

**RESOLUTION  
No. 1  
OF THE EXTRAORDINARY GENERAL MEETING  
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN  
dated 25 July 2012  
on the election of the Chairperson of the Extraordinary General Meeting**

**Section 1**

The Extraordinary General Meeting of Asseco Business Solutions SA, acting pursuant to Article 409(1) of the Commercial Companies Code, elects Mr. Marek Olekszyk Chairman of the General Meeting of the Company.

**Section  
2**

The resolution comes into force upon its adoption.

20,709,527 valid votes were cast from 21,709,527 shares, which constitute 64.9631983393 % of the share capital, including 21,709,527 votes for, 0 votes against and 0 votes abstaining.

Nobody objected to the resolution.

**RESOLUTION No. 2  
OF THE EXTRAORDINARY GENERAL MEETING  
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN  
dated 25 July 2012  
on the appointment of the Returning Committee**

**Section  
1**

The Extraordinary General Meeting of Asseco Business Solutions SA in Lublin resolves to appoint the Returning Committee composed of:

- Wojciech Barczentewicz - Member of the Committee,
- Sławomir Pawłowski - Member of the Committee,
- Paweł Petruszewicz - Member of the Committee.

**Section  
2**

The resolution comes into force upon its adoption.

20,709,527 valid votes were cast from 21,709,527 shares, which constitute 64.9631983393 % of the share capital, including 21,709,527 votes for, 0 votes against and 0 votes abstaining.

Nobody objected to the resolution.

**RESOLUTION**  
**No. 3**  
**OF THE EXTRAORDINARY GENERAL MEETING**  
**OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN**  
**dated 25 July 2012**  
**on the adoption of the agenda**

**Section**  
**1**

The Extraordinary General Meeting of Asseco Business Solutions SA in Lublin resolves to adopt the following agenda:

1. The opening of the General Meeting;
2. Election of Chairperson of the General Meeting;
3. The ascertainment of the correctness of convening the General Meeting and its capacity to adopt resolutions;
4. Appointment of the Returning Committee;
5. Adoption of the agenda;
6. Adoption of a resolution on amendments to the Articles of Association;
7. Adoption of a resolution on the adjustment of remuneration of the Chairperson of the Supervisory Board of the Company for the discharge of their duties;
8. The closing of the Extraordinary General Meeting.

**Section**  
**2**

The resolution comes into force upon its adoption.

20,709,527 valid votes were cast from 21,709,527 shares, which constitute 64.9631983393 % of the share capital, including 21,709,527 votes for, 0 votes against and 0 votes abstaining.

Nobody objected to the resolution.

**RESOLUTION No. 4**  
**OF THE EXTRAORDINARY GENERAL MEETING**

## OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN

dated 25 July 2012

### on amendments to the Articles of Association

#### Section 1

Acting pursuant to Article 430(1) of the Commercial Companies Code and Article (12)(5)(9) of the Articles of Association, the Extraordinary General Meeting of Asseco Business Solutions SA in Lublin resolves to make the following amendments to the Company's Articles of Association:

1) **Article 14(2) which reads:** *"The Management Board shall consists of 4 (four) to 8 (eight) members, including the President, First Vice-President, Vice-Presidents and other Members of the Board. A joint term of office of the Members of the Management Board shall be 4 (four) years. Each Member of the Management Board may be elected for another term. The Management Board shall operate under the Rules of Procedure adopted by the Board and approved by the Supervisory Board.* **shall read as follows:**

"2. The Management Board shall consists of 1 (one) to 7 (seven) members, including the President, Vice-Presidents and other Members of the Board. A joint term of office of the Members of the Management Board shall be 4 (four) years. Each Member of the Management Board may be elected for another term. The Management Board shall operate under the Rules of Procedure adopted by the Management Board and approved by the resolution of the Supervisory Board."

2) **Article 14(5) which reads:** *"Meetings of the Management Board shall be convened by the President of the Board or, in his or her absence, by the 1st Vice-President or Vice-President of the Management Board."* **shall read as follows:**

"5. Meetings of the Management Board shall be convened by the President of the Management Board or, in his or her absence, by the Vice-President of the Management Board."

