

**Resolution No. 93/IX/2016
of the Management Board of KGHM Polska Miedź S.A. dated 17 May 2016**

**regarding: proposal of the Management Board of KGHM Polska Miedź S.A.
regarding covering the loss for financial year 2015 and a
dividend payout.**

Based on §7 sec. 2 point 18 of the Bylaws of the Management Board of KGHM Polska Miedź S.A. in Lubin, the following is resolved:

§1.

The Management Board hereby resolves to submit a proposal to the Ordinary General Meeting of KGHM Polska Miedź S.A. with the following wording:

It is proposed that a resolution be adopted regarding covering the loss for financial year 2015 in the amount of **PLN 2 787 922 590.67** by covering it with the Company's reserve capital and proposes that a resolution be adopted regarding payout of a dividend in the amount of **PLN 300 000 000.00** (PLN 1.50 per share), by covering it with the Company's reserve capital in that part arising from profits.

§2.

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

This resolution was adopted in open voting, with 5 votes cast for the resolution.

**Resolution No. 94/IX/2016
of the Management Board of KGHM Polska Miedź S.A. dated 17 May 2016**

**regarding: a proposal by the Management Board of KGHM Polska Miedź S.A.
to the Ordinary General Meeting of KGHM Polska Miedź S.A.
regarding setting the dividend date and the dividend payout
date in 2016.**

Acting on the basis of § 7 sec. 3 of the Bylaws of the Management Board of KGHM Polska Miedź S.A. with its registered head office in Lubin, the following is resolved:

§ 1.

With respect to the proposal of the Management Board of KGHM Polska Miedź S.A. directed to the Ordinary General Meeting of KGHM Polska Miedź S.A. regarding payout of a dividend in 2016, the Management Board of KGHM Polska Miedź S.A. proposes that the Ordinary General Meeting of KGHM Polska Miedź S.A. set a dividend date of 15 July 2016 and the following dividend payout dates:

- the 1st instalment on 18 August 2016 of PLN 0.75 per share
- the 2nd instalment on 17 November 2016 of PLN 0.75 per share

§ 2.

Based on § 20 sec. 2 point 12) of the Statutes of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin, the Management Board hereby resolves to submit this proposal to the Supervisory Board of KGHM Polska Miedź S.A. for the purpose of eliciting its opinion.

§ 3.

The following persons are responsible for execution of this resolution: the Executive Director, Investor Relations and the Executive Director, Head Office – each within the scope of their functions.

§ 4.

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

This resolution was adopted in open voting, with 5 votes cast for the resolution.

**Resolution No. 97/IX/2016
of the Management Board of KGHM Polska Miedź S.A. dated 24 May 2016**

regarding: adoption of a „Disclosure Policy of the KGHM Polska Miedź S.A. Group”

Acting on the basis of § 7 sec. 3 of the Bylaws of the Management Board of KGHM Polska Miedź S.A. with its registered head office in Lubin, the following is resolved:

§ 1.

The Management Board of KGHM Polska Miedź S.A. hereby adopts the „Disclosure Policy of the KGHM Polska Miedź S.A. Group”, as an Appendix to this Resolution.

§ 2.

The Management Board of KGHM Polska Miedź S.A. hereby forwards the „Disclosure Policy of the KGHM Polska Miedź S.A. Group” to the Supervisory Board of KGHM Polska Miedź S.A. for its review and to provide an opinion for the General Meeting of KGHM Polska Miedź S.A.

§ 3.

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

This resolution was adopted in open voting, with 5 votes cast for the resolution.