

Assignment of tasks and responsibilities to the Members of the Management Board of Budimex S.A.

The Management Board of Budimex S.A. is composed of:

- President of the Management Board, being also the CEO of the Company,
- Vice-President of the Management Board, Chief Operating Officer,
- Member of the Management Board, Director of the Legal and Organisational Division,
- Member of the Management Board, Director of the Economic and Finance Division,
- Member of the Management Board, Director of the HR Management Division.

PRESIDENT OF THE MANAGEMENT BOARD – CHIEF EXECUTIVE OFFICER

The CEO manages and leads the Company, is responsible for all its activities, and independently represents the Company at home and abroad.

The CEO is responsible for defining the Company's strategy, policies towards its subsidiaries and policies concerning internal processes, and supervises their implementation.

1. The CEO's main tasks and responsibilities are:
 - a) exercising the rights and fulfilling the obligations of the president of the Company's management board according to the competencies as per the Statutes, the Rules of the Management Board and the Commercial Companies Code,
 - b) making decisions on all matters not reserved for other bodies of the Company at home and abroad,
 - c) based on decisions of the management board, issuing written orders and approving Internal Normative Acts (INA) concerning the Company's activity,
 - d) establishing organisational conditions for the achievement of goals and fulfilment of tasks by the Company and the Group,
 - e) supervising the activities of all organisational units of the Company and the Group,
 - f) adjusting the Group's organisation to the changing external environment.

The CEO fulfils their tasks through the divisions, directorates and offices which they supervise, and to the extent resulting from their capacity as the organisational unit manager within the meaning of the Act of 5 August 2010 on the Protection of Classified Information, also through the classified information protection officer.

CEO DIVISION

The division is led by the CEO. The division includes the following:

- Internal Audit Office,
- German Market Office,
- Data Protection Officer,
- Classified Information Protection Officer.

VICE-PRESIDENT OF THE MANAGEMENT BOARD – CHIEF OPERATING OFFICER

The COO manages and leads the Company's production activity and is responsible for all construction-related matters of the Company at home and abroad. The COO supervises Infrastructural Construction, General as well as Power Industry and Industrial Construction.

The main tasks of the COO are co-defining and supervising:

- a) implementation of the acquisition strategy process,
- b) acquisition, contracting and production plans,
- c) production, sale and payment processes to maximise the financial result and cash balance,
- d) achievement of the planned sales level and results from the contracts being performed,
- e) fulfilment of the contracting plan,
- f) budget performance by the subordinate organisational units,
- g) selection and development process for the production management staff,
- h) process of minimising warranty service costs,
- i) implementation of the adopted procedures by the subordinate organisational units,
- j) reporting for the needs of other organisational units and bodies of the Company,
- k) payment process, debt collection and release of guarantee deposits.

The COO is responsible for:

- a) economic situation and status of contracts, and for formulating conclusions,
- b) ensuring punctual performance of contracts with the required quality,
- c) incentivising their direct subordinates to achieve goals and accounting for goal achievement,
- d) including work safety and environmental protection processes as integral parts of the organisation's business processes,
- e) creating adequate conditions and providing the subordinate organisational units with the resources required to maintain the continuity and effectiveness of the Occupational Health and Safety Management System and the Environmental Protection System.

The COO supervises Mostostal Kraków S.A.

The following report directly to the COO:

- Director of Infrastructural Construction Department West,
- Director of Infrastructural Construction Department North,
- Director of Infrastructural Construction Department South,
- Director of the Railway Construction Department,
- Directorates of selected Infrastructural Construction Regions,
- Director of the Infrastructure Sales Office,
- Director of the Equipment Services Department,

- General Construction Director of the Western Department,
- General Construction Director of the Central Department,
- General Construction Director of the Southern Department,
- Director of the General Construction Sales Office,
- Director of the Warranty and Complaints Office,
- Director for Energy and Industrial Construction directly supervising the organisational structure of this Directorate,

and:

- Technical Office Director,
- Purchasing and Quality Office Director,
- Occupational Safety and Environmental Protection Office Director,
- Construction Economics Office Director.

