

**ANNOUNCEMENT OF THE EXTRAORDINARY GENERAL MEETING
AT POLIMEX MOSTOSTAL S.A. ON 3 March 2020**

The Management Board of Polimex Mostostal S.A. with the registered office on Jana Pawła II 12, 00-124 Warsaw, Poland, entered into the Register of Entrepreneurs of the National Court Register maintained by the District Court for the Capital City of Warsaw, 12th Commercial Division of the National Court Register under the company registration number (KRS) 0000022460 ("**Polimex Mostostal**", the "**Company**"), acting based on article 399(1) and in relation with articles 398, 400(1)(2), 402¹ and 402² of the Commercial Companies Code (the "**CCC**"), as well as paragraph 22(5) of the Company Statute, hereby informs about the Extraordinary General Meeting of Polimex Mostostal (the "**General Meeting**") that will take place on 3 March 2020 at 10:00 AM at the Company's registered office in Warsaw on Jana Pawła II 12.

I. Agenda of the General Meeting

1. Opening of the General Meeting.
2. Selection of the Chairman for the General Meeting.
3. Preparation of the attendance list of Shareholders.
4. Confirmation of the validity of the convocation of the General Meeting and the eligibility of its members to adopt resolutions.
5. Approval of the agenda.
6. Changes in the composition of the Supervisory Board of Polimex Mostostal S.A.
7. Proposal of a resolution regarding the coverage of costs of the General Meeting.
8. Closing remarks.

II. Information for shareholders

a) The right of the shareholder to request an item to be added to the agenda of the General Meeting

A shareholder or shareholders who represent at least 1/20 of Polimex Mostostal's share capital may request specific items to be added to the agenda of the General Meeting. The request of the shareholder or shareholders should be submitted to the Management Board of Polimex Mostostal no later than 21 days before the General Meeting, that is by 11 February 2020. The request should contain an explanation or a draft resolution related to the proposed item. Additionally, in order to ensure the proper identification of shareholders of Polimex Mostostal, the shareholder or shareholders requesting specific items should present a personal certificate of a deposit issued by an authorised entity or a personal certificate confirming eligibility to participate in the General Meeting. The request may be submitted in writing or by email to the following address: nwz03032020@polimex.pl.

The Management Board will announce any alterations to the agenda of the General Meeting introduced at the request of the shareholder or shareholders immediately upon approval and no later than 18 days before the due date of the General Meeting, that is by 14 February 2020. The new agenda will be announced in a manner adequate for an event of this rank.

b) The right of the shareholder to submit draft resolutions concerning items on the agenda of the General Meeting or items to be added to the agenda prior to the due date of the General Meeting

A shareholder or shareholders who represent at least 1/20 of Polimex Mostostal's share capital may submit before the due date of the General Meeting, in writing or by email to the following address: nwz03032020@polimex.pl, the draft resolutions concerning items on the agenda of the General Meeting or items to be added to this agenda. In order to ensure the proper identification of shareholders of Polimex Mostostal, the shareholder or shareholders submitting draft resolutions should present a personal certificate of a deposit issued by an authorised entity or a personal certificate confirming eligibility to participate in the General Meeting. Polimex Mostostal will immediately publish proposed draft resolutions on the Company's website at: www.polimex-mostostal.pl/en.

c) The right of the shareholder to submit draft resolutions concerning items on the agenda during the General Meeting

Each shareholder has the right to submit draft resolutions concerning items on the agenda during the General Meeting.

d) Exercising voting rights through an attorney

A shareholder may participate in the General Meeting and exercise the right to vote in person or through an attorney. The power of attorney to participate in the General Meeting and to exercise voting rights should be granted in writing or in an electronic form. The power of attorney should be accompanied by a copy from a relevant register valid on the date the power of attorney was granted, or by other relevant corporate documents confirming the authorization of the shareholder to grant the power of attorney. It is allowed to submit a copy of the power of attorney and other corporate documents if they are certified to be in conformity with the originals by a notary or other authorized person. If the above-mentioned documents have not been drafted in the Polish language, it is obligatory to provide a certified translation of these documents.

