

FORM
to exercise voting rights by Proxy

Proxy:

acting on behalf of

Shareholder:.....

at the Extraordinary General Shareholders Meeting of Kino Polska TV S.A. with its headquarters in Warsaw on:

_____ 2013

Attention!

Below one may find the draft resolutions. In every draft resolution there is a place for instructions on the vote for the Shareholder and their Proxy, columns to mark votes and if necessary to object in case of voting against the resolution in particular voting. Casting a vote and submitting any opposition is made by checking the appropriate column in section. Moreover, if the Proxy votes differently with different actions represented within the block of shares and particular voting, they should enter the number of shares / votes in the appropriate column, which is dedicated to the type of vote in the casting. Any incorrectly completed form or unmarked columns by the Proxy shall not be taken into account and not included in final results. The Company reserves that in the event of recourse to the Shareholder and the Proxy this form will not be verified in compliance with the content of voting instructions contained in it. Only the fact of casting or not casting of the vote by Proxy will be taken into account, also in the case where the performance of the Proxy is contrary to the wording of the statement. Each of the resolutions is placed on a separate page / sheet to facilitate the possible use of the form by the Proxy. The Shareholder and the Proxy can use only some of the pages to form at their own discretion*

RESOLUTION No. 1
of the Extraordinary General Shareholders Meeting
of Kino Polska TV S.A.
as of October 7, 2013
on the election of the Chairman of the Extraordinary General Shareholders Meeting

§ 1

The Extraordinary General Shareholders Meeting of Kino Polska S.A. with its seat in Warsaw, acting under Art. 409 §1 of the Code of Commercial Companies, hereby elects Mr [...] as the Chairman of the General Shareholders Meeting.

§ 2

The resolution becomes effective upon adoption.

Instructions for the Shareholder's Proxy:		
Casting a vote: *FOR Number of shares: Number of votes:	Casting a vote: *AGAINST Number of shares: Number of votes: <p style="text-align: center;">AN OBJECTION</p>	Casting a vote: *ABSTAINING Number of shares: Number of votes:

Shareholder.....
signature/s

Proxy.....
signature/s

RESOLUTION No. 2
of the Extraordinary General Shareholders Meeting
of Kino Polska TV S.A.
as of October 7, 2013
on the adoption of the agenda of the Extraordinary General Shareholders Meeting

§ 1

The Extraordinary General Shareholders Meeting of Kino Polska TV S.A. with its headquarters in Warsaw decides to adopt the following agenda:

1. Opening of the Extraordinary General Shareholders Meeting,
2. Election of the Chairman of the Extraordinary General Shareholders Meeting,
3. Validation of convening of the Extraordinary General Shareholders Meeting and its capacity to adopt resolutions,
4. Adoption of the agenda,
5. Election of the Scrutiny Commission,
6. Adoption of a resolution on the redemption of own shares and reduction of share capital of the Company,
7. Adoption of a resolution on the increase of the share capital through the issuance of series C shares, deprivation of pre-emptive rights of series C shares of the existing shareholders, applying for the introduction of series C shares to trading on the regulated market organized by the Stock Exchange in Warsaw S.A. with its seat in Warsaw and the dematerialization of the series C shares of the Company,
8. Adoption a resolution on changes in the composition of the Supervisory Board,
9. Adoption of a resolution to amend the Statute of the Company,
10. Adoption of a resolution to adopt the consolidated text of the Statute,
11. Closing of the Extraordinary General Shareholders Meeting.

§2

The resolution becomes effective upon adoption.

Instructions for the Shareholder's Proxy:

<p>Casting a vote: *FOR Number of shares: Number of votes:</p>	<p>Casting a vote: *AGAINST Number of shares: Number of votes: AN OBJECTION</p>	<p>Casting a vote: *ABSTAINING Number of shares: Number of votes:</p>
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Shareholder.....
signature/s

Proxy.....
signature/s

RESOLUTION No. 3
of the Extraordinary General Shareholders Meeting
of Kino Polska TV S.A.
as of October 7, 2013
on the appointment of the Scrutiny Committee
of the Extraordinary General Shareholders Meeting

§ 1

The Extraordinary General Shareholders Meeting of Kino Polska TV S.A. with its headquarters in Warsaw, acting pursuant to point VII of the Regulations of the General Shareholders Meeting, elects the Scrutiny Committee as follows:

- 1) [...]
- 2) [...]

