

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the election of the Chairman of the Ordinary Shareholders' Meeting

Acting pursuant to Art. 409 § 1 of the Commercial Companies Code, it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting of CIECH S.A. hereby appoints, as the Chairman of the Meeting, Ms/Mr

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the adoption of the agenda of the Ordinary Shareholders' Meeting

Acting pursuant to § 25 of the Rules and Regulations of the Shareholders' Meeting of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting of CIECH S.A. hereby adopts the following agenda of the Ordinary Shareholders' Meeting of CIECH S.A.:

1. The opening of the Ordinary Shareholders' Meeting.
2. Election of the Chairman of the Ordinary Shareholders' Meeting.
3. Determination that the Ordinary Shareholders' Meeting was duly convened and is capable of adopting resolutions.
4. Adoption of the agenda.
5. Consideration of the report on the activity of CIECH S.A. for 2014 and the Unit Financial Statement of CIECH S.A. for the financial year 2014.
6. Consideration of the report on the activity of the Ciech Group in 2014 and the Consolidated Financial Statement of the CIECH Group for 2014.
7. Consideration of the report of the Supervisory Board on its activity in the financial year 2014, including the report on the results of evaluation of: the reports of the Management Board on the activity of CIECH S.A. and the Ciech Group, financial statements of CIECH S.A. and the Ciech Group for the financial year 2014, a motion of the Management Board regarding distribution of the net profit for 2014; as well as evaluation of the situation of the Company in 2014, taking into account the evaluation of the internal control system and the system of management of the risk relevant for the Company.
8. Adoption of a resolution on approval of the report on the activity of CIECH S.A. for 2014.
9. Adoption of a resolution on approval of the Unit Financial Statement of CIECH S.A. for the financial year 2014.
10. Adoption of a resolution on approval of the report on the activity of the Ciech Group for 2014.
11. Adoption of a resolution on approval of the Consolidated Financial Statement of the Ciech Group for the financial year 2014.
12. Adoption of a resolution on approval of the report of the Supervisory Board on its activity in the financial year 2014, including the report on the results of evaluation of: the reports of the Management Board on the activity of CIECH S.A. and the Ciech Group, financial statements of CIECH S.A. and the Ciech Group for the financial year 2014, a motion of the Management Board regarding distribution of the net profit for 2014.
13. Adoption of a resolution in distribution of the net profit for the financial year 2014.
14. Adoption of a resolution concerning the granting of acknowledgement of fulfilment of duties to members of the Management Board in the financial year 2014.
15. Adoption of a resolution concerning the granting of acknowledgement of fulfilment of duties to members of the Supervisory Board in the financial year 2014.
16. Adoption of a resolution concerning an amendment to the By-laws of CIECH S.A.
17. Adoption of a resolution concerning the adoption of a uniform text of the By-laws of CIECH S.A.
18. Closure of the meeting.

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 those votes 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.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

on approval of the report on the activity of CIECH S.A. for 2014.

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 1) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting of CIECH S.A., upon consideration, hereby approves the report on the activity of CIECH S.A. for 2014.

§ 2

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 those votes 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.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

*on approval of the Unit Financial Statement of CIECH S.A. for the financial year
2014*

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 1) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting of CIECH S.A., upon reviewing the report and opinion of the chartered accountant -

– KPMG Audyt Sp. z o.o. sp. k. and the evaluation presented by the Supervisory Board of CIECH S.A. of the financial statement of CIECH S.A. for the financial year 2014, hereby approves the Unit Financial Statement of CIECH S.A. for the financial year 2014, encompassing:

- a statement on the financial situation, drawn-up as of 31 December 2014, which, on the side of assets and liabilities, shows the amount of **PLN 2,573,983 thousand** (say: two billion five hundred seventy-three million nine hundred eighty-three thousand),
- a profit and loss account for the period from 1 January 2014 to 31 December 2014 showing a net profit to the value of **PLN 92,129 thousand** (say: ninety-two million one hundred twenty-nine thousand),
- a statement of other total income for the period from 1 January 2014 to 31 December 2014, showing a positive total income to the amount of **PLN 85,977 thousand** (say: eighty-five thousand nine hundred seventy-seven thousand),
- a statement on changes in the equity capital for a period from 1 January 2014 to 31 December 2014 showing an increase in the equity capital by the amount of **PLN 26,426 thousand** (say: twenty-six million four hundred twenty-six thousand),
- a cash flow statement for a period from 1 January 2014 to 31 December 2014 showing a decrease in the level of cash by the amount of **PLN 37.479 thousand** (say: thirty-seven million four hundred seventy-nine thousand),
- additional information, covering information about the adopted accounting policy and other explanatory notes.

