

**RESOLUTIONS ADOPTED by
THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal S.A. on 25 February 2016.**

**RESOLUTION NO. 1
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016**

with respect to: appointment of the Chairperson of the Meeting

The Extraordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, acting based on the results of secret voting, appointed Mr Leszek Koziorowski to the position of the Chairperson of the Extraordinary General Meeting held on 25 February 2016.

Number of shares with valid votes cast:	49,315,897
Percentage of shares in the business capital:	56.93%
Total number of valid votes:	49 315 897
`for` the resolution:	49,315,897 votes
`against` the resolution:	0 votes
`abstained`:	0 votes

PRESIDENT

OF THE MANAGEMENT BOARD

CHAIRPERSON

OF THE MEETING

**RESOLUTION NO. 2
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016**

with respect to: resignation from the appointment of the Returning Committee

The Extraordinary General Meeting of Polimex-Mostostal Spółka Akcyjna has decided to resign from appointing the Returning Committee.

Number of shares with valid votes cast:	49,315,897
Percentage of shares in the business capital:	56.93%
Total number of valid votes:	49,315,897
'for' the resolution:	49,315,897 votes
'against' the resolution:	0 votes
'abstained':	0 votes

**CHAIRPERSON
OF THE MEETING**

**RESOLUTION NO. 3
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016**

with respect to: adoption of the agenda

The Extraordinary General Meeting of the company operating under the business name of Polimex-Mostostal Spółka Akcyjna having its registered address in Warsaw (hereinafter referred to as the 'Company') hereby adopts the agenda of the Meeting in the following wording:

1. Opening of the General Meeting.
2. Appointment of the Chairperson of the General Meeting.
3. Drawing up of a list of attendance of Stockholders.
4. Ascertainment of the legitimacy of convening the General Meeting and its capability of adopting resolutions.
5. Appointment of the Returning Committee.
6. Adoption of the agenda.
7. Adoption of resolutions on the changes to the composition of the Supervisory Board of the Company.
8. Adoption of a Resolution on a decision on the costs of convening and holding the Extraordinary General Meeting of the Company.
9. Closure of the Meeting.

Number of shares with valid votes cast:	49,315,897
Percentage of shares in the business capital:	56.93%
Total number of valid votes:	49,315,897
'for' the resolution:	49,298,444 votes
'against' the resolution:	0 votes
'abstained':	17,453 votes

**CHAIRPERSON
OF THE MEETING**

**RESOLUTION NO. 4
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016**

with respect to: dismissal from the Supervisory Board of the Company

§ 1

Acting pursuant to Article 385 § 5 of the Polish Code of Commercial Companies, and § 33 (1) (d) of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the '**Company**'), the Extraordinary General Meeting has decided what follows:

§ 1

The Extraordinary General Meeting of the Company hereby dismisses Mr Marek Szczepański from the Supervisory Board of the Company.

§ 2

This Resolution shall enter into force upon adoption.

Number of shares with valid votes cast:	49,315,897
Percentage of shares in the business capital:	56.93%
Total number of valid votes:	49,315,897
'for' the resolution:	47,306,088 votes
'against' the resolution:	1,085,983 votes
'abstained':	923,826 votes

**CHAIRPERSON
OF THE MEETING**

RESOLUTION NO. 5
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016

with respect to: dismissal from the Supervisory Board of the Company

Acting pursuant to Article 385 § 5 of the Polish Code of Commercial Companies, and § 33 (1) (d) of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the '**Company**'), the Extraordinary General Meeting has decided what follows:

§ 1

The Extraordinary General Meeting of the Company hereby dismisses Mr Andrzej Zwar from the Supervisory Board of the Company.

§ 2

This Resolution shall enter into force upon adoption.

Number of shares with valid votes cast:	49,315,897
Percentage of shares in the business capital:	56.93%
Total number of valid votes:	49,315,897
'for' the resolution:	47,313,488 votes
'against' the resolution:	1,085,983 votes
'abstained':	916,426 votes

**CHAIRPERSON
OF THE MEETING**

RESOLUTION NO. 6
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016

with respect to: dismissal from the Supervisory Board of the Company

Acting pursuant to Article 385 § 5 of the Polish Code of Commercial Companies, and § 33 (1) (d) of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the '**Company**'), the Extraordinary General Meeting has decided what follows:

§ 1

The Extraordinary General Meeting of the Company hereby dismisses Mr Krzysztof Kaczmarczyk from the Supervisory Board of the Company.

