REGULATIONS OF THE GENERAL MEETING OF "POLIMEX-MOSTOSTAL" SA

I. GENERAL PROVISIONS

§ 1

- 1. Convening and preparing the General Meeting takes place in the manner and on the terms specified in the Code of Commercial Companies and the Company's Articles of Association.
- 2. The proceedings of the General Meeting are held in accordance with the provisions of the Code of Commercial Companies, the Articles of Association and these Regulations.
- 3. The Management Board conducts activities related to handling the course of the General Meeting, however, it may commission such activities to entities specialized in this area. The commission may concern in particular the service of voting along with the calculation of the number of votes, using electronic devices.

II. CONVENING AND PREPARING THE GENERAL MEETING. THE RIGHT TO PARTICIPATE IN A GENERAL MEETING.

- 1. The General Meeting proceeds as ordinary or extraordinary.
- 2. The General Meeting is held at the registered office of the Company or in Warsaw, on the date indicated in the announcement on convening the General Meeting, taking into account the possibility of ensuring participation in the General Meeting of the largest possible number of shareholders.
- 3. The Extraordinary General Meeting is convened in the cases specified in the provisions of the Code of Commercial Companies or the Articles of Association, and also when entities or bodies entitled to convene General Meetings deem it desirable.
- 4. The convening of the Extraordinary General Meeting should take place within two weeks from the date of submitting the relevant application.
- 5. The Supervisory Board has the right to convene the General Meeting, unless the Management Board convenes the General Meeting within the time limit referred to in paragraph 4 of this article or in art. 395 § 1 of the Code of Commercial Companies.
- 6. The General Meeting may be cancelled, in particular when there are extraordinary obstacles or is obviously unnecessary. The cancellation or change of the date of the General Meeting shall be made in the manner envisaged for its convening.
- 7. If pursuant to the provisions of paragraph 5 two Ordinary General Meetings will be convened (one by the Management Board and the other by the Supervisory Board), only the General Meeting should be held as the Ordinary General Meeting, which was convened on an earlier date and only this General Meeting is authorized to adopt resolutions reserved for the competence of the Ordinary General Meeting. The General Meeting, which was convened on a later date, should be held only if the agenda of the General Meeting specified by the body that convened it contains points not included in the agenda of the General Meeting.
- 8. The agenda is set by the entity appointing the General Meeting, subject to different regulations of the Code of Commercial Companies. A shareholder or shareholders representing at least 1/20 (one twentieth) of the share capital may request that certain matters be placed on the agenda of the next General Meeting. The request should be submitted to the Management Board no later than twenty one days before the set date of the General Meeting. The request should include justification or a draft resolution regarding the proposed item on the agenda. The request may be submitted by e-mail.

- 1. Only persons who are shareholders of the Company sixteen days before the date specified in the announcement on convening the date of the General Meeting (day of registration of participation in the general meeting) have the right to participate in the General Meeting of the Company.
- 2. The day of registration of participation in the General Meeting is uniform for those entitled to bearer shares and registered shares.
- 3. Bearer shares in the form of a document give the right to participate in the General Meeting if the share documents are submitted to the Company not later than on the day of registration of participation in the general meeting and will not be collected before the end of that day. Instead of shares, a certificate issued for the submission of shares to a notary public, a bank or an investment company having a registered office or branch in the European Union or a state being a party to the agreement on the European Economic Area, indicated in the announcement of the general meeting may be submitted. Such certificate must indicate the numbers of the share documents and state that the share documents will not be issued before the end of the registration date for participation in the general meeting.
- 4. Dematerialized bearer shares give the right to participate in the General Meeting if they are included in the list prepared by the National Deposit of Securities SA. in Warsaw and issued to the Company on the terms set out in the Code of Commercial Companies.
- 5. At the request of the holder entitled from dematerialized bearer shares of the Company, submitted not earlier than after the announcement of convening the General Meeting and no later than the first weekday after the date of registration of participation in the General Meeting, the entity keeping the securities account issues a registered certificate on the right to participate in the General Meeting. Such a certificate should contain all elements indicated in art. 4063 § 3 of the Code of Commercial Companies The lack of submitting the request by the holder of the Company-authorized bearer shares of the Company to issue a personal certificate of the right to participate in the General Meeting in the abovementioned dates makes it impossible to participate in the General Meeting.
- 6. The list of persons entitled to bearer shares to participate in the General Meeting is determined by the Management Board, the basis for shares submitted in accordance with para. 3 above and the list prepared by the National Deposit of Securities S.A. in Warsaw in accordance with the provisions on trading in financial instruments.
- 7. The list of persons entitled to participate in the General Meeting should include: (i) names and surnames or companies (names) entitled to participate in the General Meeting), (ii) their place of residence or registered office, (iii) the number and type of shares, numbers of shares and the number of votes they are entitled to. A shareholder may request that the above list be sent to him free of charge, by e-mail, giving the address to which the list should be sent.
- 8. Detailed rules related to the participation in the General Meeting will be specified in the announcement