§ 2

The resolution becomes effective upon adoption.

Instructions for the Shareholder's Proxy:		
Casting a vote: *FOR Number of shares: Number of votes:	Casting a vote: *AGAINST Number of shares: Number of votes: <p style="text-align: center;">AN OBJECTION</p>	Casting a vote: *ABSTAINING Number of shares: Number of votes:

Shareholder.....
signature/s

Proxy.....
signature/s

RESOLUTION No. 4
of the Extraordinary General Shareholders Meeting
of Kino Polska TV S.A.
as of October 7, 2013
on the redemption of Company's own shares and reduction of share capital

§ 1

The Extraordinary General Shareholders Meeting of Kino Polska TV S.A. with its seat in Warsaw adopts the resolution as part of resolution no. 4 of the Extraordinary General Shareholders Meeting of Kino Polska TV S.A. as of November 28, 2011 adopted on consent for the acquisition by the Company of its own shares for redemption and resolution no. 17 of the Ordinary General Shareholders Meeting of Kino Polska TV S.A. as of May 14, 2012 concerning the amendment to the resolution of the Extraordinary General Shareholders Meeting to authorize the acquisition by Kino Polska TV S.A. of own shares and to define rules on the acquisition of own shares, pursuant to art. 359 § 1 and 2 , art. 360 § 1, art. 362 § 1 point 5 of the Code of Commercial Companies ("CCC") and § 9 of the Statute of the Company.

§ 2

The resolution shall be taken in order to redemption of the own shares of the Company.

§ 3

By virtue of this resolution, there shall be redeemed 48 596 (forty eight thousand five hundred ninety six) of ordinary bearer shares of the Company Kino Polska TV S.A., with its seat in Warsaw, acquired by the Company for redemption, of the nominal value of PLN 0.10 (ten groszy) per one share and of the total nominal value of PLN 4,859.60 (four thousand eight hundred fifty nine zloty and sixty groszy) .

§ 4

The redeemable shares were acquired under the buyback of own share for which the shareholders selling the shares received a total amount of remuneration amounting PLN 384 576.30 (three hundred eighty four thousand five hundred seventy six zloty and thirty groszy), other costs related to the acquisition of own shares amounted to PLN 1 505.02 (one thousand five hundred five zloty and two groszy), which amounts to a total amount of PLN 386 081.32 (three hundred eighty six thousand eighty one zloty and thirty two groszy).

§ 5

The redemption of shares is conducted by means of reduction of the share capital of the Company.

§ 6

1. The Extraordinary General Shareholders Meeting of Kino Polska TV S.A. with its seat in Warsaw, in connection with the redemption of 48 596 (forty eight thousand five hundred ninety six) of ordinary bearer shares of Kino Polska TV S.A., hereby reduces the share capital of the Company by the amount of PLN 4 859.60 (four thousand eight hundred fifty nine zloty and sixty groszy), i.e. from the amount of PLN 1,387,000 (one million three hundred eighty seven thousand zloty) to the amount of PLN 1,382,140.40 (one million three hundred eighty two thousand one hundred and forty zloty and forty groszy) in order to adjust the amount of the share capital to the sum of the nominal value of shares of the Company remaining after the redemption of own shares.

2. In view of the art.360 § 2 point 2 of the Code of Commercial Companies, the reduction of the share capital shall be effective without the convocation procedure referred to in art. 456 of the CCC.

§ 7

The Extraordinary General Shareholders Meeting of Kino Polska TV S.A. with its seat in Warsaw decides that the amount remaining from the reserve capital " Funds for the purchase of own shares", established in accordance with resolution no 4 of the Extraordinary General Shareholders Meeting as of November 28, 2011 in the amount of PLN 4 613 918.68 (four million six hundred thirteen thousand nine hundred eighteen zloty and sixty eight groszy) will be allocated to the supplementary capital.