§ 2

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

The number of shares from which valid votes have been cast
share capital

Percentage share of those votes in the

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.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

on approval of the report on the activity of the Ciech Group for 2014.

Acting pursuant to Art. 395 § 5 of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting of CIECH S.A., upon consideration, hereby approves the report on the activity of the CIECH Group for 2014.

§ 2

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 those votes 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.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

*on approval of the Consolidated Financial Statement of the Ciech Group
for the financial year of 2014*

Acting pursuant to Art. 395 § 5 of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A.,
it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting of CIECH S.A., upon reviewing the report and opinion of the chartered accountant -

– KPMG Audyt Sp. z o.o. sp. k. and the evaluation presented by the Supervisory Board of CIECH S.A. of the Consolidated Financial Statement of the Ciech Group for the financial year 2014, hereby approves the Consolidated Financial Statement of the Ciech Group for the financial year 2014, encompassing:

- a consolidated statement on the financial situation, drawn-up as of 31 December 2014, which, on the side of assets and liabilities, shows the amount of **PLN 3.205.697 thousand** (say: three billion two hundred five million six hundred ninety-seven thousand),
- a consolidated profit and loss account for the period from 1 January 2014 to 31 December 2014 showing a net profit to the value of **PLN 166.353 thousand** (say: one hundred sixty-six million three hundred fifty-three thousand),
- a consolidated statement of other total income for the period from 1 January 2014 to 31 December 2014, showing a positive total income to the amount of **PLN 175.255 thousand** (say: one hundred seventy-five thousand two hundred fifty-five thousand),
- a consolidated statement on changes in the equity capital for a period from 1 January 2014 to 31 December 2014 showing an increase in the equity capital by the amount of **PLN 88.185 thousand** (say: eighty-eight million one hundred eighty-five thousand),
- a consolidated cash flow statement for a period from 1 January 2014 to 31 December 2014 showing a decrease in the level of cash by the amount of **PLN 53.670 thousand** (say: fifty-three million six hundred seventy thousand),
- additional information, covering information about the adopted accounting policy and other explanatory notes.

§ 2

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 those votes 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.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

on approval of the report of the Supervisory Board on its activity in the financial year 2014

Acting pursuant to Art. 395 § 5 of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting of CIECH S.A. hereby approves the report of the Supervisory Board on its activity in the financial year 2014, including the report on the results of evaluation of: the reports of the Management Board on the activity of CIECH S.A. and the Ciech Group, financial statements of CIECH S.A. and the Ciech Group for the financial year 2014, a motion of the Management Board regarding distribution of the net profit for 2014.

§ 2

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 those votes 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.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the distribution of net profit of CIECH SA. for the financial year 2014

Acting pursuant to Art. 395 § 2 point 2) of the Commercial Companies Code and § 18 point 2) of the By-laws of
CIECH S.A.,

it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting of CIECH S.A., upon reviewing the motion of the Management Board of CIECH S.A. regarding distribution of the net profit of CIECH S.A. for 2014 and, upon reviewing the opinion of the Supervisory Board of CIECH S.A., hereby decides to allocated the net profit of CIECH S.A. for 2014, to the value of PLN 92,128,904.38 (ninety-two billion one hundred twenty-eight nine hundred four and 38/100), for:

§ 2

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.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Mr Dariusz Krawczyk for fulfilment of his duties of the President of the Management Board in the period from 1 January 2014 to 31 December 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Dariusz Krawczyk for fulfilment of his duties of the President of the Management Board in the period from 1 January 2014 to 31 December 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Mr Artur Osuchowski for fulfilment of his duties of the Member of the Management Board in the period from 1 January 2014 to 31 December 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Artur Osuchowski for fulfilment of his duties of the Member of the Management Board in the period from 1 January 2014 to 31 December 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Mr Maciej Tybura for fulfilment of his duties of the Member of the Management Board in the period from 13 October 2014 to 31 December 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Maciej Tybura for fulfilment of his duties of the Member of the Management Board in the period from 13 October 2014 to 31 December 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

