

**NOTICE OF CONVENING for 27 June 2017**  
OF AN ORDINARY GENERAL MEETING OF POLIMEX-MOSTOSTAL S.A.

The Management Board of Polimex-Mostostal Spółka Akcyjna having its registered address in Warsaw at ul. Jana Pawła II 12, 00-124 Warsaw, Poland, entered in the Register of Entrepreneurs of the National Court Register maintained by the District Court for the capital city of Warsaw in Warsaw, XII Commercial Division of the National Court Register, under KRS no. 0000022460 (hereinafter referred to as "Polimex-Mostostal" or the "Company"), acting pursuant to Article 395, Article 399 § 1, Article 402<sup>1</sup>, and Article 402<sup>2</sup> of the Code of Commercial Companies (hereinafter referred to as the "CCC") and § 30 (2) of the Articles of Association of Polimex-Mostostal S.A., convenes for 27 June 2017 at 10:00 hours, Warsaw, al. Jana Pawła II 12, an Ordinary General Meeting of Polimex-Mostostal (hereinafter referred to as the "General Meeting").

**9. Agenda of the General Meeting:**

1. Opening of the General Meeting.
2. Appointment of the Chairperson of the General Meeting.
3. Drawing up of a list of attendance of Shareholders.
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. Examination and approval of the report of the Management Board on the Company's operations and the Company's financial statement for the 2016 financial year
8. Examination and approval of the report of the Management Board on the operations of the Polimex-Mostostal Capital Group and the consolidated financial statement of the Polimex-Mostostal Capital Group for the 2016 financial year
9. Examination and approval of the report of the Supervisory Board on: (i) its operations in the 2016 financial year and (ii) assessment of the financial statement of the Company for the 2016 financial year and the consolidated financial statement of the Polimex-Mostostal Capital Group for the 2016 financial year and (iii) assessment of the report of the Management Board on the Company's operations in the 2016 financial year and the report of the Management Board on the operations of the Polimex-Mostostal Capital Group in the 2016 financial year
10. Adoption of resolutions with respect to the distribution of net profit generated by the Company in the 2016 financial year, with respect to the transfer of retained earnings for coverage of the negative values of other capital, and with respect to the allocation of a part of the supplementary capital to coverage of the negative value of other capital.
11. Adoption of resolutions on granting discharge to individual Members of the Management Board and the Supervisory Board of the Company with respect to the fulfilment of their duties in the 2016 financial year.
12. Closure of the meeting.

## **II. Information for shareholders**

### ***a) Right of a shareholder to request that particular issues be put on the agenda of the General Meeting***

A shareholder or shareholders who represent minimum one-twentieth of the share capital of Polimex-Mostostal may require inclusion of particular issues in the agenda of the General Meeting. The request of a shareholder or shareholders should be submitted to the Management Board of Polimex-Mostostal not later than twenty-one days prior to the set date of the General Meeting, i.e. by 6 June 2017. The request should be inclusive of a substantiation or of a draft resolution pertaining to the suggested item of the agenda. In addition, a shareholder or shareholders who request inclusion of particular items in the agenda shall produce a registered certificate of deposit or a different certificate of the right to participate in the General Meeting, issued by a relevant body, in order to be identified as shareholders of Polimex-Mostostal. The request may be submitted in writing or in electronic format, and it should be sent to the following e-mail address: [nwz16052016@polimex.pl](mailto:nwz16052016@polimex.pl)

The Management Board shall immediately, not later than eighteen days prior to the set date of the General Meeting, announce the amendments to the agenda introduced following the request of the shareholder or shareholders, i.e. by 9 June 2017. The new agenda shall be communicated in a manner corresponding to the manner of convening of the General Meeting.

### ***b) Right of a shareholder to submit draft resolutions related to the issues put on the agenda of the General Meeting, or issues which are to be put on the agenda prior to the date of the General Meeting***

A shareholder or shareholders representing minimum one twentieth of the share capital may, prior to the set date of the General Meeting, provide Polimex-Mostostal in writing or electronic format sent to the following e-mail address: [nwz16052016@polimex.pl](mailto:nwz16052016@polimex.pl) with any and all draft resolutions pertaining to the issues included in the agenda of the General Meeting, or issues to be included in the agenda. A shareholder or shareholders submitting draft resolutions shall produce a registered certificate of deposit or a different certificate of the right to participate in the General Meeting, issued by a relevant body, in order to be identified as shareholders of Polimex-Mostostal. Polimex-Mostostal shall immediately announce draft resolutions on the Polimex-Mostostal website available at the following address: [www.polimex-mostostal.pl](http://www.polimex-mostostal.pl).