§ 8

The Extraordinary General Shareholders Meeting of Kino Polska TV S.A. with its seat in Warsaw, acting on the basis of art. 430 § 1 and 455 § 1 in conjunction with art. 362 § 1 point 5 of the Code of Commercial Companies, in connection with the adoption of a resolution on the redemption of own shares of the Company and the reduction of share capital as well as due to the dematerialization of own shares and assimilating them into a single entry in the Krajowy Depozyt Papierów Wartościowych, and subsequently due to the inability to individualising both their series and the number, hereby adopts the following amendment to the Statute of the Company:

1) §8 shall have the following wording:

"1. The share capital of the Company amounts to PLN 1,382,140.40 (say: one million three hundred eighty two thousand one hundred and forty zloty and forty groszy).

2. The Company's share capital is divided into 13,821,404 (say: thirteen million eight hundred twenty one thousand four hundred and four) ordinary bearer shares with numbers from 000,000,001 to 013,821,404 with a nominal value of PLN 0.10 (say: ten groszy) each."

§ 9

The resolution becomes effective upon the date of its adoption, except that it produces legal effects as of the date of entry of the reduction of share capital and of the amendment to the Statute in the Register of Entrepreneurs of the National Court Register.

Instructions for the Shareholder's Proxy:

<p>Casting a vote: *FOR Number of shares: Number of votes:</p>	<p>Casting a vote: *AGAINST Number of shares: Number of votes: AN OBJECTION</p>	<p>Casting a vote: *ABSTAINING Number of shares: Number of votes:</p>
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Shareholder.....
signature/s

Proxy.....
signature/s

RESOLUTION No. 5
of the Extraordinary General Shareholders Meeting
of Kino Polska TV S.A.
as of October 7, 2013

on the increase of the share capital through the issuance of series C shares, deprivation of pre-emptive rights of series C shares of the existing shareholders, applying for the introduction of series C shares to trading on the regulated market organized by the Stock Exchange in Warsaw S.A. with its seat in Warsaw and the dematerialization of the series C shares of the Company

The Extraordinary General Shareholders Meeting of Kino Polska TV S.A. with its seat in Warsaw, acting on the basis of art. 431 §1 and §2 point) 1 and art.432 §1, art. 433 § 2 and art.336 §3 of the Code of Commercial Companies resolves as follows:

§ 1

1. The share capital of the Company is increased from PLN 1,382,140.40 to PLN 1,982,140.40 i.e. of PLN 600,000, through the issuance of 6,000,000 ordinary bearer series C shares, numbered from 000.000.001 to 006.000.000, with a nominal value of PLN 0.10 (ten groszy) per one share.
2. Series C shares will be ordinary bearer shares.
3. Series C shares will not be given special privileges.
4. Pursuant to art.432 §1 point 4 of the Code of Commercial Companies, the Management Board of the Company is authorized to determine the issue price of 1 share .
5. Series C shares will be offered in a private placement to the company, which will include 6,000,000 ordinary bearer series C shares in exchange for a contribution in kind in the form of a 100% stake in the company Filmbox International Ltd., with its seat in London, entered in the Commercial Register maintained by Companies House, under number 06931548 ("in-kind contribution"). The Management Board on August 31, 2013 determined the value of the contribution at the amount of PLN 113 880 000. Independent Auditor, Mr. from the company which is the entity authorized to audit financial statements, entered in the list of entities authorized to audit financial statements conducted by the National Chamber of Statutory Auditors under number, in his opinion as of 2013 on the valuation of the in-kind contribution in the form of 100% stake of shares of the company Filmbox International Ltd., confirmed that the determined by the Management Board of the Company value of the in-kind contribution had been calculated correctly and is the fair value of the in-kind contribution.
6. Series C shares will participate in the dividend as from January 1, 2013, i.e. starting from the distribution of profit for the financial year beginning on January 1, 2013 and ending on December 31, 2013.
7. Series C shares will be acquired by way of an offer made by the Company and accepted by the investor specified in point 5 above.

