

**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:

.....

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

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

Number of shares under 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:

.....

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

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

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

.....

Share code: .....

Proxy details (fill in for a series of powers of attorney by copying the section concerning proxy details as many times as required)

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

Address: .....

Number and series of the ID card/passport:

.....

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

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

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

.....

Share code: .....

Draft resolution text:

**Resolution No. 365**  
**of the Annual General Meeting of Budimex S.A.**  
**dated 18 June 2020**

**regarding: reviewing and approving the consolidated financial statements for the year ended 31 December 2019**

Pursuant to Article 395(5) of the Polish Companies Code and Article 63c(4) of the Polish Accounting Act of 29 September 1994, the Annual General Meeting of Budimex S.A. hereby resolves as follows:

§ 1. To approve, after prior review, the consolidated financial statements of the Budimex Group for the year ended 31 December 2019. The consolidated financial statements comprise:

1. the consolidated statement of financial position as at 31 December 2019, showing total assets as well as equity and liabilities of PLN 6,673,959,000 (six billion six hundred and seventy-three million nine hundred and fifty-nine thousand zloty),
2. the consolidated income statement for the period from 1 January 2019 to 31 December 2019, showing a net profit of PLN 228,851,000 (two hundred and twenty-eight million eight hundred and fifty-one thousand zloty),
3. the consolidated statement of comprehensive income for the period from 1 January 2019 to 31 December 2019, showing a comprehensive income of PLN 228,484,000 (two hundred and twenty-eight million four hundred and eighty-four thousand zloty),
4. the consolidated statement of changes in equity for the period from 1 January 2019 to 31 December 2019, showing an increase in equity of PLN 86,163,000 (eighty-six million one hundred and sixty-three thousand zloty),
5. the consolidated cash flow consolidated statement for the period from 1 January 2019 to 31 December 2019, showing an increase in cash of PLN 72,615,000 (seventy-two million six hundred and fifteen thousand zloty),
6. notes to the financial statements.

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

§ 2. The Resolution shall be effective as of its adoption.

Attached – The consolidated financial statements for the year ended 31 December 2019 and the audit report for the annual consolidated financial statements of the Budimex Group for the year ended 31 December 2019, produced for inspection at the Annual General Meeting, published in the consolidated annual report for 2019 on 26 March 2020 and on the website of Budimex S.A.

Voting method:

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

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

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

Objection of the shareholder represented by the proxy:

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

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

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