

RESOLUTION NO. 1
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013
on election of the Chairman
of the Annual General Meeting

"Pursuant to the provision of Article 409 § 1 of the Commercial Companies Code, the Annual General Meeting of LPP SA elects Mr. Adam Gosz as the Chairman of today's Annual General Meeting."-----

The votes were cast by secret ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, representing 73.32% (seventy three per cent 32/100), of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes were not cast, the "abstain" votes were not cast.

RESOLUTION NO. 2
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013
on election of the Returning Committee

Pursuant to Article 409 § 1 of the Commercial Companies Code, the Annual General Meeting of LPP SA elects Marek Piechocki, Dariusz Pachla and Sławomir Łoboda as members of the Returning Committee of today's Annual General Meeting.-----

The votes were cast by secret ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast.

RESOLUTION NO. 3
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013
on adoption of the agenda

The Annual General Meeting of LPP SA adopts the following agenda of today's Meeting: -----

1. *Opening of the Annual General Meeting and election of its Chairman.-----*
2. *Confirming the validity of convening the Annual General Meeting and its capacity to pass resolutions, drawing up the list of attendance. -----*
3. *Electing the Returning Committee. -----*
4. *Adopting the agenda.-----*
5. *Presenting the following resolutions: -----*
 - a) *of the Supervisory Board on its opinion on the issues presented during the Annual General Meeting, -----*
 - b) *of the Supervisory Board on assessment of the Company's financial statement for the financial year 2012, and the Management Board's report on the Company's business in the financial year 2012, -----*
 - c) *of the Supervisory Board on assessment of the consolidated financial statement of LPP SA Capital Group for the financial year 2012, and of the Management Board's report on LPP SA Capital Group activity in the financial year 2012,-----*
 - d) *of the Management Board on distribution of net profit generated in the financial year 2012, -----*
 - e) *of the Supervisory Board on considering the Management Board's motion on the distribution of profit generated by the Company in the financial year 2012, -----*
 - f) *of the Supervisory Board on a comprehensive assessment of the Company's standing in the financial year 2012, including in particular (i) assessment of the financial reporting process, (ii) assessment of the internal control system, assessment of risk management system, (iii) assessment of the performance of the financial audit, (iv) assessment of the independence of the chartered auditor carrying out the audit of the financial statement of the Company and LPP SA Capital Group, as well as (v) the Supervisory Board's own assessment of its activity, -----*

- g) of the Supervisory Board on conversion of treasury shares acquired by the Company in 2008. -----*
- 6. Presentation, review and approval of the Management Board's report on the Company's business in the financial year 2012, and the Management Board's report on the activity of LPP SA Capital Group in the financial year 2012. -----*
 - 7. Presentation, review and approval of the Supervisory Board's report on its activity in the financial year 2012. -----*
 - 8. Presentation, review and approval of the financial statement of the Company for the financial year 2012. -----*
 - 9. Presentation, review and approval of the consolidated financial statement of LPP SA Capital Group for the financial year 2012. -----*
 - 10. Giving a vote of approval to the members of the Management Board for due performance of their duties in the financial year 2012. -----*
 - 11. Giving a vote of approval to the members of the Supervisory Board for due performance of their duties in the financial year 2012. -----*
 - 12. Determination of the number of members of the Supervisory Board for the next term of office and appointment of members of the Supervisory Board. -----*
 - 13. Determination of remuneration for the members of the Supervisory Board. -----*
 - 14. Adoption of a resolution on establishment of reserve capital. -----*
 - 15. Adoption of a resolution on distribution of the Company's net profit generated in the financial year 2012. -----*
 - 16. Adoption of a resolution on conversion of treasury shares acquired by the Company in 2008. -----*
 - 17. Adoption of a resolution on approving the incentive scheme for the key managers of the Company. -----*
 - 18. Closing of the Meeting. -----*

The votes were cast by open ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast. -----

RESOLUTION NO. 4

OF THE ANNUAL GENERAL MEETING OF LPP SA

of 14 June 2013

on approval of the Management Board's report

on the Company's business in the financial year 2012

The Annual General Meeting of LPP SA, pursuant to Article 395 § 2.1 of the Commercial Companies Code and § 33 section 1.1 of the Articles of Association of LPP SA, hereby approves the Management Board's report on the Company's business in the financial year 2012.-----

