

**Resolution No. 1/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

regarding: election of the Chairman of the Ordinary General Meeting.

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

I. Andrzej Leganowicz is hereby elected as Chairman of the Ordinary General Meeting.

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

Number of shares on which valid votes were cast - 107 329 644, representing 53.665 % of the share capital.

Total number of valid votes – 107 329 644,

including votes “for” – 107 329 260, “against” - 0 and “abstaining” – 384.

Resolution No. 2/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: removal from the agenda.

Based on § 23 sec. 5 of the Statutes of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin, the following is resolved:

By a motion of a shareholder – the State Treasury, the General Meeting hereby resolves that:

point 16) of the agenda on the adoption of a resolution on changes to the principles of remuneration of Supervisory Board members shall not be considered, and is hereby removed from the agenda.

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

Number of shares on which valid votes were cast – 110 895 423, representing 55.448% of the share capital.

Total number of valid votes – 110 895 423,

including votes “for” – 76 173 987, “against” – 1 and “abstaining” – 34 721 435.

Resolution No. 3/ 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:
 - 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) Closing of the General Meeting.

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

Number of shares on which valid votes were cast – 110 542 222, representing 55.271% of the share capital.

Total number of valid votes – 110 542 222,

including votes “for” – 110 541 839 , “against” – 0 and “abstaining” – 383.

**Resolution No. 4/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

**regarding: approval of the Report on the activities of KGHM Polska Miedź S.A.
in financial year 2010.**

The General Meeting of KGHM Polska Miedź S.A., with due regard being given to the evaluation by the Supervisory Board of KGHM Polska Miedź S.A. of the Report, resolves the following:

I. Following its review, the Ordinary General Meeting of KGHM Polska Miedź S.A. approves the Report on the activities of KGHM Polska Miedź S.A. in financial year 2010.

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

Number of shares on which valid votes were cast – 110 895 423, representing 55.448% of the share capital.

Total number of valid votes –110 895 423,

including votes “for” – 107 895 669 , “against” – 0 and “abstaining” – 2 999 754.

**Resolution No. 5/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

regarding: approval of the Financial Statements of KGHM Polska Miedź S.A. for financial year 2010.

The General Meeting of KGHM Polska Miedź S.A., with due regard being given to the evaluation by the Supervisory Board of KGHM Polska Miedź S.A. of the financial statements, resolves the following:

I. Following its review, the Ordinary General Meeting of KGHM Polska Miedź S.A. approves the Financial Statements of KGHM Polska Miedź S.A. for financial year 2010, consisting of:

- a) the statement of financial position prepared as at 31 December 2010, which shows total assets and total equity and liabilities of **PLN 19 829 296 thousand**,
- b) the statement of comprehensive income for the period from 1 January to 31 December 2010 which shows:
 - the profit for the period from 1 January to 31 December 2010 of **PLN 4 568 589 thousand**,
 - the other comprehensive income for the period from 1 January to 31 December 2010 of **PLN 83 931 thousand**,
 - the total comprehensive income for the period from 1 January to 31 December 2010 of **PLN 4 652 520 thousand**,
- c) the statement of changes in equity which shows equity at 31 December 2010 in the amount of **PLN 14 456 477 thousand**, and an increase in equity for the period from 1 January to 31 December 2010 in the amount of **PLN 4 052 520 thousand**,
- d) the statement of cash flows which shows a net increase in cash and cash equivalents for the period from 1 January to 31 December 2010 of **PLN 1 615 351 thousand**, and cash and cash equivalents at 31 December 2010 of **PLN 2 595 529 thousand**,
- e) the accounting policies and other explanatory information to the financial statements.

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

Number of shares on which valid votes were cast – 110 895 422, representing 55.448 % of the share capital.

Total number of valid votes – 110 895 422,

including votes “for” – 110 830 946, “against” – 0 and “abstaining” – 64 476.

Resolution No. 6/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: the appropriation of Company profit for financial year 2010.

Based on art. 395 § 2 point 2 and art. 348 § 3 of the Commercial Partnerships and Companies Code, and on § 29 sec. 1 point 2 and § 35 of the Statutes of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin, the following is resolved:

I. Following review of the proposal of the Management Board concerning appropriation of profit for financial year 2010, the General Meeting hereby resolves that:

the profit of KGHM Polska Miedź S.A. for financial year 2010 in the amount of **PLN 4 568 589 440.93** or four billion, five hundred sixty-eight million, five hundred eighty-nine thousand, four hundred forty and ninety-three one-hundredths PLN, shall be appropriated in the following manner:

- as a shareholder dividend **PLN 2 980 000 000.00,**
representing **PLN 14.90** per share,
- to reserve capital **PLN 1 588 589 440.93.**

II. The General Meeting hereby sets the following dates:

- right to dividend date: **11 July 2011,**
- dividend payment date: **12 August 2011.**

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

Number of shares on which valid votes were cast – 110 895 423, representing 55.448% of the share capital.

