

Draft resolutions for the Ordinary General Meeting of the Asseco South Eastern Europe S.A. convened for 15th of April 2013

Warsaw, 18th of March 2013

The Management Board of Asseco South Eastern Europe S.A. announces to the public the texts of draft resolutions which will be discussed and considered by the Ordinary General Meeting of the Company convened for 15th of April 2013 with reasoning to the draft of the Resolution no. 26:

**RESOLUTION NO. 1
OF THE ORDINARY GENERAL
MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów
dated 15th of April 2013.
on election of the Chairman of the General Meeting**

§1

The Ordinary General Meeting of Asseco South Eastern Europe S.A. acting on the basis of Article 409 § 1 of the Commercial Companies Codes decides in a secret ballot to elect to the Chairman of the Ordinary General Meeting of the Company.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 2
OF THE ORDINARY GENERAL MEETING OF Asseco South Eastern Europe S.A.
with the registered office in Rzeszów
dated 15th of April 2013
on adoption of the Agenda of the Meeting**

§1

The Ordinary General Meeting of Asseco South Eastern Europe S.A. decides to accept the following agenda of the meeting:

1. Opening of the meeting and election of the Chairman.
2. Determination of the correct convocation of the General Meeting and its ability to adopt binding resolution.
3. Adoption of the Agenda.
4. Consideration of the Statements of the Management Board of the Company and Capital Group of Asseco South Eastern Europe S.A. for financial year 2012.
4. Consideration of the Financial Statements of the Company and Capital Group of Asseco South Eastern Europe S.A. for financial year 2012.
6. Acquaintance with the auditor's opinion and reports from examination of Financial Statements of the Company and the Capital Group of Asseco South Eastern Europe S.A. for the financial year 2012.
7. Acquaintance with the Statement of Supervisory Board of Asseco South Eastern Europe S.A. on the opinion on Management Board of the Company and Capital Group of Asseco South Eastern Europe S.A. operations for the 2012 financial year and the

opinion on Financial Statements of the Company and the Capital Group of Asseco South Eastern Europe S.A. for the financial year 2012.

8. Adoption of a resolution on approving the Statements of the Management Board of Asseco South Eastern Europe S.A. on the Company's operations and the operations of Capital Group of Asseco South Eastern Europe S.A. for the year 2012 and approval of the Financial Statements of the Company and the Capital Group of Asseco South Eastern Europe S.A. for the 2012 financial year.
9. Adoption of a resolution on the division of profits and distribution of dividend.
10. Adoption of the resolutions on acknowledgement of the fulfillment of duties of Management Board's members in 2012 financial year.
11. Adoption of the resolutions on acknowledgement of the fulfillment of duties of the Supervisory Board's members in 2012 financial year.
12. Adoption of the resolutions on acknowledgment of the fulfillment of duties of the Management Board's members of ITD Polska Sp. z o.o. in the period from 1 January 2012 to 31 May 2012.
13. Adoption of a resolution amending the Company's Statute.
14. Closing of the General Meeting.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 3
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered seat in Rzeszów
dated 15th of April 2013
on approval of Statement of the Management Board on operations of the
Company for the financial year 2012**

§1

The Ordinary General Meeting of the Company Asseco South Eastern Europe S.A. with the registered office in Rzeszów, acting on the basis of 395 § 2 point 1 of the Commercial Companies Code and on the basis of § 12 section 4 point 1 of the Company's Statute, after consideration, approves the statements of the Management Board of Asseco South Eastern Europe S.A. concerning the operation of the Company for the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 4
OF THE ORDINARY GENERAL MEETING OF
Asseco South Eastern Europe S.A.
with the registered seat in RZESZÓW
dated 15th of April 2013
on approval of the Financial Statement of the Company
for the financial year 2012**

§1

The Ordinary General Meeting of the Company South Eastern Europe S.A. with the registered office in Rzeszów, acting on the basis of 395 § 2 point 1 of the Commercial Companies Code and on the basis of § 12 section 4 point 1 of the Company's Statute,

after consideration, approves the financial statement of the Company Asseco South Eastern Europe S.A., including the balance sheet, profit and loss account, statement of changes in the Company's equity, cash flow statements and additional information for the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 5
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in RZESZÓW,
dated 15th of April 2013**

on approval of the financial statement of the Capital Group of Asseco South Eastern Europe S.A. for the financial year 2012 and approval of the statement of operations of the Capital Group of Asseco South Eastern Europe S.A. for the financial year 2012