8. The Management Board of the Company is authorized to direct the offer of acquiring series C shares to the investor indicated in point 5 above and to enter into an agreement on the acquisition of shares with the investor.

9. The agreement on the acquisition of series C shares will be concluded at the latest by February 28, 2014, and series C shares will be paid in full with the in-kind contribution on the date of the conclusion of the agreement on acquisition of series C shares.

§ 2

After reading the written opinion of the Management Board of the Company, which is attached to this resolution, justifying the reasons for deprivation of the existing shareholders of the Company of the pre-emptive rights of series C shares, and in particular in connection with the development plans of Kino Polska TV S.A. the implementation of which requires a new issuance of shares, the Extraordinary General Shareholders Meeting of the Company, acting in the interests of the Company, hereby deprives the existing shareholders of Kino Polska TV S.A. of pre-emptive rights of series C shares in full.

The primary purpose of the issuance of series C shares is the acquisition by the Company the activities connected with the production and distribution of film channels of the FilmBox brand both in the region of Central and Eastern Europe and throughout the world.

§ 3

1. The Extraordinary General Shareholders Meeting of the Company agrees to the introduction of series C shares of the Company to trading on the regulated market organized by the Stock Exchange in Warsaw S.A. with its seat in Warsaw.

2. The Extraordinary General Shareholders Meeting of the Company agrees to the dematerialization of series C shares of the Company.

3. The Extraordinary General Shareholders Meeting of the Company authorizes and charges the Management Board of the Company to immediately take any legal, factual and organizational measures necessary to:

1/ admission and introduction of series C shares of the Company to trading on the regulated market organized by the Stock Exchange in Warsaw S.A with its seat in Warsaw;

2/ dematerialize series C shares of the Company, in particular, but not exclusively, to enter with the Krajowy Depozyt Papierów Wartościowych S.A. with its seat in Warsaw, into an agreement or agreements whose subject would be the registration of series C shares in the securities depository maintained by the Krajowy Depozyt Papierów Wartościowych S.A. with its seat in Warsaw.

§ 4

The resolution becomes effective upon adoption, and in the share capital increase, on the date of entry in the Register of Entrepreneurs of the National Court Register.

Instructions for the Shareholder's Proxy:

<p>Casting a vote: *FOR Number of shares: Number of votes:</p>	<p>Casting a vote: *AGAINST Number of shares: Number of votes: AN OBJECTION</p>	<p>Casting a vote: *ABSTAINING Number of shares: Number of votes:</p>
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Shareholder.....
signature/s

Proxy.....
signature/s

RESOLUTION No. 6
of the Extraordinary General Shareholders Meeting
of Kino Polska TV S.A.
as of October 7, 2013
on the appointment of a member of the Supervisory Board

§ 1

The Extraordinary General Shareholders Meeting of Kino Polska TV S.A. with its seat in Warsaw, acting on the basis of Art. 385 §1 of the Code of Commercial Companies in connection with §15 sec. 2 of the Statute of the Company, hereby appoints Mr. Krzysztof Rudnik to be a member of the Supervisory Board.

§ 2

The resolution becomes effective upon adoption.

Instructions for the Shareholder's Proxy:		
Casting a vote: *FOR Number of shares: Number of votes:	Casting a vote: *AGAINST Number of shares: Number of votes: <p style="text-align: center;">AN OBJECTION</p>	Casting a vote: *ABSTAINING Number of shares: Number of votes:

Shareholder.....
signature/s

Proxy.....
signature/s

RESOLUTION No. 7
of the Extraordinary General Shareholders Meeting
of Kino Polska TV S.A.
as of October 7, 2013
on the amendment to the Statute of the Company
due to the increase of the Company's share capital
through the issuance of series C shares

§ 1

The Extraordinary General Shareholders Meeting of Kino Polska TV S.A. with its seat in Warsaw, acting on the basis of art. 430 §1 of the Code of Commercial Companies in connection with the adoption of a resolution to increase the share capital through the issuance of series C shares, makes the following amendments to the Statute of the Company:

1) §8 shall have the following wording:

"1. The share capital of the Company amounts to PLN 1,982,140.40 (say: one million nine hundred eighty two thousand one hundred and forty zloty and forty groszy).