The COO fulfils their tasks in cooperation with the Economics Director, the HR and Operations Director and the team of Construction HR Directors, and Construction HR Managers.

ECONOMICS AND FINANCE DIVISION

The division is led by a member of the management board being the director of the economics and finance division, who reports directly to the CEO.

The director's main tasks and responsibilities are:

- a) co-defining the Group's strategy to ensure continuous value growth,
- b) preparing and implementing an activity financing strategy,
- c) ensuring liquidity of the Group,
- d) developing the management control system in the Group,
- e) preparing finance procedures in the Group,
- f) preparing financial forecasts,
- g) working with stock brokers, investors, stock exchange analysts and representatives of investment funds,
- h) developing and implementing efficient and uniform bookkeeping and management of the accounting standards in the Group,
- i) collecting, processing and providing access to financial data to the Group's organisational units,
- j) optimising the management of financial resources as well as developing and optimising the Group's tax policy,
- k) constantly evaluating the effectiveness of capital investments and investment projects,
- l) coordinating, evaluating and directly supervising the functioning of the subordinate organisational units.

The division includes the following:

- Accounting Office,
- Tax Planning Office,
- Finance Management Office,
- Controlling Office,
- Credit Check Office,
- IT Office,

- Economics Director,
- Strategic Analysis Office.

LEGAL AND ORGANISATIONAL DIVISION

The Legal and Organisational Division is led by a Member of the Management Board being the Director of the Legal and Organisational Division, who reports directly to the CEO. The Director of the Legal and Organisational Division is also the Company Secretary.

The main tasks and responsibilities of the Director of the Legal and Organisational Division are:

- a) supervising the organisation of legal services provided to Budimex Group;
- b) supervising investment processes in Budimex Group as defined in the detailed procedures;
- c) supervising mergers, acquisitions, transformations and similar processes within Budimex Group;
- d) supervising formal and legal matters and aspects in the Company's basic documents, such as agreements, understandings, contracts, powers of attorney, etc.;
- e) coordinating, evaluating and exercising subject-matter supervision over the functioning of the subordinate organisational units;
- f) supervising the organisation of legal services for the German Market;
- g) handling the legal aspects of implementing the ownership policy towards Budimex Group companies;
- h) coordinating, evaluating and directly exercising subject-matter supervision over the functioning of the organisational units (Teams and Legal Counsels) in Budimex Group companies;
- i) supervising cooperation with external law firms supporting Legal Counsels in the current proceedings.

The Legal and Organisational Division includes the following organisational units:

- a) Legal Office;
- b) Contractual Terms Office;
- c) Company Secretary;
- d) Insurance Department.

HR MANAGEMENT DIVISION

The HR Management Division is led by a member of the management board being the director of the division, who reports directly to the CEO.

The director's main tasks and responsibilities are:

- a) being involved in strategy development and the implementation of the Group's HR and payroll policy,
- b) development of the employees,
- c) coordinating, supervising, monitoring and evaluating the functioning of the subordinate organisational units,

- d) working with the Management Boards of the Group Companies and HR Directors of Ferrovial,
- e) working with trade unions,
- f) supervising the maintenance of employee and payroll documentation according to the legal requirements,
- g) supervising the protection of the personal data of the Group's employees,
- h) external and internal communication of the Company and the Group,
- i) taking care of the corporate image of the Company and the Group,
- j) defining and implementing the company car policy and monitoring car operating costs.

The Director of the HR Management Division fulfils their tasks by managing the units that report directly to them: Development, Recruitment and Communication Office, Remuneration and Benefits Office, Fleet Administration and Management Office, HR and Payroll Department, HR and Operations Director and HR Director.

The following report to the Director of the HR Management Division:

- Corporate Systems Office,
- Innovation Office,
- Company Spokesperson.