8 4

- 1. In the event that the announcement on convening the General Meeting contains information about the possibility for the shareholders participating in the General Meeting using electronic means of communication, the Company is obliged to provide shareholders with the opportunity to participate in the General Meeting by means of electronic communication.
- 2. The detailed rules for conducting the General Meeting using electronic means of communication shall be determined by the Management Board. The Board announces the rules on the Company's website. These rules should enable:
 - a) transmission of the General Meeting in real time;

- b) two-way real-time communication, in which shareholders will be able to speak during the General Meeting by staying in a place other than the place of meeting;
- c) exercising by the shareholder in person or through a proxy of the right to vote during the General Meeting, outside the venue of the General Meeting, using electronic means of communication.

§ 5

The General Meeting is valid regardless of the number of shareholders present or the number of shares represented on it, unless the Code of Commercial Companies provides otherwise. Each ordinary share gives the right to one vote at the General Meeting.

§ 6

- 1. The duties of the Management Board related to the convening and organization of the General Meeting include all activities provided for by law and the Articles of Association, in particular:
 - a) setting the agenda and announcing its changes if a request is made in accordance with art. 401 of the Code of Commercial Companies;
 - b) making a notice of convening the General Meeting of its own initiative or at the request of a shareholder or shareholders representing at least one-twentieth of the share capital;
 - c) drawing up and signing a list of shareholders entitled to participate in the General Meeting;
 - d) ensuring the list of shareholders entitled to participate in the General Meeting at the office of the Management Board for three working days prior to the General Meeting;
 - e) ensuring the recording of the meeting and resolutions adopted in the form required by law;
 - f) preparation and placing on the Company's website from the day of announcement of convening the General Meeting forms of the power of attorney to participate in the meeting and to exercise the voting right through a proxy;
 - g) preparation and placement of draft resolutions on the Company's website from the date of announcement on convening the General Meeting, as well as publishing draft resolutions submitted by shareholders on the website;
 - h) preparation and placing on the Company's website the full text of the documentation to be presented to the General Meeting and, if no resolutions are envisaged, comments of the Management Board or the Supervisory Board regarding matters included in the agenda or matters to be included in the agenda before the date of the General Meeting.
- 2. The Management Board conducts activities related to handling the course of the General Meeting, however, it may commission technical activities to specialized entities, in particular in the scope of handling voting along with the calculation of the number of votes, using electronic devices.

III. POWER OF ATTORNEY

§ 7

1. The power of attorney to participate in the General Meeting and exercise the voting right must be granted in writing or by e-mail. Granting a power of attorney by e-mail does not require a qualified electronic signature. The power of attorney should be accompanied by a copy from the relevant current register as of the date of granting the power of attorney or other

