

**Resolution No. 337
of the Budimex S.A. Supervisory Board
dated 06 April 2021**

regarding: reviewing and expressing opinions on draft resolutions of the Annual General Meeting of Budimex S.A. for 2020, including on the audit of the financial statements and the management report of the Budimex Group and Budimex S.A. for 2020 on the proposal regarding the distribution of profit for 2020.

§ 1

1. Pursuant to Article 382 § 3 of the Commercial Companies Code, § 14 and § 16 (9) (a and b) of the Company's Statute, and pursuant to § 11 (1) (b, c, d) of the Regulations 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 its conformity with the books and documents and with the actual state, the audit of the management report on the business activities of the Budimex Group and of Budimex S.A. and the Management Board's proposal regarding the distribution of profit for 2020, 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 statements of Budimex S.A. for the financial year 2020 and the report on non-financial information of Budimex S.A. for 2020, the following activities were performed:

- the analysis and consideration of the financial statements and the report on non-financial information,
- the analysis of the Statutory Auditor's report on the progress and results of the audit of the financial statements, upon which 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 2020 and the management report of the Budimex Group and Budimex S.A. Group for 2020, and the non-financial report of the Budimex Group for 2020 involved the following:

- analysing and considering the consolidated financial statements, the management report and the non-financial report of the Budimex Group for 2020,
- analysing the auditor's report on the course and results of the audit of the financial statements, listening to the auditor's explanations and answering the questions of Members of the Supervisory Board,
- listening to explanations of the Management Board concerning these statements.

1.3. Based on the auditor's audit of the management report of the Budimex Group and of Budimex S.A. as well as the audit of the financial statements for 2020 referred to in 1.1. and 1.2., the Supervisory Board states that the information presented in these documents accurately and reliably reflects the economic and financial standing of the Company and the Budimex Group. With regard to the non-financial reports for 2020, the Supervisory Board states that these reports 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 and Group's activities regarding the community, employees, natural environment, respect for human rights and the prevention of corruption.

2. In accordance with the opinion referred to in section 1.3 and in connection with the adoption by the Supervisory Board on 6 April 2021 of the resolution on the recommendation for granting discharge by the Annual General Meeting to the members of the Management Board of Budimex S.A. for the fulfilment of duties, the Supervisory Board positively assesses and requests the Annual General Meeting of Budimex S.A. for 2020 to adopt resolutions on:

- reviewing and approving the management report of the Budimex Group and Budimex S.A. for 2020,
- reviewing and approving the non-financial report of Budimex S.A. for 2020,
- reviewing and approving the non-financial report of the Budimex Group for 2020,
- reviewing and approving the financial statements of Budimex S.A. for the year ended 31 December 2020,

- reviewing and approving the consolidated financial statements for the year ended 31 December 2020,
- distribution of profit for 2020,
- granting discharge to members of the Management Board of Budimex S.A. for the fulfilment of their duties in 2020,

and positively evaluates, in formal terms, and requests the Annual General Meeting of Shareholders of Budimex S.A. to adopt resolutions on:

- granting discharge to members of the Supervisory Board for the fulfilment of their duties in 2020,
 - expressing opinions on the Supervisory Board's report on remuneration of members of the Management Board and the Supervisory Board of Budimex S.A.,
 - appointing a member of the Budimex S.A. Supervisory Board
3. Having examined the information presented by the Management Board, the Supervisory Board expresses a positive opinion and requests the Annual General Meeting of Shareholders of Budimex S.A. to adopt a resolution on amendments of 10.3 and 11.1. of the Regulations of the Annual General Meeting of Budimex S.A. and adoption of the consolidated text of the Regulations.

§ 2

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

The above draft resolutions of the General Meeting of Shareholders are attached to this resolution.

Appendices – 28 – Draft resolutions of the Annual General Meeting of Budimex S.A.

10 members of the Supervisory Board participated in the voting.

Votes for: 10

Votes against: -

Abstained: -

Secretary of the Supervisory Board

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

Igor CHALUPEC

Marek MICHAŁOWSKI