

**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:

**of the Annual General Meeting of Budimex S.A.  
of 20 May 2021**

**regarding: changes to point 10.3. and 11.1. Rules and Regulations of the General Meeting of Budimex S.A. and adoption of a consolidated text of the Rules and Regulations,**

On the basis of § 13 (h) of the Company's Articles of Association, in connection with the amendment to the provisions of the Code of Commercial Companies in the field of dematerialisation of share documents, it is resolved as follows:

§ 1. Point 10.3 Of the Rules and Regulations of the General Meeting of Budimex S.A. is replaced by the following:

“10.3. Pledgees and users who have the right to vote have the right to participate in the General Meeting of the Company if the establishment of a limited property right for them is registered in the securities account on the day of registration of participation in the General Meeting of Budimex S.A.”

§ 2. Point 11.1 Of the Rules and Regulations of the General Meeting of Budimex S.A. is replaced by the following:

“11.1. Apart from persons who are Shareholders of the Company, sixteen days before the date of the General Meeting (the date of registration of participation in the General Meeting), and in addition to pledgees and users who have the right to participate in the General Meeting of Budimex S.A. or their proxies appointed by them, the following persons are entitled to be present in the hall of the General Meeting:

- all members of the Supervisory Board,
- all members of the Management Board,
- proxies,
- experts in matters included in the agenda invited by the Management Board (or other body/entity convening the Meeting),
- notary,
- employees of the Company invited by the Management Board,
- technical support,
- media representatives with appropriate accreditation.”

§ 3. In connection with amendments to the Rules and Regulations introduced in § 1 and § 2 hereof the consolidated text of the Rules and Regulations taking into account these amendments is adopted, which is included in the attachment to this resolution. The Attachment is an integral part of this Resolution.

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

Attachments:

Consolidated text of the Rules and Regulations of the General Meeting 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:

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

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