

Draft Resolutions

of the Ordinary General Meeting of Asseco Business Solutions SA seated in Lublin

convened on 20 April 2017

RESOLUTION No. 1

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

dated 20 April 2017 concerning the election of Chairperson of the Ordinary General Meeting

Section 1

Acting pursuant to Article 409(1) of the Code of Commercial Companies, the Ordinary General Meeting of Asseco Business Solutions S.A., having its registered seat in Lublin, elects Mr/Mrs .........................Chairperson 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 S.A. SEATED IN LUBLIN

dated 20 April 2017 concerning the appointment of the Returning Committee

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A. 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 S.A. SEATED IN LUBLIN

dated 20 April 2017 concerning the adoption of the agenda

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A. in Lublin adopts the following agenda:

1. The opening of the General Meeting;
2. Election of the 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 2016;
7. Adoption of a resolution approving the report of the Management Board on the Company's operations for the financial year 2016;
8. Examination of the content of the Report on the Activity of the Supervisory Board in the Financial Year 2016 and the Report of the Supervisory Board on the Assessment of the Management Board’s Report on the Company’s Operations in the Financial Year 2016 and of the assessment of the Company's financial statements for the financial year 2016;
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 2016;
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 2016;
11. Adoption of a resolution on the distribution of profit earned by Asseco Business Solutions SA in the financial year 2016 and the payment of dividend;
12. Adoption of a resolution on the appointment of Members of the Supervisory Board;
13. The closing of the General Meeting.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 4

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

dated 20 April 2017 concerning

the approval of the financial statements for the financial year 2016

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., seated in Lublin, acting pursuant to Article 395(2)(1) of the Code of Commercial Companies and Partnerships and Article 12(5)(1) of the Company's Articles of Association, having examined the Company's financial statements for the financial year ended 31 December 2016, approves the financial statements for the financial year ended 31 December 2016, including:

* 1. statement of comprehensive income for the period from 1 January 2016 to 31 December 2016 closing with the net profit of PLN 42,446,000 (forty two million four hundred and forty six thousand),
	2. balance sheet as at 31 December 2016 closing with the balance sheet total of PLN 301,682,000 (three hundred and one million six hundred and eighty two thousand)
	3. cash flow statement for the period from 1 January 2016 to 31 December 2016, showing an increase in net cash by PLN 29,797,000 (twenty nine million seven hundred and ninety seven 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 S.A. SEATED IN LUBLIN

dated 20 April 2017 concerning

the approval of the Management Board's Report on the Company's Operations in the Financial Year 2016

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(1) of the Code of Commercial Companies and Partnerships 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 2016, approves the Management Board's report on the operations of Asseco Business Solutions S.A. in the financial year 2016.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 6

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

dated 20 April 2017 concerning a vote of approval to the Member of the Management Board

for the discharge of their duties in the financial year 2016

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies 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 Barczentewicz, for the discharge of his duties in the financial year 2016.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 7

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

dated 20 April 2017 concerning

a vote of approval to the Member of the Management Board for the discharge of their duties in the financial year 2016

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies 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 2016.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 8

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

dated 20 April 2017 concerning

a vote of approval to the Member of the Management Board for the discharge of their duties in the financial year 2016

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies 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 Andreas Enders, for the discharge of his duties in the financial year 2016.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 9

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

dated 20 April 2017 concerning

a vote of approval to the Member of the Management Board for the discharge of their duties in the financial year 2016

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA, acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Partnerships 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 Lizon, for the discharge of his duties in the financial year 2016.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 10

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

of 20 April 2017

concerning

a vote of approval to the Member of the Supervisory Board for the discharge of their duties in the financial year 2016

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies 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 2016.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 10 OF THE ORDINARY GENERAL MEETING OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

of 20 April 2017

concerning a vote of approval to the Member of the Supervisory Board for the discharge of their duties in the

financial year 2016

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Article 12(5)(3) of the Company's Articles of Association, hereby gives 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 2016.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 12

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

of 20 April 2017 concerning

a vote of approval to the Member of the Supervisory Board

for the discharge of their duties in the financial year 2016

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Partnerships 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 2016.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 13