The votes were cast by open ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast.-----

RESOLUTION NO. 5

OF THE ANNUAL GENERAL MEETING OF LPP SA

of 14 June 2013

on approval of the Management Board's report on the activity of LPP SA Capital Group

in the financial year 2012

The Annual General Meeting of LPP SA, pursuant to Article 395 § 5 of the Commercial Companies Code, in connection with Article 55 (2), in connection with Article 63c (4) of the Accounting Act, hereby approves the Management Board's report on the activity of the Capital Group in the financial year 2012.-----

The votes were cast by open ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast.-----

RESOLUTION NO. 6
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013
on approval of the Supervisory Board's report
on its activity in 2012

The Annual General Meeting of LPP SA, pursuant to § 33 section 1.1 of the Articles of Association, hereby approves the Supervisory Board's report on its activity in 2012.

The votes were cast by open ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast.-----

RESOLUTION NO. 7
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013
on approval of the financial statement of the Company for the financial year 2012

The Annual General Meeting of LPP SA, pursuant to Article 393 § 1 and Article 395 § 2.1 of the Commercial Companies Code and § 33 section 1.1 of the Articles of Association of LPP SA, hereby approves the Company's financial statement for the financial year 2012, which includes the following:-----

- 1) *balance sheet as at 31 December 2012, with the total balance of assets and liabilities in the amount of PLN 1,868,631,750.83 (one billion eight hundred and sixty eight million six hundred and thirty one thousand seven hundred and fifty zloty 83/100),*-----
- 2) *profit and loss account for the period from 1 January 2012 to 31 December 2012, with the net profit of PLN 348,832,936.58 (three hundred and forty eight million eight hundred and thirty two thousand nine hundred and thirty six zloty 58/100),*-----
- 3) *statement of changes in equity, with an increase in equity during the financial year ending on 31 December 2012 amounting to PLN 297,273,107.36 (two hundred and*

ninety seven million two hundred and seventy three thousand one hundred and seven zloty 36/100),-----

- 4) cash flow statement showing an increase in cash and cash equivalents during the financial year ended on 31 December 2012 amounting to PLN 30,342,873.27 (thirty million three hundred and forty two thousand eight hundred and seventy three zloty 27/100) -----
- 5) notes to financial statement for the financial year ending on 31 December 2012.---

The votes were cast by open ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast. -----

RESOLUTION NO. 8
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013
on approval of the consolidated financial statement of
LPP SA Capital Group for the financial year 2012

The Annual General Meeting of LPP SA, pursuant to Article 395 § 5 of the Commercial Companies Code, hereby approves the consolidated financial statement of LPP SA Capital Group for the financial year 2012, which includes the following:-----

- 1) consolidated balance sheet as at 31 December 2012, with assets and liabilities in the balance sheet total of PLN 1,932,223,176.04 (one billion nine hundred and thirty two million two hundred and twenty three thousand one hundred and seventy six zloty 04/100),-----
- 2) consolidated profit and loss account for the period from 1 January 2012 to 31 December 2012, with the net profit of PLN 353,976,756.32 (three hundred and fifty three million nine hundred and seventy six thousand seven hundred and fifty six zloty 32/100), -----
- 3) statement of changes in the consolidated equity capital for the period from 1 January 2012 to 31 December 2012, with an increase in equity amounting to PLN 301,853,216.63 (three hundred and one million eight hundred and fifty three thousand two hundred and sixteen zloty 63/100),-----

4) consolidated cash flow statement for the period from 1 January 2011 to 31 December 2012, with the increase in cash amounting to PLN 42,427,060.06 (forty two million four hundred twenty seven thousand and and sixty zloty 06/100), -----

5) notes to consolidated financial statement for the financial year 2012. -----

The votes were cast by open ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast. -----

RESOLUTION NO. 9

OF THE ANNUAL GENERAL MEETING OF LPP SA

of 14 June 2013

on giving a vote of approval to Marek Piechocki for the performance

of his duties as the President of the Management Board of LPP SA

in the financial year 2012

The Annual General Meeting of LPP SA, acting pursuant to Article 395 § 2.3 of the Commercial Companies Code and § 33 section 1.4 of the Articles of Association of LPP SA, hereby gives Marek Piechocki its vote of approval for due performance of his duties in the Management Board of LPP SA in the financial year 2012. -----

