

**RESOLUTION No. 1
of the Extraordinary Meeting of Shareholders of CIECH S.A.
of 26 April 2012**

on the Election of the Chairman of the Extraordinary General Meeting

The Extraordinary General Meeting of CIECH S.A., acting pursuant to the art. 409 § 1 of the Code of Commercial Companies and § 11 of the By-laws of the General Meeting of CIECH S.A. adopts as follows:

§ 1

The Extraordinary General Meeting of CIECH S.A. hereby elects Mr/Mrs
as the Chairman of the Extraordinary General Meeting.

§ 2

The Resolution shall enter into force as of the moment of its adoption.

Number of shares from which the valid votes were cast Percentage of those shares in the share capital....

Total number of valid votes

Number of the votes in favour of the resolution

Number of the votes against the resolution

Number of the votes abstained

The Resolution shall be adopted by secret ballot.

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**RESOLUTION No. 2
of the Extraordinary Meeting of CIECH S.A.
of 26 April 2012**

on adopting the agenda of the Extraordinary General Meeting

The Extraordinary General Meeting of CIECH S.A., acting pursuant to the § 25 of the By-laws of the General Meeting of CIECH S.A. adopts 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. Confirming that the Extraordinary General Meeting was duly convened and is capable of adopting valid resolutions.
4. Adoption of the agenda.
5. Complementation of the Supervisory Board of the Company CIECH S.A.
6. Closing the Extraordinary General Meeting.

§ 2

The Resolution shall enter into force as of the moment of its adoption.

Number of shares from which the valid votes were cast Percentage of those shares in the share capital...

Total number of valid votes

Number of the votes in favour of the resolution

Number of the votes against the resolution

Number of the votes abstained

The Resolution shall be adopted by open ballot.

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**RESOLUTION No. ...
of the Extraordinary Meeting of CIECH S.A.
of 26 April 2012**

on complementation of the Supervisory Board of the Company CIECH S.A.

Acting pursuant to the art. 385 § 1 of the Code of Commercial Companies in relation to § 18 item 7) and § 20 subpar. 1 of the Company's Articles of Association, it is hereby adopted as follows:

§ 1

**The Extraordinary General Meeting of CIECH S.A. appoints Mr/Mrs (PESEL No:)
to the Supervisory Board of CIECH S.A.**

§ 2

The Resolution shall enter into force as of the moment of its adoption.

Number of shares from which the valid votes were cast Percentage of those shares in the share capital....

Total number of valid votes

Number of the votes in favour of the resolution

Number of the votes against the resolution

Number of the votes abstained

The Resolution shall be adopted by secret ballot.
