

RESOLUTION No. 1
Of the CIECH SA Extraordinary General Meeting
Dated April 26th, 2012

on the election of the President of the Extraordinary General Meeting

CIECH SA Extraordinary General Meeting, acting upon article 409 § 1 of Commercial Companies Code and § 11 Rules of the CIECH SA General Meeting hereby resolves as follows:

§ 1

CIECH SA Extraordinary General Meeting selects Ms. Anna Kowalik for the President of the Extraordinary General Meeting.

§ 2

Resolution comes into effect upon adoption.

Number shares from which valid votes were cast 31.684.994
share capital 60.12%

The percentage of these shares in the

Total number of valid votes 31.684.994

Number of votes 'for' 31.684.994

Number of votes 'against' 0

Number of votes 'abstaining' 0

The resolution was taken by secret ballot.

RESOLUTION No. 2
Of the CIECH SA Extraordinary General Meeting
Dated April 26th, 2012

adopting the agenda of the Extraordinary General Meeting

Extraordinary General Meeting of the CIECH SA, acting under § 25 of Rules of the CIECH SA General Meeting hereby resolves as follows:

§ 1

CIECH SA Extraordinary General Meeting adopts the following agenda of the CIECH SA Extraordinary General Meeting:

- 1. Opening of the Extraordinary General Meeting.**
- 2. Election of President the Extraordinary General Meeting.**
- 3. Confirmation of validity of the Extraordinary General Meeting and its ability to pass resolutions.**
- 4. Adoption of the agenda.**
- 5. Supplementation of the CIECH Supervisory Board.**
- 6. Passing resolutions on changes in the composition of the CIECH Management Board.**
- 7. Adopting a resolution authorizing the CIECH Supervisory Board to commence and conduct the contest for a member / members of the Board and present to the General Meeting the results of the contest.**
- 8. Closing of the Extraordinary General Meeting.**

§ 2

Resolution comes into effect upon adoption.

*Number shares from which valid votes were cast 31.684.994
share capital 60.12%*

The percentage of these shares in the

Total number of valid votes 31.684.994

Number of votes 'for' 31.684.994

Number of votes 'against' 0

Number of votes 'abstaining' 0

**RESOLUTION No. 3
Of the CIECH SA Extraordinary General Meeting
Dated April 26th, 2012**

to supplement the existing composition of the CIECH SA Supervisory Board

Acting upon article 385 § 1 of Commercial Companies Code in accordance to § 18 point 7) and § 20 section 1 of the Articles of Association it is resolved as follows:

§ 1

CIECH SA Extraordinary General Meeting appoints Mr. Zygmunt Kwiatkowski (PESEL No.: 54022007676) to the Supervisory Board of CIECH SA.

§ 2

Resolution comes into effect upon adoption.

*Number shares from which valid votes were cast 31.684.994
share capital 60.12%*

The percentage of these shares in the

Total number of valid votes 31.684.994

Number of votes 'for' 20.439.345

Number of votes 'against' 1.353.020

Number of votes 'abstaining' 9.892.629

The resolution was taken by secret ballot.

**RESOLUTION No. 4
Of the CIECH SA Extraordinary General Meeting
Dated April 26th, 2012**

to supplement the existing composition of the CIECH SA Supervisory Board

Acting upon article 385 § 1 of Commercial Companies Code in accordance to § 18 point 7) and § 20 section 1 of the Articles of Association it is resolved as follows:

§ 1

CIECH SA Extraordinary General Meeting appoints Mr. Maciej Lipiec (PESEL No.: 76061807317) to the Supervisory Board of CIECH SA.

§ 2

Resolution comes into effect upon adoption.

*Number shares from which valid votes were cast 31.684.994
share capital 60.12%*

The percentage of these shares in the

Total number of valid votes 31.684.994

Number of votes 'for' 20.439.345

Number of votes 'against' 1.353.020

Number of votes 'abstaining' 9.892.629

The resolution was taken by secret ballot.

