



Appendix No. 1 to Current Report 31/2012

Resolutions adopted by the Extraordinary General Meeting of Trakcja – Tiltra S.A. on 29 June 2011

**“Resolution No. 1
of the Extraordinary General Meeting
of the company operating under the name of TRAKCJA - TILTRA Spółka Akcyjna
with its registered office in Warsaw
of 29 June 2012
on the election of the Chairperson of the Extraordinary General Meeting**

§ 1

Pursuant to Article 409 § 1 of the Commercial Companies Code, the Extraordinary General Meeting decides to elect Mr Marcin Żytko as Chairperson of the Extraordinary General Meeting. -----
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§ 2

The Resolution shall be effective on the day of its adoption.” -----

During the voting, 141,526,490 (one hundred forty-one million five hundred twenty-six thousand four hundred and ninety) valid votes were cast in total, from the same number of shares, which constitutes 60.98% of shares in the share capital of the Company; and of this number 141,526,490 (one hundred forty-one million five hundred twenty-six thousand four hundred and ninety) valid votes were cast “in favour” of the above resolution, no votes “against” the resolution were cast, and no votes “abstaining” were cast, the resolution being adopted in a secret ballot.

**“Resolution No. 2
of the Extraordinary General Meeting
of the company operating under the name of TRAKCJA - TILTRA Spółka Akcyjna
with its registered office in Warsaw
of 29 June 2012
on adoption of an agenda of the Extraordinary General Meeting**

§ 1.

The Extraordinary General Meeting adopts the following agenda of the General Meeting of the Company: -----

1. Opening of the Extraordinary General Meeting and adoption of the resolution on election of the Chairman. -----

2. The ascertainment of correctness of the calling of Extraordinary General Meeting and its capability to adopt resolutions, and checking the list of attendance. -----

3. Adoption of the resolution on acceptance of the agenda of the meeting. -----

4. Adoption of the resolutions on dismissal of Members of the Supervisory Board of the Company.
5. Adoption of the resolutions on appointment of Members of the Supervisory Board of the Company.
6. Adoption of the resolution on the remuneration the Members of the Supervisory Board of the Company. -----
7. Closing of the Extraordinary General Meeting. -----

§ 2.

The Resolution shall be effective on the day of its adoption." -----

During the voting, 144,077,450 (one hundred forty-four million seventy-seven thousand four hundred and fifty) valid votes were cast in total, from the same number of shares, which constitutes 62.07% of shares in the share capital of the Company; and of this number 144.077.450 (one hundred forty-four million seventy-seven thousand four hundred and fifty) valid votes were cast "in favour" of the above resolution, no votes "against" the resolution were cast, and no votes "abstaining" were cast, the resolution being adopted unanimously in an open ballot.

**"Resolution No. 3
of the Extraordinary General Meeting
of the company operating under the name of TRAKCJA - TILTRA Spółka Akcyjna
with its registered office in Warsaw
of 29 June 2012
on dismissal of a Member of the Supervisory Board of the Company**

§ 1.

Acting pursuant to Article 14, paragraph 2 of the Company Statutes, the Extraordinary General Meeting hereby dismisses Mr Jorge Miarnau Montserrat, Chairman of the Supervisory Board of the Company, from the position of a Member of the Supervisory Board of the Company. -----

§ 2.

The Resolution shall be effective on the day of its adoption." -----

During the voting, 144,077,450 (one hundred forty-four million seventy-seven thousand four hundred and fifty) valid votes were cast in total, from the same number of shares, which constitutes 62.07% of shares in the share capital of the Company; and of this number 123,077,450 (one hundred twenty-three million seventy-seven thousand four hundred and fifty) valid votes were cast "in favour" of the above resolution, no votes "against" the resolution were cast, and 21,000,000 (twenty-one million) valid "abstaining" votes were cast, the resolution being adopted in a secret ballot.

**"Resolution No. 4
of the Extraordinary General Meeting
of the company operating under the name of TRAKCJA - TILTRA Spółka Akcyjna
with its registered office in Warsaw
of 29 June 2012
on dismissal of a Member of the Supervisory Board of the Company**

§ 1.

Acting pursuant to Article 14, paragraph 2 of the Company Statutes, the Extraordinary General Meeting hereby dismisses Mr Miquel Llevat Vallespinosa, Deputy Chairman of the Supervisory Board of the Company, from the position of a Member of the Supervisory Board of the Company. -----

§ 2.