The attorney has the power to exercise all shareholders' rights at the General Meeting, unless the power of attorney states otherwise. The attorney has the right to grant further power of attorney, if this is specified in the power of attorney. The attorney can represent more than one shareholder and they can cast different votes for each shareholder. A shareholder in possession of shares on more than one securities account can appoint separate attorneys to exercise the rights resulting from the shares registered on each of these accounts.

A shareholder who is not a natural person can participate in the General Meeting and exercise the right to vote through a person authorized to make statements of will on their behalf or through an attorney.

A member of the Management Board of Polimex Mostostal or an employee of Polimex Mostostal can act as an attorney for the shareholders during the General Meeting. If the power of attorney is granted to a Management Board member, a Supervisory Board member, an insolvency practitioner, an employee of Polimex Mostostal, a member of bodies or an employee of a company or a cooperative that is a subsidiary of Polimex Mostostal, the power of attorney is valid during one General Meeting only. The attorney is obliged to disclose to the shareholder any circumstances indicating the existence or a possibility of a conflict of interest, in which case granting further power of attorney is excluded.

e) Notifying Polimex Mostostal about the appointment of an attorney via electronic communication

A shareholder may notify the Company about the appointment of an attorney by sending an email to the following address: nwz03032020@polimex.pl. The template form for the notification about the appointment of an attorney is available for download on the Company's website. The form should be filled in by the shareholder and attached to an email sent to the above address, as indicated by the instruction in the template. Granting the power of attorney in an electronic form does not require a qualified electronic signature.

The power of attorney granted in an electronic form by a shareholder who is a natural person should include personal data of the shareholder for the identification purposes: name, surname, address of residence and a national identification number (PESEL), as well as data from the shareholder's identity document: number of the document, date of issue and the authority issuing the document.

The notification about the appointment of an attorney can also be submitted in writing to the registered address of the Company no later than one day before the due date of the General Meeting. The deadline for the submission of the notification is met if the notification is effectively delivered to the Company within this period.

An email and a written notification about granting the power of attorney including the power of attorney signed by a shareholder in a .pdf format or a photocopy should be accompanied by a photocopy or a scan in a .pdf, .tiff or .jpeg formats of a certificate issued by an entity maintaining a securities account confirming the right to participate in the General Meeting. If the notification does not meet the above requirements, the Company will immediately inform the shareholder and point out any missing information. Lack of notification or a notification violating the above-mentioned requirements will be considered in the assessment process of the legal eligibility of the attorney to represent the shareholder during the General Meeting. In particular cases, this may constitute grounds for not admitting or excluding a given person from the participation in the General Meeting.

In case of granting the power of attorney to another attorney it is necessary to provide subsequently submitted powers of attorney, together with the documents indicating the authorization of a person to act on behalf of the previously appointed attorneys.

The verification process of the validity of the power of attorney will include in particular:

- (i) the hour of sending the power of attorney to the Company's e-mail address,
- (ii) verification of the data in the template form and cross-checking of the data against the list of persons eligible to participate in the General Meeting,

- (iii) confirmation of correspondence of the rights of those granting the powers of attorney on behalf of legal persons with their status in relevant copies of the National Court Register.

In case of doubt, Polimex Mostostal may take further steps to verify the submitted powers of attorney.

The above-mentioned requirements for granting the power of attorney in an electronic form apply also in case of revoking the power of attorney in an electronic form.

The above-mentioned requirements do not exempt the attorney from the obligation to present identification documents during the preparation of the list of persons eligible to participate in the General Meeting.

f) Participating in the General Meeting via electronic communication

It is not possible to participate in the General Meeting via electronic communication.

g) Speaking during the General Meeting via electronic communication

It is not possible to speak during the General Meeting via electronic communication.

h) Exercising voting rights via mail or electronic communication

It is not possible to exercise voting rights via mail or electronic communication.

i) Registration date for the participation in the General Meeting

The registration date for the participation in the General Meeting falls on 16 February 2020, that is 16 days before the due date of the General Meeting (the “**Registration Date**”).