§1

The Ordinary General Meeting of the Company Asseco South Eastern Europe S.A. with the registered office in Rzeszów, acting on the basis of 395 § 5 point of the Commercial Companies Code after consideration, approves the financial statements of the Capital Group Asseco South Eastern Europe S.A. for the financial year 2012 and the statement of operations of the Capital Group of Asseco South Eastern Europe S.A. for the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 6
OF THE ORDINARY GENERAL MEETING OF
Asseco South Eastern Europe S.A. with the REGISTERED OFFICE IN RZESZÓW,
dated 15th of April 2013.
on the division of profit from the operations of Asseco South Eastern Europe S.A. in the financial year 2012 and retained profit from the year 2011.**

§1

The Ordinary General Meeting of the Company Asseco South Eastern Europe S.A. with the registered office in Rzeszów, acting on the basis of 395 § 2 point 2 of the Commercial Companies Code and on the basis of § 12 section 4 point 2 of the Company's Statute, resolves to distribute the profit for the financial year 2012 in the amount of **46 712 649.63 PLN** (in words: forty six million seven hundred twelve thousand six hundred forty nine and 63/100 PLN) and retained profit from the year 2011 in the amount of **2 161 123.44 PLN** (two million one hundred sixty one thousand one hundred twenty three and 44/100 PLN) as follows:

a) the amount of **3 737 011.97 PLN** (in words: three million seven hundred thirty seven thousand eleven and 97/100 PLN) will be allocated from the profit for the financial year 2012, according to Article 396 § 1 of the Commercial Companies Code for the reserve capital,

b) the amount of **42 034 343.31 PLN** (in words: forty two million thirty four thousand three hundred forty three and 31/100 PLN) will be allocated for distribution between all the shareholders of the Company, i.e. it will be allocated for the payment of dividend in the amount of **0.81 PLN** (in words: 81/100 PLN) per one share of the Company.

§2

The Ordinary General Meeting of the Company Asseco South Eastern Europe S.A. with the registered office in Rzeszów, acting on the basis of 348 § 3 of the Commercial Companies Code and on the basis of § 12 section 4 point 2) of the Company's Statute sets the date for determining the right to dividend for 12th of July 2012 and sets the date of payment of dividend for 31st of July 2013.

§3

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 7
OF THE ORDINARY GENERAL MEETING OF
Asseco South Eastern Europe S.A.
with the registered office in Rzeszów,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the President of the
Management Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the President of the Management Board of Asseco South Eastern Europe S.A., Mr. Piotr Jeleński, in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 8
OF THE ORDINARY GENERAL MEETING OF
Asseco South Eastern Europe S.A.
with the registered office in Rzeszów,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Vice President of the
Management Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Vice President of the Management Board of Asseco South Eastern Europe S.A., Mr. Rafał Marek Kozłowski, in the financial year 2012.

§2.