2. The Company's share capital is divided into 19,821,404 (say: nineteen million eight hundred twenty one thousand four hundred and four) ordinary bearer shares, including:

a/ 13,821,404 (say: thirteen million eight hundred twenty one thousand four hundred and four) of series A shares with numbers from 000,000,001 to 013,821,404 with a nominal value of PLN 0.10 (say: ten groszy) each,

b/ 6,000,000 (say: six million) of series C shares numbered from 000,000,001 to 006,000,000 with a nominal value of PLN 0.10 (say: ten groszy) each."

§ 2

The resolution becomes effective upon registration in the Register of Entrepreneurs of the National Court Register .

Instructions for the Shareholder's Proxy:

<p>Casting a vote: *FOR Number of shares: Number of votes:</p>	<p>Casting a vote: *AGAINST Number of shares: Number of votes: AN OBJECTION</p>	<p>Casting a vote: *ABSTAINING Number of shares: Number of votes:</p>
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Shareholder.....
signature/s

Proxy.....
signature/s

RESOLUTION No. 8
of the Extraordinary General Shareholders Meeting
of Kino Polska TV S.A.
as of October 7, 2013
on the adoption of the consolidated text of the Statute

§ 1

The Extraordinary General Shareholders Meeting of Kino Polska TV S.A. decides to adopt the uniform text of the Statute of the Company, taking into account the amendments made by this Extraordinary General Shareholders Meeting of Kino Polska TV S.A. in resolution No. 7, as follows:

“The Statute of
“Kino Polska TV” Spółka Akcyjna

GENERAL PROVISIONS

§ 1

The company operates under the name "Kino Polska TV" Spółka Akcyjna, and may use the abbreviated name "Kino Polska TV" S.A.

§ 2

1. The Company's registered office is in Warsaw.
2. Duration of the Company is unlimited.

§ 3

The Company operates on the territory of the Republic of Poland and abroad.

§ 4

In its area of operations, the Company may establish branches, subsidiaries, representative offices, establishments, enterprises and other institutions as well as participate in other companies.

THE FOUNDING OF THE COMPANY

§ 5

1. The Company is formed from the transformation into a stock company operating under the name "Kino Polska TV", a limited liability company with its principal place of business in Warsaw.
2. The Company's shares were taken up by existing shareholders of the transformed company.

