

**Announcement of a change in the agenda of the Ordinary General Meeting
of KGHM Polska Miedź S.A. convened for 15 June 2011**

The Management Board of KGHM Polska Miedź S.A. announces that on 25 May 2011 the State Treasury, as an entitled shareholder of the Company, acting on the basis of art. 401 § 1 of the Commercial Partnerships and Companies Code, submitted a request to carry out the following changes in the announced agenda of the Ordinary General Meeting convened for 15 June 2011:

1) an expansion of the agenda through introduction of a new point:

„Adoption of a resolution on setting the number of members of the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin.”,

2) a change in the order of consideration of points 14) and 15),

and withdrawal of the previously-proposed resolution regarding point 15) of the agenda (announced on the date of convening of the Ordinary General Meeting) on appointment to the Supervisory Board.

The Management Board of the Company, taking into account the proposed changes, hereby presents a new agenda for the Ordinary General Meeting of KGHM Polska Miedź S.A., which will be held on 15 June 2011, beginning at 11.00 a.m., at the head office of the Company in Lubin, at ul. Marii Skłodowskiej-Curie 48 (in Jan Wyżykowski Hall):

- 1) Opening of the Ordinary General Meeting.
- 2) Election of the Chairman of the Ordinary General Meeting.
- 3) Confirmation of the legality of convening the Ordinary General Meeting and its capacity to adopt resolutions.
- 4) Acceptance of the agenda.
- 5) Review of the report on the activities of KGHM Polska Miedź S.A. in financial year 2010 and the financial statements of KGHM Polska Miedź S.A. for financial year 2010.
- 6) Review of the proposal of the Management Board concerning the appropriation of Company profit for financial year 2010.
- 7) Review of the Supervisory Board of KGHM Polska Miedź S.A. report on the results of its evaluation of the report on the activities of KGHM Polska Miedź S.A. in financial year 2010 and of the financial statements of KGHM Polska Miedź S.A. for financial year 2010.
- 8) Presentation by the Supervisory Board of:
 - a) a brief assessment of the Company's standing, including an evaluation of the internal control system and the Company's significant risk management system,
 - b) a report on the activities of the Supervisory Board together with the evaluation of its work.
- 9) Adoption of resolutions:

- a) on approval of the report on the activities of KGHM Polska Miedź S.A. in financial year 2010,
 - b) on approval of the financial statements of KGHM Polska Miedź S.A. for financial year 2010,
 - c) on the appropriation of Company profit for financial year 2010.
- 10) Adoption of resolutions:
- a) on approving the performance of duties of members of the Management Board in financial year 2010,
 - b) on approving the performance of duties of members of the Supervisory Board in financial year 2010.
- 11) Review of the report on the activities of the KGHM Polska Miedź S.A. Group in financial year 2010 and of the consolidated financial statements of the KGHM Polska Miedź S.A. Group for financial year 2010.
- 12) Review of the Supervisory Board report on the results of its evaluation of the report on the activities of the KGHM Polska Miedź S.A. Group in financial year 2010 and of the consolidated financial statements of the KGHM Polska Miedź S.A. Group for financial year 2010.
- 13) Adoption of resolutions:
- a) on approval of the report on the activities of the KGHM Polska Miedź S.A. Group in financial year 2010,
 - b) on approval of the consolidated financial statements of the KGHM Polska Miedź S.A. Group for financial year 2010.
- 14) Adoption of a resolution on changes to the composition of the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin.
- 15) Appointment of members of the Supervisory Board of KGHM Polska Miedź S.A. for a new term:
- a) adoption of a resolution on confirmation of the validity of the elections of members of the Supervisory Board chosen by the employees of the Company,
 - b) adoption of a resolution on setting the number of members of the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin,
 - c) adoption of resolutions on appointment of the Supervisory Board members.
- 16) Adoption of a resolution on changes to the principles of remuneration of Supervisory Board members.
- 17) Closing of the General Meeting.

The change of the agenda announced by the Management Board through a change in the order of consideration of points 14) and 15) pursuant to a shareholder request is due to the

necessity to eliminate doubts connected with the length of the term of office and expiry of the mandates of Supervisory Board members.

Introduction to the agenda of the General Meeting of the point:

„Adoption of a resolution on setting the number of members of the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin.”

is justified by the need to set the number of members of the supervisory body for the next term of office.

