

**FORM TO EXERCISE VOTING RIGHTS BY PROXY ON THE AGM OF LPP SA
CONVENED ON 27 JUNE 2011**

This form constitutes supporting material as defined by art. 402³ (1)(5) and art. 402 (3) of the Commercial Companies Code to exercise voting rights by proxy:

.....
(Full name or company name of the proxy)

empowered to act for and on behalf of:

..... („Shareholder”)
(Full name or the company name of the shareholder)

at the Annual General Meeting of LPP SA seated in Gdańsk, convened on 27 June 2011, 10.30 a.m. in the registered office of the Company, 39/44 Łąkowa street, under the power of attorney dated
(date)

POINT 1 OF THE AGENDA ELECTING THE CHAIRMAN OF THE AGM			
<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> At the proxy's discretion
Number of votes:	Number of votes:	Number of votes:	Number of votes:
<input type="checkbox"/> Other:			
POINT 3 OF THE AGENDA ELECTING THE RETURNING COMMITTEE			
<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> At the proxy's discretion
Number of votes:	Number of votes:	Number of votes:	Number of votes:

<input type="checkbox"/> Other:			
POINT 4 OF THE AGENDA ADOPTING THE AGENDA			
<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
<input type="checkbox"/> Other:			
POINT 6 OF THE AGENDA THE APPROVAL OF THE MANAGEMENT BOARD REPORT FOR THE YEAR 2010 .			
<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
<input type="checkbox"/> Other:			
POINT 6 OF THE AGENDA THE APPROVAL OF THE MANAGEMENT BOARD REPORT ON THE PERFORMANCE OF THE CAPITAL GROUP OF THE COMPANY FOR THE YEAR 2010.			

<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
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☐ Other:

POINT 7 OF THE AGENDA

THE APPROVAL OF THE SUPERVISORY BOARD REPORT FOR THE YEAR 2010

<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
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☐ Other:

POINT 8 OF THE AGENDA

THE APPROVAL OF THE FINANCIAL STATEMENT OF THE COMPANY FOR THE YEAR 2010

<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
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☐ Other:

POINT 9 OF THE AGENDA

THE APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENT OF THE CAPITAL GROUP OF THE COMPANY FOR THE YEAR 2010

☐ For

☐ Against

☐ Abstain

☐ At the proxy's
discretion

☐ Objection

Number of votes:
.....

Number of votes:
.....

Number of votes:
.....

Number of votes:
.....

☐ Other:

POINT 10 OF THE AGENDA

GIVING A VOTE OF APPROVAL TO MAREK PIECHOCKI FOR THE PERFORMANCE OF HIS DUTIES IN THE MANAGEMENT BOARD OF THE COMPANY IN THE YEAR 2010

☐ For

☐ Against

☐ Abstain

☐ At the proxy's
discretion

☐ Objection

Number of votes:
.....

Number of votes:
.....

Number of votes:
.....

Number of votes:
.....

☐ Other:

POINT 10 OF THE AGENDA

GIVING A VOTE OF APPROVAL TO DARIUSZ PACHLA FOR THE PERFORMANCE OF HIS DUTIES IN THE MANAGEMENT BOARD OF THE COMPANY IN THE YEAR 2010

<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
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☐ Other:

POINT 10 OF THE AGENDA

GIVING A VOTE OF APPROVAL TO PIOTR DYKA FOR THE PERFORMANCE OF HIS DUTIES IN THE MANAGEMENT BOARD OF THE COMPANY IN THE YEAR 2010

<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
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☐ Other:

POINT 10 OF THE AGENDA

GIVING A VOTE OF APPROVAL TO HUBERT KOMOROWSKI FOR THE PERFORMANCE OF HIS DUTIES IN THE MANAGEMENT BOARD OF THE COMPANY IN THE YEAR 2010

<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
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☐ Other:

POINT 10 OF THE AGENDA

GIVING A VOTE OF APPROVAL TO JACEK KUJAWA FOR THE PERFORMANCE OF HIS DUTIES IN THE MANAGEMENT BOARD OF THE COMPANY IN THE YEAR 2010

☐ For

☐ Against

☐ Abstain

☐ At the proxy's discretion

☐ Objection

Number of votes:
.....

Number of votes:
.....

Number of votes:
.....

Number of votes:
.....

☐ Other:

POINT 11 OF THE AGENDA

GIVING A VOTE OF APPROVAL TO JERZY LUBIANIEC FOR THE PERFORMANCE OF HIS DUTIES IN THE SUPERVISORY BOARD OF THE COMPANY IN THE YEAR 2010

☐ For

☐ Against

☐ Abstain

☐ At the proxy's discretion

☐ Objection

Number of votes:
.....

Number of votes:
.....

Number of votes:
.....

Number of votes:
.....

