

FORM

**to exercise a right of vote by the attorney
at the Ordinary (Annual) Shareholders' Meeting of CIECH S.A. on 16 June 2016**

The use of this form shall not constitute an obligation of a shareholder and shall not constitute a condition for casting a vote by an Attorney. The use of this form depends on mutual arrangement and undertakings in this regard between the Attorney and the Shareholder. This document shall not substitute the document of the power of attorney. The Shareholder and the Attorney may use only some of the pages of this form, at their own discretion.

The form, after being filled in by the Shareholder granting the power of attorney, in the event of an open vote taking place at the Shareholders' Meeting, may constitute a voting card of the Attorney, and in the event of a secret ballot, a filled-in form should be treated as a written instruction regarding the method of voting by the Attorney in such vote and should be retained by him.

Underneath, there are draft resolutions of the Ordinary (Annual) Shareholders' Meeting of CIECH S.A. Under each draft resolution, there is space for instructions regarding the method of vote issues by the Shareholder for the Attorney, as well space where the vote should be marked and possibly where objections should be raised in the event of voting against a given resolution in a specific vote. The casting of a vote and submission of possible objections takes place by means of marking a relevant field in the box with *. Moreover, if the Attorney casts a different vote from different shares within the package of shares he represents and one vote, he should enter, in the relevant fields, the relevant numbers of shares/votes which he dedicates to a given type of vote in a given ballot.

The Company notes that, in the event of use of this form by the Shareholder and Attorney, no verification shall be performed of the compliance of vote with the text of the instruction contained therein. The casting or non-casting of the vote by the Attorney shall be decisive also in the event when certain conduct of the Attorney is in contradiction with the instruction.

Details of the Principal - Shareholder:

First name and last name/business name
Address of residence/registered office:
Personal identification number PESEL/Statistical number REGON
Personal identification card number/number of entry in the National Court Register KRS

I, the undersigned, authorized to participate in the Ordinary (Annual) Shareholders' Meeting of CIECH S.A. on 16 June 2016 (hereinafter: "the Meeting"), according to a certificate of the right to participate in the Meeting, issued by on 2016, number represented by:

Details of the Attorney:

First name and last name/business name
Address of residence/registered office:
Personal identification number PESEL/Statistical number REGON
Personal identification card number/number of entry in the National Court Register KRS

on the basis of this form, give an instruction for the Attorney to vote on each of the resolutions which are to be adopted according to the agenda indicated in the announcement of convening the Meeting.

The vote on individual resolutions shall take place by placement of X in the relevant box¹.

.....
date and signature of the Shareholder:

Resolutions to be taken during the Meeting:

1. Election of the Chairman of the Ordinary (Annual) Shareholders' Meeting

Instruction regarding the vote on resolution no. 1 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding the election of the Chairman of the Ordinary (Annual) Shareholders' Meeting

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

§ 1

The Ordinary (Annual) 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.

Votes "in favour": number of shares.....

Votes "against": number of shares.....

Votes "abstaining": number of shares.....

In the event of votes "against", I submit my objection YES NO

Other instructions of the Principal:.....
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¹ In the event that different decision is taken regarding a vote from each of the shares held, the Principal shall be requested to indicate, in each box, the number of shares from which the Attorney will cast a vote “in favour”, “against”, “abstaining”. In the event that there is no indication what number of shares supports a given vote, the Attorney shall issue a vote from all shares in a manner agreed upon with the Principal.