### ***c) The right of a shareholder to submit draft resolutions related to the issues included in the agenda during the General Meeting***

During the General Meeting, each and every shareholder may submit draft resolutions related to the issues included in the agenda.

### ***d) The manner of a proxy holder exercising the right of vote***

A shareholder may participate in the General Meeting and exercise their right of vote personally or through a proxy holder. The proxy holder shall exercise all the Shareholder's rights during the General Meeting unless stipulated otherwise in the power of attorney. The proxy holder may grant further powers of attorney provided that such a stipulation has been provided for in the power of attorney. The proxy holder may represent more than one

shareholder and differently exercise the right of vote attached to the shares of each shareholder. A shareholder of a public company holding shares registered on more than one securities account may appoint separate proxy holders to exercise the rights attached to the shares registered on each account.

A shareholder who is not a natural person may participate in the General Meeting and exercise the right of vote through a person authorised to submit declarations of will in their name, or exercise the said right through a proxy holder.

The power of attorney to participate in the General Meeting and exercise the right of vote shall be granted in writing or in electronic format using the forms made available on the Polimex-Mostostal website available at the following address: [www.polimex-mostostal.pl](http://www.polimex-mostostal.pl). A power of attorney authorising participation in the General Meeting and exercise of the right of vote should be delivered not later than on the day on which the General Meeting is held. Granting of a power of attorney in electronic format does not require provision of a secure electronic signature.

A member of the Management Board of Polimex-Mostostal and an employee of Polimex-Mostostal may be proxy holders of the shareholders at the General Meeting. In the event that a member of the Management Board, a member of the Supervisory Board, a liquidator, an employee of Polimex-Mostostal, a member of the bodies or an employee of a company or a cooperative dependent on Polimex-Mostostal is a proxy holder at the General Meeting, the power of attorney may only authorise to represent a shareholder at one General Meeting. The proxy holder shall be obligated to reveal to the shareholder any and all circumstances indicating existence or possibility of a conflict of interest. In such case, granting of a further power of attorney shall be excluded.

***e) Method of notification of Polimex-Mostostal of the appointment of a proxy holder with the use of means of electronic communication.***

A shareholder shall notify Polimex-Mostostal of granting a power of attorney in electronic format by means of electronic mail at [www.polimex-mostostal.pl](http://www.polimex-mostostal.pl), Polimex-Mostostal makes available for downloading a form template on the notification of granting the power of attorney which, once completed by the shareholder in accordance with the instructions included in the form, shall be sent as an attachment to the e-mail address indicated in the form.

In the event of granting of a power of attorney to a further representative, a continuous series of powers of attorney, inclusive of documents indicating authorisation to act in the name of the previous representatives, shall be produced.

Along the notification of granting authorisation in electronic format, the Shareholder shall send scanned letter of authority, scanned identity cards, passports or other documents enabling identification of the shareholder as the principal and of the appointed representative. In the event of the authorisation being granted by a legal entity or a business unit provided for in Article 33<sup>1</sup> of the Polish Civil Code, the shareholder shall additionally send scanned excerpts from the register in which it has been registered. In the event of a representative being a legal entity or a business unit provided for in Article 331 of the Polish Civil Code, the shareholder shall additionally send scanned excerpts from the register in which the representative has been registered. Documents sent by means of electronic

communication, drawn up in a foreign language, shall be appended with relevant translation into Polish, developed by a sworn translator.

The validity of a power of attorney granted in electronic format shall be verified by means of:

- (i) verification of completeness of the documents of the granted power of attorney, in particular in the case of durable powers of attorney sent together with the form;
- (ii) validation of the information entered in the form and comparison thereof with the information included in the list of persons authorised to participate in the General Meeting;
- (iii) ascertainment of compliance of the powers of the persons granting powers of attorney in the name of legal persons with the status indicated in the relevant excerpts from the National Court Register (KRS).

In the event of doubts, Polimex-Mostostal may undertake further actions in order to verify the powers of attorney issued.

The principles of granting power of attorney in electronic format indicated hereinabove shall be applied accordingly to the revocation of a power of attorney in electronic format.

The foregoing principles shall not release the representative from the obligation to produce documents identifying them when signing the list of persons authorised to attend the General Meeting.

***f) Possibility and manner of participation in the General Meeting with the use of means of electronic communication***

The Articles of Association of Polimex-Mostostal does not allow for the possibility of participation in the General Meeting with the use of means of electronic communication.