The votes were cast by secret ballot of 794,053 (seven hundred ninety four thousand and fifty three) shares, representing 43.36% (forty three per cent 36/100) of the share capital, including 1,494,053 (one million four hundred ninety four thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 1,494,053 (one million four hundred ninety four thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast. -----

RESOLUTION NO. 10

OF THE ANNUAL GENERAL MEETING OF LPP SA

of 14 June 2013

**on giving a vote of approval to Piotr Dyka for the performance of his duties as the
Vice-President of the Management Board of LPP SA in the financial year 2012**

The Annual General Meeting of LPP SA, acting pursuant to Article 395 § 2.3 of the Commercial Companies Code and § 33 section 1.4 of the Articles of Association of LPP SA, hereby gives Piotr Dyka its vote of approval for due performance of his duties in the Management Board of LPP SA in the financial year 2012. -----

The votes were cast by secret ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast. -----

**RESOLUTION NO. 11
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013**

**on giving a vote of approval to Hubert Komorowski for the performance of his duties as the
Vice-President of the Management Board of LPP SA in the financial year 2012**

The Annual General Meeting, acting pursuant to Article 395 § 2.3 of the Commercial Companies Code and § 33 section 1.4 of the Articles of Association of LPP SA, hereby gives Hubert Komorowski its vote of approval for due performance of his duties in the Management Board of LPP SA in the financial year 2012. -----

The votes were cast by secret ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast. -----

**RESOLUTION NO. 12
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013**

**on giving a vote of approval to Jacek Kujawa for the performance of his duties as the
Vice-President of the Management Board of LPP SA in the financial year 2012**

The Annual General Meeting, acting pursuant to Article 395 § 2.3 of the Commercial Companies Code and § 33 section 1.4 of the Articles of Association of LPP SA, hereby gives Jacek Kujawa its vote of approval for due performance of his duties in the Management Board of LPP SA in the financial year 2012. -----

The votes were cast by secret ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast. -----

**RESOLUTION NO. 13
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013**

**on giving a vote of approval to Dariusz Pachla for due performance of his duties as the
Vice-President of the Management Board of LPP SA in the financial year 2012**

The Annual General Meeting, acting pursuant to Article 395 § 2.3 of the Commercial Companies Code and § 33 section 1.4 of the Articles of Association of LPP SA, hereby gives Dariusz Pachla its vote of approval for due performance of his duties in the Management Board of LPP SA in the financial year 2012. -----

The votes were cast by secret ballot of 968,053 (nine hundred sixty eight thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,368,953 (two million three hundred sixty eight thousand and nine hundred fifty three) valid votes, of which for the adoption of the resolution there were cast 2,368,953 (two million three hundred sixty eight thousand and nine hundred fifty three) votes, the "against" votes and the "abstain" votes were not cast.

**RESOLUTION NO. 14
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013**

**on giving a vote of approval to Jerzy Lubianiec for due performance of his duties as the
President of the Supervisory Board of LPP SA in the financial year 2012**

The Annual General Meeting of LPP SA, pursuant to Article 395 § 23 of the Commercial Companies Code and § 33 section 1.4 of the Articles of Association of LPP SA, hereby gives Jerzy Lubianiec its vote of approval for due performance of his duties in the Supervisory Board of LPP SA

in the financial year 2012. -----

The votes were cast by secret ballot of 794,053 (seven hundred ninety four thousand and fifty three) shares, representing 43.36% (forty three per cent 36/100) of the share capital, including 1,494,053 (one million four hundred ninety four thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 1,494,053 (one million four hundred ninety four thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast. -----

**RESOLUTION NO. 15
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013**

**on giving a vote of approval to Krzysztof Fqferek for the performance
of his duties as a Member of the Supervisory Board of LPP SA for the financial year 2012**

The Annual General Meeting of LPP SA, pursuant to Article 395 § 23 of the Commercial Companies Code and § 33 section 1.4 of the Articles of Association of LPP SA, hereby gives Krzysztof Fqferek its vote of approval for due performance of his duties in the Supervisory Board of LPP SA
in the financial year 2012. -----

The votes were cast by secret ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast. -----

