

**RESOLUTION NO. ...**  
**OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A.**  
**with its registered office in Warsaw**  
**of ... June 2017**  
**on the distribution of the net profit of CIECH S.A. for financial year 2016**

Acting pursuant to Art. 395 § 2 point 2) of the Commercial Companies Code and § 18 point 2) of the Articles of Association of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary (Annual) Shareholders' Meeting of CIECH S.A. hereby decides to distribute the net profit of CIECH S.A. for 2016, amounting to PLN 152,439,960.97 (in words: one hundred and fifty-two million four hundred and thirty-nine thousand nine hundred and sixty and 97/100 Polish Zloty) as follows:

1. the amount of PLN 152,302,737.01 (in words: one hundred and fifty-two million three hundred and two thousand seven hundred and thirty-seven and 01/100 Polish Zloty), i.e. PLN 2.89 (in words: two point eighty-nine Polish Zloty) per share, to be allocated to payment of dividends to the Company's shareholders,
2. the amount of PLN 137,223.96 (in words: one hundred and thirty-seven thousand two hundred and twenty-three and 96/100 Polish Zloty) to be allocated to the Company's supplementary capital.

§ 2

The dividend date is scheduled for 6 July 2017. The dividend payment date is scheduled for 27 July 2017.

§ 3

This resolution shall come into force on the date of its adoption.

*The number of shares from which valid votes have been cast:*

*Percentage share of such shares in the share capital:*

*Total number of valid votes:*

*Number of votes cast "in favour":*

*Number of votes cast "against":*

*Number of votes "abstaining":*

*This resolution will be adopted in an open vote.*