OBJECTS OF THE COMPANY

§ 6

1. The objects of the Company are:

- 1) services related to preparation for print - PKD 18.13.Z
- 2) the reproduction of recorded media - PKD 18.20.Z
- 3) agents involved in the sale of goods of various kinds - PKD 46.19.Z
- 4) wholesale of electrical household appliances - PKD 46.43.Z
- 5) wholesale of computers, peripherals and software - PKD 46.51.Z
- 6) wholesale of electronic and telecommunications equipment and parts - PKD 46.52.Z
- 7) other postal and courier activities- PKD 53.20.Z
- 8) the publication of books - PKD 58.11.Z
- 9) newspaper publishing - PKD 58.13.Z
- 10) publishing of journals and other periodicals - PKD 58.14.Z
- 11) activities related to the production of films, videos and television programs - PKD 59.11.Z
- 12) post-production activities to video and television programs - PKD 59.12.Z
- 13) activities related to the distribution of films, videos and television programs - PKD 59.13.Z
- 14) activities related to the screening of films - PKD 59.14.Z
- 15) activities in the field of sound and music - PKD 59.20.Z
- 16) radio broadcasting - PKD 60.10.Z
- 17) television broadcasting - PKD 60.20.Z
- 18) activity in the field of wired telecommunication - PKD 61.10.Z
- 19) the activity in the field of wireless telecommunication, excluding satellite telecommunication - PKD 61.20.Z
- 20) activities in the field of satellite telecommunication - PKD 61.30.Z
- 21) other telecommunication activity - PKD 61.90.Z
- 22) software related activities - PKD 62.01.Z
- 23) computer consultancy related activities - PKD 62.02.Z
- 24) computer facilities management related activities - 62.03.Z
- 25) other services in the field of technology and computer - PKD 62.09.Z
- 26) data processing, hosting and related activities - PKD 63.11.Z
- 27) web portals - PKD 63.12.Z
- 28) news agencies activities - PKD 63.91.Z
- 29) other business information service, not elsewhere classified - PKD 63.99.Z
- 30) rental and management of own or leased real estates- PKD 68.20.Z
- 31) the management of real estate on behalf of - PKD 68.32.Z
- 32) accounting, bookkeeping and tax consultancy - PKD 69.20.Z
- 33) legal - PKD 69.10.Z
- 34) head offices and holding companies, excluding financial holding companies - PKD 70.10.Z
- 35) other consultancy in the field of business and management - PKD 70.22.Z
- 36) PR and communication - PKD 70.21.Z
- 37) other technical testing and analysis - PKD 71.20.B
- 38) advertising agencies - 73.11.Z
- 39) mediation in the sale of advertising time and space on radio and television - PKD 73.12.A
- 40) mediation in space selling for advertising in printed media - PKD 73.12.B
- 41) mediation in space selling for advertising in electronic media (Internet) - PKD 73.12.C
- 42) mediation in space selling for advertising in other media - PKD 73.12.D
- 43) market and public opinion research - PKD 73.20.Z
- 44) specialized design - PKD 74.10.Z
- 45) photographic activities - PKD 74.20.Z
- 46) activities related to translation - PKD 74.30.Z
- 47) other professional, scientific and technical activities not elsewhere classified - PKD 74.90.Z
- 48) rental and leasing of cars and vans - PKD 77.11.Z
- 49) rental and leasing of motor vehicles, excluding motorcycles - PKD 77.12.Z
- 50) rental of video cassettes, CDs, DVDs, etc. - PKD 77.22.Z
- 51) rental and leasing of office machinery and equipment, including computers - PKD 77.33.Z

- 52) rental and leasing of other machinery, equipment and tangible goods not elsewhere classified - PKD 77.39.Z
- 53) leasing of intellectual property and similar products, except copyrighted works - PKD 77.40.Z
- 54) activities related to employment & recruitment agencies - PKD 78.10.Z
- 55) other activities related to the outsourcing of personnel-PKD 78.30.Z
- 56) other services in the area of reservation, not elsewhere classified - PKD 79.90.C
- 57) service activities related to office administration - PK D 82.11.Z
- 58) photocopying, document preparation and other specialized office support activities - PKD 82.19.Z
- 59) call center operations (call center) PKD 82.20.Z
- 60) activities related to the organization of fairs, exhibitions and congresses - PKD 82.30.Z
- 61) other business support service activities, not elsewhere classified - PKD 82.99.Z
- 62) archives - PKD 91.01.B
- 63) other entertainment and leisure activities- PKD 93.29.Z

2. If under the provisions of law, the Company's activities require a license or permit, the Company includes such activity after receiving the appropriate license or permit.

§ 7

The Company may issue bonds, including convertible bonds, bonds with priority rights and subscription warrants.

SHARE CAPITAL

§ 8

- 1. The share capital of the Company amounts to PLN 1,982,140.40 (say: one million nine hundred eighty two thousand one hundred and forty zloty and forty groszy).
- 2. The Company's share capital is divided into 19,821,404 (say: nineteen million eight hundred twenty one thousand four hundred and four) ordinary bearer shares, including:
 - a/ 13,821,404 (say: thirteen million eight hundred twenty one thousand four hundred and four) of series A shares with numbers from 000,000,001 to 013,821,404 with a nominal value of PLN 0.10 (say: ten groszy) each,
 - b/ 6,000,000 (say: six million) of series C shares numbered from 000,000,001 to 006,000,000 with a nominal value of PLN 0.10 (say: ten groszy) each.

