

RESOLUTIONS

of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe Spółka Akcyjna
with its registered office in Katowice, adopted on 27 December 2010

RESOLUTION No. 9

of the EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

of Energomontaż-Południe S.A.

held on 27 December 2010

on correcting Resolution No. 4 of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A., adopted on 20 December 2010, concerning an amendment to the Statute of the Company

The Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. corrects **Resolution No. 4** of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. adopted on 20 December 2010, concerning an amendment to the Statute of the Company, such that the first three lines of that Resolution are given the following wording:

"The Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. with its registered office in Katowice, acting pursuant to Article 430 par. 1 sentence 1 of the Commercial Companies Code and Article 26 par. 1 pt. 6 of the Statute, resolves as follows:"

Number of shares from which valid votes were cast:	22,580,664
Percentage share of the above shares in the share capital:	31.82 per cent
Total number of valid votes:	22,580,664
Number of votes "for":	22,579,664
Number of votes "against":	0
Number of abstentions:	1,000
The resolution was adopted by the required majority of votes.	

RESOLUTION No. 10

of the EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

of Energomontaż-Południe S.A.

held on 27 December 2010

on correcting Resolution No. 5 of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. adopted on 20 December 2010, concerning an amendment to the Statute of the Company

The Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. corrects **Resolution No. 5** of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. adopted on 20 December 2010, concerning an amendment to the Statute of the Company, such that:

- item 3 (three) of that Resolution is given the following wording:

"3. Article 17 par. 3 pt. 1 of the Company's Statute is amended to read as follows:

Acquiring, disposing of or encumbering components of fixed assets, including real property, rights of perpetual usufruct or shares in real property or rights of perpetual usufruct, whose value is at least PLN 1,500,000 (one million, five hundred thousand zlotys), except for encumbering all or a part of a real property or right of perpetual usufruct belonging

to the Company with a limited right in rem in favour of banks, credit institutions or financial institutions within the meaning of banking law,”

– item 4 (four) of that Resolution is given the following wording:

“4. a provision is added to the end of Article 17 par. 3 pt. 2 of the Company’s Statute, reading as follows:

as well as with the exception of a guarantee, suretyship or promissory note whose value does not exceed PLN 100,000),”

– item 5 (five) of that Resolution is given the following wording:

“5. Article 17 par. 3 pt. 8 is added, which reads as follows:

support for a non-profit organisation, charitable activity or sponsoring activity, where the annual limit of PLN 250,000 is exceeded,”

– item 6 (six) of that Resolution is given the following wording:

“6. Article 19 par. 3 of the Company’s Statute is amended to read as follows:

The Management Board of the Company is authorised to convene the Extraordinary General Meeting of Shareholders. In the situations provided by law, the Management Board is obliged to convene the Extraordinary General Meeting of Shareholders.”

Number of shares from which valid votes were cast:	22,580,664
Percentage share of the above shares in the share capital:	31.82 per cent
Total number of valid votes:	22,580,664
Number of votes “for”:	22,580,664
Number of votes “against”:	0
Number of abstentions:	0
The resolution was adopted unanimously.	

At this point, the proxy of one of the Shareholders submitted a formal motion to adjourn the deliberations of the Extraordinary General Meeting of Shareholders until 2.00 p.m. (two o’clock in the afternoon) on 13 January 2011. The Extraordinary General Meeting of Shareholders therefore adopted the following resolution:

RESOLUTION No. 11
of the EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
of Energomontaż-Południe S.A.
held on 27 December 2010

Acting on the basis of Article 408 par. 2 of the Commercial Companies Code, the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. with its registered office in Katowice adjourns its deliberations until 2.00 p.m. (two o’clock in the afternoon) on 13 January 2011.

Number of shares from which valid votes were cast:	22,580,664
Percentage share of the above shares in the share capital:	31.82 per cent
Total number of valid votes:	22,580,664
Number of votes “for”:	22,579,664
Number of votes “against”:	1,000
Number of abstentions:	0
The resolution was adopted by the required majority of votes.	