*regarding the granting of acknowledgement to Mr Andrzej Kopeć for fulfilment of his duties of the Member
of the Management Board in the period from 1 January 2014 to 7 July 2014*

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Andrzej Kopeć for fulfilment of his duties of the Member of the Management Board in the period from 1 January 2014 to 7 July 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Ms Ewa Sibrecht - Ośka of fulfilment of her duties of a Member of the Supervisory Board, including the duties of the Chairman of the Supervisory Board, in the period from 1 January 2014 to 7 July 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Ms Ewa Sibrecht - Ośka of fulfilment of her duties of a Member of the Supervisory Board, including the duties of the Chairman of the Supervisory Board, in the period from 1 January 2014 to 7 July 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Mr Przemysław Cieszyński of fulfilment of his duties of a Member of the Supervisory Board, including the duties of the Vice Chairman of the Supervisory Board, in the period from 1 January 2014 to 23 May 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Przemysław Cieszyński of fulfilment of his duties of a Member of the Supervisory Board, including the duties of the Vice Chairman of the Supervisory Board, in the period from 1 January 2014 to 23 May 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

*regarding the granting of acknowledgement to Mr Arkadiusz Grabalski for fulfilment of his duties of
the Member of the Supervisory Board in the period from 1 January 2014 to 7 July 2014*

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Arkadiusz Grabalski for fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2014 to 7 July 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

*regarding the granting of acknowledgement to Mr Zygmunt Kwiatkowski for fulfilment of his duties of the
Member of the Supervisory Board in the period from 1 January 2014 to 7 July 2014*

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Zygmunt Kwiatkowski for fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2014 to 7 July 2014.

§ 2

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

The number of shares from which valid votes have been cast share capital	Percentage share of those votes in the
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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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

*regarding the granting of acknowledgement to Mr Maciej Lipiec for fulfilment of his duties of the Member of
the Supervisory Board in the period from 1 January 2014 to 7 July 2014*

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Maciej Lipiec for fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2014 to 7 July 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Mr Waldemar Maj for fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2014 to 7 July 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Waldemar Maj for fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2014 to 7 July 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Mr Mariusz Obszyński of fulfilment of his duties of a Member of the Supervisory Board, including the duties of the Secretary of the Supervisory Board, in the period from 1

January 2014 to 7 July 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Mariusz Obszyński of fulfilment of his duties of a Member of the Supervisory Board, including the duties of the Secretary of the Supervisory Board, in the period from 1 January 2014 to 7 July 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Mr Sławomir Stelmasiak for fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2014 to 7 July 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Sławomir Stelmasiak for fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2014 to 7 July 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Dr Jan Kulczyk of fulfilment of his duties of a Member of the Supervisory Board, including the duties of the Chairman of the Supervisory Board, in the period from 7 July 2014 to 31 December 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Dr Jan Kulczyk of fulfilment of his duties of a Member of the Supervisory Board, including the duties of the Chairman of the Supervisory Board, in the period from 7 July 2014 to 31 December 2014.

§ 2

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

The number of shares from which valid votes have been cast share capital	Percentage share of those votes in the
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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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Mr Tomasz Mikołajczak of fulfilment of his duties of a Member of the Supervisory Board, including the duties of the Vice Chairman of the Supervisory Board, in the period from 7 July 2014 to 31 December 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Tomasz Mikołajczak of fulfilment of his duties of a Member of the Supervisory Board, including the duties of the Vice Chairman of the Supervisory Board, in the period from 7 July 2014 to 31 December 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Mr Wojciech Stramski of fulfilment of his duties of a Member of the Supervisory Board, including the duties of the Secretary of the Supervisory Board, in the period from 7 July 2014

to 31 December 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Wojciech Stramski of fulfilment of his duties of a Member of the Supervisory Board, including the duties of the Secretary of the Supervisory Board, in the period from 7 July 2014 to 31 December 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Mr Piotr Augustyniak for fulfilment of his duties of the Member of the Supervisory Board in the period from 7 July 2014 to 31 December 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Piotr Augustyniak for fulfilment of his duties of the Member of the Supervisory Board in the period from 7 July 2014 to 31 December 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Mr Mariusz Nowak for fulfilment of his duties of the Member of the Supervisory Board in the period from 7 July 2014 to 31 December 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Mariusz Nowak for fulfilment of his duties of the Member of the Supervisory Board in the period from 7 July 2014 to 31 December 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