***g) Manner of speaking during the General Meeting with the use of means of electronic communication***

The Articles of Association of Polimex-Mostostal do not allow for the possibility of speaking during the General Meeting with the use of means of electronic communication.

***h) Manner of exercising the right of vote by correspondence or with the use of means of electronic communication***

The Rules and Regulations of the General Meeting of Shareholders of Polimex-Mostostal do not allow for the possibility of exercising the right of vote by correspondence or with the use of means of electronic communication.

***i) Day of registration of participation in the General Meeting***

The day of registration of participation in the General Meeting shall fall 16 days prior to the date of the General Meeting, i.e. on 11 June 2017 (hereinafter referred to as the "Registration Day").

The Registration Day shall be identical for holders of both bearer shares and registered shares.

***j) The right to participate in the General Meeting***

The right to participate in the General Meeting shall be exclusively due to, pursuant to Article 406<sup>1</sup> of the CCC, persons being shareholders of Polimex-Mostostal on the Registration Day, i.e. on 11 June 2017.

Holders of rights attached to registered shares as well as pledgees and users who hold the right of vote shall be entitled to participate in the General Meeting if they are entered in the Share Ledger on the Registration Day.

Bearer shares in the form of a document shall give the right to participate in the General Meeting if the share documents are submitted to Polimex-Mostostal not later than on the Registration Day, and they are not collected prior to the end of this day. Instead of the shares, it is possible to submit a certificate issued in order to confirm the deposit of shares with a notary public, a bank, or an investment company.

In order to exercise the right to participate, the holders of rights attached to dematerialised bearer shares should submit a request to issue an individual certificate on the right to participate in the General Meeting to the entity which maintains the securities account not earlier than after the announcement on the convention of the General Meeting, i.e. not earlier than on 1 June 2017 and not later than on the first working day after the Registration Day, i.e. not later than on 12 June 2017.

Certificates of the right to participate in the General Meeting shall constitute the grounds for development of lists provided to the entity managing the securities accounts in accordance with the regulations applicable to trade in financial instruments. It is recommended that the shareholders collect the foregoing certificates of the right to participate in the General Meeting and hold them on the day of the General Meeting.

The Company shall develop a list of shareholders entitled to participate in the General Meeting based on the Share Ledger, bearer share documents, or certificates pertaining to such shares, and based on the list provided thereto by the National Depository for Securities (Krajowy Depozyt Papierów Wartościowych, KDPW). The foregoing list to be provided by the KDPW shall be developed based on the information provided by the entities maintaining the shareholders' securities accounts, based on the issued registered certificates of the right to participate in the General Meeting.

The list of shareholders holding the right to participate in the General Meeting (hereinafter referred to as the "List of Shareholders"), developed pursuant to Article 407 § 1 of the CCC, shall be made available for inspection at the offices of the Company located in Warsaw at al. Jana Pawła II 12, 1st floor, room 119, for three business days prior to the holding of the General Meeting, i.e. on 22, 23 and 26 June 2017, between 09:00 hours and 16:00 hours.

A shareholder of Polimex-Mostostal may inspect the List of Shareholders on site, within times provided for hereinabove, and may demand a copy of the List of Shareholders against reimbursement of the costs of its development. A shareholder of Polimex-Mostostal may also request that the List of Shareholders be sent to them free of charge by electronic mail

and provide their own e-mail address to which the list should be sent. A request to send the List of Shareholders shall be submitted at the offices of the Company, or it shall be sent to [nwz16052016@polimex.pl](mailto:nwz16052016@polimex.pl).

Pursuant to Article 407 § 2 of the CCC, a shareholder shall have the right to request that copies of motions pertaining to the issues included in the agenda be issued thereto within one week prior to the General Meeting.

**k) Place and manner of acquainting oneself with the documentation and resolutions submitted to the General Meeting**

*Pursuant to Article 402<sup>3</sup> § 1 of the CCC, a full text of the documentation that is to be presented to the General Meeting, inclusive of draft resolutions, shall be made available on the website of Polimex-Mostostal at [www.polimex-mostostal.pl](http://www.polimex-mostostal.pl) as of the day of convening of the General Meeting. Comments of the Management Board of Polimex-Mostostal or the Supervisory Board of Polimex-Mostostal related to the issues on the agenda of the General Meeting or the issues that are to be put on the agenda prior to the date of the General Meeting shall be made available on the website of Polimex-Mostostal immediately after having been drawn up. **Address of the website where information pertaining to the General Meeting shall be made available***

Any and all information pertaining to the General Meeting shall be made available on the website of Polimex-Mostostal at [www.polimex-mostostal.pl](http://www.polimex-mostostal.pl).

