

DRAFT RESOLUTIONS

**for the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.
with its registered office in Katowice**

Resolution No. 1

**of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.,
adopted on _____ 2012**

on electing the Chairman of the Extraordinary General Meeting of Shareholders of Energomontaż – Południe S.A.

1. Acting on the basis of Article 409 par. 1 of the Commercial Companies Code, the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. in Katowice appoints as Chairman of the Meeting Mr./Mrs..... .
2. The resolution comes into effect on the day it is adopted.

Resolution No. 2

**of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.,
adopted on _____ 2012.**

on the approval of the agenda

1. The Extraordinary General Meeting of Shareholders of Energomontaż - Południe S.A. in Katowice resolves to approve the agenda in the version published on the website of Energomontaż-Południe S.A. on _____ and in the manner foreseen for the provision of current information in compliance with the regulations on public offerings and the conditions for introducing financial instruments to the organised trading system and on public companies.
2. The resolution comes into effect on the day it is adopted.

Resolution No. 3

**of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.,
adopted on _____ 2012**

on electing the Scrutiny Committee of the Extraordinary General Meeting of Shareholders of Energomontaż – Południe S.A.

1. The Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. in Katowice appoints a Scrutiny Committee with the following composition:
 - a) _____,
 - b) _____,
 - c) _____.
2. The resolution comes into effect on the day it is adopted.

Resolution No. 4

**of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.,
adopted on _____ 2012**

on establishing the number of members of the Supervisory Board

1. Acting on the basis of Article 385 par. 1 of the Commercial Companies Code and of Clause 13 par. 1 of the Statute of the Company, the Extraordinary General Meeting of Shareholders establishes a Supervisory Board composed of ____persons for the present term of office.
2. The resolution comes into effect on the day it is adopted.

Resolution No. 5

**of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.,
adopted on _____ 2012**

on recalling a member of the Supervisory Board

1. Acting on the basis of Article 385 par. 1 of the Commercial Companies Code and of Clause 26 par. 2 of the Statute of the Company, the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. in Katowice recalls Mr.....from the Supervisory Board.
2. The resolution comes into effect on the day it is adopted.

Resolution No. 6

**of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.,
adopted on _____ 2012**

on appointing a member of the Supervisory Board.

1. Acting on the basis of Article 385 par. 1 of the Commercial Companies Code and of Clause 26 par. 2 of the Statute of the Company, the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. in Katowice appoints Mr..... as a member of the Supervisory Board.
2. The resolution comes into effect on the day it is adopted.

Resolution No. 7

**of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.,
adopted on _____ 2012**

on approving new Regulations of the General Meeting of Shareholders of Energomontaż – Południe S.A.

1. The Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. in Katowice approves and adopts new Regulations of the General Meeting of Shareholders of Energomontaż – Południe S.A. The Regulations of the General Meeting of Shareholders constitute an Attachment to this resolution.
2. The resolution comes into effect on the day it is adopted.