

Draft Resolutions
of the Ordinary General Meeting of Asseco Business Solutions SA, having its registered seat in Lublin,
convened on 15 April 2014

RESOLUTION NO. 1
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014
on the election of Chairperson of the Ordinary General Meeting

Section 1

Acting pursuant to Article 409(1) of the Commercial Companies Code, the Ordinary General Meeting of Asseco Business Solutions SA, having its registered seat in Lublin, elects Mr/MrsChairperson of the Ordinary General Meeting.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION NO. 2
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014
on the appointment of the Returning Committee

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA, having its registered seat in Lublin, appoints the Returning Committee composed of:

- – Committee Member,
- – Committee Member,
- – Committee Member.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION NO. 3
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014
on the adoption of the agenda

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA, having its registered seat in Lublin, adopts the following agenda:

1. The opening of the General Meeting;
2. Election of Chairperson of the General Meeting;

3. 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 approving the Company's financial statements for the financial year 2013;
7. Adoption of a resolution approving the report of the Management Board on the Company's operations for the financial year 2013;
8. Examination of the content of the Supervisory Board's report on the assessment of the Company's operations in the financial year 2013 and on the assessment of the Company's financial statements for the financial year 2013;
9. Adoption of resolutions on giving a vote of approval to the Members of the Management Board for the discharge of their duties during the financial year 2013;
10. Adoption of resolutions on giving a vote of approval to the Members of the Supervisory Board for the discharge of their duties during the financial year 2013;
11. Adoption of a resolution on the distribution of profit earned by the Company in the financial year 2013 and on the payment of dividend;
12. The closing of the Ordinary General Meeting.

Section 2

The resolution comes into force upon its adoption.

**RESOLUTION NO. 4
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014**

on adoption of a resolution approving the Company's financial statements for the financial year 2013

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA seated in Lublin, acting pursuant to Article 5(2)(1) of the Commercial Companies Code and Article 12(5)(1) of the Company's Articles of Association, having examined the Company's financial statements for the financial year 2013, hereby approves the Company's financial statements for the financial year ended 31 December 2013, including:

- 1) the statement of comprehensive income for the period from 1 January 2013 to 31 December 2013 closing with the net profit of PLN 26,828,000.00 (twenty six million eight hundred and twenty eight thousand),
- 2) the balance sheet as at 31 December 2013 closing with the balance sheet total of PLN 291,396,000.00 (two hundred and ninety one million three hundred ninety six thousand),
- 3) the cash flow statement for the period from 1 January 2013 to 31 December 2013, showing an increase in net cash by PLN 6,430,000.00 (six million four hundred thirty thousand)
- 4) and additional explanatory notes.

Section 2

The resolution comes into force upon its adoption.

**RESOLUTION NO. 5
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014**

on approving the Management Board's report on the Company's operations in the financial year 2013

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA, acting pursuant to Article 395(2)(1) of the Commercial Companies Code and Article 12(5)(1) of the Company's Articles of Association, having examined the Management Board's report on the Company's operations in the financial year 2013, approves the Management Board's report on the operations of Asseco Business Solutions SA in the financial year 2013.

Section 2

The resolution comes into force upon its adoption.

**RESOLUTION NO. 6
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014**

**on giving a vote of approval to a Member of the Management Board for the discharge of their
duties during the financial year 2013**

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA, acting pursuant to Article 395(2)(3) of the Commercial Companies Code and Article 12(5)(3) of the Company's Articles of Association, hereby gives a vote of approval to the President of the Management Board, Mr. Wojciech Barcentewicz, for the discharge of his duties in the financial year 2013.

Section 2

The resolution comes into force upon its adoption.

**RESOLUTION NO. 7
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014**

**on giving a vote of approval to a Member of the Management Board for the discharge of their
duties during the financial year 2013**

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA, acting pursuant to Article 395(2)(3) of the Commercial Companies Code and Article 12(5)(3) of the Company's Articles of Association, hereby gives a vote of approval to the Vice-President of the Management Board, Mr. Piotr Masłowski, for the discharge of his duties in the financial year 2013.

Section 2

The resolution comes into force upon its adoption.

**RESOLUTION NO. 8
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014**

on giving a vote of approval to a Member of the Management Board for the discharge of their duties during the financial year 2013

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA, acting pursuant to Article 395(2)(3) of the Commercial Companies Code and Article 12(5)(3) of the Company's Articles of Association, hereby gives a vote of approval to the Member of the Management Board, Mr. Mariusz Lizoń, for the discharge of his duties in the financial year 2013.