**f) Additional information**

According to the information contained in current report no. 10/2016 dated 24 February 2016, the Company does not anticipate audio or video recording of the course of the General Meeting, nor do they anticipate uploading of any audio or video recordings of the course of the General Meeting to its website.

Moreover, in connection with non-recording of the course of the General Meeting, the Company will not upload to its website any shareholders' inquiries pertaining to the issues included in the agenda and put forward in the course of the General Meeting, nor will they upload any answers to such inquiries.

President of the Management Board  
/-/ signature  
Antoni Józwowicz

Vice President of the Management Board  
/-/ signature  
Andrzej Jurczyński

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

(item 2 of the agenda)

**RESOLUTION NO. \_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: appointment of the Chairperson of the Meeting  
§1**

Acting pursuant to Article 409 § 1 of the Act of 15 September 2000 - Code of Commercial Companies (Journal of Laws of 2013, item 1030, as amended) (hereinafter referred to as the "CCC" or the "Code of Commercial Companies"), the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna (hereinafter referred to as the "Company"), based on the results of secret voting, has appointed Mr/Ms \_\_\_\_\_ to be the Chairperson of the Ordinary General Meeting held on 27 June 2017.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: ..... votes

"abstained": ..... votes

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

(item 6 of the agenda)

**RESOLUTION NO. \_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: adoption of the agenda**

**§1**

The Ordinary General Meeting of the Company has adopted the agenda in the wording announced on the website of the Company and in the form of current report /2017 published on .... May 2017.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: ..... votes

"abstained": ..... votes



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

(item 7 of the agenda)

**RESOLUTION NO. \_\_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: examination and approval of the report of the Management Board on the Company's  
operations and the Company's financial statement for the 2016 financial year**

**SI**

Acting pursuant to Article 395 § 2, item 1 of the Code of Commercial Companies and § 33, section 1, letter a) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, after due examination, hereby decides to approve the report of the Management Board on the Company's operations in the 2016 financial year and the financial statement of the Company for the period from 1 January 2016 to 31 December 2016, including:

1/ a balance sheet drawn up as of 31 December 2016 showing total assets, equities and liabilities in the amount of PLN 1,487.254 thousand (in words: one billion four hundred and eighty-seven million two hundred and fifty-four thousand zlotys),

2/ a loss and profit account for the period from 1 January 2016 to 31 December 2016 showing a net profit in the amount of PLN 1.018 thousand (in words: one million eighteen thousand zlotys),

3/ a total income statement for the period from 1 January 2016 to 31 December 2016 showing a positive value of the total income of PLN 1.255 thousand (in words: one million two hundred and fifty-five thousand zlotys),

4/ a statement on changes in equity for the period from 1 January 2016 to 31 December 2016 showing an increase in equity by PLN 1.255 thousand (in words: one million two hundred and fifty-five thousand zlotys),

5/ a consolidated cash flow statement for the period from 1 January 2016 to 31 December 2016 showing a decrease in the balance of cash by PLN 168.266 thousand (in words: one hundred and sixty-eight million two hundred and sixty-six thousand zlotys),

6/ consolidated additional information, including information about the adopted accounting policy and additional explanatory notes.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: .....votes

"abstained": .....votes

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

(item 8 of the agenda)

**RESOLUTION NO. \_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: examination and approval of the report of the Management Board on the operations of the Polimex-Mostostal Capital Group and the consolidated financial statement of the Polimex-Mostostal Capital Group or the 2016 financial year**

**§1**

Acting pursuant to Article 395 § 5 of the Code of Commercial Companies, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, after due examination, hereby decides to approve the report of the Management Board on the operations of the Polimex-Mostostal Capital Group in the 2016 financial year and the financial statement of the Polimex-Mostostal Capital Group for the period from 1 January 2016 to 31 December 2016, including:

1/ a consolidated balance sheet drawn up as of 31 December 2016 showing total assets, equities and liabilities in the amount of PLN 2,497.637 thousand (in words: two billion four hundred and ninety-seven million six hundred and thirty-seven thousand zlotys),

2/ a consolidated loss and profit account for the period from 1 January 2016 to 31 December 2016 showing a net loss of PLN 60.706 thousand (in words: sixty million seven hundred and six thousand zlotys),