2. Adoption of the agenda of the Ordinary (Annual) Shareholders’ Meeting

Instruction regarding the vote on resolution no. 2 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS’ MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding the adoption of the agenda of the Ordinary (Annual) Shareholders’ Meeting

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

§ 1

The Ordinary (Annual) Shareholders’ Meeting of CIECH S.A. hereby adopts the following agenda of the Ordinary (Annual) Shareholders’ Meeting of CIECH S.A.:

1. The opening of the Ordinary (Annual) Shareholders’ Meeting.
2. Election of the Chairman of the Ordinary (Annual) Shareholders’ Meeting.
3. Determination that the Ordinary (Annual) 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 year 2015 and Unit Financial Statement of CIECH S.A. for financial year 2015.
6. Consideration of the Report on the Activity of the CIECH Group for year 2015 and Consolidated Financial Statement of the CIECH Group for financial year 2015.
7. Consideration of the Report of the Supervisory Board on the Activity in financial year 2015, including reports on the results of evaluation of: 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, a motion of the Management Board regarding distribution of the net profits for 2015; as well as the evaluation of the situation of the Company in 2015, taking into account the evaluation of the internal control system and management system of the risk significant for the Company.
8. Adoption of a resolution regarding the approval of the Report on the Activity of CIECH S.A. for 2015.
9. Adoption of a resolution regarding the approval of the Unit Financial Statement of CIECH S.A. for financial year 2015.
10. Adoption of a resolution regarding the approval of the Report on the Activity of the CIECH Group for 2015.
11. Adoption of a resolution regarding the approval of the Consolidated Financial Statement of the CIECH Group for financial year 2015.
12. Adoption of a resolution regarding the approval of the Report of the Supervisory Board on the activity in financial year 2015, including a report on the results of evaluation of: the reports of the Management Board on the activity of for financial year 2015 and a motion of the Management Board regarding distribution of the net profits for 2015.

13. Adoption of a resolution on distribution of net profit for financial year 2015.
14. Adoption of resolutions regarding the granting to members of the Management Board of acknowledgement of the fulfilment of their duties in financial year 2015.
15. Adoption of resolutions regarding the granting to members of the Supervisory Board of acknowledgement of the fulfilment of their duties in financial year 2015.
16. Adoption of a resolution regarding an amendment to the Articles of Association of CIECH S.A.
17. Adoption of a resolution regarding determination of the uniform text of the Articles of Association of CIECH S.A.
18. Closure of the meeting

§ 2

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

Votes **“in favour”**: number of shares.....

Votes **“against”**: number of shares.....

Votes **“abstaining”**: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....

3. Approval of the Report on the activity of CIECH S.A.

Instruction regarding the vote on resolution no. 3 for the Attorney

RESOLUTION NO.
 OF THE ORDINARY (ANNUAL) SHAREHOLDERS’ MEETING OF CIECH S.A., with a
 registered office in Warsaw
 of 16 June 2016

regarding the approval of the Report on the Activity of CIECH S.A. for 2015.

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

§ 1

The Ordinary (Annual) Shareholders’ Meeting of CIECH S.A., upon consideration, approves the Report on the Activity of CIECH S.A. for 2015.

§ 2

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

Votes **“in favour”**: number of shares.....

Votes **“against”**: number of shares.....

Votes "**abstaining**": number of shares.....

In the event of votes "**against**", I submit my objection YES NO

Other instructions of the Principal:.....
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4. Approval of the Unit Financial Statement

Instruction regarding the vote on resolution no. 4 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding the approval of the Unit Financial Statement of CIECH S.A. for financial year 2015.

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

§ 1

The Ordinary (Annual) Shareholders' Meeting of CIECH S.A., after consideration of the report and an opinion of the chartered accountant

- PricewaterhouseCoopers Sp. z o.o. and the evaluation of the financial statement of CIECH S.A. for financial year 2015, presented by the Supervisory Board of CIECH S.A. for financial year 2015, approves the Unit Financial Statement of CIECH S.A., covering:

- statement on the financial situation drawn-up as of 31 December 2015 which, on the side of assets and liabilities shows an amount of PLN 3,227,761 thousand (say: three billion two hundred twenty-seven million seven hundred sixty-one thousand),
- profit and loss account for the period from 1 January 2015 to 31 December 2015, showing a net profit to the amount of PLN 331,578 thousand (say: three hundred thirty-one million five hundred seventy-eight thousand),
- statement on other total income for the period from 1 January 2015 to 31 December 2015, showing a positive total income to the amount of PLN 335,365 thousand (say: three hundred thirty-five million three hundred sixty-five thousand),
- statement on changes in the equity capital for the period from 1 January 2015 to 31 December 2015, showing an increase in the equity capital by the amount of PLN 335,365 thousand (say: three hundred thirty-five million three hundred sixty-five thousand),
- cash flow statement for the period from 1 January 2015 to 31 December 2015, showing an increase in the level of cash by the amount of PLN 164,587 thousand (say: one hundred sixty-four million five hundred eighty-seven thousand),
- additional information, covering information about the adopted accounting policy and other

explanations.

§ 2

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

Votes *“in favour”*: number of shares.....

Votes *“against”*: number of shares.....

Votes *“abstaining”*: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....
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5. Approval of the Report on the Activity of the Ciech Group

Instruction regarding the vote on resolution no. 5 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding the approval of the Report on the Activity of the Ciech Group for 2015

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

§ 1

The Ordinary (Annual) Shareholders' Meeting of CIECH S.A., upon consideration, approves the Report on the Activity of the Ciech Group for 2015.

§ 2

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

Votes *“in favour”*: number of shares.....

Votes *“against”*: number of shares.....

Votes *“abstaining”*: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....
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6. Approval of the Consolidated Financial Statement of the Ciech Group

Instruction regarding the vote on resolution no. 6 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

**regarding the approval of the Consolidated Financial Statement of the CIECH Group for
financial year 2015**

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

§ 1

The Ordinary (Annual) Shareholders' Meeting of CIECH S.A., after consideration of the report and an opinion of the chartered accountant

- PricewaterhouseCoopers Sp. z o.o. and the evaluation of the consolidated financial statement of the Ciech Group for financial year 2015, presented by the Supervisory Board of CIECH S.A. for financial year 2015, approves the Consolidated Financial Statement of the Ciech Group for financial year 2015, covering:

- consolidated statement on the financial situation drawn-up as of 31 December 2015 which, on the side of assets and liabilities shows an amount of PLN 3.910.273 thousand (say: three billion nine hundred ten million two hundred seventy-three thousand),
- consolidated profit and loss account for the period from 1 January 2015 to 31 December 2015, showing a net profit to the amount of PLN 346,005 thousand (say: three hundred forty-six million five thousand),
- consolidated statement on other total income for the period from 1 January 2015 to 31 December 2015, showing a total income to the amount of PLN 355,438 thousand (say: three hundred fifty-five million four hundred thirty-eight thousand),
- consolidated statement on changes in the equity capital for the period from 1 January 2015 to 31 December 2015, showing an increase in the equity capital by the amount of PLN 356,030 thousand (say: three hundred fifty-six million thirty thousand),
- consolidated cash flow statement for the period from 1 January 2015 to 31 December 2015, showing an increase in the level of cash by the amount of PLN 153,877 thousand (say: one hundred fifty-three million eight hundred seventy-seven thousand),
- additional information, covering information about the adopted accounting policy and other explanations.

§ 2

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

Votes **“in favour”**: number of shares.....

Votes **“against”**: number of shares.....

Votes **“abstaining”**: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....
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7. Approval of the Report of the Supervisory Board

Instruction regarding the vote on resolution no. 7 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS’ MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

**regarding the approval of the Report of the Supervisory Board on the Activity in financial year
2015**

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

§ 1

The Ordinary (Annual) Shareholders’ Meeting of CIECH S.A. approves the Report of the Supervisory Board of CIECH S.A. on the Activity in financial year 2015, covering, *inter alia*, a report on the results of evaluation of: 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 financial year 2015 and the motion of the Management Board regarding distribution of the net profit of CIECH S.A. for 2015.

