

**RESOLUTION NO [●]  
of the Extraordinary General Meeting of LPP SA Shareholders in Gdańsk  
of 20 January 2010**

**on the election of the Chairperson of the Extraordinary General Meeting of Shareholders**

The Extraordinary General Meeting of LPP S.A. Shareholders in Gdańsk, acting pursuant to Article 409 § 1 of the Code of Commercial Companies and to § 11(4) of the Rules and Regulations of the General Meeting of LPP S.A. Shareholders, appoints Mr/Ms ..... the Chairman of the Extraordinary General Meeting of Shareholders.”

Pursuant to Article 420 § 2 of the Code of Commercial Companies and § 11(4) of the Rules and Regulations of the General Meeting of LPP SA Shareholders the Chairman was elected in a secret ballot.

The number of shares that voted ..... Proportion of the shares in the share capital .....

Total number of valid votes .....

Number of "for" votes: .....

Number of "against" votes: .....

Number of abstentions: .....

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**RESOLUTION NO [●]  
of the Extraordinary General Meeting of LPP SA Shareholders in Gdańsk  
of 20 January 2010**

**on the election of the Voting Committee members**

The Extraordinary General Meeting of LPP SA Shareholders in Gdańsk elects the following persons members of the Voting Committee:

1. ....
2. ....
3. ....”

Pursuant to Article 420 § 2 of the Code of Commercial Companies and § 17(1) of the Rules and Regulations of the General Meeting of LPP SA Shareholders a secret ballot was held.

The number of shares that voted ..... Proportion of the shares in the share capital .....

Total number of valid votes .....

Number of "for" votes: .....

Number of "against" votes: .....

Number of abstentions: .....

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**RESOLUTION NO [●]  
of the Extraordinary General Meeting of LPP SA Shareholders in Gdańsk  
of 20 January 2010**

**on the adoption of the agenda**

The Extraordinary General meeting of LPP SA Shareholders in Gdańsk adopts the following Agenda of the Meeting presented in the Meeting Notice:

1. Opening of the session and election of the Chairperson.
2. Arriving at an agreement as to whether the General Meeting has been convened in a proper manner and whether it is able to adopt resolutions; drawing up the list of attendance.
3. Election of the Voting Committee members.
4. Adoption of the agenda.
5. Presenting the resolution of the Supervisory Board regarding the Board's opinion on the agenda of the Meeting to be held on 20 January 2010,
6. Passing a Resolution on the amendment of § 3(11) of Resolution no. 4/2009 of the Extraordinary General Meeting of LPP SA Shareholders of 3 July 2009 on : (i) the issue of bonds convertible to the Company's shares, (ii) conditional increase of the Company's share capital, (iii) exclusion of pre-emptive rights of the current shareholders to convertible bonds and to shares to be issued in connection with the conversion of convertible bonds, (iv) amendment of the Articles of Association.
7. Closing of the General Meeting."

The number of shares that voted ..... Proportion of the shares in the share capital .....

Total number of valid votes .....

Number of "for" votes: .....

Number of "against" votes: .....

Number of abstentions: .....

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**RESOLUTION NO. [•]  
of the Extraordinary General Meeting of LPP SA Shareholders in Gdańsk  
of 20 January 2010**

**on the amendment of § 3(11) of Resolution no. 4/2009 of the Extraordinary General Meeting of LPP SA Shareholders of 3 July 2009 on : (i) the issue of bonds convertible to the Company's shares, (ii) conditional increase of the Company's share capital, (iii) exclusion of pre-emptive rights of the current shareholders to convertible bonds and to shares to be issued in connection with the conversion of convertible bonds, (iv) amendment of the Articles of Association.**

The Extraordinary General Meeting of LPP SA Shareholders resolves to amend § 3(11) of Resolution no. 4/2009 of the Extraordinary General Meeting of LPP SA Shareholders of 3 July 2009 on : (i) the issue of bonds convertible to the Company's shares, (ii) conditional increase of the Company's share capital, (iii) exclusion of pre-emptive rights of the current shareholders to convertible bonds and to shares to be issued in connection with the conversion of convertible bonds, (iv) amendment of the Articles of Association. in such a manner that the provision of § 3 reads as follows: „Series K shares will be included in the dividend payable from 1 January of the year in which Series K Shares are issued and taken up by bondholders”.»

The number of shares that voted ..... Proportion of the shares in the share capital .....

Total number of valid votes .....

Number of "for" votes: .....

Number of "against" votes: .....

Number of abstentions: .....

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