

Resolution No. 1

of the Extraordinary General Meeting of the Company

Warsaw Stock Exchange ("Company")

dated 4 January 2017

concerning election of the Chairperson of the General Meeting

Pursuant to Article 409 § 1 of the Commercial Companies Code and § 12 subpara. 1 of the Company's Articles of Association, the General Meeting of the Company resolves as follows:

§ 1.

The General Meeting of the Company elects Ms/Mr .....  
as Chairperson of the General Meeting held on 4 January 2017.

§ 2.

This Resolution shall come into force on the day of adoption.

Resolution No. 2

of the Extraordinary General Meeting of the Company

Warsaw Stock Exchange ("Company")

dated 4 January 2017

concerning adoption of the agenda of the General Meeting

§ 1.

The General Meeting of the Company held on 4 January 2017 adopts the following agenda:

1. Opening of the Extraordinary General Meeting.
2. Appointment of the Chairperson of the Extraordinary General Meeting.
3. Asserting that the Extraordinary General Meeting has been convened correctly and is capable of adopting resolutions.
4. Adoption of the Agenda.
5. Changes on the Management Board.
6. Changes on the Supervisory Board.
7. Adoption of the resolution concerning the cost of convening and executing the Extraordinary General Meeting.
8. Closing of the Extraordinary General Meeting.

§ 2.

This Resolution shall come into force on the day of adoption.

*The State Treasury, represented by the Minister of Economic Development and Finance provided the following justification of holding the Extraordinary General Meeting of the Warsaw Stock Exchange, including the agenda as above:*

*According to § 8 (4) of the Articles of Association of the Warsaw Stock Exchange, an Extraordinary General Meeting may be convened by the shareholders representing at least 30 percent of the Company's share capital or at least 30 percent of the total number of votes in the Company.*

*According to § 20 (2) of the Articles of Association of the Warsaw Stock Exchange, the President of the Management Board is appointed and dismissed by the General Meeting. According to Article 27 (1) of the Act on Trading in Financial Instruments of 29 July 2005, changes on the GPW Management Board require the approval of the Polish Financial Supervision Authority given on request of the authority competent to appoint and dismiss Members of the Management Board. The agenda item of the Extraordinary General Meeting concerning changes on the GPW Supervisory Board follows from the powers of the General Meeting to appoint and dismiss Members of the Supervisory Board and is intended to strengthen the supervision over the Company's activities exercised by the Supervisory Board.*

Resolution No. 3  
of the Extraordinary General Meeting of the Company  
Warsaw Stock Exchange ("Company")  
dated 4 January 2017  
concerning changes on the Exchange Management Board

Pursuant to Article 368 § 4 of the Commercial Companies Code in conjunction with § 20 (2) of the Company's Articles of Association and Article 27 (1) of the Act on Trading in Financial Instruments of 29 July 2005 (i.e., Journal of Laws of 2016, item 1636, as amended), the Extraordinary General Meeting of the Company resolves as follows:

§ 1

The General Meeting hereby dismisses ..... from the Exchange Management Board.

§ 2

The General Meeting hereby requests the Polish Financial Supervision Authority's approval of the changes on the Exchange Management Board under this Resolution.

§ 3

To enforce the provisions of § 2 hereof, the General Meeting authorises ..... to sign and submit to the Polish Financial Supervision Authority the request referred to in § 2 together with the relevant documents and to do other necessary things in relation to the processing of the request by the Polish Financial Supervision Authority.

§ 4

This Resolution shall enter into force on the date of adoption save for § 1 which shall enter into force on the date of delivery to the Company of the decision of the Polish Financial Supervision Authority approving the changes on the Exchange Management Board under this Resolution.

Resolution No. 4  
of the Extraordinary General Meeting of the Company  
Warsaw Stock Exchange ("Company")  
dated 4 January 2017  
concerning changes on the Exchange Management Board

Pursuant to Article 368 § 4 of the Commercial Companies Code in conjunction with § 20 (2) of the Company's Articles of Association and Article 27 (1) of the Act on Trading in Financial Instruments of 29 July 2005 (i.e., Journal of Laws of 2016, item 1636, as amended), the Extraordinary General Meeting of the Company resolves as follows:

§ 1

The General Meeting hereby appoints ..... as the President of the Exchange Management Board.

§ 2

The General Meeting hereby requests the Polish Financial Supervision Authority's approval of the changes on the Exchange Management Board under this Resolution.

§ 3

To enforce the provisions of § 2 hereof, the General Meeting authorises ..... to sign and submit to the Polish Financial Supervision Authority the request referred to in § 2 together with the relevant documents and to do other necessary things in relation to the processing of the request by the Polish Financial Supervision Authority.

§ 4

This Resolution shall enter into force on the date of adoption save for § 1 which shall enter into force on the date of delivery to the Company of the decision of

the Polish Financial Supervision Authority approving the changes on the Exchange Management Board under this Resolution.

Resolution No. [    ]  
of the Extraordinary General Meeting of the Company  
Warsaw Stock Exchange ("Company")  
dated 4 January 2017  
on dismissing a Member of the Exchange Supervisory Board

§ 1.

Acting under Art. 385.1 of the Commercial Companies Code and § 13 subpara.1 of the Company's Articles of Association, the Company's General Meeting dismisses Mr ..... from the Exchange's Supervisory Board.

§ 2.

This Resolution shall come into force on the day of adoption.

Resolution No. [    ]  
of the Extraordinary General Meeting of the Company  
Warsaw Stock Exchange ("Company")  
dated 4 January 2017  
concerning election of a Member of the Exchange Supervisory Board

§ 1.

Pursuant to Article 385 § 1 of the Commercial Companies Code and § 13 subpara. 1 of the Company's Articles of Association, the General Meeting elects Ms/Mr ..... to the Exchange Supervisory Board.

§ 2.

This Resolution shall come into force on the day of adoption.



Resolution No. [    ]  
of the Extraordinary General Meeting of the Company  
Warsaw Stock Exchange ("Company")  
dated 4 January 2017  
concerning the cost of convening and executing  
the Extraordinary General Meeting

Pursuant to Article 400 § 4 of the Commercial Companies Code, the  
Extraordinary General Meeting of the Company resolves as follows:

§ 1

The Extraordinary General Meeting hereby resolves that the cost of convening  
and executing this General Meeting shall be borne by the Company.

§ 2

This Resolution shall enter into force on the date of adoption.