

Resolutions adopted by the Ordinary General Shareholders' Meeting of Mostostal Warszawa S.A. on  
24.04.2017

Resolution No. 1

of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with  
its registered office in Warsaw of 24 April 2017 on appointment of the Chairman of the General  
Shareholders' Meeting

"Mr. Marcin Marczuk is appointed the Chairman of the General Shareholders' Meeting".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes  
76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 15,283,164;

There were no "against" votes;

There were 10 "abstaining" votes."

The above resolution was adopted.

Resolution No. 2

of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with  
its registered office in Warsaw of 24 April 2017 on approval for the report of the Management Board  
on the Company's operation and the Company's financial statements for the year 2016.

"The report of the Management Board on the Company's operation and the Company's financial  
statements for the trading year 2016 are approved. The documents encompass:

1. a balance sheet prepared as of 31.12.2016, which shows the total of **PLN 959,935,651.52** on the  
side of assets and liabilities (in words: nine hundred and fifty-nine million, nine hundred and thirty-  
five thousand, six hundred and fifty one zlotys 52/100);
2. a profit and loss account for 2016 showing the net profit of PLN **11,954,898.43** (in words: eleven  
million nine hundred and fifty-four thousand, eight hundred and ninety-eight zlotys and 43/100);
3. a breakdown of changes in equity showing an increase in equity in the amount of PLN  
**11,954,898.43** (in words: eleven million nine hundred and fifty-four thousand, eight hundred and  
ninety-eight zlotys and 43/100);
4. a cash-flow report showing a decrease in the balance of net cash in the course of the trading year in  
the amount of PLN **93,221,510.02** (in words: ninety-three million, two hundred and twenty-one  
thousand, five hundred and ten zlotys 02/100);
5. additional information".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes  
76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;

There were 3,450,000 “abstaining” votes.”  
The above resolution was adopted.

### Resolution No. 3

of the Ordinary General Shareholders’ Meeting of company operating under the business name of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 on approval of the report of the Management Board on the operation of the Capital Group and consolidated financial statements for the year 2016.

“The consolidated report of the Management Board on the operations of Capital Group MOSTOSTAL WARSZAWA included under consolidation in 2016 is approved, along with the financial statements, including:

1. a consolidated balance sheet prepared as of 31.12.2016 which shows the total of PLN **1,146,631,868.82** (in words: one billion, one hundred and forty-six million, six hundred and thirty-one thousand, eight hundred and sixty-eight zlotys and 82/100);
2. a consolidated profit and loss account for the trading year of 2016 which shows a net profit for the Dominant Entity and non-controlling Shareholders in the amount of PLN **14,525,847.45** (in words: fourteen million five hundred and twenty-five thousand, eight hundred and forty-seven zlotys and 45/100);
3. a breakdown of changes in consolidated equity showing a total increase in the equity in the amount of PLN **14,282,196.41** (in words: fourteen million two hundred and eighty-two thousand, one hundred and ninety-six zlotys and 41/100);
4. a consolidated cash-flow report showing a decrease in the balance of net cash in the course of the trading year by PLN **136,950,020.85** (in words: one hundred and thirty-six million, nine hundred and fifty thousand, twenty zlotys and 85/100);
5. additional information”.

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of “for” votes amounts to 11,833,174;

There were no “against” votes;

There were 3,450,000 “abstaining” votes.”

The above resolution was adopted.

### Resolution No. 4

of the Ordinary General Shareholders’ Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 on approval of the report on the operation of the Supervisory Board

“The report of the Supervisory Board on operation in 2016 is hereby approved (Schedule 1)”.

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;

There were 3,450,000 "abstaining" votes."

The above resolution was adopted.

#### **Resolution No. 5**

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Supervisory Board for performance of obligations in 2016.**

"A vote of acceptance is hereby granted for performance of obligations in 2016 to Mr. Francisco Adalberto Claudio Vazquez".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;

There were 3,450,000 "abstaining" votes."

The above resolution was adopted.

#### **Resolution No. 6**

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Company's Supervisory Board for performance of obligations in 2016**

"A vote of acceptance is hereby granted for performance of obligations in 2016 to Mr. Jose Manuel Terceiro Mateos".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;

There were 3,450,000 "abstaining" votes."

The above resolution was adopted.

#### Resolution No. 7

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Company's Supervisory Board for performance of obligations in 2016**

"A vote of acceptance is hereby granted for performance of obligations in period from 01.01.2016 to 13.06.2016 to Mr. Piotr Gawryś".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;

There were 3,450,000 "abstaining" votes."

