

***Resolutions adopted by the Extraordinary General Meeting of KGHM Polska  
Miedź S.A. on 18 January 2016***

**Resolution No. 1/2016  
of the Extraordinary General Meeting of the Company under the name of:  
KGHM Polska Miedź Spółka Akcyjna  
with its registered head office in Lubin dated 18 January 2016**

**regarding: election of the Chairman of the Extraordinary General Meeting.**

Acting in accordance with article 409 § 1 of the Commercial Partnerships and Companies Code and § 28 section 1 of the Statutes of the Company:

**§ 1**

Andrzej Leganowicz is hereby elected as Chairman of the Extraordinary General Meeting of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 462 representing 48% of the share capital.*

*Total number of valid votes – 96 040 462 ,  
including votes “for” – 95 955 130, “against” – 11 461 and “abstaining” –73 871.*

**Resolution No. 2/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: acceptance of the agenda of the Extraordinary General Meeting.**

The Extraordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

**§ 1**

The following agenda of the Extraordinary General Meeting of KGHM Polska Miedź Spółka Akcyjna is hereby accepted:

1. Opening of the General Meeting.
2. Election of the Chairman of the General Meeting.
3. Confirmation of the legality of convening the General Meeting and its capacity to adopt binding resolutions.
4. Acceptance of the agenda.
5. Adoption of resolutions on changes to the composition of the Supervisory Board.
6. Closing of the General Meeting.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 462 representing 48% of the share capital.*

*Total number of valid votes – 96 040 462 ,  
including votes “for” – 95 871 628, “against” – 11 461 and “abstaining” –157 373.*

**Resolution No. 3/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: dismissal of a member of the Supervisory Board of KGHM Polska Miedź S.A.**

Acting in accordance with article 385 § 1 of the Commercial Partnerships and Companies Code and § 16 section 2 of the Statutes of the Company:

**§ 1**

Tomasz Cyran is dismissed from the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 463 representing 48% of the share capital.*

*Total number of valid votes – 96 040 463 ,  
including votes “for” – 71 460 699, “against” – 22 771 755 and “abstaining” –1 808 009.*

**Resolution No. 4/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: dismissal of a member of the Supervisory Board of KGHM Polska  
Miedź S.A.**

Acting in accordance with article 385 § 1 of the Commercial Partnerships and Companies Code and § 16 section 2 of the Statutes of the Company:

**§ 1**

Bogusław Fiedor is dismissed from the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 463 representing 48% of the share capital.*

*Total number of valid votes – 96 040 463 ,  
including votes “for” – 71 460 699, “against” – 22 771 755 and “abstaining” –1 808 009.*

**Resolution No. 5/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: dismissal of a member of the Supervisory Board of KGHM Polska Miedź S.A.**

Acting in accordance with article 385 § 1 of the Commercial Partnerships and Companies Code and § 16 section 2 of the Statutes of the Company:

**§ 1**

Andrzej Kidyba is dismissed from the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 463 representing 48% of the share capital.*

*Total number of valid votes – 96 040 463 ,  
including votes “for” – 71 460 699, “against” – 22 807 627 and “abstaining” –1 772 137.*

**Resolution No. 6/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: dismissal of a member of the Supervisory Board of KGHM Polska Miedź S.A.**

Acting in accordance with article 385 § 1 of the Commercial Partnerships and Companies Code and § 16 section 2 of the Statutes of the Company:

**§ 1**

Marcin Moryń is dismissed from the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 463 representing 48% of the share capital.*

*Total number of valid votes – 96 040 463 ,  
including votes “for” – 73 001 433, “against” – 22 771 755 and “abstaining” –267 275.*

**Resolution No. 7/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: dismissal of a member of the Supervisory Board of KGHM Polska Miedź S.A.**

Acting in accordance with article 385 § 1 of the Commercial Partnerships and Companies Code and § 16 section 2 of the Statutes of the Company:

**§ 1**

Jacek Poświata is dismissed from the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 463 representing 48% of the share capital.*

*Total number of valid votes – 96 040 463 ,  
including votes “for” – 71 460 699, “against” – 22 771 755 and “abstaining” –1 808 009.*