3/ a total income statement for the period from 1 January 2016 to 31 December 2016 showing a negative value of the total income of PLN 59.822 thousand (in words: fifty-nine million eight hundred and twenty-two thousand zlotys),

4/ a consolidated statement on changes in equity for the period from 1 January 2016 to 31 December 2016 showing a decrease in equity by PLN 58.655 thousand (in words: fifty-eight million six hundred and fifty-five thousand zlotys),

5/ a consolidated cash flow statement for the period from 1 January 2016 to 31 December 2016 showing a decrease in the balance of cash by PLN 84.668 thousand (in words: eighty-four million six hundred and sixty-eight thousand zlotys),

6/ consolidated additional information, including information about the adopted accounting policy and additional explanatory notes.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: .....votes

"abstained": .....votes

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

(item 9 of the agenda)

**RESOLUTION NO. \_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

with respect to: examination and approval of the report of the Supervisory Board on: (i) its operations in the 2016 financial year and (ii) assessment of the financial statement of the Company for the 2016 financial year and the consolidated financial statement of the Polimex-Mostostal Capital Group for the 2016 financial year and (iii) assessment of the report of the Management Board on the Company's operations in the 2016 financial year and the report of the Management Board on the operations of the Polimex-Mostostal Capital Group in the 2016 financial year

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, having examined the report of the Supervisory Board on its operations in the 2016 financial year, containing the assessment of the financial statement of the Company for the 2016 financial year and the consolidated financial statement of the Polimex-Mostostal Capital Group for the 2016 financial year and (ii) the report of the Management Board on the operations of the Company in the 2016 financial year and on the operations of the Polimex-Mostostal Capital Group in the 2016 financial year, hereby decides to approve the report in question.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: ..... votes

"abstained": .....votes

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

(item 10 of the agenda)

**RESOLUTION NO. \_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: allocation of the Company's net profit in the financial year 2016**

**§1**

Acting pursuant to Article 395 § 2, item 2 of the Code of Commercial Companies and § 33, section 1 letter c) of the Articles of Association, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna decides to allocate the net profit of the Company for the financial year 2016 in the amount of PLN 1,017,859.29 (in words: one million seventeen thousand eight hundred and fifty-nine zlotys PLN 29/100) to a decrease of the negative value of the item "other capital" in the Company's balance sheet.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

    "for" the resolution: ..... votes

    "against" the resolution:.....votes

    "abstained": .....votes

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

**(item 10 of the agenda)**

**RESOLUTION NO. \_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: allocation of retained earnings to coverage of the negative value of other capital**

**§1**

Acting pursuant to Article 395 § 5 of the Code of Commercial Companies and § 27, section 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna decides to allocate the funds reported in the balance sheet of the Company as "retained earnings" in the amount of PLN 59,640,192.56 (in words: fifty-nine million six hundred and forty thousand one hundred and ninety-two zlotys, 56/100) for a decrease of the negative value of the item "other capital" in the Company's balance sheet.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: ..... votes

"abstained": ..... votes

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

**(item 10 of the agenda)**

**RESOLUTION NO. \_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: allocation of a part of the supplementary capital to coverage of the negative value of other capital**

**§1**

Acting pursuant to Article 395 § 5 of the Code of Commercial Companies and § 27, section 2 of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna decides to allocate a part of the supplementary capital in the amount of PLN 151,963,352.44 (in words: one hundred and fifty-one million nine hundred and sixty-three thousand three hundred and fifty-two zlotys, 44/100) for a decrease of the negative value of the item "other capital" in the Company's balance sheet.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

    "for" the resolution: ..... votes

    "against" the resolution: ..... votes

    "abstained": ..... votes

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

(item 11 of the agenda)

**RESOLUTION NO. \_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Management Board of the Company with respect to the fulfilment of her duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Ms. Joanna Makowiecka-Gacy, President of the Management Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 4 March 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: .....votes

"abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO. \_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_2017**

**with respect to: granting discharge to a Member of the Management Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Krzysztof Cetnar, Vice President of the Management Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 4 March 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: .....votes

"abstained": .....votes



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

(item 11 of the agenda)

**RESOLUTION NO.  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Management Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Jacek Czerwonka, Vice President of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 7 June 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: .....votes

"abstained": .....votes

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

{item 11 of the agenda}

**RESOLUTION NO. \_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Management Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Antoni Józowicz, President of the Management Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 31 December 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: .....votes

"abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO. \_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Management Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Tomasz Kucharczyk, Vice President of the Management Board of the Company, discharge with respect to the fulfilment of his duties in the period from 4 March 2016 to 31 December 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: .....votes

"abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO. \_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Management Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Tomasz Rawecki, Vice President of the Management Board of the Company, discharge with respect to the fulfilment of his duties in the period from 7 March 2016 to 31 December 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: .....votes

"abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO. \_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Wojciech Barański, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 23 February 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: .....votes

"abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO. \_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Marek Szczepański, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 25 February 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: .....votes

"abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO. \_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Andrzej Zwara, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 25 February 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: ..... votes

"abstained": ..... votes

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

(item 11 of the agenda)

**RESOLUTION NO. \_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Krzysztof Karczmarczyk, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 25 February 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: .....votes

"abstained": .....votes



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

(item 11 of the agenda)

**RESOLUTION NO.\_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Jarosław Kochaniak, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 25 February 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast:.....  
Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes  
"against" the resolution:.....votes  
"abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO.\_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Andrzej Kasperek, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 25 February 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast:.....  
Percentage of shares in the share capital: .....  
Total number of valid votes: .....  
    "for" the resolution:..... votes  
    "against" the resolution:.....votes  
    "abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO.\_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017.**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Zbigniew Jędrzejewski, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 25 February 2016 to 15 April 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast:.....  
Percentage of shares in the share capital: .....  
Total number of valid votes: .....  
    "for" the resolution: ..... votes  
    "against" the resolution:.....votes  
    "abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO.\_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of her duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Ms. Anna Młynarska Sobaczewska, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 25 February 2016 to 31 December 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

    "for" the resolution: ..... votes

    "against" the resolution:.....votes

    "abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO.\_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of her duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Ms. Iwona Warsewicz, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 25 February 2016 to 31 December 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

    "for" the resolution: ..... votes

    "against" the resolution:.....votes

    "abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO.\_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Bartłomiej Kachniarz, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 31 December 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

    "for" the resolution: ..... votes

    "against" the resolution:.....votes

    "abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO. \_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Bartłomiej Kurkus, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 25 February 2016 to 31 December 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

    "for" the resolution: ..... votes

    "against" the resolution:.....votes

    "abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO.\_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Andrzej Komarowski, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 25 February 2016 to 31 December 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast:.....  
Percentage of shares in the share capital: .....  
Total number of valid votes: .....  
    "for" the resolution:..... votes  
    "against" the resolution:.....votes  
    "abstained": .....votes



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

(item 11 of the agenda)

**RESOLUTION NO.\_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Przemysław Figarski, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 16 May 2016 to 31 December 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast:.....  
Percentage of shares in the share capital: .....  
Total number of valid votes: .....  
    "for" the resolution: ..... votes  
    "against" the resolution:..... votes  
    "abstained": ..... votes

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

(item 11 of the agenda)

**RESOLUTION NO.\_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Bartosz Ostachowski, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 24 June 2016 to 31 December 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast:.....  
Percentage of shares in the share capital: .....  
Total number of valid votes: .....  
    "for" the resolution:..... votes  
    "against" the resolution:.....votes  
    "abstained": .....votes

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

(item 11 of the agenda)

**RESOLUTION NO. \_\_\_\_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Marcin Milewicz, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 31 December 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast:.....  
Percentage of shares in the share capital: .....  
Total number of valid votes: .....  
    "for" the resolution: ..... votes  
    "against" the resolution: ..... votes  
    "abstained": ..... votes

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

(item 11 of the agenda)

**RESOLUTION NO. \_  
OF THE ORDINARY GENERAL MEETING OF  
Polimex-Mostostal Spółka Akcyjna  
of \_\_\_\_\_ 2017**

**with respect to: granting discharge to a Member of the Supervisory Board of the Company with respect to the fulfilment of his duties in the 2016 financial year**

Acting pursuant to Article 395 § 2, item 3 of the Code of Commercial Companies and § 33, section 1, letter b) of the Articles of Association of the Company, the Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna, based on secret voting, hereby decides as follows:

**§1**

The Ordinary General Meeting of Polimex-Mostostal Spółka Akcyjna hereby grants Mr. Andrzej Sokolewicz, Member of the Supervisory Board of the Company, discharge with respect to the fulfilment of his duties in the period from 1 January 2016 to 31 December 2016.

**§2**

The resolution shall become effective upon adoption.

Number of shares with valid votes cast: .....

Percentage of shares in the share capital: .....

Total number of valid votes: .....

"for" the resolution: ..... votes

"against" the resolution: ..... votes

"abstained": ..... votes

**LEGAL OFFICE DIRECTOR**