**RESOLUTION NO. 16
OF THE ANNUAL GENERAL MEETING OF LPP SA**

of 14 June 2013

**on giving a vote of approval to Maciej Matusiak for the performance
of his duties as a Member of the Supervisory Board of LPP SA for the financial year 2012**

The Annual General Meeting of LPP SA, pursuant to Article 395 § 23 of the Commercial Companies Code and § 33 section 1.4 of the Articles of Association of LPP SA, hereby gives Maciej Matusiak its vote of approval for due performance of his duties in the Supervisory Board of LPP SA in the financial year 2012. -----

The votes were cast by secret ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast. -----

RESOLUTION NO. 17

OF THE ANNUAL GENERAL MEETING OF LPP SA

of 14 June 2013

**on giving a vote of approval to Wojciech Olejniczak for due performance of his duties as
the Member of the Supervisory Board of LPP SA in the financial year 2012**

The Annual General Meeting of LPP SA, pursuant to Article 395 § 23 of the Commercial Companies Code and § 33 section 1.4 of the Articles of Association of LPP SA, hereby gives Wojciech Olejniczak its vote of approval for due performance of his duties in the Supervisory Board of LPP SA in the financial year 2012. -----

The votes were cast by secret ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast.

RESOLUTION NO. 18

OF THE ANNUAL GENERAL MEETING OF LPP SA

of 14 June 2013

**on giving a vote of approval to Krzysztof Olszewski for due performance of his duties as the
Member of the Supervisory Board of LPP SA in the financial year 2012**

The Annual General Meeting, acting pursuant to Article 395 § 2.3 of the Commercial Companies Code and § 33 section 1.4 of the Articles of Association of LPP SA, hereby gives Krzysztof Olszewski its vote of approval for due performance of his duties in the Supervisory Board of LPP SA in the financial year 2012.-----

The votes were cast by secret ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast.-----

The Chairman proposed to set the number of the Supervisory Board members for the next term to 5 (five) members.-----

The votes were cast by secret ballot (marked as 19a) of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,341,667 (two million three hundred forty one thousand and six hundred sixty seven) votes, there were 16,936 (sixteen thousand nine hundred thirty six) votes "against" and 10,450 (ten thousand four hundred fifty) "abstain" votes.

The Chairman put to the vote the nomination of **Krzysztof Faferek** as a Member of the Supervisory Board-----

The votes were cast by secret ballot (marked as 19b) of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,201,667 (two million two hundred one thousand and six hundred sixty seven) votes, there were 16,936 (sixteen thousand nine hundred thirty six) votes "against" and 150,450 (one thousand fifty thousand four hundred fifty) "abstain" votes.

The Chairman put to the vote the nomination of **Jerzy Lubianiec** as the Chairman of the Supervisory Board.-----

The votes were cast by secret ballot (marked as 19c) of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,341,667 (two million three hundred forty one thousand and six hundred sixty seven) votes, there were 16,936 (sixteen thousand nine hundred thirty six) votes "against" and 10,450 (ten thousand four hundred fifty) "abstain" votes. -----

The Chairman put to the vote the nomination of **Maciej Matusiak** as a Member of the Supervisory Board.-----

The votes were cast by secret ballot (marked as 19d) of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,341,667 (two million three hundred forty one thousand and six hundred sixty seven) votes, there were 16,936 (sixteen thousand nine hundred thirty six) votes "against" and 10,450 (ten thousand four hundred fifty) "abstain" votes. -----

The Chairman put to the vote the nomination of **Wojciech Olejniczak** as a Member of the Supervisory Board.

The votes were cast by secret ballot (marked as 19e) of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,201,667 (two million two hundred one thousand and six hundred sixty seven) votes, there were 16,936 (sixteen thousand nine hundred thirty six) votes "against" and 150,450 (one hundred fifty thousand four hundred fifty) "abstain" votes.

