

**EXTRAORDINARY GENERAL MEETING
Polimex-Mostostal S.A.**

RESOLUTION NO. 1

**OF THE EXTRAORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 15 February 2013**

with respect to: appointment of the Chairperson of the Meeting

The Extraordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, in secret voting, appointed Mr Leszka Koziorowski to be the Chairperson of the Extraordinary General Meeting held on 15 February 2013.

Number of shares with valid votes cast: 641.535.231

Percentage of shares in the share capital: 48,0920%

Total number of valid votes: 641.535.231

‘for’ the resolution: 641.365.542 votes

‘against’ the resolution: 0 votes

‘abstained’: 169.689 votes

PRESIDENT

OF THE SUPERVISORY BOARD

CHAIRPERSON

OF THE MEETING

RESOLUTION NO. 2
OF THE EXTRAORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 15 February 2013

with respect to: adoption of the agenda

The Extraordinary General Meeting of Polimex-Mostostal Spółka Akcyjna has adopted the agenda of the Meeting in the wording announced on the website of Polimex-Mostostal Spółka Akcyjna and in the form of the current report no. 129/2012 published on 21 December 2012.

Number of shares with valid votes cast: 671.209.016

Percentage of shares in the share capital: 50,3165%

Total number of valid votes: 671.209.016

‘for’ the resolution: 543.178.328 votes

‘against’ the resolution: 8.046.897 votes

‘abstained’: 119.983.791 votes

CHAIRPERSON
OF THE MEETING

RESOLUTION NO. 3
OF THE EXTRAORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 15 February 2013

with respect to: changing the composition of the Supervisory Board

§ 1

Acting pursuant to the § 34 sec.1 of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the “**the Company**”), the Extraordinary General Meeting of the Company hereby decides to dismiss from the position of a member of Supervisory Board Mr Jan Woźniak.

Number of shares for which valid votes were cast: 671.209.016

Percentage of shares in the share capital: 50,3165%

Total number of valid votes: 671.209.016

‘for’ the resolution: 442.896.493 votes

‘against’ the resolution: 193.940.228 votes

‘abstained’: 34.372.295 votes

CHAIRPERSON
OF THE MEETING

RESOLUTION NO. 4
OF THE EXTRAORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 15 February 2013

with respect to: changing the composition of the Supervisory Board

§ 1

Acting pursuant to the § 34 sec.1 of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the “**the Company**”), the Extraordinary General Meeting of the Company hereby decides to dismiss from the position of a member of Supervisory Board Mr Sebastian Bogusławski.

Number of shares for which valid votes were cast: 671.205.516

Percentage of shares in the share capital: 50,3162%

Total number of valid votes: 671.205.516

‘for’ the resolution: 636.786.424 votes

‘against’ the resolution: 46.797 votes

‘abstained’: 34.372.295 votes

**CHAIRPERSON
OF THE MEETING**

RESOLUTION NO. 5
OF THE EXTRAORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 15 February 2013

with respect to: changing the composition of the Supervisory Board

§ 1

Acting pursuant to the § 34 sec.1 of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the “**the Company**”), the Extraordinary General Meeting of the Company hereby decides to dismiss from the position of a member of Supervisory Board Mr Andrzej Bartos.

Number of shares for which valid votes were cast: 671.205.516

Percentage of shares in the share capital: 50,3162%

Total number of valid votes: 671.205.516

‘for’ the resolution: 451.350.908 votes

‘against’ the resolution: 50.421 votes

‘abstained’: 219.804.187 votes

**CHAIRPERSON
OF THE MEETING**

RESOLUTION NO. 6
OF THE EXTRAORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 15 February 2013

with respect to: changing the composition of the Supervisory Board

§ 1

Acting pursuant to the § 34 sec.1 of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the “**the Company**”), the Extraordinary General Meeting of the Company hereby decides to dismiss from the position of a member of Supervisory Board Mr Dariusz Formela.

