

**DRAFT RESOLUTIONS
ORDINARY GENERAL MEETING
Polimex-Mostostal S.A.**

(item 2 of the agenda)

**RESOLUTION NO. 1
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014**

with respect to: appointment of the Chairperson of the Meeting

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, in secret voting, appointed Mr / Mrs / Ms _____ to be the Chairperson of the Ordinary General Meeting held on 24 June 2014.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

‘for’ the resolution: votes

‘against’ the resolution: votes

‘abstained’..... votes

**CHAIRPERSON OF THE MEETING
PRESIDENT OF THE SUPERVISORY BOARD**

(item 5 of the agenda)

RESOLUTION NO. 2
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014

with respect to: appointment of the Members of the Returning Committee

The Extraordinary General Meeting of Polimex-Mostostal Spółka Akcyjna has decided that the Returning Committee shall comprise _____ (in words: _____) Members, namely:

1/ Mr / Mrs / Ms _____

2/ Mr / Mrs / Ms _____

3/ Mr / Mrs / Ms _____

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for` the resolution: votes

 `against` the resolution: votes

 `abstained`..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 6 of the agenda)

**RESOLUTION NO. 3
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014**

with respect to: adoption of the agenda

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna has adopted the agenda in the wording announced on the website of Polimex-Mostostal Spółka Akcyjna and in the form of a current report no. 59/2014 published on 28 May 2014.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for` the resolution: votes

 `against` the resolution: votes

 `abstained`..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 7 of the agenda)

RESOLUTION NO. 4
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014

with respect to: authorization of the Management Board's report on the activity of the Company and of the financial statement of the Company for the working year of 2013.

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (1) of the Code of Commercial Companies and § 33 (1) (a) of the Articles of Association of the Company, hereby authorises the Management Board's report on the activity of the Company in the working year of 2013 and the financial statement of the Company for the period from 1 January 2013 to 31 December 2013, inclusive of:

- 1/ the balance sheet developed as of 31 December 2013 with the closing balance of assets and liabilities amounting to **PLN 2,291,641** (in words: 2 billion two hundred and ninety-one million six hundred and forty-one thousand zlotys),
- 2/ the profit and loss account for the period from 1 January 2013 to 31 December 2013 providing for net profit in the amount of **PLN 161,600** (in words: one hundred and sixty-one thousand zlotys),
- 3/ the total income statement for the period from 1 January 2013 to 31 December 2013 providing for total income in the amount of **PLN 84,169** (in words: eighty-four thousand and one hundred sixty-nine zlotys),
- 4/ the report on changes in equity capital for the period from 1 January 2013 to 31 December 2013 providing for a decrease in equity capital by the amount of **PLN 13,013** (in words: thirteen thousand and thirteen zlotys),
- 5/ the cash flow statement for the period from 1 January 2013 to 31 December 2013 providing for an increase in net cash by the amount of **PLN 157,195** (in words: one hundred and fifty-seven thousand one hundred and ninety-five zlotys),
- 6/ the accounting principles (policies) and additional explanatory notes.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for' the resolution: votes

 `against' the resolution: votes

`abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 8 of the agenda)

**RESOLUTION NO. 5
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014**

with respect to: authorization of the Management Board's report on the activity of Polimex-Mostostal Capital Group and of the consolidated financial statement of Polimex-Mostostal Capital Group for the working year of 2013.

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 5 of the Code of Commercial Companies, hereby authorises the Management Board's report on the activity of Polimex-Mostostal Capital Group in the working year of 2013 and the consolidated financial statement of Polimex-Mostostal Capital Group for the period from 1 January 2013 to 31 December 2013, inclusive of:

- 1/ the consolidated balance sheet developed as of 31 December 2013 with the closing balance of assets and liabilities amounting to **PLN 3,346,908** (in words: three billion three hundred and forty-six million nine hundred and eight thousand zlotys),
- 2/ the profit and loss account for the period from 1 January 2013 to 31 December 2013 providing for net profit in the amount of **PLN 260,889** (in words: two hundred and sixty million eight hundred and eighty nine thousand zlotys),
- 3/ the total income statement for the period from 1 January 2013 to 31 December 2013 providing for total income in the amount of **PLN 184,386,000** (in words: one hundred and eighty four million three hundred and eighty six thousand zlotys),
- 4/the report on changes in equity capital for the period from 1 January 2013 to 31 December 2013 providing for a decrease in equity capital by the amount of **PLN 118,200** (in words: one hundred and eighteen million and two hundred thousand zlotys),
- 5/ the cash flow statement for the period from 1 January 2013 to 31 December 2013 providing for an increase in net cash by the amount of **PLN 339,885** (in words: tree hundred and thirty nine million eight hundred and eighty five thousand zlotys),
- 6/ the accounting principles (policies) and additional explanatory notes.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

`for' the resolution: votes
`against' the resolution: votes
`abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(to item 9 of the agenda)

**RESOLUTION NO. 6
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014**

with respect to: authorization of the Supervisory Board's report on: (i) its activity in the working year of 2013 and (ii) evaluation of the financial statement of the Company for the working year of 2013 and of the consolidated financial statement of Polimex-Mostostal Capital Group for the working year of 2013, and (iii) evaluation of the Management Board's report on the activity of the Company in the working year of 2013, and (iv) of the Management Board's report on the activity of Polimex-Mostostal Capital Group in the working year of 2013.

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, having acquainted themselves with the Supervisory Board's report on its activity in the working year of 2013, comprising evaluation of: the financial statement of the Company for the working year of 2013 and of the consolidated financial statement of Polimex-Mostostal Capital Group for the working year of 2013, and of the Management Board's report on the activity of the Company in the working year of 2013 and on the activity of Polimex-Mostostal Capital Group in the working year of 2013, hereby authorizes the said report.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

`for' the resolution: votes
`against' the resolution: votes
`abstained'..... votes

**CHAIRPERSON OF THE
MEETING**

THE MEETING

(item 10 of the agenda)

RESOLUTION NO. 7
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Management Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, has granted Mr Robert Oppenheim, acting President of the Management Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 1 January 2013 to 29 March 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for' the resolution: votes

 `against' the resolution: votes

 `abstained'..... votes

CHAIRPERSON OF THE
MEETING
THE MEETING

(item 10 of the agenda)

RESOLUTION NO. 8
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Management Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants Mr Dariusz Krawczyk performing the function of the Vice-President of the Supervisory Board of Polimex-Mostostal S.A., delegated to temporarily perform the activities of a Member of the Management Board of the Company and the duties of the President of the Management Board, a vote of approval acknowledging fulfilment of duties during the period from 28 March 2013 to 2 June 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 'for' the resolution: votes

 'against' the resolution: votes

 'abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

**RESOLUTION NO. 9
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014**

with respect to: granting a vote of approval to a Member of the Management Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, has granted Mr Gregor Sobisch, President of the Management Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 3 June 2013 to 31 December 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

‘for’ the resolution: votes

‘against’ the resolution: votes

‘abstained’..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

**Resolution no. 10
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014**

with respect to: granting a vote of approval to a Member of the Management Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, has granted Ms Joanna Makowiecka, Vice-President of the Management Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 3 June 2013 to 31 December 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 'for' the resolution: votes

 'against' the resolution: votes

 'abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

Resolution no. 11
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Management Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Arkadiusz Kropidłowski, a Vice-President of the Management Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 1 July 2013 to 31 December 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

‘for’ the resolution: votes

‘against’ the resolution: votes

‘abstained’..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

Resolution no. 12
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Management Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, has granted Mr Aleksander Jonek, Vice-President of the Management Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 1 January 2013 to 10 May 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for` the resolution: votes

 `against` the resolution: votes

 `abstained`..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

RESOLUTION NO. 13
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Management Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants/does not grant Mr Robert Bednarski, Vice-President of the Management Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 1 January 2013 to 31 December 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

‘for’ the resolution: votes

‘against’ the resolution: votes

‘abstained’..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

RESOLUTION NO. 14
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Jan Woźniak, Chairman of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 1 January 2013 to 15 February 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for' the resolution: votes

 `against' the resolution: votes

 `abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

RESOLUTION NO. 15
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants Mr Sebastian Bogusławski, a Member of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 1 January 2013 to 15 February 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for' the resolution: votes