§ 9

- 1. The Company's shares may be redeemed. Redemption of shares requires a resolution of the General Shareholders Meeting (subject to art. 363 §5 of the Code of Commercial Companies) and the approval of the shareholder whose shares are to be redeemed.
- 2. The purchase of own shares for redemption does not require the consent of the General Shareholders Meeting, subject to Art. 393 points. 6 of the Code of Commercial Companies, and only the consent of the Supervisory Board.

AUTHORITY OF THE COMPANY

§ 10

The bodies of the Company are:

- 1) The Management Board.
- 2) The Supervisory Board.
- 3) The General Shareholders Meeting.

A. The Management Board

§ 11

1. The Management Board consists of not less than two and not more than five people, including the Chairman and other members of the Management Board.
2. The Management Board operates on the basis of the Regulations. The Regulations are adopted by resolution of the Management Board. The Regulations set out in particular the procedure of adopting resolutions and matters that require joint consideration by the Management Board.
3. The Chairman of the Management Board shall direct the work of the Management Board, shall determine the internal allocation of tasks and responsibilities of the Board Members, convene and preside over meetings of the Management Board, issues internal regulations of the Company. The Chairman of the Board may authorize other persons to convene and chair the meeting of the Management Board and to issue internal regulations.
4. Resolutions of the Management Board are passed by a simple majority vote. In the event of a tie, the Chairman shall have the casting voice.

§ 12

1. The Management Board manages the Company and represents it outside.
2. The Members of the Board, including the Chairman of the Management Board, are appointed and dismissed by the Supervisory Board.
3. The Management Board members are appointed for three years.
4. The Board is obliged to submit to the Supervisory Board at least an annual report on significant events in the Company. This report shall also include a report on revenues, costs and the financial results of the Company.

§ 13

1. The entitled persons to make statements and sign on behalf of the Company are: the Chairman of the Management Board with another member of the Management Board or with a proxy jointly.
2. To perform certain actions or a specific activity the proxies may be appointed to act independently or jointly with other mandate holders, within the limits of their legitimacy. The Management Board will keep a register of issued authorizations.

§ 14

In the agreements and disputes between the Company and the members of the Management Board, the Company is represented by the Supervisory Board.

B. Supervisory Board

§ 15

1. The Supervisory Board consists of at least five members, including the Chairman and Vice-Chairman.
2. The Supervisory Board is appointed by the General Shareholders Meeting, which determines the number of members of Supervisory Board in the term of office.
3. Supervisory Board members are appointed for a joint three-year term.

§ 16

1. For the validity of the resolutions of the Supervisory Board it is required to invite all present members to the meeting and at least half of its members must be present, including the Chairman or Vice-Chairman. In the event of a tie, the vote of the Chairman of the Supervisory Board shall have the casting voice.
2. The resolutions of the Supervisory Board on the suspension of members of the Management Board shall be passed by a majority of four-fifths of the votes cast.
3. If necessary, the Supervisory Board resolutions may be made in writing or by usage of other means of distance communication. Any draft resolution to be taken in writing shall be submitted for signature to all members of the Supervisory Board and shall become binding when signed by at least half of the members of the supervisory Board, including by the Chairman of the Supervisory Board.