- appropriate corporate documents that confirm the shareholder's power to grant the power of attorney.
- 2. It is allowed to submit copies of documents referred to in paragraph 1 above, if it is certified as a true copy by a notary public or other person authorized to confirm the copy for compliance with the original.
- 3. In the case where the documents indicated in para. 1 and 2 have not been prepared in Polish, it is necessary to provide a certified translation of such documents.
- 4. The power of attorney granted by e-mail, originating from a shareholder who is a natural person should contain data enabling identification of the shareholder, including name, address, PESEL number of the shareholder, as well as data from the shareholder's identity document: number of the document, date of issue and indication of the document issuing authority.
- 5. A shareholder may notify the Company of granting a power of attorney in an electronic form by means of e-mail by sending an e-mail to the address which will be each time indicated in the content of the announcement on convening the General Meeting. On its website, the Company makes available to download a model of the notification form on granting the power of attorney in electronic form, which after supplementation by the shareholder in accordance with the instructions contained in the form, should be sent as an attachment to the e-mail address indicated in the form.
- 6. The notification of granting the power of attorney may also be in writing and be sent to the address of the registered office of the Company, no later than on the day preceding the day on which the General Meeting was convened. The company notes that the deadline for submitting a notification to the Company is met if the notification is delivered to the Company within this period.
- 7. An e-mail and a written notification of the power of attorney containing a power of attorney document signed by a shareholder in PDF or photocopy format should be attached with a photocopy or scan in PDF format, tiff or jpeg certificate issued by the entity maintaining the securities account on the right to participate in the General Meeting. If the notification does not meet the above requirements, the Company immediately informs the applicant indicating the missing information. Lack of notification or notification made in violation of the above mentioned requirements shall be taken into account in the assessment of the existence of a legitimate authorization of the proxy to represent the shareholder at the General Meeting. In particular, it may constitute grounds for not admitting or excluding a given person from participation in the General Meeting.
- 8. Verification of the validity of the power of attorney granted in electronic form shall include in particular: (i) time of sending the power of attorney to the Company's e-mail address, (ii) checking the correctness of data entered into the form and comparing them with the information included in the list of persons entitled to participate in the General Meeting, (iii) determining compliance of the powers of persons granting power of attorney on behalf of persons with the state appearing in the relevant copies of the National Court Register.
- 9. In case of doubt, the Company may take further steps to verify the power of attorney issued.

IV. OPENING OF THE GENERAL MEETING

- 1. The General Meeting is opened by the Chairperson of the Supervisory Board or his deputy, and in their absence the President of the Management Board or a person appointed by the Management Board.
- 2. The person opening the General Meeting may take all formal decisions necessary to start the meeting. The person opening the General Meeting should lead to immediate election of the Chairperson, refraining from any other substantive or formal decisions.

3. The person opening the General Meeting informs about the presence of a notary public who will record the course of the General Meeting.

V. ELECTION OF THE CHAIRPERSON OF THE GENERAL MEETING

§ 9

- 1. The Chairperson is elected from the participants of the General Meeting.
- 2. Each participant of the General Meeting has the right to enter one candidacy for the position of the Chairperson to the minutes. If more than one candidate is entered, then these persons will be entered on the list of candidates, provided that they submit a statement of consent to stand. The person opening the proceedings, after confirming the lack of further candidates, declares closing the list of candidates. After closing the list of candidates, the person opening the meeting manages the voting on the election of the Chairperson.
- 3. The election of the Chairperson takes place in a secret ballot by voting for each candidate separately in the order of filing the candidacy. The Chairperson is the person to whom the largest number of votes "for" was given, with the reservation that the resolution on the election of the Chairperson should be taken by an absolute majority of votes.
- 4. The person opening the General Meeting supervises the correct course of voting and announces its results and reports on the management of the Meeting to the Chairperson.
- 5. If necessary, the Chairperson may elect a person who will assist him in the conduct of the General Meeting and will act as the secretary of the General Meeting. Such a person shall be presented to the participants of the General Meeting and entered in the minutes of the General Meeting.

VI. ATTENDANCE LIST

- 1. The attendance list is made based on the prepared by the Management Board list of shareholders entitled to participate in the General Meeting.
- 2. When drawing up the attendance list it is necessary to:
 - a) check if the shareholder is entitled to participate in the General Meeting;
 - b) check the identity of the shareholder or his representative on the basis of a personal ID, passport or other reliable document:
 - c) check the correctness of the power of attorney or other authorization to represent the shareholder at the General Meeting. In the case of a notification of granting a power of attorney in electronic form before the General Meeting, the verification referred to in the preceding sentence shall take place immediately after receiving the notification;
 - d) obtain the signature of a shareholder or his representative on the attendance list,
 - e) issue a suitable magnetic card for voting or another document used for voting to the shareholder or his proxy.
- 3. The Chairperson of the General Meeting immediately after his/her election signs the attendance list containing the list of shareholders and proxies, detailing the number of shares each of them has and the number of votes they are entitled to.