The Chairman put to the vote the nomination of **Krzysztof Olszewski** as a Member of the Supervisory Board.-----

The votes were cast by secret ballot (marked as 19f) of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of

the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,201,667 (two million two hundred one thousand and six hundred sixty seven) votes, there were 16,936 (sixteen thousand nine hundred thirty six) votes "against" and 150,450 (one thousand fifty thousand four hundred fifty) "abstain" votes.-----

In view of the above, the Chairman stated that the Annual General Meeting of LPP SA adopted with the required majority the following resolution: -----

RESOLUTION NO. 19
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013

on determination of the number of members of the Supervisory Board for the next term of office and appointment of members of the Supervisory Board

Due to the expiry of present term of Members of the Supervisory Board, pursuant to Article 385 § 1 of the Commercial Companies Code and the provisions of § 17. 1 and 3 of the Company's Articles of Association, the Annual General Meeting of LPP SA determines that for the next term of office, the Supervisory Board will consist of five members and it appoints Messrs. Krzysztof Faferek, Jerzy Lubianiec, Maciej Matusiak, Wojciech Olejniczak, and Krzysztof Olszewski as members of the Supervisory Board. -----

RESOLUTION No. 20
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013

on determination of remuneration for the members of the Supervisory Board

In connection with the appointment of members of the Supervisory Board and the content of Article 392 § 1 of the Commercial Companies Code, the Annual General Meeting of LPP SA resolves to grant the members of the Supervisory Board remuneration for serving as members of the Supervisory Board in the amount of PLN 5,000.00 (five thousand zloty) for a single meeting. -----

The votes were cast by open ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast.

RESOLUTION No. 21
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013
on establishment of reserve capital

The Annual General Meeting of LPP SA, pursuant to Article 396 § 4, Article 362 § 2.3, Article 362 § 1.8, and Article 348 § 1 of the Commercial Companies Code, decides to create a capital reserve of the Company, which will be used to collect amounts for the purpose referred to in Article 362 § 2.3 of the Commercial Companies Code.

The votes were cast by open ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast.

RESOLUTION No. 22
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013

on distribution of the Company's net profit generated in the financial year 2012

The Annual General Meeting of LPP SA, pursuant to Article 395 § 2.2 of the Commercial Companies Code and Article 33 § 1.3 of the Articles of Association of LPP SA, resolves as follows:

§1. [Distribution of profit]. The Annual General Meeting of LPP SA resolves to distribute the net profit of the Company for the financial year 2012 in the amount of PLN 348,832,936.58 (three hundred and forty eight million eight hundred and thirty two thousand nine hundred and thirty six zloty 58/100), as follows:-----

1. distribute the amount of PLN 154,007,597.50 (one hundred and fifty four million seven thousand five hundred and ninety seven zloty 50/100) among the shareholders as dividends,-----
2. exclude the amount of PLN 187,325,339.08 (one hundred and eighty seven million three hundred and twenty five thousand three hundred and thirty nine zloty 08/100) from distribution to shareholders and transfer it to the Company's reserve capital,
3. exclude the amount of PLN 7,500,000.00 (seven million five hundred thousand zloty 00/100) from distribution to shareholders and transfer it to the Company's reserve capital created under resolution no. 21 of the General Meeting of 14 June 2013, within which funds are accumulated for the purposes referred to in Article 362 § 2.3 of the Commercial Companies Code. -----

§2. [Dividend day and dividend payment date].The Annual General Meeting of LPP SA, pursuant to Article 348 § 3 of the Commercial Companies Code, establishes as follows:--

1. dividend date (the date when the list of shareholders entitled to dividends is established) on 5 September 2013,-----
2. dividend payment date on 25 September 2013. -----

The votes were cast by open ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,369,053 (two million three hundred sixty nine thousand and fifty three) votes, the "against" votes and the "abstain" votes were not cast. -----

RESOLUTION No. 23
OF THE ANNUAL GENERAL MEETING OF LPP SA
of 14 June 2013
on conversion of treasury shares
acquired by the Company in 2008

Given that:-----

1. Under the resolution of 29 February 2008, the Supervisory Board consented for the Company's Management Board to acquire on behalf of LPP SA treasury shares in the amount of not more than 10% of the total number of treasury shares to be issued to

shareholders of companies with which LPP SA will merge in the future through the acquisition of these companies by LPP SA -----

