty/,
3. the statement of comprehensive income for the period from 1 January 2018 and 31 December 2018, showing a comprehensive income of PLN 321,983 thousand /three hundred twenty-one million nine hundred and eighty-three thousand zloty/,
4. the statement of changes in equity for the period from 1 January 2018 and 31 December 2018, showing a decrease in equity of PLN 127,602 thousand /one hundred twenty-seven million six hundred and two thousand zloty/,
5. a cash flow statement for the period from 1 January 2018 and 31 December 2018, showing a decrease in cash of PLN 504,328 thousand /five hundred four million three hundred and twenty-eight thousand zloty/,
6. the notes.

The financial statements of Budimex S.A. for the year ended 31 December 2018 have been audited by an independent statutory auditor and positively evaluated by the Company's Supervisory Board.

§ 2. The Resolution becomes effective as of the day of adoption.

Attached – The financial statements for the year ended 31 December 2018 and the report on the audit of the annual financial statements of Budimex S.A. for the year ended 31 December 2018, produced for inspection during the debates of the Annual General Meeting, published in the annual report for 2018 on 26 March 2019 and on the website of Budimex S.A.

Method of voting:

For: ..... (number of votes)

Against: .....(number of votes)

Abstained: .....(number of votes)

Objection of the shareholder represented by the proxy:

.....  
.....  
.....

Guidance on the method of voting with respect to the aforementioned resolution:

.....  
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