§ 2

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

Votes **“in favour”**: number of shares.....

Votes **“against”**: number of shares.....

Votes **“abstaining”**: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....
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8. Distribution of profit

Instruction regarding the vote on resolution no. 8 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016
regarding the distribution of the net profit of CIECH S.A. for financial year 2015

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., upon reviewing the motion of the Management Board of CIECH S.A. regarding the proposal of distribution of the net profit of CIECH S.A. for 2014 and upon reviewing an opinion of the Supervisory Board of CIECH S.A., decides to allocate the net profit of CIECH S.A. for 2015, to the value of PLN 331,578,548.92 (say: three hundred thirty-one million five hundred seventy-eight thousand five hundred forty-eight and 92/100) for:

§ 2

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

Votes "*in favour*": number of shares.....

Votes "*against*": number of shares.....

Votes "*abstaining*": number of shares.....

In the event of votes "against", I submit my objection YES NO

Other instructions of the Principal:.....
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9. Granting acknowledgement of fulfilment of duties by Mr Maciej Tybura

Instruction regarding the vote on resolution no. 9 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding the granting of acknowledgement to Mr Maciej Tybura for the fulfilment of his duties of the Member of the Management Board in the period from 1 January 2015 to 22 July 2015 and the duties of the President of the Management Board in the period from 22 July 2015 to 31 December 2015

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

§ 1

regarding the granting of acknowledgement to Mr Maciej Tybura for the fulfilment of his duties of the Member of the Management Board in the period from 1 January 2015 to 22 July 2015 and the duties of the President of the Management Board in the period from 22 July 2015 to 31 December 2015

§ 2

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

Votes *“in favour”*: number of shares.....

Votes *“against”*: number of shares.....

Votes *“abstaining”*: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....
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10. Granting acknowledgement of fulfilment of duties by Mr Artur Osuchowski

Instruction regarding the vote on resolution no. 10 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS’ MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding the granting of acknowledgement to Mr Artur Osuchowski for the fulfilment of his duties of the Member of the Management Board in the period from 1 January 2015 to 31 December 2015

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

§ 1

The Ordinary (Annual) Shareholders’ Meeting grants of acknowledgement to Mr Artur Osuchowski for the fulfilment of his duties of the Member of the Management Board in the period from 1 January 2015 to 31 December 2015.

§ 2

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

Votes *“in favour”*: number of shares.....

Votes *“against”*: number of shares.....

Votes *“abstaining”*: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....
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11. Granting acknowledgement of fulfilment of duties by Mr Artur Król

Instruction to the Attorney regarding the vote on resolution no.

RESOLUTION NO. 11
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding the granting of acknowledgement to Mr Artur Król for the fulfilment of his duties of the Member of the Management Board in the period from 26 October 2015 to 31 December 2015

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

§ 1

The Ordinary (Annual) Shareholders' Meeting grants of acknowledgement to Mr Artur Król for the fulfilment of his duties of the Member of the Management Board in the period from 26 October 2015 to 31 December 2015.

§ 2

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

Votes *“in favour”*: number of shares.....

Votes *“against”*: number of shares.....

Votes *“abstaining”*: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....
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12. Granting acknowledgement of fulfilment of duties by Mr Dariusz Krawczyk

Instruction regarding the vote on resolution no. 12 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

**regarding the granting of acknowledgement to Mr Dariusz Krawczyk for the fulfilment of his
duties of the President of the Management Board in the period from 1 January 2015 to 22 July
2015**

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

§ 1

The Ordinary (Annual) Shareholders' Meeting grants of acknowledgement to Mr Dariusz Krawczyk for
the fulfilment of his duties of the President of the Management Board in the period from 1 January 2015
to 22 July 2015.

§ 2

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

Votes "*in favour*": number of shares.....

Votes "*against*": number of shares.....

Votes "*abstaining*": number of shares.....