*Total number of valid votes – 110 895 423,
including votes “for” – 85 477 023, “against” - 5 733 and “abstaining” – 25 412 667.*

**Resolution No. 7/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

**regarding: approval of the performance of duties of a member of the
Management Board of the Company in financial year 2010.**

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Ryszard Janeczek – a member of the Management Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 895 422, representing 55.448% of the share capital.

*Total number of valid votes – 110 895 422,
including votes “for” – 110 894 393, “against” – 631 and “abstaining” – 398.*

**Resolution No. 8/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

**regarding: approval of the performance of duties of a member of the
Management Board of the Company in financial year 2010.**

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Wojciech Kędzia - a member of the Management Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 895 422, representing 55.448% of the share capital.

Total number of valid votes – 110 895 422,

including votes “for” – 110 895 024, “against” – 0 and “abstaining” – 398.

**Resolution No. 9/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

**regarding: approval of the performance of duties of a member of the
Management Board of the Company in financial year 2010.**

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Maciej Tybura - a member of the Management Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 895 423, representing 55.448% of the share capital.

*Total number of valid votes –110 895 423,
including votes “for” – 110 894 394, “against” - 631 and “abstaining” – 398.*

**Resolution No. 10/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

**regarding: approval of the performance of duties of a member of the
Management Board of the Company in financial year 2010.**

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Herbert Wirth - a member of the Management Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 895 422, representing 55.448% of the share capital.

*Total number of valid votes – 110 895 422,
including votes “for” – 110 894 393, “against” – 631 and “abstaining” – 398.*

**Resolution No. 11/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

**regarding: approval of the performance of duties of a member of the
Supervisory Board of the Company in financial year 2010.**

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Józef Czyczerski – a member of the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 895 422, representing 55.448% of the share capital.

Total number of valid votes – 110 895 422,

including votes “for” – 110 887 332, “against” - 7 and “abstaining” – 8 083.

Resolution No. 12/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: approval of the performance of duties of a member of the Supervisory Board of the Company in financial year 2010.

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Marcin Dyl – a member of the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 895 422, representing 55.448 % of the share capital.

*Total number of valid votes – 110 895 422,
including votes “for” –110 887 325, “against” - 0 and “abstaining” – 8 097.*

Resolution No. 13/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

**regarding: approval of the performance of duties of a member of the
Supervisory Board of the Company in financial year 2010.**

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Leszek Hajdacki – a member of the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 542 222, representing 55.271% of the share capital.

*Total number of valid votes – 110 542 222,
including votes “for” – 110 534 132, “against” – 7 and “abstaining” – 8 083.*

Resolution No. 14/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: approval of the performance of duties of a member of the Supervisory Board of the Company in financial year 2010.

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Arkadiusz Kawecki – a member of the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 791, representing 55.447 % of the share capital.

*Total number of valid votes – 110 894 791,
including votes “for” – 110 886 694, “against” – 0 and “abstaining” – 8 097.*

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

**regarding: approval of the performance of duties of a member of the
Supervisory Board of the Company in financial year 2010.**

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Jacek Kuciński – a member of the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 784, representing 55.447% of the share capital.

*Total number of valid votes – 110 894 784,
including votes “for” – 110 886 687, “against” – 0 and “abstaining” – 8 097.*

Resolution No. 16/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

**regarding: approval of the performance of duties of a member of the
Supervisory Board of the Company in financial year 2010.**

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Ryszard Kurek – a member of the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 895 416, representing 55.448 % of the share capital.

*Total number of valid votes – 110 895 416,
including votes “for” – 110 887 318, “against” - 1 and “abstaining” –8 097.*

Resolution No. 17/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

**regarding: approval of the performance of duties of a member of the
Supervisory Board of the Company in financial year 2010.**

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Marek Panfil – a member of the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 784, representing 55.447% of the share capital.

*Total number of valid votes – 110 894 784,
including votes “for” – 110 886 687, “against” – 0 and “abstaining” – 8 097.*

Resolution No. 18/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

**regarding: approval of the performance of duties of a member of the
Supervisory Board of the Company in financial year 2010.**

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Jan Rymarczyk – a member of the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 895 415, representing 55.448 % of the share capital.