2. On the basis of the authorisation referred to in paragraph 1 above, in accordance with the provisions of Article 362 § 1.9 in conjunction with Article 515 § 2 of the Commercial Companies Code, the Company acquired 21,398 (twenty one thousand three hundred and ninety eight) treasury shares;-----
3. The treasury shares referred to in section 2 above, in the amount of 21,398 (twenty one thousand three hundred and ninety eight) shares, have not been used for the purpose specified in the resolution of the Supervisory Board of 29 February 2008 because there were no acquisitions of companies under which the Company's treasury shares would be issued to the shareholders;-----
4. The Management Board under resolution dated 26 April 2013 and the Supervisory Board under resolution dated 8 May 2013, proposed and agreed to convert 3,000 (three thousand) treasury shares acquired by the Company out of the total number of 21,398 (twenty one thousand three hundred and ninety eight) treasury shares held by the Company in such a way that, in relation to the 3,000 shares the purpose of acquisition would be the one specified in Article 362 § 1.8 of the Commercial Companies Code, i.e. the implementation of the incentive scheme for key managers of the Company.-----
The Annual General Meeting of LPP SA, pursuant to Article 362 § 1.8 in connection with Article 362 § 2 of the Commercial Companies Code, resolves as follows:-----

1. The Annual General Meeting of LPP SA approves the conversion of 3,000 (three thousand) treasury shares out of all treasury shares 21,398 (twenty one thousand three hundred and ninety eight) treasury shares acquired by the Company pursuant to the authorisation granted under the resolution of the Supervisory Board of 29 February 2008, under Article 362 § 1.9 in connection with Article 515 § 2 of the Commercial Companies Code, in such a way that in relation to the 3,000 (three thousand) treasury shares the purpose of acquisition would be the one specified in Article 362 § 1.8 of the Commercial Companies Code - i.e. the implementation of the incentive scheme for key managers of the Company.-----
2. In connection with the contents of the preceding section of this resolution, the Annual General Meeting of LPP SA hereby approves the acquisition by the Company of 3,000

(three thousand) treasury shares, at a price not higher than PLN 2,500 (two thousand five hundred zloty) per share for the purpose described in Article 362 § 1.8 of the Commercial Companies Code, and the Annual General Meeting of LPP SA also notes that the acquisition of these shares has already occurred as a result of the prior acquisition by the Company and as a result of changes to the acquisition of the shares described in section 1 hereof and in the above resolutions of the Management Board and the Supervisory Board.-----

3. *In connection with section 1 above, the Annual General Meeting of LPP SA finds that:*
- a) *3,000 treasury shares held by the Company were acquired by the Company for the purpose specified in Article 362 § 1.8 of the Commercial Companies Code; -----*
 - b) *3,000 treasury shares acquired for the purpose specified in Article 362 § 1.8 of the Commercial Companies Code were acquired by the Company on 14.06.2013, i.e. the date of change to the objective of the acquisition of 3,000 treasury shares from the one mentioned in Article 362 § 1.9 in conjunction with Article 515 § 2 of the Commercial Companies Code, to that set out in Article 362 § 1.8 of the Commercial Companies Code, and therefore the Annual General Meeting refrains from setting the period of the authorisation for the Management Board to acquire 3,000 treasury shares;-----*
 - c) *3,000 treasury shares acquired for the purpose specified in Article 362 § 1.8 of the Commercial Companies Code were purchased at a price not higher than PLN 2,500 per share;-----*
 - d) *the total purchase price of 3,000 treasury shares, plus the cost of acquisition, does not exceed the amount of the reserve created for this purpose under Resolution No. 21 of the Annual General Meeting of LPP SA of 14 June 2013, to which the amount of PLN 7,500,000.00 (seven million five hundred zloty) was transferred pursuant to Resolution No. 22 of the Annual General Meeting of LPP SA dated 14 June 2013;-----*
 - e) *the Company's treasury shares are fully paid; -----*
 - f) *the aggregate nominal value of the treasury shares does not exceed 20% of the share capital of the Company, including the nominal value of the remaining shares that were not sold by the Company;-----*

g) 3,000 treasury shares acquired for the purpose specified in Article 362 § 1.8 of the Commercial Companies Code will be used by the Company to implement the incentive scheme for the key managers of the Company, on the terms and deadlines adopted in separate resolutions of the Annual General Meeting of LPP SA and the Supervisory Board, where the shares must be issued to authorised persons within 5 years from the date of purchase, i.e. from 14.06.2013. -----

The votes were cast by open ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 2,076,067 (two million seventy six thousand and sixty seven) votes, there were 292,986 (two hundred ninety two thousand nine hundred eighty six) votes "against" and the "abstain" votes were not cast. -

