

RESOLUTION NO. 1  
OF THE EXTRAORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in  
Warsaw  
of 18 DECEMBER 2017

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

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

§ 1

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

§ 2

The resolution comes into force upon 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. 2  
OF THE EXTRAORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in  
Warsaw  
of 18 DECEMBER 2017

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

Acting pursuant to § 18 section 1 of the Rules and Regulations of the Shareholders' Meeting of CIECH S.A., it is resolved as follows:

§ 1

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

1. The opening of the Extraordinary Shareholders' Meeting.
2. Election of the Chairman of the Extraordinary Shareholders' Meeting.
3. Determination that the Extraordinary Shareholders' Meeting was duly convened and is capable of adopting resolutions.
4. Adoption of the agenda.
5. Adoption of the resolution on fixing the amount of remuneration of the Supervisory Board Members of CIECH S.A.
6. Closure of the meeting

§ 2

The resolution comes into force upon 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. 3  
OF THE EXTRAORDINARY SHAREHOLDERS' MEETING OF CIECH S.A., with a registered office in  
Warsaw  
of 18 DECEMBER 2017

*on fixing the amount of remuneration of the Supervisory Board Members of CIECH S.A.*

Acting pursuant to article 392 § 1 of the Code of Commercial Companies, in conjunction with § 18 pt. 7) of the Articles of Association of the Company, it has been resolved as follows:

§ 1

The Extraordinary General Meeting of CIECH S.A. defines the following remuneration principles applicable to Members of the Supervisory Board of CIECH S.A.:

- 1) Members of the Supervisory Board shall have the right to monthly gross remuneration, the amount of which shall be determined as a percentage of the calculation base. The calculation base shall be understood as the average monthly salary in the corporate sector, i.e. enterprises with profit distributions, for the month preceding the calculation, as announced by the President of the Central Statistical Office.
- 2) The remuneration referred to in section 1 above shall be paid in the following amounts:
  - 1) Chairperson of the Supervisory Board - in the amount representing 400% of the calculation base;
  - 2) Deputy Chairperson of the Supervisory Board - in the amount representing 350% of the calculation base;
  - 3) Member of the Supervisory Board - in the amount representing 300% of the calculation base.
- 3) The Chairperson of the Audit Committee shall be entitled to additional monthly gross remuneration, the amount of which shall be equal to 150% of the remuneration specified in section 2 pt.3.
- 4) Members of the Audit Committee shall be entitled to additional monthly gross remuneration, the amount of which shall be equal to 100% of the remuneration specified in section 2 pt.3.
- 5) Remuneration shall be paid in arrears, until the last day of the month for which it has accrued.
- 6) Remuneration, the amount of which is specified above, shall be paid as of 1 November 2017.
- 7) Irrespective of the monthly remuneration, Members of the Supervisory Board shall be entitled to a share in the net profit, in the amount determined by the General Meeting when adopting a resolution on the distribution of net profit.
- 8) The amount of individual awards for each member of the Supervisory Board shall be determined by a resolution of the General Meeting.

§ 2

Upon adoption of this resolution, the resolution of the Extraordinary General Meeting of CIECH S.A. of 19.12.1995 on defining terms and conditions of remuneration of Members of the Supervisory Board of CIECH S.A. shall become shall become ineffective, null and void.

§ 3

The resolution comes into force upon 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.*