**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:

………………………………………………………………………………………………………..

Polish Citizen Identification Number (PESEL): …………………………………………………….

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

Number of shares from 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:

………………………………………………………………………………………………………..

Polish Citizen Identification Number (PESEL): ………………………….…………………………

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

Number of shares from which the proxy is entitled to exercise the voting right: ……………………………………………………………………………………………………….

Share code: ………………..………………………………………………………………………….

Proxy details (fill in in the case of powers of attorney, copying the section concerning proxy details an appropriate number of times as necessary):

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

Address: …………………..…………………………………………………………………………...

Number and series of the ID card/passport:

………………………………………………………………………………………………………..

Polish Citizen Identification Number (PESEL): ……………………………………….……………

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

Number of shares from which the proxy is entitled to exercise the voting right: ………………………………………………………………………………………………………..

Share code: ………………..………………………………………………………………………….

Draft resolution content:

**Resolution No. 337**

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

**dated 16 May 2019**

on:approving the supplementation of the composition of the Supervisory Board of the ninth term, which took place on 19 December 2018, by co-opting, pursuant to § 16 (3) of the Company’s Articles of Association, a new Board member, i.e. Mr Fernando Luis Pascual Larragoiti, in connection with the resignation of Mr Ignacio Clopes Estela.

Pursuant to Article 395 § 5 of the Commercial Companies Code and § 16 (3) of the Articles of Association of Budimex S.A., the Annual General Meeting of Budimex S.A. resolves follows:

**§ 1**.

In connection with the change in the composition of the Supervisory Board of the ninth term, made as a result of Resolution No. 280 of the Supervisory Board adopted on 19 December 2018 as a result of Mr Ignacio Clopes Estela submitting a resignation from serving on the Supervisory Board of Budimex S.A., to approve the co-opting by the Supervisory Board of Mr Fernando Luis Pascual Larragoiti as its member.

**§ 2**.

The Resolution becomes effective as of the day of adoption.

Method of voting:

For: ……………….. (number of votes)

Against: ……………..(number of votes)

Abstained: ……………(number of votes)

Objection of the shareholder represented by the proxy: ……………………….……………………………………………………………………………………………………………………………………………………………………………….…………………………………………………………………………………………………..

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

………………………………………………………….………………………………………………………………………………………………………………………………………………………………………………………………………………………………………………….