RESOLUTION No. 24

OF THE ANNUAL GENERAL MEETING OF LPP SA

of 14 June 2013

**on approving the incentive scheme for the key managers
of the Company**

§ 1

[Objectives and motives of the resolution]

Bearing in mind that the work of the key managers of the Company has, and will have, a significant impact on the Company's operations, its value and the value of the shares in the share capital owned by the shareholders, and acting in the best interest of the Company and its shareholders in order to maximise return on investment in securities issued by the Company and in order to develop incentives and mechanisms to motivate these people to effectively manage the Company and entities included in the capital group of the Company, which will ensure long-term increase in the value of the Company, and taking into account the need to stabilise the key managers of the Company, the Annual General Meeting of LPP SA, on 27 June 2011 adopted the incentive scheme for the key managers of the Company indicated in this resolution.

("Scheme" or "Incentive Scheme"). -----

§ 2

[Incentive Scheme]

1. The Incentive Scheme is created for the key managers of the Company referred to in § 3.-----
2. Under the Scheme, the Company will offer the Participants the opportunity to purchase shares of LPP SA acquired by the Company in the aggregate amount of up to 3,000 (three thousand) shares of the Company. -----

§ 3

[Participants in the Scheme]

The Incentive Scheme shall be directed to:-----

1. Marek Piechocki; -----
2. Dariusz Pachla;-----
3. Piotr Dyka;-----
4. Jacek Kujawa; -----
5. Hubert Komorowski; -----
6. Sławomir Łoboda. -----

[further referred to as the "Scheme Participants"]. -----

§ 4

[Implementation of the Incentive Scheme]

- J. The Incentive Scheme will be implemented during financial years 2013-2014. In 2014, the acquisition of the Company's shares will only take place in the case of fulfilment of the conditions by the Participants in the Scheme. -----
2. Under the Scheme, the Participants in the Scheme who meet the conditions set out in this Resolution and the Rules of the Scheme will acquire the right to purchase from the Company the Company's shares at a price equal to the nominal value thereof. -----
3. Subject to the provisions of section 6 of this paragraph, the condition for being granted the rights referred to in section 2 above by the Participants in the Scheme will be

meeting by LPP SA Capital Group of the following condition for the financial year 2013: net profit of LPP SA Capital Group per share for the financial year 2013, as a basis for obtaining rights to purchase Shares, is higher by at least 10% than net profit of LPP SA Capital Group per share earned in the previous financial year. -----

4. The actual number of shares to be acquired by Eligible Individuals will be determined by the Supervisory Board, provided that the total number must not exceed 3,000 (three thousand) shares of the Company.-----
5. The Eligible Individuals may exercise the pre-emptive right to the Company's shares, provided that the conditions for acquiring the right are met and no reason for losing the right to participate in the Scheme occurs.-----
6. Notwithstanding section 3 of this resolution, the Annual General Meeting authorises the Supervisory Board to grant to Eligible Individuals a special bonus for the results of LPP SA Capital Group in the years 2010-2012 ("Special Bonus") through the sale to the Eligible Individuals, for a price equal to the nominal value of the company's shares, a specific number of Shares determined by the Supervisory Board, with the proviso that the total number of Shares sold to all Eligible Individuals under the Special Bonus does not exceed 1,488 (one thousand four hundred and eighty eight).

§ 5

[Authorisation for the Supervisory Board]

Within 90 (ninety) days from adopting this resolution, the Supervisory Board of the Company shall specify the detailed rules and regulations of the Incentive Scheme, taking into account the provisions of this Resolution. -----

The provisions of the Rules of the Incentive Scheme referred to in section 1 shall apply *mutatis mutandis* also to the Shares sold to the Eligible Individuals under the Special Bonus referred to in § 4.6 of this resolution. -----

The votes were cast by open ballot of 969,053 (nine hundred sixty nine thousand and fifty three) shares, representing 52.92% (fifty two per cent 92/100) of the share capital, including 2,369,053 (two million three hundred sixty nine thousand and fifty three) valid votes, of which for the adoption of the resolution there were cast 1,928,067 (one million nine hundred twenty eight thousand and sixty seven) votes, there were 440,986 (four

hundred forty thousand nine hundred eighty six) votes "against" and the "abstain" votes
were not cast. -----