- 4. The attendance list is displayed throughout the duration of the General Meeting until its closure. Persons drawing up an attendance list are obliged (if such obligation exists) to apply changes in the composition of the composition and the number of shares represented before each vote.
- 5. At the request of shareholders holding one-tenth of the share capital represented at the General Meeting, the attendance list should be checked by a committee elected for this purpose, composed of at least three persons.
- 6. The Chairperson of the General Meeting ultimately settles the reported reservations regarding the attendance list.
- 7. After signing the attendance list, the Chairperson states the correctness of convening the General Meeting and the ability to adopt resolutions and presents the agenda, after which he manages the election of the Returning Committee or requests that he withdraw from his election. In the case of voting with the use of electronic devices, the returning committee is waived.

VII. THE PROCEDINGS OF THE GENERAL MEETING

§ 11

- 1. The Chairperson of the General Meeting directs the meeting in accordance with the agreed agenda and the provisions of these Regulations. The Chairperson ensures efficient course of the meeting and respect for the rights and interests of all shareholders. The Chairperson should counteract, in particular, the abuse of rights by the participants of the General Meeting and ensure that the rights of minority shareholders are respected. The Chairperson should not resign from his function without valid reasons, nor can he/she delay signing the minutes of the General Meeting without justification.
- 2. The duties of the Chairperson of the General Meeting include in particular:
 - a) caring for efficient and correct conduct of the meeting and voting;
 - b) watching over the material course of the meeting;
 - c) opening and closing the meeting and ordering short breaks in the meeting;
 - d) giving and refusing taking the floor by participants;
 - e) management of voting, ensuring its proper course;
 - f) signing documents containing voting results and announcing its results;
 - g) managing the order of voting on a given item of the agenda;
 - h) issuing appropriate order ordinances in the meeting room;
 - i) stating of exhaustion of the agenda;
 - j) resolving of regulatory doubts;
 - k) signing the minutes of the General Meeting.
- 3. The Chairperson signs the minutes of the General Meeting immediately after the preparation of the minutes by a notary public.

§ 12

1. After presenting each subsequent matter included in the agenda, the Chairperson of the General Meeting opens the discussion by giving the floor in the order in which the application is made. With the consent of the General Meeting, the discussion may be held over several items of the agenda jointly.

- 2. The floor can be taken only in matters related to the adopted agenda and currently being under discussion.
- 3. The right to speak is vested in shareholders or their proxies, members of the Company's governing bodies and persons designated by the Management Board. The Chairperson may also give the floor to other persons participating in the General Meeting.
- 4. The person taking the floor has the right to one 5 minute speech and a 3 minute question answering session. The Chairperson may limit the speaking time to 3 minutes and answering questions up to 2 minutes or extend the speaking time.
- 5. The Management Board's answers to questions from the General Meeting should be made taking into account the fact that the Company performs information duties in accordance with the provisions of the Act on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organized Trading and on Public Companies and Regulations of the European Parliament and Council (EU) No. 596/2014 on market abuse and repealing Directive 2003/6 / EC of the European Parliament and of the Council and Commission Directives 2003/124 / EC, 2003/125 / EC and 2004/72 / EC, so-called Market Abuse Regulation, and the provision of a number of information cannot be made differently than in the manner and in the manner resulting from these regulations.
- 6. Members of the Management Board, the Supervisory Board and invited experts may be given the floor out of turn. In this case, the restrictions set out in paragraph 4 above do not apply.
- 7. The Chairperson has the right to draw the attention of the speaker if his/her statement deviates from the topic of discussion or exceeds the time allowed for speaking. The Chairperson has the right to take the floor from the speaker who will not comply with his/her remarks.
- 8. The Chairperson may give or take away the floor to a person participating in the General Meeting who has already spoken in a given matter.