§ 2

This Resolution shall enter into force upon adoption.

Number of shares with valid votes cast:	49,315,897
Percentage of shares in the business capital:	56,93%
Total number of valid votes:	49 315 897
'for' the resolution:	47,306,088 votes
'against' the resolution:	1,085,983 votes
'abstained':	923,826 votes

**CHAIRPERSON
OF THE MEETING**

RESOLUTION NO. 7
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016

with respect to: dismissal from the Supervisory Board of the Company
§ 1

Acting pursuant to Article 385 § 5 of the Polish Code of Commercial Companies, and § 33 (1) (d) of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the '**Company**'), the Extraordinary General Meeting has decided what follows:

§ 1

The Extraordinary General Meeting of the Company hereby dismisses Mr Jarosław Kochaniak from the Supervisory Board of the Company.

§ 2

This Resolution shall enter into force upon adoption.

Number of shares with valid votes cast:	49,315,897
Percentage of shares in the business capital:	56.93%
Total number of valid votes:	49,315,897
'for' the resolution:	47,306,088 votes
'against' the resolution:	1,085,983 votes
'abstained':	923,826 votes

CHAIRPERSON
OF THE MEETING

RESOLUTION NO. 8
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016

with respect to: appointment to the Supervisory Board of the Company

§ 1

Acting pursuant to Article 385 § 5 of the Polish Code of Commercial Companies, and § 33 (1) (d) of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the '**Company**'), the Extraordinary General Meeting has decided what follows:

§ 1

The Extraordinary General Meeting of the Company hereby appoints Ms Iwona Marsewicz to hold the position of a member of the Supervisory Board of the Company until the end of Supervisory Board's current term of office.

§ 2

This Resolution shall enter into force upon adoption.

Number of shares with valid votes cast:	49,315,897
Percentage of shares in the business capital:	56.93%
Total number of valid votes:	49,315,897
'for' the resolution:	47,313,488 votes
'against' the resolution:	1,086,983 votes
'abstained':	916,496 votes

**CHAIRPERSON
OF THE MEETING**

RESOLUTION NO. 9
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016

with respect to: appointment to the Supervisory Board of the Company

Acting pursuant to Article 385 § 5 of the Polish Code of Commercial Companies, and § 33 (1) (d) of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the '**Company**'), the Extraordinary General Meeting has decided what follows:

§ 1

The Extraordinary General Meeting of the Company hereby appoints Mr Bartłomiej Kachniarz to hold the position of a Member of the Supervisory Board until the end of the Supervisory Board's current term of office.

§ 2

This Resolution shall enter into force upon adoption.

Number of shares with valid votes cast:	49,315,897
Percentage of shares in the business capital:	56.93%
Total number of valid votes:	49,315,897
'for' the resolution:	47,306,018 votes
'against' the resolution:	1,085,983 votes
'abstained':	923,896 votes

**CHAIRPERSON
OF THE MEETING**

RESOLUTION NO. 10
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016

with respect to: appointment to the Supervisory Board of the Company

Acting pursuant to Article 385 § 5 of the Polish Code of Commercial Companies, and § 33 (1) (d) of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the '**Company**'), the Extraordinary General Meeting has decided what follows:

§ 1

The Extraordinary General Meeting of the Company hereby appoints Ms Anna Młynarska-Sobaczewska to hold the position of a Member of the Supervisory Board until the end of the Supervisory Board's current term of office.

§ 2

This Resolution shall enter into force upon adoption.