*Total number of valid votes – 110 895 415,
including votes “for” – 110 886 687, “against” – 631 and “abstaining” – 8 097.*

**Resolution No. 19/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

**regarding: approval of the performance of duties of a member of the
Supervisory Board of the Company in financial year 2010.**

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Marek Trawiński – a member of the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 895 422, representing 55.448% of the share capital.

*Total number of valid votes – 110 895 422,
including votes “for” – 110 887 325, “against” - 0 and “abstaining” – 8 097.*

Resolution No. 20/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

**regarding: approval of the performance of duties of a member of the
Supervisory Board of the Company in financial year 2010.**

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

I. The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties in the financial year ended 31 December 2010 of Marzenna Weresa – a member of the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 792, representing 55.447% of the share capital.

*Total number of valid votes – 110 894 792,
including votes “for” – 110 886 694, “against” - 1 and “abstaining” – 8 097.*

Resolution No. 21/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: approval of the Report on the activities of the KGHM Polska Miedź S.A. Group in financial year 2010.

The General Meeting of KGHM Polska Miedź S.A., with due regard being given to the results of the evaluation by the Supervisory Board of KGHM Polska Miedź S.A. of the Report, resolves the following:

I. Following its review, the Ordinary General Meeting of KGHM Polska Miedź S.A. approves the Report on the activities of the KGHM Polska Miedź S.A. Group in financial year 2010.

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

Number of shares on which valid votes were cast – 110 894 792, representing 55.447% of the share capital.

Total number of valid votes – 110 894 792,

including votes “for” – 110 822 616, “against” - 0 and “abstaining” – 72 176.

Resolution No. 22/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: approval of the Consolidated Financial Statements of the KGHM Polska Miedź S.A. Group for financial year 2010.

The General Meeting of KGHM Polska Miedź S.A., with due regard being given to the results of the evaluation by the Supervisory Board of KGHM Polska Miedź S.A. of the financial statements, resolves the following:

I. Following its review, the Ordinary General Meeting of KGHM Polska Miedź S.A. approves the Consolidated Financial Statements of the KGHM Polska Miedź S.A. Group for financial year 2010, consisting of:

- a) the consolidated statement of financial position prepared as at 31 December 2010, which shows total assets and total equity and liabilities of **PLN 21 177 323 thousand**,
- b) the consolidated statement of comprehensive income for the period from 1 January to 31 December 2010 which shows:
 - profit for the period from 1 January to 31 December 2010 of **PLN 4 714 863 thousand**,
 - other comprehensive income for the period from 1 January to 31 December 2010 of **PLN 83 520 thousand**,
 - total comprehensive income for the period from 1 January to 31 December 2010 of **PLN 4 798 383 thousand**,
- c) the consolidated statement of changes in equity which shows equity at 31 December 2010 in the amount of **PLN 14 891 779 thousand**, and an increase in equity for the period from 1 January to 31 December 2010 in the amount of **PLN 4 316 440 thousand**,
- d) the consolidated statement of cash flows which shows a net increase in cash and cash equivalents for the period from 1 January to 31 December 2010 of **PLN 1 883 655 thousand**, and cash and cash equivalents at 31 December 2010 of **PLN 3 086 957 thousand**,
- e) the accounting policies and other explanatory information to the consolidated financial statements.

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

Number of shares on which valid votes were cast – 110 894 791, representing 55.447% of the share capital.

Total number of valid votes – 110 894 791,

including votes “for” – 110 822 615, “against” - 0 and “abstaining” –72 176.

Resolution No. 23/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: dismissal from the Supervisory Board.

Based on art. 385 § 1 of the Commercial Partnerships and Companies Code and § 16 sec. 2 of the Statutes of KGHM Polska Miedź S.A., the following is resolved:

- I. Józef Czyczerski is dismissed from the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 875 623, representing 55.438% of the share capital.

Total number of valid votes – 110 875 623,

including votes “for” – 65 366 469, “against” – 19 443 262 and “abstaining” –26 065 892.

Resolution No. 24/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: dismissal from the Supervisory Board.

Based on art. 385 § 1 of the Commercial Partnerships and Companies Code and § 16 sec. 2 of the Statutes of KGHM Polska Miedź S.A., the following is resolved:

- I. Marcin Dyl is dismissed from the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 793 994, representing 55.397% of the share capital.

Total number of valid votes – 110 793 994,

including votes “for” – 65 366 469, “against” - 22 654 218 and “abstaining” –22 773 307.

Resolution No. 25/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: dismissal from the Supervisory Board.

Based on art. 385 § 1 of the Commercial Partnerships and Companies Code and § 16 sec. 2 of the Statutes of KGHM Polska Miedź S.A., the following is resolved:

- I. Leszek Hajdacki is dismissed from the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 895 423, representing 55.448% of the share capital.