The Resolution shall be effective on the day of its adoption.” -----

During the voting, 144,077,450 (one hundred forty-four million seventy-seven thousand four hundred and fifty) valid votes were cast in total, from the same number of shares, which constitutes 62.07% of shares in the share capital of the Company; and of this number 123,077,450 (one hundred twenty-three million seventy-seven thousand four hundred and fifty) valid votes were cast "in favour" of the above resolution, no votes "against" the resolution were cast, and 21,000,000 (twenty-one million) valid "abstaining" votes were cast, the resolution being adopted in a secret ballot.

**"Resolution No. 5
of the Extraordinary General Meeting
of the company operating under the name of TRAKCJA - TILTRA Spółka Akcyjna
with its registered office in Warsaw
of 29 June 2012
on dismissal of a Member of the Supervisory Board of the Company**

§ 1.

Acting pursuant to Article 14, paragraph 2 of the Company Statutes, the Extraordinary General Meeting hereby dismisses Mr Rodrigo Pomar López from the position of a Member of the Supervisory Board of the Company. -----

§ 2.

The Resolution shall be effective on the day of its adoption." -----

During the voting, 144,077,450 (one hundred forty-four million seventy-seven thousand four hundred and fifty) valid votes were cast in total, from the same number of shares, which constitutes 62.07% of shares in the share capital of the Company; and of this number 123,077,450 (one hundred twenty-three million seventy-seven thousand four hundred and fifty) valid votes were cast "in favour" of the above resolution, no votes "against" the resolution were cast, and 21,000,000 (twenty-one million) valid "abstaining" votes were cast, the resolution being adopted in a secret ballot.

**"Resolution No. 6
of the Extraordinary General Meeting
of the company operating under the name of TRAKCJA - TILTRA Spółka Akcyjna
with its registered office in Warsaw
of 29 June 2012
on dismissal of a Member of the Supervisory Board of the Company**

§ 1.

Acting pursuant to Article 14, paragraph 2 of the Company Statutes, the Extraordinary General Meeting hereby **dismisses** Mr **Tomasz Szyszko** from the position of a Member of the Supervisory Board of the Company. -----

§ 2.

The Resolution shall be effective on the day of its adoption." -----

During the voting, 144,077,450 (one hundred forty-four million seventy-seven thousand four hundred and fifty) valid votes were cast in total, from the same number of shares, which constitutes 62.07% of shares in the share capital of the Company; and of this number 123,077,450 (one hundred twenty-three million seventy-seven thousand four hundred and fifty) valid votes were cast "in favour" of the above resolution, no votes "against" the resolution were cast, and 21,000,000 (twenty-one million) valid "abstaining" votes were cast, the resolution being adopted in a secret ballot.

**“Resolution No. 7
of the Extraordinary General Meeting
of the company operating under the name of TRAKCJA - TILTRA Spółka Akcyjna
with its registered office in Warsaw
of 29 June 2012
on dismissal of a Member of the Supervisory Board of the Company**

§ 1.

Acting pursuant to Article 14, paragraph 2 of the Company Statutes, the Extraordinary General Meeting hereby **dismisses** Mr **Paweł Maciej Ziółek** from the position of a Member of the Supervisory Board of the Company. -----

§ 2.

The Resolution shall be effective on the day of its adoption.” -----

During the voting, 144,077,450 (one hundred forty-four million seventy-seven thousand four hundred and fifty) valid votes were cast in total, from the same number of shares, which constitutes 62.07% of shares in the share capital of the Company; and of this number 123,077,450 (one hundred twenty-three million seventy-seven thousand four hundred and fifty) valid votes were cast “in favour” of the above resolution, no votes “against” the resolution were cast, and 21,000,000 (twenty-one million) valid “abstaining” votes were cast, the resolution being adopted in a secret ballot.

**“Resolution No. 8
of the Extraordinary General Meeting
of the company operating under the name of TRAKCJA - TILTRA Spółka Akcyjna
with its registered office in Warsaw
of 29 June 2012
on appointment of a Member of the Supervisory Board of the Company**

§ 1.

Acting pursuant to Article 13, paragraph 3 of the Company Statutes, the Extraordinary General Meeting hereby appoints Mr Wojciech Napiórkowski as Member of the Supervisory Board of the Company. -----

§ 2.

