

**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 of the Annual General Meeting of Budimex S.A.**

**dated 20 May 2021 on: adopting the agenda**

The Annual General Meeting of Budimex S.A. hereby resolves as follows:

§ 1. The Annual General Meeting hereby adopts the following agenda:

1. Opening the Annual General Meeting.
2. Electing the Chairperson of the Annual General Meeting.
3. Declaring that the Annual General Meeting has been correctly convened and that it has the capacity to adopt binding resolutions.
4. Appointing the Ballot Counting Committee.
5. Adopting the agenda.
6. Presenting and reviewing the report on the operations of the Budimex Group and Budimex S.A. for 2020, the financial statements of Budimex S.A. for the year ended 31 December 2020 together with the audit report for the annual financial statements of Budimex S.A. for the year ended 31 December 2020 and the consolidated financial statements of the Budimex Group for the year ended 31 December 2020 together with the audit report for the annual consolidated financial statements for the year ended 31 December 2020.
7. Presenting and reviewing the non-financial report of Budimex S.A. for 2020 and the non-financial report of the Budimex Group for 2020.
8. Presentation of the Supervisory Board's report on the remuneration of members of the Management Board and Supervisory Board.
9. Presenting the report of the Supervisory Board of Budimex S.A. with results of reviews of management reports and financial statements for the financial year 2020, the Management Board's motion concerning profit distribution and also the assessment of the Company's situation, in line with the requirements arising from the "Best Practice for GPW Listed Companies 2016."
10. Adopting resolutions regarding:
  - 10.1. reviewing and approving the management report of the Budimex Group and Budimex S.A. for 2020,
  - 10.2. reviewing and approving the non-financial report of Budimex S.A. for 2020,
  - 10.3. reviewing and approving the non-financial report of the Budimex Group for 2020,
  - 10.4. reviewing and approving the financial statements of Budimex S.A. for the year ended 31 December 2020,
  - 10.5. reviewing and approving the consolidated financial statements of Budimex Group for the year ended 31 December 2020,
  - 10.6. profit distribution for 2020,
  - 10.7. granting discharge to members of the Management Board of Budimex S.A. for the fulfilment of their duties in 2020,
  - 10.8. granting discharge to members of the Supervisory Board for the fulfilment of their duties in 2020,
  - 10.9. giving an opinion on the report of the Supervisory Board of Budimex S.A. on the remuneration of members of the Management Board and Supervisory Board of the Company,
  - 10.10. changes to point 10.3. and point 11.1. Rules and Regulations of the General Meeting of Shareholders of Budimex S.A. and adoption of a consolidated text of the Rules and Regulations,
  - 10.11 changes in the composition of the Budimex S.A. Supervisory Board.
11. Closing the General Meeting.

§ 2. The Resolution comes into force on the day of its adoption.

Voting method:

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 voting method with respect to the aforementioned resolution:

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