Section 2

The resolution comes into force upon its adoption.

**RESOLUTION NO. 9
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014**

on giving a vote of approval to a Member of the Supervisory Board for the discharge of their duties during the financial year 2013

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA, acting pursuant to Article 395(2)(3) of the Commercial Companies Code and Article 12(5)(3) of the Company's Articles of Association, hereby gives a vote of approval to the Chairman of the Supervisory Board, Mr. Romuald Rutkowski, for the discharge of his duties in the financial year 2013.

Section 2

The resolution comes into force upon its adoption.

**RESOLUTION NO. 10
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014**

on giving a vote of approval to a Member of the Supervisory Board for the discharge of their duties during the financial year 2013

Section 1

Acting pursuant to Article 395(2)(3) of the Commercial Companies Code and Article 12(5)(3) of the Company's Articles of Association, the Ordinary General Meeting of Asseco Business Solutions SA seated in Lublin hereby grants a vote of approval to the Vice-Chairman of the Supervisory Board, Mr. Adam Góral, for the discharge of his duties in the financial year 2013.

Section 2

Asseco Business Solutions SA

ul. Konrada Wallenroda 4C, registered at District Court Lublin-East in Lublin seated in Świdnik; Registry Office: VI Economic Department of the National Court Register, KRS registration number 0000028257, NIP 522-26-12-717, REGON 017293003, share capital: PLN 167,090,965.00 (fully paid up)
www.assecobs.pl

The resolution comes into force upon its adoption.

**RESOLUTION NO. 11
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014**

**on giving a vote of approval to a Member of the Supervisory Board for the discharge of their duties
during the financial year 2013**

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA, acting pursuant to Article 395(2)(3) of the Commercial Companies Code and Article 12(5)(3) of the Company's Articles of Association, hereby gives a vote of approval to the Member of the Supervisory Board, Mr. Zbigniew Pomianek, for the discharge of his duties in the financial year 2013.

Section 2

The resolution comes into force upon its adoption.

**RESOLUTION NO. 12
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014**

**on giving a vote of approval to a Member of the Supervisory Board for the discharge of their duties
during the financial year 2013**

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA, acting pursuant to Article 395(2)(3) of the Commercial Companies Code and Article 12(5)(3) of the Company's Articles of Association, hereby gives a vote of approval to the Member of the Supervisory Board, Mr. Grzegorz Ogonowski, for the discharge of his duties in the financial year 2013.

Section 2

The resolution comes into force upon its adoption.

**RESOLUTION NO. 13
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014**

on giving a vote of approval to a Member of the Supervisory Board for the discharge of their duties during the financial year 2013

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA, acting pursuant to Article 395(2)(3) of the Commercial Companies Code and Article 12(5)(3) of the Company's Articles of Association, hereby gives a vote of approval to the Member of the Supervisory Board, Mr. Adam Pawłowicz, for the discharge of his duties in the financial year 2013.

Section 2

The resolution comes into force upon its adoption.

**RESOLUTION NO. 14
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS SA SEATED IN LUBLIN
dated 15 April 2014**

on the distribution of profit earned by the Company in the financial year 2013 and the payment of dividend

Section 1

Acting pursuant to Article 395(2)(2) of the Commercial Companies Code and Article 12(5)(2) of the Company's Articles of Association, the Ordinary General Meeting of Asseco Business Solutions SA, having its registered seat in Lublin, resolves to divide the net profit earned by the Company during the financial year 2013 and amounting to PLN 26,828,702.52 (twenty six million eight hundred twenty eight thousand and seven hundred and two 52/100) as follows:

- 1) part of the net profit for the financial year 2013 of PLN 26,734,554.40 (twenty six million eight hundred twenty eight thousand and seven hundred and two 52/100) to be allocated for the distribution among the Shareholders, i.e. to the payment of the dividend in the amount of PLN 0.80 (eighty groszes) per share;
- 2) the remainder of the net profit for the financial year 2013 in the amount of PLN 94,148.12 (ninety four thousand one hundred and forty eight 12/100) to be assigned to supplementary capital;

Section 2

The Ordinary General Meeting of Asseco Business Solutions SA sets the dividend date on 14 May 2014 and the date for the payment of dividend on 2 June 2014.

Section 3

The resolution comes into force upon its adoption.