*regarding the granting of acknowledgement to Mr Artur Olech for fulfilment of his duties of the Member of the
Supervisory Board in the period from 7 July 2014 to 31 December 2014*

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Artur Olech for fulfilment of his duties of the Member of the Supervisory Board in the period from 7 July 2014 to 31 December 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

regarding the granting of acknowledgement to Mr Maciej Tybura for fulfilment of his duties of the Member of the Supervisory Board in the period from 7 July 2014 to 10 October 2014

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point

1) 1) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting hereby grants acknowledgement to Mr Maciej Tybura for fulfilment of his duties of the Member of the Supervisory Board in the period from 7 July 2014 to 10 October 2014.

§ 2

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 those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

concerning an amendment to the By-laws of CIECH S.A.

Acting pursuant to § 18 point 4) of the By-laws of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary Shareholders' Meeting of CIECH S.A. hereby amends the By-laws of CIECH S.A. in such a manner that:

- **in § 14, after section 3, the following section 4 is added:**

The Management Board shall be authorized to pay an advance payment to shareholders towards the anticipated dividend at the end of the financial year, if the Company has funds which are sufficient to make such payment and if the approved financial statement for the previous year shows profit. The advance payment may constitute maximum a half of the profit achieved from the end of the previous financial year, as disclosed in the financial statement, audited by a chartered accountant, increased by reserve capital established from the profit which, for the purpose of payment of the advance payments, may be at the disposal of the Management Board, and decreased by uncovered losses and equity shares.

- **§ 18 point 6:**

- currently reading as follows:

Sale and lease of the enterprise or an organized part thereof, as well as establishment of a limited property right thereon;

- shall now read as follows:

Sale, lease and tenancy of the enterprise or an organized part thereof, as well as establishment of a limited property right thereon.

- **In § 20, after section 6, the following sections 7 and 8 shall be added:**

- **section 7:**

Meetings of the Supervisory Board shall be convened by means of a written notification of the time and agenda of the meeting, delivered to each member of the Supervisory Board fourteen days before the planned date of the meeting. A notification of a meeting of the Supervisory Board may also be sent to a member of the Board by means of an electronic mail, if such member has previously granted his consent to such form of communication, providing an e-mail address to which such notification should be set.

- **section 8:**

In the event that the on-going activity of the Company requires immediate convening of the Supervisory Board, this may be done, but resolutions adopted during such meeting shall be valid only if each of the members of the Supervisory Board delivers to the Chairman, and in the event of his absence, to his Deputy or to the secretary, not later than before the opening of the meeting, a written statement that he has been

duly notified of the date and subject matter of such meeting. The above statement may also be sent by fax or electronic mail to the number/electronic mail address indicated on the website of the Company.

- **§ 21 section 2**

- currently reading as follows:

2. The competence of the Supervisory Board shall include, in particular:

- 1) evaluation of the report of the Management Board on the activity of the Company, the financial statement for the previous financial year, the consolidated financial statement and the statement on the activity of the capital group where the Company is a dominant entity, provided that the Company prepares the same, with regard to their compliance with the books and documents, as well as the actual state of affairs, and the motions of the Management Board concerning distribution of profits or coverage of losses, as well as the submission to the Shareholders' Meeting of the annual written report on the results of this evaluation;
- 2) granting opinions to the action programmes of the Company prepared by the Management Board;
- 3) consideration and granting of opinions regarding matters which form an object of resolutions of the Shareholders' Meeting;
- 4) adoption of the Rules and Regulations of the Supervisory Board;
- 5) approval of the Rules and Regulations of the Management Board
- 6) appointment and dismissal of members of the Management Board, including the President of the Management Board;
- 7) determination of rules of remuneration for members of the Management Board, including the President of the Management Board;
- 8) selection of a chartered accountant to conduct an audit of the financial statement of the Company and an audit of the consolidated financial statement of the capital group of the Company;
- 9) the granting of consent to acquisition and sale of real estate, perpetual usufruct or a share in real estate;
- 10) granting of consent to disposal of the right or incurring the liability to the amounts exceeding 5% of the equity capital of the Company, with the exception of:
 - a) purchase and sale of raw materials, semi-finished products and products connected with the object of activity of the Company;
 - b) the incurring of liabilities connected with the basic, on-going activity of the Company, to the amounts not exceeding 10% of the equity capital of the Company;
 - c) activities which require the consent of the Shareholders' Meeting.