3) **Article 14(7) which reads:** *"In urgent cases, the President of the Management Board or, in his or her absence, 1st Vice-President or Vice-President of the Management Board may decide on a different manner and time of notifying the Members of the Management Board on the date of the meeting."* **shall read as follows:**

"7. In urgent cases, the President of the Management Board or, in his or her absence, the Vice-President of the Management Board may decide on a different manner and time of notifying the Members of the Management Board on the date of the meeting."

#### Section 2

The resolution enters into force upon its adoption and becomes effective from the date of registration of the amendments in the Companies Register.

Justification:

The amendments to the Article of Association listed above are intended solely to sort out the existing provisions of the Articles and to adapt them to the actual state of affairs (e.g. by deleting the wording referring to the 1st Vice-President, such position being no longer maintained at the Company), as well as allowing for a greater flexibility regarding the number of Members of the Management Board (reduced number of Board Members should not impede the body's operations if the composition is temporarily incomplete).

20,709,527 valid votes were cast from 21,709,527 shares, which constitute 64.9631983393 % of the share capital, including 21,709,527 votes for, 0 votes against and 0 votes abstaining.

Nobody objected to the resolution.

The proxy of shareholder Amplico OFE proposed an amendment to the draft resolution to replace the words "in the amount of PLN 25,000.00 (twenty five thousand) before tax" in pt 1 of the resolution by the words "of PLN 10,000.00 (ten thousand) before tax." The Chairman of the General Meeting put Resolution No. 5 to vote, taking account of the amendment as follows:

## **RESOLUTION**

### **No. 5**

#### **OF THE EXTRAORDINARY GENERAL MEETING**

#### **OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN**

**dated 25 July 2012**

**on the adjustment of remuneration of the Chairperson of the Supervisory  
Board of the Company for the discharge of their duties**

#### **Section 1**

Acting pursuant to Article 392(1) of the Commercial Companies Code and Article (12)(5)(11) of the Articles of Association, the Extraordinary General Meeting of Asseco Business Solutions SA seated in Lublin resolves to adjust the amount of remuneration of the Chairperson of the Supervisory Board for the discharge of their duties as follows:

- 1) the adjusted amount of monthly remuneration of the Chairperson of the Supervisory Board due for the discharge of their duties shall amount to PLN 10,000.00 (ten thousand) before tax;
- 2) the adjusted monthly remuneration in the amount given in pt 1 above shall be paid to the Chairperson of the Supervisory Board as from July 2012.

## **Section 2**

The resolution comes into force upon its adoption.

20,709,527 valid votes were cast from 21,709,527 shares, which constitute 64.9631983393 % of the share capital, including 3,500,000 votes for, 18,209,527 votes against and 0 votes abstaining. Nobody objected to the resolution. The Chairman of the General Meeting stated that Resolution No. 5 was rejected.

The Chairman of the General Meeting put Resolution No. 5 to vote, taking account of the amendments proposed by the Management Board as follows:

## **RESOLUTION**

### **No. 5**

#### **OF THE EXTRAORDINARY GENERAL MEETING**

#### **OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN**

**dated 25 July 2012**

#### **on the adjustment of remuneration of the Chairperson of the Supervisory Board of the Company for the discharge of their duties**

### **Section 1**

Acting pursuant to Article 392(1) of the Commercial Companies Code and Article (12)(5)(11) of the Articles of Association, the Extraordinary General Meeting of Asseco Business Solutions SA seated in Lublin resolves to adjust the amount of remuneration of the Chairperson of the Supervisory Board for the discharge of their duties as follows:

- 1) the adjusted amount of monthly remuneration of the Chairperson of the Supervisory Board due for the discharge of their duties shall amount to PLN 25,000.00 (twenty five thousand) before tax;
- 2) the adjusted monthly remuneration in the amount given in pt 1 above shall be paid to the Chairperson of the Supervisory Board as from July 2012.

## **Section 2**

The resolution comes into force upon its adoption.

20,709,527 valid votes were cast from 21,709,527 shares, which constitute 64.9631983393 % of the share capital, including 18,209,527 votes for, 3,500,000 votes against and 0 votes abstaining.

Nobody objected to the resolution.

**Legal basis:** Article 38(1)(5) of the Decree of the Minister of Finance of 19 February 2009 on current and periodic information provided by issuers of securities and on the conditions for recognition as equivalent of the information required by the laws of a non-member state (Journal of Laws of 2009, No. 33, item. 259).