

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 consolidated financial statements for the year ended 31
December 2018**

Pursuant to Article 395 § 5 of the Commercial Companies Code and Article 63c (4) 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 consolidated financial statements of Budimex Group for the year ended 31 December 2018. The consolidated financial statements comprise:

1. the consolidated statement of financial position drawn up as of 31 December 2018, showing total assets as well as equity and liabilities of PLN 5,456,351 thousand /five billion four hundred fifty-six million three hundred and fifty-one thousand zloty/,
2. the consolidated income statement for the period from 1 January 2018 to 31 December 2018, showing a net profit of PLN 305,484 thousand /three hundred five million four hundred and eighty-four thousand zloty/,
3. the consolidated statement of comprehensive income for the period from 1 January 2018 to 31 December 2018, showing a comprehensive income of PLN 306,132 thousand /three hundred six million one hundred and thirty-two thousand zloty/,
4. the consolidated statement of changes in equity for the period from 1 January 2018 to 31 December 2018, showing a decrease in equity of PLN 131,651 thousand /one hundred thirty-one million six hundred and fifty-one thousand zloty/,
5. the consolidated cash flow statement for the period from 1 January 2018 to 31 December 2018, showing a decrease in cash of PLN 694,728 thousand /six hundred ninety-four million seven hundred and twenty-eight thousand zloty/,
6. the notes.

The consolidated financial statements of Budimex Group have been audited by an independent statutory auditor and positively evaluated by the Supervisory Board of Budimex S.A.

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

Attached – The consolidated financial statements for the year ended 31 December 2018 and the report on the audit of the annual consolidated financial statements of Budimex Group 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:

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.....
.....

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

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