VIII. ADOPTING RESOLUTIONS

§ 13

- 1. The General Meeting may adopt resolutions only on matters included in the agenda, unless the entire share capital is represented at the General Meeting, and none of those present has raised any objection to the adoption of the resolution.
- 2. Only the shareholders placed on the attendance list may take part in the voting.
- 3. A resolution on abandoning the consideration of a matter placed on the agenda may be adopted only if there are compelling reasons for it or if the matter being the subject of the resolution has already been resolved by the General Meeting or has become devoid of purpose. A request in such a case should be justified by a person making such a request.
- 4. Voting on procedural matters may only refer to matters related to the conduct of the General Meeting.

- 1. Each shareholder may submit draft resolutions regarding matters included in the agenda during the General Meeting.
- 2. Shareholders and proxies have the right to propose amendments and supplements to the draft resolutions included in the agenda of the General Meeting as long as the discussion on the agenda including the draft resolution to which the proposal applies. These proposals, along with a short

justification should be given - separately for each draft resolution - with the name and surname person proposing the proposal, to the Chairperson.

3. After the resolution has been adopted, the shareholder who objects to this resolution has the right to concisely justify the objection.

§ 15

- 1. Resolutions of the General Meeting require matters reserved by the provisions of the Code of Commercial Companies, other legal provisions or provisions of the Articles of Association.
- 2. Resolutions of the General Meeting are adopted by an absolute majority of votes, unless the provisions of the Code of Commercial Companies, the Articles of Association or these Regulations provide otherwise, whereby shareholders may vote differently from each of their shares.
- 3. Resolutions of the General Meeting should ensure that the necessary time gap between decisions causing specific corporate events and the dates when the rights of shareholders resulting from such corporate events are determined.

IX. VOTING

- 1. Voting on resolutions follows the reading of their projects by the Chairperson or a person designated by him/her.
- 2. Subject to the provisions of para. 3, the voting of the General Meeting is public.
- 3. Secret voting is managed:
 - in the election and on motions to dismiss members of the Company's governing bodies or liquidators;
 - b) over motions for holding the members of the Company's bodies or liquidators accountable,
 - c) in personal matters;
 - d) at the request of a shareholder present or represented at the General Meeting.
- 4. The General Meeting may adopt a resolution to abolish the secrecy of voting on matters regarding the election of a committee appointed by the General Meeting.
- 5. Before ordering a secret voting, the Chairperson informs about this procedure and presents the rules of voting associated with it.
- 6. After closing the discussion on each of the items on the agenda, before voting, the Chairperson announces which motions have been received as to the content of the resolutions and informs about the order of their voting.
- 7. Voting takes place by means of a computer system of casting and counting votes ensuring votes in the number corresponding to the votes held, as well as eliminating in the case of secret voting the ability to identify the way votes are cast by individual shareholders or with the use of written ballot papers. The voting is ordered by the Chairperson. The voting can also take place in a different way.
- 8. After calculating the votes, the voting result is signed by the Chairperson or the Chairperson and members of the Returning Committee (if appointed) and announced by the Chairperson.
- 9. In case of justified doubts as to the correctness of the calculation of votes, the Chairperson, on his/her own initiative or at the request of a shareholder, a group of shareholders or their proxies

- participating in the General Meeting, may order re-voting using the electronic system or with the use of written ballot papers.
- 10. Participation in the voting by correspondence is unacceptable.
- 11. Within one week from the end of the General Meeting, the Company discloses the results of voting on its website within the scope provided for in art. 421 § 2 of the Code of Commercial Companies, which are available at least until the lapse of the time limit for appealing against a resolution of the General Meeting.

X. PROCEDURAL MATTERS

§ 17

- 1. In procedural, the Chairperson may give the floor out of turn. An application in a procedural matter may be submitted by each participant of the General Meeting.
- 2. Voting on procedural matters may only refer to matters related to the conduct of the General Meeting. Resolutions which may affect the exercising by shareholders of their rights shall not be subject to a vote in this mode.
- 3. Requests regarding procedural matters are considered as motions for the manner of debate and voting, in particular:
 - a) the manner of conducting the meeting;
 - b) ordering a break in the session;
 - c) changing the order of matters included in the agenda;
 - d) the order of adopting applications under a given item of the agenda;
 - e) limitations, postponements, closing discussions or limiting the time of speech.
- 4. The Chairperson submits the submitted motion in the procedural matter to the vote.