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 9
OF THE ORDINARY GENERAL MEETING OF
Asseco South Eastern Europe S.A.
with the registered office in Rzeszów,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Member of the
Management Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Management Board of Asseco South Eastern Europe S.A., Mr. Miljan Mališ, in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 10
OF THE ORDINARY GENERAL MEETING OF
Asseco South Eastern Europe S.A.
with the REGISTERED OFFICE IN RZESZÓW,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Member of the
Management Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Management Board of Asseco South Eastern Europe S.A., Mr. Drazen Pehar, in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 11
OF THE ORDINARY GENERAL MEETING OF
Asseco South Eastern Europe S.A. with the REGISTERED OFFICE IN RZESZÓW,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Member of Management
Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Management Board of Asseco South Eastern Europe S.A. Mr. Calin Barseti, in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 12
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Member of the
Management Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Management Board of Asseco South Eastern Europe S.A., Mr. Miodrag Mircetic, in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 13
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Member of the
Management Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Management Board of Asseco South Eastern Europe S.A. Ms. Hatice Ayas, in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 14
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Member of the
Management Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Management Board of Asseco South Eastern Europe S.A. Mr. Marcin Rulnicki, in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 15
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Chairman of the
Supervisory Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Chairman of the Supervisory Board of Asseco South Eastern Europe S.A. Mr. Adam Góral for fulfillment of his duties in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 16
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013.
on acknowledgement of the fulfillment of duties of the Member of the
Supervisory Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Supervisory Board of Asseco South Eastern Europe S.A. Mr. Jacek Duch for fulfillment of his duties in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 17
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013.
on acknowledgement of the fulfillment of duties of the Member of the
Supervisory Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Supervisory Board of Asseco South Eastern Europe S.A., Mr. Przemysław Sęczkowski, in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 18
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013.
on acknowledgement of the fulfillment of duties of the Member of the
Supervisory Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Supervisory Board of Asseco South Eastern Europe S.A. Ms. Gabriela Żukowicz for fulfillment of her duties in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 19
OF THE ORDINARY GENERAL MEETING OF
Asseco South Eastern Europe S.A. with the registered office in Rzeszów,
dated 15th of April 2013.
on acknowledgement of the fulfillment of duties of the Member of the
Supervisory Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Supervisory Board of Asseco South Eastern Europe S.A., Mr. Mihail Petreski, in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 20
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013.
on acknowledgement of the fulfillment of duties of the Member of the
Supervisory Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Supervisory Board of Asseco South Eastern Europe S.A., Mr. Jan Victor Dauman, in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 21
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Member of the
Supervisory Board of Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 pt. 3) Commercial Companies Code and on the basis of § 12 section 4 point. 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Supervisory Board of Asseco South Eastern Europe S.A., Mr. Andrzej Mauberg, in the financial year 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 22
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Member of the
Management Board of ITD Polska Sp. z o.o.**

§1

Whereas the merger between the companies: Asseco South Eastern Europe S.A. and ITD Polska Sp. z o.o. executed under art. 492 § 1 item 1 of the Polish Commercial Companies Code was registered on 1 June 2012 resulting with the assumption all the rights and obligations of ITD Polska Sp. z o.o. by Asseco South Eastern Europe S.A. ; now, therefore, the Ordinary General Meeting of Shareholders of Asseco South Eastern Europe S.A. seated in Rzeszów, acting on the basis of art. 395 § 2 item 3) of the Polish Commercial Companies Code as well as pursuant to § 12 sect. 4 item 3) of the Statute of the Company, after due consideration hereby acknowledges the fulfillment of duties by Member of the Management Board of ITD Polska Sp. z o.o., Mr. Aytac Murat Baybol, in the period from 1 January 2012 to 31 May 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 23
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Member of the
Management Board of ITD Polska Sp. z o.o.**

§1

Whereas the merger between the companies: Asseco South Eastern Europe S.A. and ITD Polska Sp. z o.o. executed under art. 492 § 1 item 1 of the Polish Commercial Companies Code was registered on 1 June 2012 resulting with the assumption all the rights and obligations of ITD Polska Sp. z o.o. by Asseco South Eastern Europe S.A.; now, therefore,

the Ordinary General Meeting of Shareholders of Asseco South Eastern Europe S.A. seated in Rzeszów, acting on the basis of art. 395 § 2 item 3) of the Polish Commercial Companies Code as well as pursuant to § 12 sect. 4 item 3) of the Statute of the Company, after due consideration hereby acknowledges the fulfillment of duties by Member of the Management Board of ITD Polska Sp. z o.o., Mr. Rafał Marek Kozłowski, in the period from 1 January 2012 to 31 May 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 24
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Member of the
Management Board of ITD Polska Sp. z o.o.**

§1

Whereas the merger between the companies: Asseco South Eastern Europe S.A. and ITD Polska Sp. z o.o. executed under art. 492 § 1 item 1 of the Polish Commercial Companies Code was registered on 1 June 2012 resulting with the assumption all the rights and obligations of ITD Polska Sp. z o.o. by Asseco South Eastern Europe S.A.; now, therefore, the Ordinary General Meeting of Shareholders of Asseco South Eastern Europe S.A. seated in Rzeszów, acting on the basis of art. 395 § 2 item 3) of the Polish Commercial Companies Code as well as pursuant to § 12 sect. 4 item 3) of the Statute of the Company, after due consideration hereby acknowledges the fulfillment of duties by Member of the Management Board of ITD Polska Sp. z o.o., Ms. Hatice Ayas, in the period from 1 January 2012 to 31 May 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 25
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the registered office in Rzeszów,
dated 15th of April 2013
on acknowledgement of the fulfillment of duties of the Member of the
Management Board of ITD Polska Sp. z o.o.**