Total number of valid votes –110 895 423,

including votes “for” – 65 366 476, “against” – 22 658 511 and “abstaining” –22 870 436.

Resolution No. 26/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: dismissal from the Supervisory Board.

Based on art. 385 § 1 of the Commercial Partnerships and Companies Code and § 16 sec. 2 of the Statutes of KGHM Polska Miedź S.A., the following is resolved:

- I. Arkadiusz Kawecki is dismissed from the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 791, representing 55.447% of the share capital.

*Total number of valid votes – 110 894 791,
including votes “for” – 65 520 230, “against” – 22 504 124 and “abstaining” – 22 870 437.*

Resolution No. 27/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: dismissal from the Supervisory Board.

Based on art. 385 § 1 of the Commercial Partnerships and Companies Code and § 16 sec. 2 of the Statutes of KGHM Polska Miedź S.A., the following is resolved:

- I. Jacek Kuciński is dismissed from the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 792, representing 55.447% of the share capital.

Total number of valid votes – 110 894 792,

including votes “for” – 65 520 231, “against” – 22 504 124 and “abstaining” – 22 870 437.

Resolution No. 28/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: dismissal from the Supervisory Board.

Based on art. 385 § 1 of the Commercial Partnerships and Companies Code and § 16 sec. 2 of the Statutes of KGHM Polska Miedź S.A., the following is resolved:

- I. Ryszard Kurek is dismissed from the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 895 423, representing 55.448% of the share capital.

Total number of valid votes – 110 895 423,

including votes “for” – 65 520 231, “against” - 22 504 756 and “abstaining” – 22 870 436.

Resolution No. 29/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: dismissal from the Supervisory Board.

Based on art. 385 § 1 of the Commercial Partnerships and Companies Code and § 16 sec. 2 of the Statutes of KGHM Polska Miedź S.A., the following is resolved:

- I. Marek Panfil is dismissed from the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 792, representing 55.447% of the share capital.

Total number of valid votes – 110 894 792,

including votes “for” – 65 520 231, “against” – 22 504 124 and “abstaining” – 22 870 437.

Resolution No. 30/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: dismissal from the Supervisory Board.

Based on art. 385 § 1 of the Commercial Partnerships and Companies Code and § 16 sec. 2 of the Statutes of KGHM Polska Miedź S.A., the following is resolved:

- I. Jan Rymarczyk is dismissed from the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 784, representing 55.447% of the share capital.

Total number of valid votes – 110 894 784,

including votes “for” – 65 520 223, “against” – 22 504 124 and “abstaining” – 22 870 437.

Resolution No. 31/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: dismissal from the Supervisory Board.

Based on art. 385 § 1 of the Commercial Partnerships and Companies Code and § 16 sec. 2 of the Statutes of KGHM Polska Miedź S.A., the following is resolved:

- I. Marzenna Weresa is dismissed from the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 792, representing 55.448% of the share capital.

Total number of valid votes – 110 894 792,

including votes “for” – 65 520 230, “against” – 22 504 124 and “abstaining” – 22 870 438.

Resolution No. 32/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: confirmation of the validity of the elections of members of the Supervisory Board elected by the employees of the KGHM Polska Miedź S.A.

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

- I. The General Meeting hereby confirms the validity of the elections held in the Company on 11-12 May 2011, as a result of which the employees of KGHM Polska Miedź S.A. elected three members to the Supervisory Board.
Protocol from the elections of members to the 8th Term Supervisory Board of KGHM Polska Miedź S.A. dated 13 May 2011, represents an appendix to the resolution.

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

Number of shares on which valid votes were cast – 110 895 422, representing 55.448% of the share capital.

*Total number of valid votes – 110 895 422,
including votes “for” –33 535 493, “against” – 325 199 and “abstaining” – 77 034 730.*

PROTOCOL

from the election of members to the 8th-term Supervisory Board of KGHM Polska Miedź S.A.

The Election Committee of KGHM Polska Miedź S.A., appointed by Resolution No. 40/VII/2011 of the Management Board of KGHM Polska Miedź S.A. dated 4 April 2011, composed of:

1. Marek Aleksandrowicz
2. Piotr Bronowicki
3. Waldemar Brus
4. Agnieszka Florczyk
5. Jacek Franczuk
6. Róża Graca
7. Grzegorz Haręża
8. Andrzej Juda
9. Sławomir Kaczanowski
10. Barbara Pietras
11. Wiesław Powązka
12. Tomasz Rajman
13. Jerzy Rzepka
14. Dariusz Satuła
15. Szymon Sosnowski
16. Magdalena Szymańska-Gieroń

on 13 May 2011, upon the conclusion of voting and the collection of results from the Divisional Election Committees, hereby declares the following:

1. Number of those entitled to vote in the Company 18 546
2. Number of those who voted in the Company 9 706
3. Turnout 52.33%
4. Number of valid votes cast, by candidate

<i>Item</i>	<i>First name, surname</i>	<i>Number of votes</i>	representing
1.	Józef Czyczerski	5 895	27.99 %
2.	Mieczysław Grzybowski	2 172	10.31 %
3.	Leszek Hajdacki	3 903	18.53 %
4.	Wiesław Karaś	985	4.68 %
5.	Ryszard Kurek	3 800	18.04 %
6.	Maciej Łaganowski	846	4.02 %
7.	Bogusław Szarek	3 463	16.44 %

5. The Election Committee of the Company hereby declares that the elections to the Supervisory Board of KGHM Polska Miedź S.A. were conducted in accordance with the „Regulations for the election and dismissal of members of the Supervisory Board of KGHM Polska Miedź S.A. elected by the employees of the Company”.

The Committee hereby declares that the elections are legally binding.

6. The Election Committee of the Company hereby declares that the following representatives were elected by the employees to the 8th-term Supervisory Board of KGHM Polska Miedź S.A.:

- 1. **Józef Czyczerski**
- 2. **Leszek Hajdacki**
- 3. **Ryszard Kurek**

7. Signatures of the Election Committee of the Company

- 1)
- 2)
- 3)
- 4)
- 5)
- 6)
- 7)
- 8)
- 9)
- 10)
- 11)
- 12)
- 13)
- 14)
- 15)
- 16)

Resolution No. 33/ 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.

Number of shares on which valid votes were cast – 110 895 423, representing 55.448% of the share capital.

*Total number of valid votes – 110 895 423,
including votes “for” – 102 884 738, “against” - 3 244 497 and “abstaining” – 4 766 188.*

Resolution No. 34/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: appointment to the Supervisory Board.

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

- I. Franciszek Adamczyk is hereby appointed to the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 895 422, representing 55.448% of the share capital.

*Total number of valid votes – 110 895 422,
including votes “for” – 92 209 420, “against” – 184 430 and “abstaining” – 18 501 572.*

Resolution No. 35/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: appointment to the Supervisory Board.

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

- I. Marcin Dyl is hereby appointed to the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 784, representing 55.447% of the share capital.

*Total number of valid votes – 110 894 784,
including votes “for” – 104 648 967, “against” – 183 791 and “abstaining” – 6 062 026.*

**Resolution No. 36/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

regarding: appointment to the Supervisory Board.

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

- I. Arkadiusz Kawecki is hereby appointed to the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 849 651, representing 55.425% of the share capital.

*Total number of valid votes – 110 849 651,
including votes “for” – 104 648 974, “against” – 139 034 and “abstaining” – 6 061 643.*

Resolution No. 37/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: appointment to the Supervisory Board.

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

- I. Jacek Kuciński is hereby appointed to the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 791, representing 55.447% of the share capital.

*Total number of valid votes – 110 894 791,
including votes “for” – 104 648 974, “against” - 183 791 and “abstaining” – 6 062 026.*

**Resolution No. 38/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011**

regarding: appointment to the Supervisory Board.

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

- I. Marek Panfil is hereby appointed to the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 791, representing 55.447% of the share capital.

*Total number of valid votes – 110 894 791,
including votes “for” – 104 648 974, “against” – 183 791 and “abstaining” – 6 062 026.*

Resolution No. 39/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: appointment to the Supervisory Board.

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

- I. Jan Rymarczyk is hereby appointed to the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 791, representing 55.447% of the share capital.

*Total number of valid votes – 110 894 791,
including votes “for” – 104 648 967, “against” – 183 798 and “abstaining” –6 062 026.*

Resolution No. 40/ 2011
of the Ordinary General Meeting of KGHM Polska Miedź S.A.
with its registered head office in Lubin dated 15 June 2011

regarding: appointment to the Supervisory Board.

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

- I. Marzenna Weresa is hereby appointed to the Supervisory Board of KGHM Polska Miedź S.A.

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

Number of shares on which valid votes were cast – 110 894 791, representing 55.447% of the share capital.

*Total number of valid votes – 110 894 791,
including votes “for” – 104 648 974, “against” – 183 791 and “abstaining” – 6 062 026.*

Objections were raised to Resolutions Nos. 6/2011, 23/2011, 25/2011, 28/2011 and 33/2011 of the Ordinary General Meeting.

Legal basis: § 38 sec. 1 points 7, 8 and 9 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.)