**RESOLUTION No. 5
Of the CIECH SA Extraordinary General Meeting
Dated April 26th, 2012**

on changes in the composition of the Management Board of the CIECH SA

§ 1

Acting under § 18 point 8 of the Articles of Association and article 368 § 4 of the Code of Commercial Companies the CIECH SA Extraordinary General Meeting dismisses Mr. Ryszard Kunicki from the position of Chairman of the Management Board.

§ 2

Resolution comes into effect upon adoption.

*Number shares from which valid votes were cast 31.684.994
share capital 60.12%*

The percentage of these shares in the

Total number of valid votes 31.684.994

Number of votes 'for' 24.422.554

Number of votes 'against' 1.369.811

Number of votes 'abstaining' 5.892.629

The resolution was taken by secret ballot.

**RESOLUTION No. 6
Of the CIECH SA Extraordinary General Meeting
Dated April 26th, 2012**

on changes in the composition of the Management Board of the CIECH SA

§ 1

Acting under § 18 point 8 of the Articles of Association and article 368 § 4 of the Code of Commercial Companies the CIECH SA Extraordinary General Meeting dismiss Mr. Andrzej Bąbaś from the position of member of the Management Board.

§ 2

Resolution comes into effect upon adoption.

*Number shares from which valid votes were cast 31.684.994
share capital 60.12%*

The percentage of these shares in the

Total number of valid votes 31.684.994
Number of votes 'for' 24.422.554
Number of votes 'against' 1.369.811
Number of votes 'abstaining' 5.892.629

The resolution was taken by secret ballot.

RESOLUTION No. 7
Of the CIECH SA Extraordinary General Meeting
Dated April 26th, 2012

on changes in the composition of the Management Board of the CIECH SA

§ 1

Acting under § 18 point 8 of the Articles of Association and article 368 § 4 of the Code of Commercial Companies the CIECH SA Extraordinary General Meeting dismisses Mr. Rafał Rybkowski from the position of member of the Management Board.

§ 2

Resolution comes into effect upon adoption.

*Number shares from which valid votes were cast 31.684.994
share capital 60.12%*

The percentage of these shares in the

*Total number of valid votes 31.684.994
Number of votes 'for' 24.422.554
Number of votes 'against' 1.369.811
Number of votes 'abstaining' 5.892.629*

The resolution was taken by secret ballot.

RESOLUTION No. 8
Of the CIECH SA Extraordinary General Meeting
Dated April 26th, 2012

on the authorizing the CIECH Supervisory Board to commence and conduct the contest for a member or members of the Board and present to the General Meeting the results of the contest

§ 1

Acting under § 18 point 8 of the Articles of Association CIECH SA Extraordinary General Meeting hereby authorizes the CIECH Supervisory Board to commence and conduct the contest for a member or members of the Board and present to the General Meeting the results of the contest.

§ 2

Resolution comes into effect upon adoption.

*Number shares from which valid votes were cast 31.684.994
share capital 60.12%
Total number of valid votes 31.684.994*

The percentage of these shares in the

Number of votes 'for' 30.197.596
Number of votes 'against' 1.369.765
Number of votes 'abstaining' 117.633

RESOLUTION No. 9
Of the CIECH SA Extraordinary General Meeting
Dated April 26th, 2012

on the obligating the Management Board to convene an Extraordinary General Meeting

§ 1

Acting upon article 404 § 2 of the Code of Commercial Companies and § 12 section 4 Rules of the CIECH SA General Meeting, CIECH SA General Meeting obliges the Management Board of CIECH SA to convene an Extraordinary General Meeting at the latest date of May 28th, 2012 which agenda should include an item on the changes in the composition of the Management Board.

§ 2

Resolution comes into effect upon adoption.

Number shares from which valid votes were cast 31.684.994
share capital 60.12%

The percentage of these shares in the

Total number of valid votes 31.684.994
Number of votes 'for' 30.197.596
Number of votes 'against' 1.369.765
Number of votes 'abstaining' 117.633