☐ Other:

POINT 11 OF THE AGENDA

GIVING A VOTE OF APPROVAL TO KRZYSZTOF FAFEREK FOR THE PERFORMANCE OF HIS DUTIES IN THE SUPERVISORY BOARD OF THE COMPANY IN THE YEAR 2010

<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
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☐ Other:

POINT 11 OF THE AGENDA

GIVING A VOTE OF APPROVAL TO MACIEJ MATUSIAK FOR THE PERFORMANCE OF HIS DUTIES IN THE SUPERVISORY BOARD OF THE COMPANY IN THE YEAR 2010

<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
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☐ Other:

POINT 11 OF THE AGENDA

GIVING A VOTE OF APPROVAL TO WOJCIECH OLEJNICZAK FOR THE PERFORMANCE OF HIS DUTIES IN THE SUPERVISORY BOARD OF THE COMPANY IN THE YEAR 2010

<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
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<input type="checkbox"/> Other:			
POINT 11 OF THE AGENDA GIVING A VOTE OF APPROVAL TO KRZYSZTOF OLSZEWSKI FOR THE PERFORMANCE OF HIS DUTIES IN THE SUPERVISORY BOARD OF THE COMPANY IN THE YEAR 2010			
<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
<input type="checkbox"/> Other:			
POINT 12 OF THE AGENDA THE DISTRIBUTION OF PROFIT FOR THE BUSINESS YEAR OF 2010			
<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
<input type="checkbox"/> Other:			
POINT 13 OF THE AGENDA REPEALING RESOLUTIONS NO. 24, 25, 26 AND 27 OF THE ANNUAL GENERAL MEETING OF LPP SA HELD ON 25 JUNE 2010			
<input type="checkbox"/> For	<input type="checkbox"/> Against	<input type="checkbox"/> Abstain	<input type="checkbox"/> At the proxy's

Number of votes:	<input type="checkbox"/> Objection Number of votes:	Number of votes:	discretion Number of votes:
<input type="checkbox"/> Other:			
POINT 14 OF THE AGENDA THE APPROVAL OF THE INCENTIVE PROGRAMME FOR THE KEY MANAGERS OF THE COMPANY FOR THE YEARS 2010-2014			
<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
<input type="checkbox"/> Other:			
POINT 16 OF THE AGENDA (I) THE ISSUE OF SERIES A SUBSCRIPTION WARRANTS FOR SERIES L SHARES, (II) CONDITIONAL SHARE CAPITAL INCREASE, (III) EXCLUSION OF PREEMPTIVE RIGHTS TO SERIES A SUBSCRIPTION WARRANTS AND EXCLUSION OF PREEMPTIVE RIGHTS TO SERIES L SHARES, (IV) AUTHORISATION FOR THE COMPANY BODIES, (V) AMENDMENT TO THE STATUTE			
<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
<input type="checkbox"/> Other:			

POINT 17 OF THE AGENDA THE AUTHORISATION FOR THE SUPERVISORY BOARD TO AMEND THE COMPANY STATUTE AND AGREE ON THE CONSOLIDATED TEXT			
<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
<input type="checkbox"/> Other:			
POINT 18 OF THE AGENDA (I) THE AGREEMENT CONCLUDED BY THE COMPANY FOR REGISTERING THE SHARES WHICH ARE TO BE ISSUED IN THE COURSE OF THE CONDITIONAL SHARE CAPITAL INCREASE IN THE SECURITY DEPOSITORY, (II) APPLYING FOR THE SHARES WHICH ARE TO BE ISSUED IN THE COURSE OF THE CONDITIONAL SHARE CAPITAL INCREASE TO BE ADMITTED FOR TRADING ON A REGULATED MARKET, (III) DEMATERIALIZATION OF SHARES WHICH ARE TO BE ISSUED IN THE COURSE OF THE CONDITIONAL SHARE CAPITAL INCREASE			
<input type="checkbox"/> For Number of votes:	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes:	<input type="checkbox"/> Abstain Number of votes:	<input type="checkbox"/> At the proxy's discretion Number of votes:
<input type="checkbox"/> Other:			
POINT 19 OF THE AGENDA THE DETERMINATION OF REMUNERATION FOR THE MEMBERS OF THE SUPERVISORY BOARD			
<input type="checkbox"/> For	<input type="checkbox"/> Against	<input type="checkbox"/> Abstain	<input type="checkbox"/> At the proxy's

	<input type="checkbox"/> Objection		discretion
Number of votes:	Number of votes:	Number of votes:	Number of votes:
<input type="checkbox"/> Other:			

On behalf of the Shareholder:

Place:

Town/city:

Date:

Date:

EXPLANATIONS

The form must be filled in by inserting "x" in a selected column. If you choose the "other" column, please specify in detail the instructions for voting by proxy.

If a shareholder decides to split their voting direction please provide, in an appropriate column, the number of votes (shares) allowing the proxy to vote in a particular way ("for", "against", "abstain"). In the absence of such information it is presumed that the proxy is authorised to vote all the shares held by a shareholder in the way indicated.

The draft resolutions which are planned to be adopted during the Annual General Meeting of LPP SA shall be published together with this form.

Please note that the published draft resolutions may differ from the draft resolutions subjected to voting during the Annual General Meeting. If this is the case, we suggest that you specify how the proxy should proceed, in the "other" column.

RESERVATIONS

This form must not be used by LPP SA Company or other entities to verify the way of voting by a proxy on behalf of a shareholder.

This form may not replace the power of attorney document that empowers the proxy to participate in the Annual General Meeting and exercise voting rights on behalf of a shareholder.

The use of this form is not obligatory and does not constitute a condition for voting by proxy on behalf of a shareholder.