

Resolution No. 45/IX/2018
of the Management Board of KGHM Polska Miedź S.A.
dated 13 March 2018

regarding: acceptance of the Financial Statements of KGHM Polska Miedź S.A. for financial year 2017

§ 1.

Based on § 7 sec. 2 point 17 and sec. 3 of the Bylaws of the Management Board of KGHM Polska Miedź S.A. in Lubin, the Management Board of KGHM Polska Miedź S.A. hereby accepts the following:

1. The Financial Statements of KGHM Polska Miedź S.A. for financial year 2017, prepared in compliance with the approved accounting policy, comprised of:

- a) the statement of profit or loss for the period from 1 January to 31 December 2017, showing a profit for the period of **PLN 1 323 million**,
- b) the statement of comprehensive income for the period from 1 January to 31 December 2017, with a total comprehensive income of **PLN 1 556 million**,
- c) the statement of cash flows, showing a decrease in net cash flows for the period from 1 January to 31 December 2017 of **PLN 224 million** and cash and cash equivalents as at 31 December 2017 of **PLN 234 million**,
- d) the statement of financial position prepared as at 31 December 2017, showing total assets and total equity and liabilities of **PLN 30 947 million**,
- e) the statement of changes in equity, showing equity as at 31 December 2017 of **PLN 17 256 million** and an increase in equity for the period from 1 January to 31 December 2017 of **PLN 1 356 million**,
- f) explanatory notes to the financial statements.

§ 2.

The Management Board hereby presents the above financial statements for the evaluation of the Supervisory Board based on § 20 sec. 2 point 1 of the Statutes of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin.

§ 3.

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

Resolution No. 46/IX/2018
of the Management Board of KGHM Polska Miedź S.A.
dated 13 March 2018

regarding: acceptance of the Consolidated Financial Statements of the KGHM Polska Miedź S.A. Group for financial year 2017.

§ 1.

Based on § 7 sec. 2 point 17 and sec. 3 of the Bylaws of the Management Board of KGHM Polska Miedź S.A. in Lubin, the Management Board of KGHM Polska Miedź S.A. hereby accepts the following:

1. The Consolidated Financial Statements of the KGHM Polska Miedź S.A. Group for financial year 2017, prepared in accordance with the approved accounting policy, comprised of:
 - a) the consolidated statement of profit or loss for the period from 1 January to 31 December 2017, showing a profit for the period of **PLN 1 525 million**,
 - b) the consolidated statement of comprehensive income for the period from 1 January to 31 December 2017, with total comprehensive income of **PLN 2 073 million**,
 - c) the consolidated statement of cash flows, showing a decrease in net cash for the period from 1 January to 31 December 2017 of **PLN 268 million** and cash and cash equivalents as at 31 December 2017 of **PLN 586 million**,
 - d) the consolidated statement of financial position, prepared as at 31 December 2017, showing total assets and total equity and liabilities of **PLN 34 122 million**,
 - e) the consolidated statement of changes in equity, showing an increase in equity as at 31 December 2017 of **PLN 17 785 million** and an increase in equity for the period from 1 January to 31 December 2017 of **PLN 1 874 million**,
 - f) explanatory notes to the consolidated financial statements.

§ 2.

The Management Board hereby presents the above consolidated financial statements for the evaluation of the Supervisory Board based on § 20 sec. 2 point 1 of the Statutes of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin.

§ 3.

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

**Resolution No. 47/IX/2018
of the Management Board of KGHM Polska Miedź S.A.
dated 13 March 2018**

regarding: acceptance of the Management Board's Report on the activities of KGHM Polska Miedź S.A. and the KGHM Polska Miedź S.A. Group in 2017.

§ 1.

Based on § 7 sec. 2 point 17 and sec. 3 of the Bylaws of the Management Board of KGHM Polska Miedź S.A. in Lubin, the Management Board of KGHM Polska Miedź S.A. hereby accepts the Management Board's Report on the activities of KGHM Polska Miedź S.A. and the KGHM Polska Miedź S.A. Group in 2017.

§ 2.

The Management Board hereby presents the above report for the evaluation of the Supervisory Board based on § 20 sec. 2 point 1 of the Statutes of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin.

§ 3.

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

Resolution No. 48/IX/2018
of the Management Board of KGHM Polska Miedź S.A.
dated 13 March 2018

regarding: acceptance of the Non-financial report of KGHM Polska Miedź S.A. and the KGHM Polska Miedź S.A. Group for 2017.

§ 1.

Based on § 7 sec. 2 point 17 and sec. 3 of the Bylaws of the Management Board of KGHM Polska Miedź S.A. in Lubin, the Management Board of KGHM Polska Miedź S.A. hereby accepts the Non-financial report of KGHM Polska Miedź S.A. and the KGHM Polska Miedź S.A. Group for 2017.

§ 2.

The Management Board hereby presents the above report for the evaluation of the Supervisory Board based on § 20 sec. 2 point 1 of the Statutes of KGHM Polska Miedź Spółka Akcyjna with its registered head office in Lubin.

§ 3.

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

**Resolution No. 210 /IX/2018
of the Management Board of KGHM Polska Miedź S.A.
dated 17 May 2018**

regarding: acceptance of the Management Board's Report on representation expenses, expenses incurred on legal services, marketing services, public relations services and social communication services, and advisory services associated with management for 2017

Based on § 20 sec. 2 point 17 of the Statutes of KGHM Polska Miedź S.A. and § 7 sec. 3 of the Bylaws of the Management Board of KGHM Polska Miedź S.A. in Lubin, the following is resolved:

§ 1

The Management Board of KGHM Polska Miedź S.A. hereby accepts the Management Board's Report on representation expenses, expenses incurred on legal services, marketing services, public relations services and social communication services, and advisory services associated with management for 2017.

§ 2

The Management Board hereby presents the above report for the evaluation of the Supervisory Board of KGHM Polska Miedź S.A. to obtain its opinion based on § 20 sec. 2 point 17 of the Statutes of KGHM Polska Miedź S.A. with its registered head office in Lubin.

§ 3

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

Resolution No. 219/IX/2018
of the Management Board of KGHM Polska Miedź S.A.
dated 22 May 2018

regarding: recommendation of the Management Board of KGHM Polska Miedź S.A. regarding the distribution of profit for financial year 2017

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 presents the Ordinary General Meeting of KGHM Polska Miedź S.A. with the following recommendation:

It is hereby recommended that a resolution be adopted regarding the distribution of profit for financial year 2017 in the amount of **PLN 1 323 766 788.38** by transferring the total amount of profit earned to the Company's reserve capital.

§ 2

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