§1

Whereas the merger between the companies: Asseco South Eastern Europe S.A. and ITD Polska Sp. z o.o. executed under art. 492 § 1 item 1 of the Polish Commercial Companies Code was registered on 1 June 2012 resulting with the assumption all the rights and obligations of ITD Polska Sp. z o.o. by Asseco South Eastern Europe S.A.; now, therefore, the Ordinary General Meeting of Shareholders of Asseco South Eastern Europe S.A. seated in Rzeszów, acting on the basis of art. 395 § 2 item 3) of the Polish Commercial Companies Code as well as pursuant to § 12 sect. 4 item 3) of the Statute of the Company, after due consideration hereby acknowledges the fulfillment of duties by Member of the Management Board of ITD Polska Sp. z o.o., Mr. Coskun Ural, in the period from 31 May 2012 to 1 June 2012.

§2

The Resolution shall become effective upon adoption.

**RESOLUTION NO. 26
OF THE ORDINARY GENERAL MEETING OF
ASSECO SOUTH EASTERN EUROPE S.A.
with the REGISTERED OFFICE IN RZESZÓW,
dated 15th of April 2013
on amendment of the Statute of the Company
Asseco South Eastern Europe S.A.**

§1

The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 430 § 1 of Commercial Companies Code and § 12 sec. 4 point 8 of the Statute of the Company amends the Statute as follows:

§ 15 of the Statute of the Company with the current reading:

“§ 15 Share in profit and Company’s funds

1. Shareholders have the right to a share in the profit shown in the audited financial statement allocated by the Shareholders Meeting for a dividend for shareholders.
2. The company shall establish the following capitals and funds:
 1. share capital,
 2. supplementary capital,
 3. reserve fund.
3. Based on a resolution of the Shareholders Meeting, the Company may also establish other funds, including funds to cover specific losses or expenses or designated for specific purposes (reserve capital).
4. The amount of allowances for the supplementary capital and other funds shall be stipulated by the Shareholders Meeting.
5. The supplementary capital shall be established from net profit. The allowances for this purpose may not be less than 8% of annual net profit. Allowances for the supplementary capital may be abandoned once the capital reaches 1/3 of the share capital.”

Shall have the new reading as follows:

“§ 15 Share in profit and Company’s funds

1. Shareholders have the right to a share in the profit shown in the audited financial statement allocated by the Shareholders Meeting for a dividend for shareholders.
¹ Upon the consent of the Supervisory Board and on the terms and conditions specified in the Commercial Companies Code the Management Board may distribute the advance towards the expected dividend for a financial year to shareholders.
2. The company shall establish the following capitals and funds:
 1. share capital,
 2. supplementary capital,
 3. reserve fund.
3. Based on a resolution of the Shareholders Meeting, the Company may also establish other funds, including funds to cover specific losses or expenses or designated for specific purposes (reserve capital).
4. The amount of allowances for the supplementary capital and other funds shall be stipulated by the Shareholders Meeting.
5. The supplementary capital shall be established from net profit. The allowances for this purpose may not be less than 8% of annual net profit. Allowances for the supplementary capital may be abandoned once the capital reaches 1/3 of the share capital.”

§ 2

On the basis of § 13 sect. 12 point 8 of the Statute of the Company the Supervisory Board shall be entitled to prepare the consolidated text of the Statute of the Company, taking into account the amendments adopted by virtue of this resolution.

§ 3

This Resolution comes into force upon adoption, however the legal consequences of amendment of the Statute shall arise upon registration of amendments in the National Court Register.

Reasoning to the draft Resolution no. 26:

The suggested amendment of the Statute of the Company shall make it possible to distribute the advance towards the expected dividend, since pursuant to art. 349 § 1 of the Commercial Companies Code the Management Board of the Company may distribute the advance towards the expected dividend on the basis of authorization stated in the Company's Statute