**Resolution No. 8/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: dismissal of a member of the Supervisory Board of KGHM Polska Miedź S.A.**

Acting in accordance with article 385 § 1 of the Commercial Partnerships and Companies Code and § 16 section 2 of the Statutes of the Company:

**§ 1**

Barbara Wertelecka-Kwater is dismissed from the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 463 representing 48% of the share capital.*

*Total number of valid votes – 96 040 463 ,  
including votes “for” – 73 001 433, “against” – 22 771 755 and “abstaining” –267 275.*



**Resolution No. 9/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: appointment of a member of the Supervisory Board of KGHM  
Polska Miedź S.A.**

Acting in accordance with article 385 § 1 of the Commercial Partnerships and Companies Code and § 16 section 2 of the Statutes of the Company:

**§ 1**

Radosław Barszcz is hereby appointed to the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 463 representing 48% of the share capital.*

*Total number of valid votes – 96 040 463 ,  
including votes “for” – 73 001 432, “against” – 22 771 756 and “abstaining” –267 275.*

**Resolution No. 10/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: appointment of a member of the Supervisory Board of KGHM  
Polska Miedź S.A.**

Acting in accordance with article 385 § 1 of the Commercial Partnerships and Companies Code and § 16 section 2 of the Statutes of the Company:

**§ 1**

Michał Czarnik is hereby appointed to the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 463 representing 48% of the share capital.*

*Total number of valid votes – 96 040 463 ,  
including votes “for” – 73 001 432, “against” – 22 771 756 and “abstaining” –267 275.*

**Resolution No. 11/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: appointment of a member of the Supervisory Board of KGHM  
Polska Miedź S.A.**

Acting in accordance with article 385 § 1 of the Commercial Partnerships and Companies Code and § 16 section 2 of the Statutes of the Company:

**§ 1**

Cezary Godziuk is hereby appointed to the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 463 representing 48% of the share capital.*

*Total number of valid votes – 96 040 463 ,  
including votes “for” – 73 001 432, “against” – 22 771 756 and “abstaining” –267 275.*

**Resolution No. 12/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: appointment of a member of the Supervisory Board of KGHM  
Polska Miedź S.A.**

Acting in accordance with article 385 § 1 of the Commercial Partnerships and Companies Code and § 16 section 2 of the Statutes of the Company:

**§ 1**

Dominik Hunek is hereby appointed to the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 463 representing 48% of the share capital.*

*Total number of valid votes – 96 040 463 ,  
including votes “for” – 71 459 873, “against” – 22 771 755 and “abstaining” – 1 808 835.*

**Resolution No. 13/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: appointment of a member of the Supervisory Board of KGHM  
Polska Miedź S.A.**

Acting in accordance with article 385 § 1 of the Commercial Partnerships and Companies Code and § 16 section 2 of the Statutes of the Company:

**§ 1**

Miłosz Stanisławski is hereby appointed to the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 463 representing 48% of the share capital.*

*Total number of valid votes – 96 040 463 ,  
including votes “for” – 73 001 432, “against” – 22 771 756 and “abstaining” –267 275.*

**Resolution No. 14/2016**  
**of the Extraordinary General Meeting of the Company under the name of:**  
**KGHM Polska Miedź Spółka Akcyjna**  
**with its registered head office in Lubin dated 18 January 2016**

**regarding: appointment of a member of the Supervisory Board of KGHM  
Polska Miedź S.A.**

Acting in accordance with article 385 § 1 of the Commercial Partnerships and Companies Code and § 16 section 2 of the Statutes of the Company:

**§ 1**

Jarosław Witkowski is hereby appointed to the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna.

**§ 2**

This resolution comes into force on the date it is adopted.

*Number of shares on which valid votes were cast – 96 040 463 representing 48% of the share capital.*

*Total number of valid votes – 96 040 463 ,  
including votes “for” – 71 460 698, “against” – 22 771 756 and “abstaining” –1 808 009.*

*Translation from the original Polish version.*

*In the event of differences resulting from the translation, reference should be made  
to the official Polish version.*