

Current report no. 172/2014

Date prepared: 31.10.2014

Issuer's abbreviated name: POLIMEX-MOSTOSTAL

Subject: Conclusion of a conditional sale contract

Legal basis: Art. 56 sec. 1 item 1 of the Act on Public Offering – confidential information

The Management Board of Polimex-Mostostal S.A. with its registered office in Warsaw at ul. Młynarska 42 ("**Company**") informs about the conclusion on 30 October 2014 of a conditional contract on the sale of real property between the Company as the Seller and Molina spółka z ograniczoną odpowiedzialnością 1 S.K.A. as the Buyer, the subject matter of which are the land properties located in Bielkowo, the municipality of Kobylanka, Stargard County, West Pomeranian Voivodeship, for which the District Court for Stargard Szczeciński Land and Mortgage Register Division maintains a land and mortgage register Kw nr SZ1T/00091339/2, Kw nr SZ1T/00095743/5, Kw nr SZ1T/00113197/5, Kw nr SZ1T/00115560/5 ("**Real Property**"), with all residential and detached buildings comprising the real property covered by the land and mortgage register Kw nr SZ1T/00091339/2 ("**Buildings**"), wherein Real Property and Buildings form the subject of the contract ("**Subject of the Contract**") ("**Conditional Contract**").

Pursuant to the Agreement, the total net price for the Subject of the Contract amounts to PLN 10,500,000; therefore, the total gross price amounts to PLN 12,746,250 ("**Price**").

The transfer of ownership agreement ("**Transfer Agreement**") shall be concluded within 10 days from the date when the conditions stipulated in the Conditional Contract are satisfied, that is, including but not limited to, when the legal office has confirmed that it has received the copies of documents issued by all mortgagors who own mortgages on the Real Property, including their consent to exempt the Real Property from all mortgages and to remove these mortgages from land and mortgage registers maintained for the Real Property; when financing is obtained as a result of which the Buyer shall obtain funds to pay the price stipulated in the Conditional Contract; when a written agreement is concluded on the preference right to the acquisition of the Subject of the Contract between the Buyer and the Seller; when the Bank confirms that the Price has been transferred to the trust account.

The price shall be paid by the Buyer in the following manner: the total price shall be transferred to the trust account maintained in the PKO S.A. bank, not later than 1 day before the date of conclusion of the Transfer Agreement.

The conclusion of the Conditional Contract is an element of operational restructuring realisation, of which the Company informed in current report no. 130/2012 on conclusion with financial creditors of the Agreement on the principles of managing the financial debt of the Company and it constitutes the performance of the Company's liabilities resulting from the annex to the Agreement on managing the financial debt, of which the Company informed in detail in current report no. 150/2013 dated 25 October 2013.

Signatures of persons representing the Company:

Ewa Ciborowska - Director of Management Board Service and Legal Advise