

Current report no. 12/2013

Date prepared: 31.01.2013

Issuer's abbreviated name:

POLIMEX-MOSTOSTAL

Subject: fulfilment of the contract conditions precedent.

Legal basis: Article 56 (1) (2) of the Act on Public Offering, and § 5 (1) (4) of the Regulation

The Management Board of Polimex-Mostostal S.A. (hereinafter referred to as the '**Issuer**') with its registered office in Warsaw at ul. Czackiego 15/17, with reference to current report no. 102/2012 dated 25 October 2012, hereby informs that as of 31 January 2013 been fulfilled all the conditions precedent of the conclusion of a promised contract between the Issuer and MARS Finance 1 Limited Liability Company with its registered office in Warsaw (hereinafter referred to as the '**Buyer**'), the subject matter whereof is the sale of a perpetual usufruct right to real property located within the premises of the sea port in Gdynia, inclusive of:

- 1) 3,333/10,000 of the perpetual usufruct right to the property, inclusive of an interest in the proprietary right to buildings, structures and equipment;
- 2) 847/10,000 of the perpetual usufruct right to the property, inclusive of an interest in the proprietary right to buildings, structures and equipment, and
- 3) perpetual usufruct right to the property, inclusive of the proprietary right to buildings, structures and equipment (hereinafter collectively referred to as '**Properties**');

The following Property sale conditions precedent have been fulfilled:

- 1) The Seller has obtained the consent for the sale of the Properties from the minister competent in the State Treasury, issued in coordination with the minister competent in marine economy;
- 2) the Buyer paid the Seller an initial payment against the price of the Properties;
- 3) MARS FIZ obtained consent from the Head of the Office of Competition and Consumer Protection (Urząd Ochrony Konkurencji i Konsumentów, UOKiK) to purchase from the Seller the shares in company 'Energomontaż-Północ Gdynia' limited liability company with its registered office in Gdynia.

The Promised Contract of Sale of the Properties shall be concluded within 14 days of the date of fulfilment of the foregoing conditions precedent.

Signatures of persons representing the Company:

Robert Kosmal – Manager of Mergers and Takeover Department