Number of shares with valid votes cast:	49,315,897
Percentage of shares in the business capital:	56.93%
Total number of valid votes:	49,315,897
'for' the resolution:	47,306,018 votes
'against' the resolution:	1,085,983 votes
'abstained':	923,896 votes

**CHAIRPERSON
OF THE MEETING**

RESOLUTION NO. 11
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016

with respect to: appointment to the Supervisory Board of the Company

Acting pursuant to Article 385 § 5 of the Polish Code of Commercial Companies, and § 33 (1) (d) of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the '**Company**'), the Extraordinary General Meeting has decided what follows:

§ 1

The Extraordinary General Meeting of the Company hereby appoints Mr Zbigniew Jędrzejewski to hold the position of a Member of the Supervisory Board until the end of the Supervisory Board's current term of office.

§ 2

This Resolution shall enter into force upon adoption.

Number of shares with valid votes cast:	49,315,897
Percentage of shares in the business capital:	56.93%
Total number of valid votes:	49,315,897
'for' the resolution:	47,306,018 votes
'against' the resolution:	1,085,983 votes
'abstained':	916,496 votes

**CHAIRPERSON
OF THE MEETING**

RESOLUTION NO. 12
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016

with respect to: appointment to the Supervisory Board of the Company

Acting pursuant to Article 385 § 5 of the Polish Code of Commercial Companies, and § 33 (1) (d) of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the '**Company**'), the Extraordinary General Meeting has decided what follows:

§ 1

The Extraordinary General Meeting of the Company hereby appoints Mr Bartłomiej Kurkusz to hold the position of a Member of the Supervisory Board until the end of the Supervisory Board's current term of office.

§ 2

This Resolution shall enter into force upon resolution.-----

Number of shares with valid votes cast:	49,316,897
Percentage of shares in the business capital:	56.94%
Total number of valid votes:	49,316,897
'for' the resolution:	32,218,281 votes
'against' the resolution:	16,182,120 votes
'abstained':	916,496 votes

**CHAIRPERSON
OF THE MEETING**

RESOLUTION NO. 13
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016

with respect to: dismissal from the Supervisory Board of the Company

Acting pursuant to Article 385 § 5 of the Polish Code of Commercial Companies, and § 33 (1) (d) of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the '**Company**'), the Extraordinary General Meeting has decided what follows:

§ 1

The Extraordinary General Meeting of the Company hereby dismisses Mr Andrzej Kasperek from the Supervisory Board of the Company.

§ 2

This Resolution shall enter into force upon adoption.

Number of shares with valid votes cast: 49,316,897

Percentage of shares in the business capital: 56.94%

Total number of valid votes: 49 316 897

'for' the resolution: 34,721,727 votes

'against' the resolution: 13,671,274 votes

'abstained': 923,896 votes

**CHAIRPERSON
OF THE MEETING**

RESOLUTION NO. 14
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016

with respect to: appointment to the Supervisory Board of the Company

Acting pursuant to Article 385 § 5 of the Polish Code of Commercial Companies, and § 33 (1) (d) of the Articles of Association of Polimex-Mostostal S.A. (hereinafter referred to as the '**Company**'), the Extraordinary General Meeting has decided what follows:

§ 1

The Extraordinary General Meeting of the Company hereby appoints Mr Andrzej Komarowski to hold the position of a Member of the Supervisory Board until the end of the Supervisory Board's current term of office.

§ 2

This Resolution shall enter into force upon adoption.

Number of shares with valid votes cast:	49,316,897
Percentage of shares in the business capital:	56.94%
Total number of valid votes:	49,316,897
'for' the resolution:	32,230,881 votes
'against' the resolution:	16,162,190 votes
'abstained':	923,826 votes

**CHAIRPERSON
OF THE MEETING**

**RESOLUTION NO. 15
OF THE EXTRAORDINARY GENERAL MEETING OF
Polimex-Mostostal Spółka Akcyjna
of 25 February 2016**

with respect to: decision on the costs of convening and holding the Extraordinary General Meeting of the Company.

Acting pursuant to Article 400 § 4 of the Polish Code of Commercial Companies, the Extraordinary General Meeting has decided that the costs of convening and holding the Extraordinary General Meeting of the Company shall be incurred by the Company.

Number of shares with valid votes cast: 49,315,897

Percentage of shares in the business capital: 56.93%

Total number of valid votes: 49,315,897

`for' the resolution: 49,315,897 votes

`against' the resolution: 0 votes

`abstained': 0 votes

**CHAIRPERSON
OF THE MEETING**