XI. ADJOURNMENT

- 1. In special situations, the General Meeting may adopt a resolution on the adjournment of the session. In total adjournment time may not last longer than thirty days.
- 2. The resolution on the adjournment in the meeting should clearly specify the day and time and place of resuming the General Meeting.
- 3. A resolution on an adjournment of the session should include a justification for its adoption drawn up on the basis of the reasons put forward by the applicant for the break order and specify the date and time and place of resuming the General Meeting. The date of resuming the meeting may not constitute a barrier to participate in resumed discussions by the majority of shareholders, including minority shareholders.
- 4. In the event of adopting a resolution on an adjournment in the session, to maintain the continuity of the General Meeting, it is not necessary to maintain the subjective identity of the shareholders, in particular:
 - a) other shareholders may take part in the General Meeting after the time of adjournment, provided that they are on the attendance list on the day of resuming the meeting;

- b) if the person elected as the Chairperson before adopting a resolution on the adjournment in the session is present on the day of resuming the meeting, no choice is made and the person remains the Chairperson;
- c) the right to participate in the General Meeting is determined in accordance with the rules set out in the law, and the dates specified therein count in relation to the announced date of the General Meeting, and not in relation to the date of resuming the meeting. Shareholders may, however, authorize other persons to act on their behalf.
- 5. A resolution on a adjournment in the meeting does not require an additional convocation or announcement about the continuation of the General Meeting and its agenda.
- 6. In the event of adoption of a resolution on the adjournment in the session, resolutions adopted before the adjournment will be recorded, with the indication that the General Meeting has been discontinued.
- 7. After the resumption of the General Meeting, resolutions adopted in this part of the proceedings will be recorded in a separate report, and when there will be several breaks in separate minutes. The list of attendance of the participants of the General Meeting participating in a given part of the General Meeting is attached to each minutes.
- 8. Short breaks in the deliberative, technical and organizational deliberations are ordered by the Chairperson off his/her own initiative, at the request of a shareholder, proxy, member of the Management Board or a member of the Supervisory Board. The Chairperson informs the participants of the General Meeting of the time and place of resuming the meeting.

XII. THE RERUTNING COMMITTEE

§ 19

- 1. In order to ensure correct voting, the General Meeting appoints the Returning Committee. At the request of the Chairperson of the General Meeting, the Meeting may waive the election of the Returning Committee.
- 2. The Returning Committee consists of 3 persons appointed by the General Meeting from among candidates proposed by shareholders. Voting for nominated candidates is secret and takes place on each candidate individually in alphabetical order. Those candidates who received the largest number of votes "in favour" are considered to be elected. In the event that two or more candidates receive the same, largest number of votes, the voting shall be repeated. Only those candidates who have obtained the same, largest number of votes in the previous vote shall take part in the second vote.
- 3. The task of the Returning Committee is technical assistance in conducting voting, overseeing the proper conduct of votes, determining the results of votes and informing the Chairperson about their results. In the case of irregularities in the voting process, the Returning Committee is obliged to immediately notify the Chairperson and simultaneously submit the query as to what to do next.
- 4. Reports containing the results of each vote shall be signed immediately by all members of the Returning Committee and the Chairperson after counting the votes.

XIII. ELECTION OF THE SUPERVISORY BOARD, VOTING IN GROUPS

§ 20

1. The number of members of the Supervisory Board of each term is determined by the General Meeting. The above also applies to the case of election of the Supervisory Board by voting in separate groups in the mode of art. 385 of the Code of Commercial Companies. The General Meeting may change the number of members of the Supervisory Board during the term of office, however only with simultaneous making appropriate changes to the composition of the Supervisory Board.

2. Candidates for members of the Supervisory Board may be proposed by any shareholder.

§ 21

- 1. At the request of shareholders representing at least 1/5 (one fifth) of the share capital, the election of the Supervisory Board should be made by the next General Meeting by voting in separate groups.
- 2. An application regarding the election of Supervisory Board members by voting in separate groups should be submitted to the Management Board in writing together with the deposit certificates confirming the ownership, in a time-frame allowing for placing it on the agenda of the next General Meeting.
- 3. Persons representing at the General Meeting that part of the shares, which falls due to the division of the total number of represented shares by the number of Board members, may form a separate group to elect one member of the Supervisory Board. These persons, however, do not take part in the election of other members of the Supervisory Board. Other members of the Supervisory Board not elected by a group of shareholders, established in accordance with the previous sentence, are appointed on general principles by voting, in which all shareholders participate, whose votes were not cast when selecting members of the Supervisory Board, elected by voting in separate groups.
- 4. Groups can be combined into one group to make a joint choice.