- shall now read as follows:

2. The Competence of the Supervisory Board, in addition to the scope specified in the Commercial Companies Code, shall be:

- 1) evaluation of the report of the Management Board on the activity of the Company, the financial statement for the previous financial year, the consolidated financial statement and the statement on the activity of the capital group where the Company is a dominant entity, provided that the Company prepares the same, with regard to their compliance with the books and documents, as well as the actual state of affairs, and the motions of the Management Board concerning distribution of profits or coverage of losses, as well as the submission to the Shareholders' Meeting of the annual written

- report on the results of this evaluation; granting opinions concerning the action plans of the Company, developed by the Management Board;
- 2) consideration and granting of opinions regarding matters which form an object of resolutions of the Shareholders' Meeting;
 - 3) adoption of the Rules and Regulations of the Supervisory Board;
 - 4) approval of the Rules and Regulations of the Management Board
 - 5) appointment and dismissal of members of the Management Board, including the President of the Management Board;
 - 6) determination of rules of remuneration for members of the Management Board, including the President of the Management Board;
 - 7) selection of a chartered accountant to conduct an audit of the financial statement of the Company and an audit of the consolidated financial statement of the capital group of the Company;
 - 8) the granting of consent to acquisition and sale of real estate, perpetual usufruct or a share in real estate;
 - 9) granting of consent to disposal of the right or incurring the liability to the amounts exceeding PLN 20,000,000 (say: twenty million), with the exception of:
 - a) purchase and sale of raw materials, semi-finished products and products connected with the object of activity of the Company;
 - b) the incurring of liabilities connected with the basic, on-going activity of the Company, to the amounts not exceeding 10% of the equity capital of the Company;
 - c) activities which require the consent of the Shareholders' Meeting.
 - 10) granting opinions regarding candidates to members of supervisory boards of the companies where the Company is a partner or shareholder;
 - 11) approval of draft annual business plans and budgets of the Company, the Capital Group of the Company and their amendments;
 - 12) granting the consent to the encumbrance of the property assets of the Company to the amount (the sum of security) not exceeding PLN 10,000,000.00 (say: ten million), as part of one or a series of combined transactions;
 - 13) granting consent for the Company's granting of sureties and guarantees to entities other than subsidiaries, as defined by the Commercial Companies Code;
 - 14) granting consent to the payment of an advance payment towards the anticipated dividend.

- **§ 23 section 1**

- currently reading as follows:

1. The Management Board shall be composed of one or more members. The Supervisory Board shall appoint the President of the Management Board and the other members of the Management Board. The Supervisory Board shall establish the number of members of the Management Board.

- shall now read as follows:

1. The Management Board shall be composed of at least two members. The Supervisory Board shall appoint the President of the Management Board and the other members of the Management Board. The Supervisory Board shall establish the number of members of the Management Board.

- **§ 25**

- currently reading as follows:

The President of the Management Board, acting solely, or two members of the Management Board acting jointly, or one member of the Management Board acting jointly with the commercial representative shall be entitled to place statements of will and sign on behalf of the Company.

- shall now read as follows:

Two members of the Management Board acting jointly or one member of the Management Board acting jointly with a commercial representative shall be entitled to place statements of will and sign on behalf of the Company.

§ 2

This resolution shall come into force on the date of its adoption, and shall become legally effective as of the date of entry of the amendments to the By-laws in the Register of Entrepreneurs of the National Court Register.

The number of shares from which valid votes have been cast Percentage share of those votes 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 a secret ballot.

RESOLUTION NO.
OF THE ORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in Warsaw
of June 2015

concerning the adoption of a uniform text of the By-laws of CIECH S.A.

The Ordinary Shareholders' Meeting of CIECH S.A., acting pursuant to Art. 430 § 1 of the Commercial Companies Code, hereby resolves as follows:

§ 1

The Ordinary Shareholders' Meeting of CIECH S.A. adopts the uniform text of the By-laws of CIECH S.A., taking into account the amendments adopted by means of Resolution No. of the Ordinary Shareholders' Meeting of CIECH S.A. on June 2015.

§ 2

This resolution shall come into force on the date of its adoption, and shall become legally effective as of the date of entry of the amendments to the By-laws in the Register of Entrepreneurs of the National Court Register.

The number of shares from which valid votes have been cast Percentage share of those votes 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 a secret ballot.