

Resolution No. 15/IX/17
of the Supervisory Board of KGHM Polska Miedź S.A.
dated 11 May 2017.

regarding: **evaluation of the proposal of the Management Board of KGHM Polska Miedź S.A. regarding covering the loss for financial year 2016 and a dividend payout.**

With respect to the proposal of the Management Board of KGHM Polska Miedź S.A., contained in Resolution No. 47/IX/2017 of the Management Board of KGHM Polska Miedź S.A., dated 11 May 2017, acting on the basis of art. 382 § 3 of the Commercial Partnerships and Companies Code and § 20 sec. 2 point 2) of the Statutes of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin, the following is resolved:

§ 1.

The Supervisory Board of KGHM Polska Miedź S.A. positively evaluates the proposal of the Management Board of KGHM Polska Miedź S.A. regarding the adoption of a resolution by the Ordinary General Meeting of KGHM Polska Miedź S.A. regarding covering the loss for financial year 2016 in the amount of **PLN 4 084 550 193.31** by covering it with the Company's reserve capital and the recommendation regarding the adoption of a resolution by the Ordinary General Meeting of KGHM Polska Miedź S.A. regarding payout of a dividend in the amount of **PLN 200 000 000.00 (PLN 1.00 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 following open voting. Number of votes cast: 9
Number of votes „for”: 6; „against”: 3; „abstaining”: 0.**

Resolution No. 16/IX/17
of the Supervisory Board of KGHM Polska Miedź S.A.
dated 11 May 2017.

regarding: **opinion 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 2017.**

With respect to the proposal of the Management Board of KGHM Polska Miedź S.A. contained in Resolution No. 48/IX/2017 of the Management Board of KGHM Polska Miedź S.A. dated 11 May 2017, acting on the basis of § 20 sec. 2 point 12) of the Statutes of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin and § 8 sec. 2 point 14) of the Bylaws of the Supervisory Board of KGHM Polska Miedź S.A., the following is resolved:

§ 1.

The Supervisory Board of KGHM Polska Miedź S.A. positively evaluates 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 the anticipated payout of a dividend for financial year 2016, regarding the setting of:

- a dividend date (the day on which the right to dividend is set) of 14 July 2017,
- dividend payout dates:
 - the 1st instalment of PLN 0.50 per share on 17 August 2017,
 - the 2nd instalment of PLN 0.50 per share on 16 November 2017.

§ 2.

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

**This resolution was adopted following open voting. Number of votes cast: 9
Number of votes „for”: 6; „against”: 0; „abstaining”:3 .**