§ 22

- 1. The Chairperson informs about the way the groups operate, including the method of determining the number and voting in groups.
- Before the General Meeting elects members of the Supervisory Board by voting in separate groups, the Chairperson, based on the attendance list, informs the General Meeting about the status:

 attendance, (ii) the number of shares available to shareholders and (iii) the number of shares required for the group to be appointed, able to elect a member of the Supervisory Board.

§ 23

- 1. The Chairperson of the General Meeting directs the procedure for the election of Board members by voting in separate groups, specifying the order and managing the voting in individual groups.
- 2. The Chairperson of the General Meeting examines the correctness of the constitution of groups, and in the event of irregularities, in particular involving the participation of one shareholder in more than one group, lack of signatures or insufficient size of the group, manages an additional adjournment in order to remove them. The removal may consist in changing, supplementing or submitting a new statement on the constitution of the group or groups.
- 3. The selection of a member of the Supervisory Board within one group is determined by the absolute majority of votes cast in the group.
- 4. The Chairperson may order that other shareholders who are not part of the group should leave the meeting room during the session and voting conducted by the created group of shareholders.
- 5. Voting in the group over the election of a member of the Supervisory Board is secret. There is one vote per share.

§ 24

If at the General Meeting referred to in § 23 para. 1, at least one group, capable of electing a member of the Supervisory Board, will not be formed, no election of members of the Supervisory Board will be made.

XIV. PARTICIPATION IN MEMBERS OF MANAGEMENT BOARD AND SUPERVISORY BOARD MEMBERS AND OTHER PEOPLE IN THE MEETING

§ 25

- 1. Members of the Management Board take part in the General Meeting and depending on whether it is justified by matters covered by the agenda, also members of the Supervisory Board, in a number that enables a substantive answer to the questions of shareholders of the Company.
- The General Meeting may be attended by members of the Management Board and the Supervisory Board, whose mandates expired prior to the General Meeting, and who held their functions in the financial year for which the Management Board report and financial statements are to be approved Ordinary General Meeting.
- 3. Other persons invited by the body convening the General Meeting or admitted to the meeting room by the Chairperson, in particular statutory auditors, legal and financial advisors or employees of the Company, may participate in the General Meeting.

XV. MINUTES

§ 26

- 1. The course of the General Meeting is recorded by a notary public.
- 2. The minutes from the meeting is prepared in accordance with the relevant provisions of the Code of Commercial Companies.
- 3. A copy of the minutes with evidence of convening the General Meeting is placed by the Management Board in the book of minutes.
- 4. Shareholders have the right to view the book of minutes, as well as to request copies of resolutions certified by the Management Board.
- 5. The Chairperson signs the minutes of the General Meeting immediately after the preparation of the minutes by a notary public.
- 6. Minutes from General Meetings of Shareholders are kept at the registered office of the Company.

XVI. FINAL PROVISIONS

§ 27

- 1. The amendment to the Regulations comes into force on the date specified in the text of the resolution, with the reservation that at the earliest from the next General Meeting.
- 2. In the event of non-compliance of the provisions of these Regulations with the provisions of law or the Statute, the binding force shall apply, respectively, to these laws or regulations of the Statute.
- 3. The invalidity or ineffectiveness of a provision of the Regulations does not invalidate or ineffectiveness of its other provisions.
- 4. In matters not regulated in the Regulations, the provisions of the Commercial Companies Code and the Articles of Association shall apply.

These Regulations of the General Meeting of Shareholders of "Polimex-Mostostal" SA was adopted by Resolution No. 5 of the Extraordinary General Meeting of Shareholders of "Polimex-Mostostal" Spółka Akcyjna of October 17, 2017 regarding amendments to the Regulations of the General Meeting.