

**Resolution no. 402
of the Budimex S.A. Supervisory Board
of 30 March 2023**

on: reviewing and expressing opinions on draft resolutions of the Annual General Meeting of Budimex S.A. for 2022, including on the audit of the financial statements and the report on operations of the Budimex Group and Budimex S.A. for 2022, and the proposal regarding the distribution of profit for 2022.

Article 1

1. Pursuant to Article 382(3) of the Polish Commercial Companies Code, Article 14 and Article 16(9)(a) and (b) of the Articles of Association, and pursuant to Article 11(1)(b), (c) and (d) of the By-laws of the Supervisory Board, the Supervisory Board of Budimex S.A. conducted: the audit and assessment of the separate and consolidated financial statements with regard to their conformity with the books and documents as well as with the actual state, the audit and assessment of the report on operations of the Budimex Group and Budimex S.A. and the Management Board's proposal regarding the distribution of profit for 2022, as a result of which the Supervisory Board states as follows:
 - 1.1. During the audit of documents in the scope relating to the financial statement of Budimex S.A. for the financial year 2022 and the report on non-financial information of Budimex S.A. for 2022, the following activities were performed:
 - the analysis and consideration of the financial statement and the report on non-financial information,
 - the analysis of the Auditor's report on the course and results of the audit of the financial statement, upon which the Auditor's explanations and answers to the questions of the Members of the Supervisory Board were heard,
 - explanations of the Management Board concerning this report were heard.
 - 1.2. The audit of documents to the extent relating to the Budimex Group for the financial year 2022 and the report on operations of the Budimex Group and Budimex S.A. for 2022, and the report on non-financial information of the Budimex Group for 2022 involved the following:
 - the analysis and consideration of the consolidated financial statement, the report on operations and the report on non-financial information of the Budimex Group for 2022,
 - the analysis of the Auditor's report on the course and results of the audit of the financial statement, upon which the Auditor's explanations and answers to the questions of the Members of the Supervisory Board were heard,
 - explanations of the Management Board concerning this statement and these reports were heard.
2. Based on the Auditor's audits of the report on operations of the Budimex Group and Budimex S.A. as well as audits of the financial statements for 2022 referred to in 1.1. and 1.2., the Supervisory Board states that the information presented in these documents accurately and reliably reflects the result of economic activities of the Company and the Budimex Group and the economic and financial standing of the Company. With regard to the reports on non-financial information for 2022, the Supervisory Board states that these reports include the scope of information required by the Polish Accounting Act and reliably present non-financial information insofar as required to assess the development, results and situation of the Company and the Group, the impact of the Company's and Group's activities on communities, employees, natural environment, respect for human rights and the prevention of corruption.
3. In accordance with the standpoint referred to in section 2, and taking into account the information of the Management Board on the necessity of adopting by the Annual General Meeting decisions concerning the Company's current operations, including those resulting from the actual legal situation, the Supervisory Board, having studied the draft resolutions, gives a positive opinion and requests the Annual General Meeting of Budimex S.A. for 2022 to adopt resolutions on:
 - review and approval of the report on operations of the Budimex Group and Budimex S.A. for 2022,
 - review and approval of the report on non-financial information of Budimex S.A. for 2022,
 - review and approval of the report on non-financial information of the Budimex Group for 2022,

- review and approval of the financial statement of Budimex S.A. for the year ended 31 December 2022,
- review and approval of the consolidated financial statement of the Budimex Group for the year ended 31 December 2022,
- distribution of the profit for 2022,
- amendment to Article 16 of the Articles of Association of Budimex S.A. and adoption of the consolidated text of the Articles of Association.

The Supervisory Board gives a positive opinion in formal terms on draft resolutions of the General Meeting of Shareholders on:

- acknowledgement of the fulfilment of duties by members of the Management Board of Budimex S.A. in 2022,
- approval of supplementation of the composition of the Supervisory Board of Budimex S.A., which took place on 30 March 2023, by co-opting, pursuant to Article 16(3) of the Articles of Association, a new member of the Supervisory Board – Ms Silvi Rodriguez Hueso – due to the resignation of Mr Mario Mostoles Nieto,
- review and approval of the report on operations of the Supervisory Board of Budimex S.A. for 2022,
- issue of the opinion on the Supervisory Board’s report on remuneration of members of the Management Board and the Supervisory Board for 2022,
- acknowledgement of the fulfilment of duties by members of the Supervisory Board of Budimex S.A. for 2022.

Article 2

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

The above draft resolutions of the General Meeting of Shareholders constitute appendices to this resolution.

Appendices: 25 copies – Draft resolutions of the General Meeting of Shareholders of Budimex S.A.

9 members of the Supervisory Board participated in the ballot

Votes for: 9

Votes against: 0

Abstained: 0

Secretary of the Supervisory Board

**for the Supervisory Board of
Budimex S.A.:
Chairman of the Supervisory
Board**

Igor CHALUPEC

Marek MICHAŁOWSKI