

**Resolutions adopted by the Extraordinary General Meeting
held on 17 December 2013**

**RESOLUTION No. 65/2013
of the Extraordinary General Meeting of
PKP CARGO S.A.
of 17 December 2013**

regarding adoption of the agenda of
the Extraordinary General Meeting

§ 1

The following agenda shall be adopted for the Extraordinary General Meeting of PKP CARGO S.A. convened for 17 December 2013 (the “**General Meeting**”):

1. Opening of the General Meeting.
2. Preparation of the attendance list.
3. Confirmation that the General Meeting had been validly convened and is able to adopt resolutions.
4. Adoption of the agenda.
5. Appointment of the ballot committee.
6. Adoption of resolutions regarding the appointment of members of the supervisory board of the Company.
7. Closing of the meeting.

§ 2

This resolution shall come into force upon its adoption.

Number of shares under which valid votes were cast: 31.016.187, percent in the share capital of the Company: (71,568%)

Total number of valid votes: 31.016.187

Votes “for”: 30.988.962

Votes “against”: 27.225

Abstaining votes: 0

RESOLUTION No. 66/2013
of the Extraordinary General Meeting of
PKP CARGO S.A.
of 17 December 2013

regarding the appointment of a member of the supervisory board

§ 1

Acting on the basis of Art. 385 § 1 of the Commercial Companies Code and § 19 Section 1 of the Company's articles of association, in order to fill a vacancy in the supervisory board in accordance with § 27 Section 4 of the articles of association, the Extraordinary General Meeting appoints Mr. Stanisław Knaflewski as a member of the supervisory board of PKP CARGO S.A.

§ 2

This resolution shall come into force upon its adoption.

Number of shares under which valid votes were cast: 31.016.187, percent in the share capital of the Company: (71,568%)

Total number of valid votes: 31.016.187

Votes "for": 25.743.269

Votes "against": 1.925.485

Abstaining votes: 3.347.433

The resolution was adopted in a secret ballot.

RESOLUTION No. 67/2013
of the Extraordinary General Meeting of
PKP CARGO S.A.
of 17 December 2013

regarding the appointment of a member of the supervisory board

§ 1

Acting on the basis of Art. 385 § 1 of the Commercial Companies Code and § 19 Section 1 of the Company's articles of association, in order to fill a vacancy in the supervisory board in accordance with

§ 27 Section 4 of the articles of association, the Extraordinary General Meeting appoints Mr. Paweł Ruka as a member of the supervisory board of PKP CARGO S.A.

§ 2

The resolution shall come into force upon its adoption.

Number of shares under which valid votes were cast: 31.016.187, percent in the share capital of the Company: (71,568%)

Total number of valid votes: 31.016.187

Votes “for”: 25.743.269

Votes “against”: 1.925.485

Abstaining votes: 3.347.433

The resolution was adopted in a secret ballot.