 `against' the resolution: votes

 `abstained'..... votes

CHAIRPERSON OF THE
MEETING
THE MEETING

(item 10 of the agenda)

RESOLUTION NO. 16
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Andrzej Bartos, a Member of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 1 January 2013 to 15 February 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for' the resolution: votes

 `against' the resolution: votes

 `abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

RESOLUTION NO. 17
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Dariusz Formela, a Member of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 1 January 2013 to 15 February 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for' the resolution: votes

 `against' the resolution: votes

 `abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

RESOLUTION NO. 18
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Jerzy Góra, a Chairman of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 15 February 2013 to 31 December 2013

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for' the resolution: votes

 `against' the resolution: votes

 `abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

RESOLUTION NO. 19
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Tadeusz Kuczborski, a Member of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 15 February 2013 to 31 October 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 'for' the resolution: votes

 'against' the resolution: votes

 'abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

RESOLUTION NO. 20
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Ryszard Engel, a Vice-President of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 15 February 2013 to 31 December 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 'for' the resolution: votes

 'against' the resolution: votes

 'abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

RESOLUTION NO. 21
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Andrzej Kasperek, a Member of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 15 February 2013 to 31 December 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 'for' the resolution: votes

 'against' the resolution: votes

 'abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

Resolution no. 22
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Dariusz Krawczyk, a Member of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 1 January 2013 to 31 December 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for' the resolution: votes

 `against' the resolution: votes

 `abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

RESOLUTION NO. 23
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Artur Jędrzejewski, a Secretary of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 1 January 2013 to 31 December 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 'for' the resolution: votes

 'against' the resolution: votes

 'abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

**RESOLUTION NO. 24
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014**

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Marek Wierzbowski, a Member of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 1 January 2013 to 3 June 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for' the resolution: votes

 `against' the resolution: votes

 `abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

**RESOLUTION NO. 25
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014**

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Wojciech Barański, a Member of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 3 June 2013 to 31 December 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for' the resolution: votes

 `against' the resolution: votes

 `abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 10 of the agenda)

RESOLUTION NO. 26
ORDINARY GENERAL MEETING
of POLIMEX-MOSTOSTAL Spółka Akcyjna
dated 24 June 2014

with respect to: granting a vote of approval to a Member of the Supervisory Board

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 (3) of the Code of Commercial Companies and § 33 (1) (b) of the Articles of Association of the Company, in secret voting, grants to Mr Marcin Milewicz, a Member of the Supervisory Board of the Company, a vote of approval acknowledging fulfilment of duties during the period from 12 November 2013 to 31 December 2013.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for' the resolution: votes

 `against' the resolution: votes

 `abstained'..... votes

CHAIRPERSON OF THE
MEETING
THE MEETING

(item 11 of the agenda)

RESOLUTION NO. 27
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014

with respect to: covering of loss incurred by the Company in the working year of 2013.

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting pursuant to Article 395 § 2 of the Code of CommCompanies and § 33 (1) (e) of the Articles of Association of the Company, decides to cover the loss by retained future earnings of the Company.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

‘for’ the resolution: votes

‘against’ the resolution: votes

‘abstained’..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 12 of the agenda)

**RESOLUTION NO. 28
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014**

with respect to: in the course of Article 397 of the CCC

The Ordinary General Meeting of the Company, in relation to Article 397 of the CCC decides to continue the existence of the Company.

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

 `for' the resolution: votes

 `against' the resolution: votes

 `abstained'..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**

(item 13 of the agenda)

**RESOLUTION NO. 29
ORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 24 June 2014**

with respect to amending the Articles of Association of the Company

Pursuant to Article 430 of the Code of Commercial Companies (hereinafter referred to as the '**CCC**'), the Ordinary General Meeting of the Company decides to amend § 40 of the Articles of Association by providing a new content thereof:

„§ 40. The term of office of the Management Board shall last for three years.”

The proposed change includes the modification of that provision as:

„§ 40. The Management Board is appointed for a common three-year term of office”

Number of shares for which votes were cast:

Percentage of shares in the share capital:

Total number of valid votes:

‘for’ the resolution: votes

‘against’ the resolution: votes

‘abstained’..... votes

**CHAIRPERSON OF THE
MEETING
THE MEETING**