

**Announcement of a change in the agenda of the Ordinary General Meeting  
of KGHM Polska Miedź S.A. convened for 19 June 2013**

The Management Board of KGHM Polska Miedź S.A. announces that on 29 May 2013 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 and § 23 sec. 3 of the Statutes of the Company, submitted a request to add the following point to the agenda of the Ordinary General Meeting of KGHM Polska Miedź SA with its registered head office in Lubin convened for 19 June 2013:

“Adoption of resolutions on changes to the composition of the Supervisory Board of the Company”.

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 19 June 2013, 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 2012 and the financial statements of KGHM Polska Miedź S.A. for financial year 2012.
6. Review of the proposal of the Management Board concerning the appropriation of Company profit for financial year 2012.
7. Review of the proposal of the Management Board concerning offsetting of profit from prior years with the reserves arising from actuarial gains and losses.
8. 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 2012 and of the financial statements of KGHM Polska Miedź S.A. for financial year 2012.
9. Presentation by the Supervisory Board of:
  - a) a brief assessment of the standing of KGHM Polska Miedź S.A. for financial year 2012, 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 for financial year 2012.
10. Adoption of resolutions:
  - a) on approval of the report on the activities of KGHM Polska Miedź S.A. in financial year 2012,

- b) on approval of the financial statements of KGHM Polska Miedź S.A. for financial year 2012,
  - c) on the appropriation of Company profit for financial year 2012,
  - d) on the offsetting of profit from prior years with the reserves arising from actuarial gains and losses.
11. Adoption of resolutions:
- a) on approval of the performance of duties of members of the Management Board in financial year 2012,
  - b) on approval of the performance of duties of members of the Supervisory Board in financial year 2012.
12. Review of the report on the activities of the KGHM Polska Miedź S.A. Group in financial year 2012 and of the consolidated financial statements of the KGHM Polska Miedź S.A. Group for financial year 2012.
13. 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 2012 and of the consolidated financial statements of the KGHM Polska Miedź S.A. Group for financial year 2012.
14. Adoption of resolutions:
- a) on approval of the report on the activities of the KGHM Polska Miedź S.A. Group in financial year 2012,
  - b) on approval of the consolidated financial statements of the KGHM Polska Miedź S.A. Group for financial year 2012.
15. Adoption of resolutions regarding appointment of members of the Supervisory Board of KGHM Polska Miedź S.A. elected by the Company's employees.
16. Adoption of resolutions on changes to the composition of the Supervisory Board of the Company.
17. Closing of the General Meeting.

Proposed resolutions to point 16 of the amended agenda, put forth by the State Treasury, a shareholder:

**Resolution No. .... /2013  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated 19 June 2013**

**regarding: dismissal from the Supervisory Board.**

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

**I.** The General Meeting hereby dismisses ..... from the Supervisory Board of KGHM Polska Miedź S.A.

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

**Resolution No. .... /2013  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated 19 June 2013**

**regarding: appointment to the Supervisory Board**

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

I. The General Meeting hereby appoints ..... to the Supervisory Board of KGHM Polska Miedź S.A.

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

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. .... /2013  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated 19 June 2013**

**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 2012 and the financial statements of KGHM Polska Miedź S.A. for financial year 2012.
6. Review of the proposal of the Management Board concerning the appropriation of Company profit for financial year 2012.
7. Review of the proposal of the Management Board concerning offsetting of profit from prior years with the reserves arising from actuarial gains and losses.

8. 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 2012 and of the financial statements of KGHM Polska Miedź S.A. for financial year 2012.
9. Presentation by the Supervisory Board of:
  - a) a brief assessment of the standing of KGHM Polska Miedź S.A. for financial year 2012, 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 for financial year 2012.
10. Adoption of resolutions:
  - a) on approval of the report on the activities of KGHM Polska Miedź S.A. in financial year 2012,
  - b) on approval of the financial statements of KGHM Polska Miedź S.A. for financial year 2012,
  - c) on the appropriation of Company profit for financial year 2012,
  - d) on the offsetting of profit from prior years with the reserves arising from actuarial gains and losses.
11. Adoption of resolutions:
  - a) on approval of the performance of duties of members of the Management Board in financial year 2012,
  - b) on approval of the performance of duties of members of the Supervisory Board in financial year 2012.
12. Review of the report on the activities of the KGHM Polska Miedź S.A. Group in financial year 2012 and of the consolidated financial statements of the KGHM Polska Miedź S.A. Group for financial year 2012.
13. 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 2012 and of the consolidated financial statements of the KGHM Polska Miedź S.A. Group for financial year 2012.
14. Adoption of resolutions:
  - a) on approval of the report on the activities of the KGHM Polska Miedź S.A. Group in financial year 2012,
  - b) on approval of the consolidated financial statements of the KGHM Polska Miedź S.A. Group for financial year 2012.
15. Adoption of resolutions regarding appointment of members of the Supervisory Board of KGHM Polska Miedź S.A. elected by the Company's employees.
16. Adoption of resolutions on changes to the composition of the Supervisory Board of the Company.
17. Closing of the General Meeting.

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

The complete proposed resolutions and the form for voting through a proxy, including the changes proposed by the State Treasury as shareholder, may be found on the Company's website: [www.kghm.pl](http://www.kghm.pl) under *Investors / General Meeting*.

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, reference should be made to the official Polish version.)*