

RESOLUTIONS

of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A. with its registered office in Katowice adopted on 12 April 2012

Resolution No. 1

of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A., adopted on 12 April 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. Wiesław Łatała.
2. The resolution comes into effect on the day it is adopted.

Number of shares from which valid votes were cast:	59,146,919
Percentage share of the above shares in the share capital:	83.34%
Total number of valid votes:	59,146,919
Number of votes "for":	59,146,709
Number of votes "against":	0
Number of abstentions:	210

Voting took place in a secret ballot.

Resolution No. 2

of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A., adopted on 12 April 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 16 March 2012 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.

Number of shares from which valid votes were cast:	59,151,279
Percentage share of the above shares in the share capital:	83.34%
Total number of valid votes:	59,151,279
Number of votes "for":	59,151,279
Number of votes "against":	0
Number of abstentions:	0

Voting took place in an open ballot.

Resolution No. 3

**of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.,
adopted on 12 April 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) Cezary Świąć,
 - b) Piotr Musiał,
 - c) Patrycja Gawłowicz.
2. The resolution comes into effect on the day it is adopted.

Number of shares from which valid votes were cast:	59,151,279
Percentage share of the above shares in the share capital:	83.34%
Total number of valid votes:	59,151,279
Number of votes "for":	59,151,279
Number of votes "against":	0
Number of abstentions:	0

Voting took place in a secret ballot.

Resolution No. 4

**of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.,
adopted on 12 April 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 six persons for the present term of office.
2. The resolution comes into effect on the day it is adopted.

Number of shares from which valid votes were cast:	59,151,279
Percentage share of the above shares in the share capital:	83.34%
Total number of valid votes:	59,151,279
Number of votes "for":	59,146,919
Number of votes "against":	4,360
Number of abstentions:	0

Voting took place in an open ballot.

At this point, the Chairman of the Meeting of Shareholders declared that the Company had received written resignations from membership of the

Supervisory Board of Energomontaż-Południe S.A. from Stanisław Gasinowicz, Marek Skibiński, Andrzej Wilczyński and Grzegorz Wojtkowiak; furthermore, on behalf of the Shareholder represented, the Chairman of the Meeting of Shareholders submitted a motion to recall Mr Tomasz Woroch from the Supervisory Board.

Therefore, in further implementing item 6 of the agenda, the Extraordinary General Meeting of Shareholders adopted a resolution as follows:

Resolution No. 5

of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A., adopted on 12 April 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. Tomasz Woroch from the Supervisory Board.
2. The resolution comes into effect on the day it is adopted.

Number of shares from which valid votes were cast:	59,151,279
Percentage share of the above shares in the share capital:	83.34%
Total number of valid votes:	59,151,279
Number of votes "for":	55,602,679
Number of votes "against":	0
Number of abstentions:	3,548,600

Voting took place in a secret ballot.

At this point, on behalf of the Shareholder represented, the Chairman of the Meeting of Shareholders submitted a motion to appoint five persons to the Supervisory Board: Janusz Koszarny, Dariusz Karwacki, Wiesław Różacki, Piotr Rutkowski and Przemysław Szkudlarczyk, and declared that the above candidates had expressed their written consent to be appointed to the Company's Supervisory Board. No other candidacies were submitted.

Therefore, in further implementing item 6 of the agenda, the Extraordinary General Meeting of Shareholders adopted a resolution as follows:

Resolution No. 6

of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A., adopted on 12 April 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. Janusz Koszarny as a member of the Supervisory Board.

2. The resolution comes into effect on the day it is adopted.

Number of shares from which valid votes were cast:	59,146,919
Percentage share of the above shares in the share capital:	83.34%
Total number of valid votes:	59,146,919
Number of votes "for":	46,333,730
Number of votes "against":	0
Number of abstentions:	12,813,189

Voting took place in a secret ballot.

Resolution No. 7

of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A., adopted on 12 April 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. Dariusz Karwacki as a member of the Supervisory Board.

2. The resolution comes into effect on the day it is adopted.

Number of shares from which valid votes were cast:	59,146,919
Percentage share of the above shares in the share capital:	83.34%
Total number of valid votes:	59,146,919
Number of votes "for":	46,333,730
Number of votes "against":	0
Number of abstentions:	12,813,189

Voting took place in a secret ballot.

Resolution No. 8

of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A., adopted on 12 April 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. Wiesław Różacki as a member of the Supervisory Board.

2. The resolution comes into effect on the day it is adopted.

Number of shares from which valid votes were cast:	59,146,919
Percentage share of the above shares in the share capital:	83.34%
Total number of valid votes:	59,146,919

Number of votes "for":	46,333,730
Number of votes "against":	0
Number of abstentions:	12,813,189

Voting took place in a secret ballot.

Resolution No. 9

**of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.,
adopted on 12 April 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. Piotr Rutkowski as a member of the Supervisory Board.
2. The resolution comes into effect on the day it is adopted.

Number of shares from which valid votes were cast:	59,146,919
Percentage share of the above shares in the share capital:	83.34%
Total number of valid votes:	59,146,919
Number of votes "for":	46,333,520
Number of votes "against":	0
Number of abstentions:	12,813,189

Voting took place in a secret ballot.

Resolution No. 10

**of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.,
adopted on 12 April 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. Przemysław Szkudlarczyk as a member of the Supervisory Board.
2. The resolution comes into effect on the day it is adopted.

Number of shares from which valid votes were cast:	59,151,279
Percentage share of the above shares in the share capital:	83.34%
Total number of valid votes:	59,151,279
Number of votes "for":	46,333,520
Number of votes "against":	4,570
Number of abstentions:	12,813,189

Voting took place in a secret ballot.

Resolution No. 11

**of the Extraordinary General Meeting of Shareholders of Energomontaż-Południe S.A.,
adopted on 12 April 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.

Number of shares from which valid votes were cast:	59,146,919
Percentage share of the above shares in the share capital:	83.34%
Total number of valid votes:	59,146,919
Number of votes "for":	59,146,709
Number of votes "against":	0
Number of abstentions:	210

Voting took place in an open ballot.