

RESOLUTION NO. 2
OF THE EXTRAORDINARY GENERAL MEETING OF CIECH S.A.

of 29 August 2012

on the adoption of the agenda of the Extraordinary General Meeting

The Extraordinary General Meeting of CIECH S.A., acting pursuant to § 25 of the Regulations of CIECH S.A.'s General Meeting, resolves as follows:

§ 1

The Extraordinary General Meeting of CIECH S.A. adopts the following agenda of the Extraordinary General Meeting of CIECH S.A.:

1. Opening of the Extraordinary General Meeting.
2. Election of the Chairman of the Extraordinary General Meeting.
3. Confirmation of correct convening of the Extraordinary General Meeting and its capacity to adopt resolutions.
4. Adopting the agenda.
5. Submission of the Management Board's proposal concerning the issue of secured domestic bearer bonds of up to PLN 500,000,000.
6. Submission of the Management Board's proposal concerning the issue of secured foreign bearer bonds of up to EUR 300,000,000.
7. Submission of the Management Board's proposal concerning an amendment to CIECH S.A.'s Statute.
8. Adopting resolutions concerning the issue of collateralised bearer bonds:
 - a. up to PLN 500,000,000 (domestic bonds),
 - b. up to EUR 300,000,000 (foreign bonds).
9. Adopting resolutions on amending CIECH S.A.'s Statute and authorising CIECH S.A.'s Supervisory Board to accept a complete text of the amended Statute of CIECH S.A.
10. Closing of the Extraordinary General Meeting.

§ 2

The resolution comes into force as of its passing.

Number of shares based on which valid votes were cast:

Percentage share of these shares in the share capital:%

Total number of valid votes:

For:

Against:

Abstained:

The resolution shall be adopted by open ballot.