Number of shares for which valid votes were cast: 671.205.516

Percentage of shares in the share capital: 50,3162%

Total number of valid votes: 671.205.516

‘for’ the resolution: 451.401.329 votes

‘against’ the resolution: 185.431.892 votes

‘abstained’: 34.372.295 votes

CHAIRPERSON
OF THE MEETING

RESOLUTION NO. 7
OF THE EXTRAORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 15 February 2013

with respect to: changing the composition of the Supervisory Board

§ 1

Acting pursuant to the § 34 sec.1 of the Articles of Association of the Company, the Extraordinary General Meeting of the Company hereby decides to appoint Mr **Ryszard Engel** for the position of a member of Supervisory Board.

Number of shares for which valid votes were cast: 671.205.516

Percentage of shares in the share capital: 50,3162%

Total number of valid votes: 671.205.516

‘for’ the resolution: 670.178.125 votes

‘against’ the resolution: 46.797 votes

‘abstained’: 980.594 votes

**CHAIRPERSON
OF THE MEETING**

RESOLUTION NO. 8
OF THE EXTRAORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 15 February 2013

with respect to: changing the composition of the Supervisory Board

§ 1

Acting pursuant to the § 34 sec.1 of the Articles of Association of the Company, the Extraordinary General Meeting of the Company hereby decides to appoint Mr **Andrzej Kasperek** for the position of a member of Supervisory Board.

Number of shares for which valid votes were cast: 671.205.516

Percentage of shares in the share capital: 50,3162%

Total number of valid votes: 671.205.516

‘for’ the resolution: 484.793.030 votes

‘against’ the resolution: 0 votes

‘abstained’: 186.412.486 votes

CHAIRPERSON
OF THE MEETING

RESOLUTION NO. 9
OF THE EXTRAORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 15 February 2013

with respect to: changing the composition of the Supervisory Board

§ 1

Acting pursuant to the § 34 sec.1 of the Articles of Association of the Company, the Extraordinary General Meeting of the Company hereby decides to appoint Mr **Jerzy Góra** for the position of a member of Supervisory Board.

Number of shares for which valid votes were cast: 671.205.516

Percentage of shares in the share capital: 50,3162%

Total number of valid votes: 671.205.516

‘for’ the resolution: 670.224.922 votes

‘against’ the resolution: 0 votes

‘abstained’: 980.594 votes

CHAIRPERSON
OF THE MEETING

RESOLUTION NO. 10
OF THE EXTRAORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 15 February 2013

with respect to: changing the composition of the Supervisory Board

§ 1

Acting pursuant to the § 34 sec.1 of the Articles of Association of the Company, the Extraordinary General Meeting of the Company hereby decides to appoint Mr **Tadeusz Kuczborski** for the position of a member of Supervisory Board.

Number of shares for which valid votes were cast: 671.205.516

Percentage of shares in the share capital: 50,3162%

Total number of valid votes: 671.205.516

‘for’ the resolution: 670.224.922 votes

‘against’ the resolution: 0 votes

‘abstained’: 980.594 votes

CHAIRPERSON
OF THE MEETING

RESOLUTION NO. 11
OF THE EXTRAORDINARY GENERAL MEETING
of Polimex-Mostostal Spółka Akcyjna
dated 15 February 2013

**with respect to: expressing consent for establishing lien or registered lien on the enterprise of the
Company or its organized part**

§ 1

The Extraordinary General Meeting of the Company, acting pursuant to Article 393 (3) of the Commercial Companies and § 33 (1) of the Articles of Association of the Company expresses consent to encumber the enterprises of the Company by establishing lien on the enterprise or its organised part or registered lien in favour of creditors of the Company who are the contracting parties of the contract for the principles of managing the financial debt of 21 December 2012.

Number of shares for which valid votes were cast: 671.205.516

Percentage of shares in the share capital: 50,3162%

Total number of valid votes: 671.205.516

‘for’ the resolution: 671.035.827 votes

‘against’ the resolution: 0 votes

‘abstained’: 169.689 votes

**CHAIRPERSON
OF THE MEETING**