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

of 20 April 2017 concerning

a vote of approval to the Member of the Supervisory Board

for the discharge of their duties in the financial year 2016

Section 1

The Ordinary General Meeting of Asseco Business Solutions SA, acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Partnerships 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 2016.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 14

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

of 20 April 2017 concerning

a vote of approval to the Member of the Supervisory Board

for the discharge of their duties in the financial year 2016

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies 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 2016.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 15

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

of 20 April 2017 concerning on the distribution of profit

earned by the Company in the financial year 2016 and the payment of dividend

Section 1

Acting pursuant to Article 395(2)(2) of the Code of Commercial Companies and Article 12(5)(2) of the Company's Articles of Association, the Ordinary General Meeting of Asseco Business Solutions S.A., seated in Lublin, resolves to divide the net profit earned by the Company during the financial year 2016 of PLN 42,446,198.45 (forty two million four hundred and forty six thousand one hundred and ninety eight 45/100) as follows:

1. part of the net profit for the year 2016 in the amount of PLN 42,441,105.11 (forty two million four hundred and forty one thousand one hundred and five 11/100) to be distributed among the shareholders as dividend in the amount of PLN 1.27 (one zloty 27/100) per share;
2. the remainder of the net profit for the financial year 2016 in the amount of PLN 5,093.34 (five thousand and ninety three 34/100) to be assigned to supplementary capital.

Section 2

The Ordinary General Meeting of Asseco Business Solutions SA sets the dividend date on 12 May 2017 and the date for the payment of dividend on 01 June 2017.

Section 3

The resolution comes into force upon its adoption.

RESOLUTION No. 16

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

of 20 April 2017 concerning the appointment of a Member of the Supervisory Board

Section 1

Acting pursuant to Article 385(1) and (2) of the Code of Commercial Companies and Article 13(3) of the Company’s Articles of Association, the Ordinary General Meeting of Asseco Business Solutions S.A., seated in Lublin, resolves to appoint by secret ballot Mr/Ms.................................as Member of the Supervisory Board of the Company for the joint term of 2017-2022.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 17

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

of 20 April 2017 concerning the appointment of a Member of the Supervisory Board

Section 1

Acting pursuant to Article 385(1) and (2) of the Code of Commercial Companies and Article 13(3) of the Company’s Articles of Association, the Ordinary General Meeting of Asseco Business Solutions S.A., seated in Lublin, resolves to appoint by secret ballot Mr/Ms.................................as Member of the Supervisory Board of the Company for the joint term of 2017-2022.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 18

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

of 20 April 2017 concerning the appointment of a Member of the Supervisory Board

Section 1

Acting pursuant to Article 385(1) and (2) of the Code of Commercial Companies and Article 13(3) of the Company’s Articles of Association, the Ordinary General Meeting of Asseco Business Solutions S.A., seated in Lublin, resolves to appoint by secret ballot Mr/Ms.................................as Member of the Supervisory Board of the Company for the joint term of 2017-2022.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 19

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

of 20 April 2017 concerning the appointment of a Member of the Supervisory Board

Section 1

Acting pursuant to Article 385(1) and (2) of the Code of Commercial Companies and Article 13(3) of the Company’s Articles of Association, the Ordinary General Meeting of Asseco Business Solutions S.A., seated in Lublin, resolves to appoint by secret ballot Mr/Ms.................................as Member of the Supervisory Board of the Company for the joint term of 2017-2022.

Section 2

The resolution comes into force upon its adoption.

RESOLUTION No. 20

OF THE ORDINARY GENERAL MEETING

OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN

of 20 April 2017 concerning the appointment of a Member of the Supervisory Board

Section 1

Acting pursuant to Article 385(1) and (2) of the Code of Commercial Companies and Article 13(3) of the Company’s Articles of Association, the Ordinary General Meeting of Asseco Business Solutions S.A., seated in Lublin, resolves to appoint by secret ballot Mr/Ms.................................as Member of the Supervisory Board of the Company for the joint term of 2017-2022.

Section 2

The resolution comes into force upon its adoption.

President of the Management Board