In the event of votes "**against**", I submit my objection YES NO

Other instructions of the Principal:.....
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13. Granting acknowledgement of fulfilment of duties by Mr Jan Kulczyk

Instruction regarding the vote on resolution no. 13 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding the granting of acknowledgement to Dr Jan Kulczyk for the fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2015 to 28 July 2015

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

§ 1

The Ordinary (Annual) Shareholders' Meeting grants acknowledgement to Dr Jan Kulczyk for the fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2015 to 28 July 2015

§ 2

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

Votes *"in favour"*: number of shares.....

Votes *"against"*: number of shares.....

Votes *"abstaining"*: number of shares.....

In the event of votes **"against"**, I submit my objection YES NO

Other instructions of the Principal:.....
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14. Granting acknowledgement of fulfilment of duties by Mr Sebastian Kulczyk

Instruction regarding the vote on resolution no. 14 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding the granting of acknowledgement to Mr Sebastian Kulczyk for the fulfilment of his duties of the Member of the Supervisory Board in the period from 26 August 2015 to 31 December 2015

Acting pursuant to Art. 393 point 1) and Art. 395 § 2 point 3) of the Commercial Companies Code and § 18 point 1) of the Articles of Association of CIECH S.A., it is resolved as follows: The Ordinary (Annual) Shareholders' Meeting grants acknowledgement to Mr Sebastian Kulczyk for the fulfilment of his duties of the Member of the Supervisory Board in the period from 26 August 2015 to 31 December 2015.

§ 2

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

Votes *"in favour"*: number of shares.....

Votes **“against”**: number of shares.....

Votes **“abstaining”**: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....
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15. Granting acknowledgement of fulfilment of duties by Mr Tomasz Mikołajczyk

Instruction regarding the vote on resolution no. 15 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS’ MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding the granting of acknowledgement to Mr Tomasz Mikołajczak for the fulfilment of his duties of the Member of the Supervisory Board, including the duties of the Vice Chairman of the Supervisory Board in the period from 1 January 2015 to 31 December 2015

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

§ 1

The Ordinary (Annual) Shareholders’ Meeting grants acknowledgement to Mr Tomasz Mikołajczak for the fulfilment of his duties of the Member of the Supervisory Board, including the duties of the Vice Chairman of the Supervisory Board in the period from 1 January 2015 to 31 December 2015.

§ 2

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

Votes **“in favour”**: number of shares.....

Votes **“against”**: number of shares.....

Votes **“abstaining”**: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....
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16. Granting acknowledgement of fulfilment of duties by Mr Wojciech Stramski

Instruction regarding the vote on resolution no. 16 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

**regarding the granting of acknowledgement to Mr Wojciech Stramski for the fulfilment of his
duties of the Member of the Supervisory Board, including the duties of the Secretary of the
Supervisory Board, in the period from 1 January 2015 to 31 December 2015**

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

§ 1

The Ordinary (Annual) Shareholders' Meeting grants acknowledgement to Mr Wojciech Stramski for the fulfilment of his duties of the Member of the Supervisory Board, including the duties of the Secretary of the Supervisory Board, in the period from 1 January 2015 to 31 December 2015.

§ 2

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

Votes *"in favour"*: number of shares.....

Votes *"against"*: number of shares.....

Votes *"abstaining"*: number of shares.....

In the event of votes **"against"**, I submit my objection YES NO

Other instructions of the Principal:.....
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17. Granting acknowledgement of fulfilment of duties by Mr Mariusz Nowak

Instruction regarding the vote on resolution no. 17 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

**regarding the granting of acknowledgement to Mr Mariusz Nowak for the fulfilment of his
duties of the Member of the Supervisory Board in the period from 1 January 2015 to 31
December 2015**

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

§ 1

The Ordinary (Annual) Shareholders' Meeting grants of acknowledgement to Mr Mariusz Nowak for

the fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2015 to 31 December 2015.