The Registration Date is uniform for those entitled by shares to bearer and by registered shares.

j) The right to participate in the General Meeting

Pursuant to article 406¹ of the Commercial Companies Code, the right to participate in the General Meeting applies only to those who are shareholders of Polimex Mostostal on the Registration Date, that is on 16 February 2020. Those eligible under the registered shares, as well as pledgees and share users with the voting rights may participate in the General Meeting if they are entered into the share register on the Registration Date.

The bearer shares in the form of a document are equivalent with the right to participate in the General Meeting if the document is submitted to the company no later than on the Registration Date and it will not be collected before the end of that day. In lieu of the shares, a shareholder can present a certificate issued as proof of deposited shares submitted at a notary, at a bank or at an investment company.

Those entitled to dematerialized bearer shares, in order to exercise their right to participate in the General Meeting should submit a request to the entity in charge of the securities account for a personal certificate confirming the right to participate in the General Meeting. The request should not be made before the announcement of the General Meeting, that is before 5 February 2020, and it should be made no later than on the first working day after the Registration Date, that is no later than on 17 February 2020.

Certificates of the right to participate in the General Meeting will constitute the basis for the preparation of the lists submitted to the entity in charge of the securities deposit, in accordance with the regulations on trading in financial instruments. Shareholders are advised to download the above-mentioned certificate on the entitlement of participation they should bring it to the General Meeting.

The Company decides on the list of shareholders eligible to participate in the General Meeting based on the shares book, the bearer shares certificates or certificates pertaining to this type of shares, as well as the list provided by the Central Securities Repository (KDPW). The list provided by KDPW referred to above is prepared according to the information submitted by the entities in charge of shareholder securities accounts, based on registered certificates confirming the right to participate in the General Meeting.

The list of shareholders eligible to participate in the General Meeting (the “**List of Shareholders**”) prepared in compliance with article 407(1) of the Commercial Companies Code will be available for reference at the Company’s registered office in Warsaw on Jana Pawła II 12, 1st floor, room 118, over the period of three days before the General Meeting, that is from 27 to 28 March 2020 between 9 AM and 3:30 PM.

A shareholder of Polimex Mostostal can review the List of Shareholders at the above-mentioned location and time and demand a copy of the list. The copy will be provided at the cost of the requester. A shareholder of Polimex Mostostal can also request the List of Shareholders to be forwarded to their email addresses. This request will be fulfilled out of charge. The request of a shareholder to forward the list should be submitted at the Company’s registered office or by email: nwz03032020@polimex.pl.

Pursuant to article 407(2) of the Commercial Companies Code, a shareholder has the right to request copies of draft resolutions from the agenda of the General Meeting one week prior to the General Meeting.

Reviewing the documentation and draft resolutions submitted for the General Meeting

Pursuant to article 402³(1) of the Commercial Companies Code, the full content of the documentation and draft resolutions to be submitted for the General Meeting will be published on the Polimex Mostostal website at www.polimex-mostostal.pl/en starting from the date of the General Meeting. Any comments from the Management Board of Polimex Mostostal or the Supervisory Board of Polimex Mostostal concerning items added to the agenda of the General Meeting or items to be included in the agenda before the date of the General Meeting will be available on the Polimex Mostostal website immediately after their preparation.

Address of the website with the information on the General Meeting

All information regarding the General Meeting will be published on the Polimex Mostostal website at www.polimex-mostostal.pl/en.

Additional information

Pursuant to the Management Board Resolution No 406/2017 of 18 October 2017 on non-compliance with certain corporate governance principles, the provisions of which were published in the form of the current report No 2/2017 of 18 October 2017 on the subject of Good Practices, the General Meeting should not be recorded in a video form or broadcast in real time. The Company will make every reasonable effort to facilitate audio recording during the General Meeting and the transcript from the Meeting shall be published on the Company's website, provided that such a request is made by the shareholders of the Company and all shareholders express their consent to be recorded.