§ 17

1. The Supervisory Board carries out regular supervision over the Company in all areas of its business. In addition to the matters specified in the Code of Commercial Companies and other provisions of the Statute, the powers of the Supervisory Board include:
 - 1) acceptance of the proposed amendments in the Company's Statute prepared by the Management Board,
 - 2) appointment of an entity performing the audit or review of consolidated and unit financial statements of the Company,
 - 3) approval for concluding agreements with an agency or its subsidiaries, subordinate units, parent entities or subsidiaries or its sub-units of parent undertakings and to make any other activities that may adversely affect the independence of the entity in making the audit or review financial statements of the Company,
 - 4) approving the accession or establishment of any business organization, acquisition or disposal of shares or contributions to the companies, as well as giving consent to the change of the capital investment in any economic organizations in which the Company participates,
 - 5) approving the conclusion or termination of long-term cooperation agreements by the Company, which value of provision for its duration may exceed the amount of EUR 500 000 or its equivalent calculated at the date of its conclusion at the rate of the NBP,
 - 6) approving the sale, purchase, load, rent, lease the assets of the Company, not connected with the ordinary scope of Company's activities in excess of EUR 500 000 or its equivalent calculated at the date of sale, purchase, load, rent, lease the assets of the Company at the rate of the NBP,
 - 7) approving the acquisition of fixed assets not related to the usual scope of Company's activities in excess of EUR 500 000 or its equivalent calculated at the acquisition date at the rate of the NBP,
 - 8) approval for setting up of employee pension schemes in the Company and the granting of supplementary pension rights extending the existing law.
2. The remuneration of Board Members is determined by the Supervisory Board.

§ 18

In order to perform its duties, the Supervisory Board may examine all documents, request from the Management Board and employees of the Company reports and explanations, and review the Company's assets.

C. The General Shareholders Meeting

§ 19

The Chairman of the General Shareholders Meeting is appointed in writing by the Management Board. In the event when the Management Board does not appoint the Chairman of the General Shareholders Meeting prior to the scheduled start time of the meeting, the provisions of art. 409 § 1 of the Code of Commercial Companies are applied.

§ 20

The General Shareholders Meetings may take place in Warsaw.

§ 21

1. Resolutions of the General Shareholders Meeting are passed by the absolute majority of votes validly cast, unless the provisions of the Statute or law provide more stringent conditions.

2. Resolutions of the General Shareholders Meeting on the following matters shall require a qualified majority of three quarters of votes cast:

1) The redemption of shares in the case referred to in art. 415 § 4 of the Code of Commercial Companies,

2) acquisition of own shares in the case referred to in art. 362 § 1 item 2 of the Code of Commercial Companies,

3) merging with another company in the case referred to in art. 506 § 2 of the Code of Commercial Companies.

3. Resolutions on appeal or suspension by the General Shareholders Meeting of some or all members of the Management Board in accordance with art. 368 § 4 of the Code of Commercial Companies requires four fifths of the votes cast.

4. Acquisition and disposal of property, perpetual usufruct right or interest in real property does not require the resolution of the General Shareholders Meeting.

BUSINESS OF THE COMPANY

§ 22

The Company's organization is defined by the organizational rules and regulations adopted and passed by the Management Board.

§ 23

1. The accounting year of the Company shall overlap with the calendar year.

2. Within six months after the accounting year, the Management Board shall prepare and submit financial statements and written reports on the activities of the Company during this period to the General Shareholders Meeting.

3. The Management Board is entitled to pay shareholders the expected dividend advance at the end of the fiscal year, as specified in the Commercial Companies Code. The advance payments shall require the consent of the Supervisory Board.

§ 24

1. The Company creates capital in accordance with Article. 396 of the Code of Commercial Companies.

2. The Company, pursuant to a resolution of the General Shareholders Meeting, may establish reserve capital.

3. Pursuant to the resolution of the Management Board, there may also be created special purpose funds, in particular the social benefits funds and bonus funds. The Board of Management passes rules and regulations concerning their correct management and are approved by the Supervisory Board.

FINAL PROVISIONS

§ 25

In matters not covered by this Statute, the provisions of the Code of Commercial Companies are valid.”

§ 2

The resolution becomes effective upon registration in the Register of Entrepreneurs of the National Court Register.

Instructions for the Shareholder's Proxy:		
Casting a vote: *FOR Number of shares: Number of votes:	Casting a vote: *AGAINST Number of shares: Number of votes: AN OBJECTION	Casting a vote: *ABSTAINING Number of shares: Number of votes:

Shareholder.....
signature/s

Proxy.....
signature/s