The Resolution shall be effective on the day of its adoption.” -----

During the voting, 144,077,450 (one hundred forty-four million seventy-seven thousand four hundred and fifty) valid votes were cast in total, from the same number of shares, which constitutes 62.07% of shares in the share capital of the Company; and of this number 104,640,612 (one hundred four million six hundred forty thousand six hundred and twelve) valid votes were cast “in favour” of the above resolution, no votes “against” the resolution were cast, and 39,436,838 (thirty-nine million four hundred thirty-six thousand eight hundred and thirty-eight) valid “abstaining” votes were cast, the resolution being adopted in a secret ballot.

**“Resolution No. 9
of the Extraordinary General Meeting
of the company operating under the name of TRAKCJA - TILTRA Spółka Akcyjna
with its registered office in Warsaw
of 29 June 2012
on appointment of a Member of the Supervisory Board of the Company**

§ 1.

Acting pursuant to Article 13, paragraph 3 of the Company Statutes, the Extraordinary General Meeting hereby appoints Mr Alvydas Banys as Member of the Supervisory Board of the Company. -----

§ 2.

The Resolution shall be effective on the day of its adoption."

During the voting, 144,077,450 (one hundred forty-four million seventy-seven thousand four hundred and fifty) valid votes were cast in total, from the same number of shares, which constitutes 62.07% of shares in the share capital of the Company; and of this number 123,067,524 (one hundred twenty-three million sixty-seven thousand five hundred and twenty-four) valid votes were cast "in favour" of the above resolution, no votes "against" the resolution were cast, and 21,009,926 (twenty-one million nine thousand nine hundred and twenty-six) valid "abstaining" votes were cast, the resolution being adopted in a secret ballot.

**"Resolution No. 10
of the Extraordinary General Meeting
of the company operating under the name of TRAKCJA - TILTRA Spółka Akcyjna
with its registered office in Warsaw
of 29 June 2012
on appointment of a Member of the Supervisory Board of the Company**

§ 1.

Acting pursuant to Article 13, paragraph 3 of the Company Statutes, the Extraordinary General Meeting hereby appoints Mr Julijus Stalmokas as Member of the Supervisory Board of the Company. -

§ 2.

The Resolution shall be effective on the day of its adoption." -----

During the voting, 144,077,450 (one hundred forty-four million seventy-seven thousand four hundred and fifty) valid votes were cast in total, from the same number of shares, which constitutes 62.07% of shares in the share capital of the Company; and of this number 123,067,524 (one hundred twenty-three million sixty-seven thousand five hundred and twenty-four) valid votes were cast "in favour" of the above resolution, no votes "against" the resolution were cast, and 21,009,926 (twenty-one million nine thousand nine hundred and twenty-six) valid "abstaining" votes were cast, the resolution being adopted in a secret ballot.

**"Resolution No. 11
of the Extraordinary General Meeting
of the company operating under the name of TRAKCJA - TILTRA Spółka Akcyjna
with its registered office in Warsaw
of 29 June 2012
on the remuneration the Members of the Supervisory Board of the Company**

§ 1

1. Pursuant to Article 392 § 1 of the Commercial Companies Code, the Extraordinary General Meeting decides to offer to members of the Supervisory Board of the Company a monthly remuneration in the following amounts: -----

Mr Wojciech Napiórkowski – PLN 5,500.00 gross, -----

Mr Alvydas Banys – PLN 5,500.00 gross, -----

Mr Julijus Stalmokas – PLN 5,500.00 gross.

2. The remuneration shall be due in the full amount for each commenced month in office, starting from 1 July 2012. The remuneration shall be payable in advance for each following month until the 5th day of each month.

§ 2

The Resolution shall be effective on the day of its adoption." -----

During the voting, 144,077,450 (one hundred forty-four million seventy-seven thousand four hundred and fifty) valid votes were cast in total, from the same number of shares, which constitutes 62.074% of shares in the share capital of the Company; and of this number 144,043,382 (one hundred forty-four million forty-three thousand three hundred and eighty-two) valid votes were cast "in favour" of the above resolution, no votes

“against” the resolution were cast, and 34,068 (thirty-four thousand and sixty-eight) valid “abstaining” votes were cast, the resolution being adopted in a secret ballot.