

Resolutions adopted by the General Meeting of the Shareholders of Mostostal Warszawa S.A on 20 April 2015

Resolution No 1

of the Ordinary Meeting of the Company Mostostal Warszawa S.A of 20 April 2015 on the appointment of the Chairman of the General Meeting.

“Mr Sławomir Jakszuk is appointed to the Chairman of the Ordinary General Meeting”.

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.733,
- there have been no votes “against”,
- there have been 10 votes “abstain”.

Resolution No 2

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on the approval for the Management Board’s report of the operations of the Company and financial statements of the Company for 2014.

“The Management Board’s report of the operations of the Company and financial statements of the Company for the financial year 2014, shall be approved, covering:

1. the balance sheet prepared as at 31.12.2014 which at assets and liabilities shows the amount of PLN 1,230,559,220.57 (in words: one billion two hundred thirty million five hundred fifty nine thousand two hundred twenty zlotys and fifty seven grosz)
2. profit and loss account for 2014 with a net profit net profit in the amount of PLN 53,716,424.03 (in words: fifty three million seven hundred sixteen thousand four hundred twenty four zlotys and three grosz)

3. statement of changes in equity showing an increase in the equity in the amount of PLN 53,716,424.03 (in words: fifty three million seven hundred sixteen thousand four hundred twenty four zlotys and three grosz)
4. cash flow statement showing a net increase in cash during the financial year for the amount of PLN 88,935,400,04 (in words: eighty eight million nine hundred thirty five thousand four hundred zlotys and four grosz);
5. additional information”.
 - number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
 - total number of valid votes is 13.684.743,
 - number of votes “for” is 13.684.743,
 - there have been no votes “against”,
 - there have been no abstentions.

Resolution No 3

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on the approval for the Management Board’s report of the Capital Group’s operations and consolidated financial statements of the Company for 2014.

“The consolidated Management Board’s report of the operations of Capital Group MOSTOSTAL WARSZAWA S.A. covered with consolidation in 2014 and the financial statements, including:

1. consolidated balance sheet as at 31.12.2014, which at assets and liabilities shows the amount of PLN 1,367,461,603.47 (in words: one billion three hundred sixty seven million four hundred sixty one thousand three zlotys and forty seven grosz)
2. consolidated profit and loss account for the financial year 2014 which shows a net loss attributed to the Parent Entity and non-controlling

shareholders in the amount of PLN 8,738,124.23 (in words: eight million seven hundred thirty eight thousand one hundred twenty four zlotys and twenty three grosz),

3. statement of changes in consolidated equity total showing a decrease in the total equity in the amount of PLN 18,688,020.46 (in words: eighteen million six hundred eighty eight thousand twenty zlotys and forty six grosz);
4. consolidated cash flow statement showing a net increase in cash during the financial year 2014 for the amount of PLN 95,042,854.57 (in words: ninety five million forty two thousand eighty hundred fifty four zlotys and fifty seven grosz),
5. additional information”.
 - number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
 - total number of valid votes is 13.684.743,
 - number of votes “for” is 13.684.743,
 - there have been no votes “against”,
 - there have been no abstentions.

Resolution No 4

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on the approval for the report of operations of the Supervisory Board.

“The report of operations of the Supervisory Board for 2014 shall be approved (Attachment No 1).

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,

- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 5

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on the approval for the prepared by the Supervisory Board the assessment of its works for the financial year 2014 in accordance with the requirements of the “Code of Best Practice for the WSE Listed Companies”.

“The assessment of works of the Supervisory Board for 2014” shall be approved (Attachment No 2).

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 6

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on granting a vote of acceptance to the member of the Supervisory Board for 2014.

“Francisco Adalberto Claudio Vazquez has been granted a vote of acceptance for 2014”.

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,

- there have been no abstentions.

Resolution No 7

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on granting a vote of acceptance to the member of the Supervisory Board for 2014.

“Jose Manuel Terceiro Mateos has been granted a vote of acceptance for 2014”.

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 8

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on granting a vote of acceptance to the member of the Supervisory Board for 2014.

“Piotr Gawryś has been granted a vote of acceptance for 2014”.

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 9

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on granting a vote of acceptance to the member of the Supervisory Board for 2014.

“Leszek Wysocki has been granted a vote of acceptance for the period from 1 January to 30 June 2014”.

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 10

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on granting a vote of acceptance to the member of the Supervisory Board for 2014.

“Neil Roxburgh Balfour has been granted a vote of acceptance for 2014”.

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 11

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on granting a vote of acceptance to the member of the Supervisory Board for 2014.

“Raimundo Fernandez – Cuesta Laborde has been granted a vote of acceptance for 2014”.

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 12

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on granting a vote of acceptance to a member of the Management Board for 2014.

“Miguel Angel Heras Llorente has been granted a vote of acceptance for 2014”.

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 13

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on granting a vote of acceptance to the member of the Management Board for 2014.

“Jacek Szymanek has been granted a vote of acceptance for 2014”.

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 14

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on granting a vote of acceptance to the member of the Management Board for 2014.

“Miguel Vegas Solano has been granted a vote of acceptance for the period from 1 January to 26 June 2014”.

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 15

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on granting a vote of acceptance to the member of the Management Board for 2014.

“Jose Angel Andres Lopez has been granted a vote of acceptance for 2014”.

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 16

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on granting a vote of acceptance to the member of the Management Board for 2014.

“Carlos Enrique Resino Ruiz has been granted a vote of acceptance for the period from 26 June to 31 December 2014”.

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 17

of the Ordinary Meeting of the Company MOSTOSTAL WARSZAWA S.A. of 20 April 2015 on granting a vote of acceptance to the member of the Management Board for 2014.

“Krzysztof Sadłowski has been granted a vote of acceptance for the period from 1 January to 24 June 2014”.

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.

Resolution No 18

of the Ordinary Meeting of the Company Mostostal Warszawa S.A of 20 April 2015 on the distribution of profit for 2014.

“The General Meeting of MOSTOSTAL WARSZAWA S.A., on the basis of § 19 item 2 of the Articles of Association, and art. 396 § 5 of the Code of Commercial Companies decides to designate the net profit in the amount of PLN 53,716,424.03 (in words: fifty three million seven hundred sixteen thousand four hundred twenty four zlotys and three grosz) for the financial year 2014 to cover the loss for the financial year 2013.

The Chairman stated that the resolution was adopted, and:

- number of shares, for which valid votes have been cast is 13.684.743, which represents 68.42% of the share capital,
- total number of valid votes is 13.684.743,
- number of votes “for” is 13.684.743,
- there have been no votes “against”,
- there have been no abstentions.