§ 2

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

Votes *“in favour”*: number of shares.....

Votes *“against”*: number of shares.....

Votes *“abstaining”*: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....
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18. Granting acknowledgement of fulfilment of duties by Mr Piotr Augustyniak

Instruction regarding the vote on resolution no. 18 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS’ MEETING OF CIECH S.A., with a
registered office in Warsaw

**of 16 June 2016 regarding the granting of acknowledgement to Mr Piotr Augustyniak for the
fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January
2015 to 31 December 2015**

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

§ 1

The Ordinary (Annual) Shareholders’ Meeting grants of acknowledgement to Mr Piotr Augustyniak for the fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2015 to 31 December 2015.

§ 2

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

Votes *“in favour”*: number of shares.....

Votes *“against”*: number of shares.....

Votes *“abstaining”*: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....

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19. Granting acknowledgement of fulfilment of duties by Mr Artur Olech

Instruction regarding the vote on resolution no. 19 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding the granting of acknowledgement to Mr Artur Olech for the fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2015 to 31 December 2015

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

§1

The Ordinary (Annual) Shareholders' Meeting grants of acknowledgement to Mr Artur Olech for the fulfilment of his duties of the Member of the Supervisory Board in the period from 1 January 2015 to 31 December 2015.

§ 2

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

Votes "*in favour*": number of shares.....

Votes "*against*": number of shares.....

Votes "*abstaining*": number of shares.....

In the event of votes "**against**", I submit my objection YES NO

Other instructions of the Principal:.....
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.....

20. Amendments to the Articles of Association

Instruction regarding the vote on resolution no. 20 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding an amendment to the Articles of Association of CIECH S.A.

Acting pursuant to § 18 point 4) of the Rules and Regulations of the Shareholders' Meeting of CIECH S.A., it is resolved as follows:

§ 1

The Ordinary (Annual) Shareholders' Meeting of CIECH S.A. amends the Articles of Association of CIECH S.A. in the following manner:

• **§ 24 section 4 point 9)**

- currently reading as follows:

"9) disposal of a right or incurring of liability to the value exceeding PLN 500,000 (say: five hundred thousand);"

- shall have the following wording:

"9) disposal of a right or incurring liability to the value exceeding PLN 500,000 (say: five hundred thousand), with the exclusion of purchase and sale of raw materials, semi-finished products and products connected with the business of the Company to the value of PLN 6,000,000 (say: six million), either in one or in a series of inter-related transactions;"

§ 2

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

Votes **"in favour"**: number of shares.....

Votes **"against"**: number of shares.....

Votes **"abstaining"**: number of shares.....

In the event of votes **"against"**, I submit my objection YES NO

Other instructions of the Principal:.....
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.....

21. Determination of the uniform text of the Articles of Association

Instruction regarding the vote on resolution no. 21 for the Attorney

RESOLUTION NO.
OF THE ORDINARY (ANNUAL) SHAREHOLDERS' MEETING OF CIECH S.A., with a
registered office in Warsaw
of 16 June 2016

regarding determination of the uniform text of the Articles of Association of CIECH S.A.

The Ordinary (Annual) Shareholders' Meeting, acting pursuant to Art. 430 § 1 of the Commercial Companies Code, resolves as follows:

§ 1

The Ordinary (Annual) Shareholders' Meeting of CIECH S.A. determines the uniform text of the Articles of Association of CIECH S.A., taking into account the amendments adopted by means of Resolution No. of the Ordinary (Annual) Shareholders' Meeting of CIECH S.A. on 16 June 2015, in the wording specified in the attachment to this resolution.

§ 2

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

Votes *“in favour”*: number of shares.....

Votes *“against”*: number of shares.....

Votes *“abstaining”*: number of shares.....

In the event of votes **“against”**, I submit my objection YES NO

Other instructions of the Principal:.....
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.....

.....
Signature of the Principal