The above resolution was adopted.

#### Resolution No. 8

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Company's Supervisory Board for performance of obligations in 2016**

"A vote of acceptance is hereby granted for performance of obligations in 2016 to Mr. Neil Roxburgh Balfour".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;

There were 3,450,000 "abstaining" votes."

The above resolution was adopted.

#### Resolution No. 9

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Company's Supervisory Board for performance of obligations in 2016**

"A vote of acceptance is hereby granted for performance of obligations in 2016 to Mr. Raimundo Fernandez – Cuesta Laborde".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;  
There were 3,450,000 "abstaining" votes."  
The above resolution was adopted.

#### Resolution No. 10

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Company's Supervisory Board for performance of obligations in 2016**

"A vote of acceptance is hereby granted for performance of obligations for the period from 13.06.2016 to 31.12.2016 to Mr. Arturo Cortes de la Cruz".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;  
- The total number of valid votes amounts to 15,283,174;  
The number of "for" votes amounts to 11,833,174;  
There were no "against" votes;  
There were 3,450,000 "abstaining" votes."  
The above resolution was adopted.

#### Resolution No. 11

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Company's Supervisory Board for performance of obligations in 2016**

"A vote of acceptance is hereby granted for performance of obligations for the period from 13.06.2016 to 31.12.2016 to Mr. Ernest Podgórski".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;  
- The total number of valid votes amounts to 15,283,174;  
The number of "for" votes amounts to 15,283,174;  
There were no "against" votes;  
There were no "abstaining" votes."  
The above resolution was adopted.

#### Resolution No. 12

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Company's Supervisory Board for performance of obligations in 2016**

"A vote of acceptance is hereby granted for performance of obligations in 2016 to Mr. Andrzej Gołowski".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;

There were 3,450,000 "abstaining" votes."

The above resolution was adopted.

#### **Resolution No. 13**

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Company's Supervisory Board for performance of obligations in 2016**

"A vote of acceptance is hereby granted for performance of obligations in 2016 to Mr. Jose Angel Andres Lopez".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;

There were 3,450,000 "abstaining" votes."

The above resolution was adopted.

#### **Resolution No. 14**

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Company's Supervisory Board for performance of obligations in 2016**

"A vote of acceptance is hereby granted for performance of obligations in 2016 to Mr. Jacek Szymanek".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;

There were 3,450,000 "abstaining" votes."

The above resolution was adopted.

#### **Resolution No. 15**

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Company's Supervisory Board for performance of obligations in 2016**

"A vote of acceptance is hereby granted for performance of obligations in the period from 01.01.2016 to 31.08.2016 to Mr. Carlos Enrique Resino Ruiz".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;

There were 3,450,000 "abstaining" votes."

The above resolution was adopted.

#### **Resolution No. 16**

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Company's Supervisory Board for performance of obligations in 2016**

"A vote of acceptance is hereby granted for performance of obligations in the period from 01.09.2016 to 31.12.2016 to Mr. Alvaro Javier de Rojas Rodriguez".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;

There were 3,450,000 "abstaining" votes."

The above resolution was adopted.

#### **Resolution No. 17**

**of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to granting a vote of acceptance for the member of the Company's Supervisory Board for performance of obligations in 2016**

"A vote of acceptance is hereby granted for performance of obligations in the period from 01.01.2016 to 19.04.2016 to Mr. Miguel Angel Heras Llorente".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 11,833,174;

There were no "against" votes;

There were 3,450,000 "abstaining" votes."

The above resolution was adopted.

## Resolution No. 18

of the Ordinary General Shareholders' Meeting of MOSTOSTAL WARSZAWA S.A. Spółka Akcyjna with its registered office in Warsaw of 24 April 2017 with respect to distribution of profit for 2016.

"The General Shareholders' Meeting of MOSTOSTAL WARSZAWA S.A., pursuant to § 19.2 of the Company's Articles of Association and Art. 396 § 5 of the Code of Commercial Companies decides to assign the net profit in the amount of PLN 11,954,898.43 (in words: eleven million nine hundred and fifty-four thousand, eight hundred and ninety-eight zlotys and 43/100) for the trading years of 2016 to cover the loss from previous years".

The number of shares from which valid votes were cast amounts to 15,283,174 which constitutes 76.42% of share capital;

- The total number of valid votes amounts to 15,283,174;

The number of "for" votes amounts to 15,283,174;

There were no "against" votes;

There were no "abstaining" votes."

The above resolution was adopted.