Proposed resolution to point 15b of the amended agenda, put forth by the State Treasury, a shareholder:

**Resolution No. / 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

regarding: setting of the number of members of the Supervisory Board of KGHM Polska Miedź S.A.

The General Meeting, acting on the basis of § 16 sec. 1 of the Statutes of KGHM Polska Miedź S.A., resolves the following:

- I. The General Meeting hereby sets the number of members of the Supervisory Board at 10 persons.
- II. This resolution comes into force on the date it is taken.

In addition, the Management Board of the Company hereby provides the proposed resolution regarding acceptance of the agenda of the Ordinary General Meeting of the Company reflecting the aforementioned change to the agenda. The wording of the remaining published proposed resolutions of the Ordinary General Meeting is unchanged.

**Resolution No. / 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

regarding: acceptance of the agenda of the Ordinary General Meeting.

The Ordinary General Meeting resolves the following:

- I. The following agenda is hereby accepted:
 - 1) Opening of the Ordinary General Meeting.
 - 2) Election of the Chairman of the Ordinary General Meeting.

- 3) Confirmation of the legality of convening the Ordinary General Meeting and its capacity to adopt resolutions.
- 4) Acceptance of the agenda.
- 5) Review of the report on the activities of KGHM Polska Miedź S.A. in financial year 2010 and the financial statements of KGHM Polska Miedź S.A. for financial year 2010.
- 6) Review of the proposal of the Management Board concerning the appropriation of Company profit for financial year 2010.
- 7) Review of the Supervisory Board of KGHM Polska Miedź S.A. report on the results of its evaluation of the report on the activities of KGHM Polska Miedź S.A. in financial year 2010 and of the financial statements of KGHM Polska Miedź S.A. for financial year 2010.
- 8) Presentation by the Supervisory Board of:
 - c) a brief assessment of the Company's standing, including an evaluation of the internal control system and the Company's significant risk management system,
 - d) a report on the activities of the Supervisory Board together with the evaluation of its work.
- 9) Adoption of resolutions:
 - a) on approval of the report on the activities of KGHM Polska Miedź S.A. in financial year 2010,
 - b) on approval of the financial statements of KGHM Polska Miedź S.A. for financial year 2010,
 - c) on the appropriation of Company profit for financial year 2010.
- 10) Adoption of resolutions:
 - a) on approving the performance of duties of members of the Management Board in financial year 2010,
 - b) on approving the performance of duties of members of the Supervisory Board in financial year 2010.
- 11) Review of the report on the activities of the KGHM Polska Miedź S.A. Group in financial year 2010 and of the consolidated financial statements of the KGHM Polska Miedź S.A. Group for financial year 2010.
- 12) Review of the Supervisory Board report on the results of its evaluation of the report on the activities of the KGHM Polska Miedź S.A. Group in financial year 2010 and of the consolidated financial statements of the KGHM Polska Miedź S.A. Group for financial year 2010.
- 13) Adoption of resolutions:
 - a) on approval of the report on the activities of the KGHM Polska Miedź S.A. Group in financial year 2010,

- b) on approval of the consolidated financial statements of the KGHM Polska Miedź S.A. Group for financial year 2010.
- 14) Adoption of a resolution on changes to the composition of the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin.
 - 15) Appointment of members of the Supervisory Board of KGHM Polska Miedź S.A. for a new term:
 - a) adoption of a resolution on confirmation of the validity of the elections of members of the Supervisory Board chosen by the employees of the Company,
 - b) adoption of a resolution on setting the number of members of the Supervisory Board of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin,
 - c) adoption of resolutions on appointment of the Supervisory Board members.
 - 16) Adoption of a resolution on changes to the principles of remuneration of Supervisory Board members.
 - 17) Closing of the General Meeting.

II. This resolution comes into force on the date it is taken.

Legal basis: § 38 sec. 1 point 4 of the Decree of the Minister of Finance dated 19 February 2009 regarding current and periodic information published by issuers of securities and conditions for recognising as equivalent information required by the laws of a non-member state (Journal of Laws from 2009 No. 33, item 259 with subsequent amendments)

(Translation from the original Polish version. In the event of differences resulting from the translation, reference should be made to the official Polish version.)