

Attachment 2 - the content of the draft resolutions to be discussed at the EGM

**Resolution no. ●/2016
of the Extraordinary General Meeting
of WORK SERVICE Spółka Akcyjna
dated ● 2016**

concerning the establishment of a bonds issuance programme

The Extraordinary General Meeting of WORK SERVICE S.A. (the **Company**), acting under § 10.1.k) of the Company's Articles of Association, hereby resolves:

§ 1

1. The Company hereby establishes a bonds issuance programme (the **Programme**).
2. The total nominal value of the bonds issued under the Programme, including the T series bonds issued by the Company on 4 December 2015, and outstanding, save for the bonds of which the maturity date falls on the date of issue of the given series of bonds, taking into account the bonds issue scheduled for that issue date, shall not exceed PLN 150,000,000.
3. The bonds will be offered under a non-public offering or under a public offering that does not require the preparation and publishing of a prospectus.
4. The bonds will only entitle their holders to monetary performance.
5. The bonds may be secured.
6. The bonds will not be in a documentary form.

§ 2

1. Subject to Clause 4 below, the Company's Management Board is hereby authorized to set out detailed terms and conditions of issue of the bonds under the Programme that are not contained in this resolution, and to offer and allocate the bonds to the investors selected by the Company's Management Board, and in particular:
 - (i) to determine the number of series of the bonds issued under the Programme and the maximum number of bonds in the given series, the nominal value of one bond, the issue price, purpose of the issue, interest rate, length of interest periods, dates and rules of payment under the bonds, dates of redemption and thresholds for the issue to materialize;
 - (ii) to specify in the terms and conditions of the bonds, inter alia:
 - (A) the possibility of an early redemption of the bonds;

- (B) the cases when the Company must or may proceed with an early redemption of the bonds;
 - (C) the monetary performance related to the early redemption of the bonds and the method of their calculation; and
 - (D) the detailed structure of the bonds security; and
 - (iii) to determine the method of offering of the given series of bonds, including the date of issue of the bonds, principles and conditions of their offering and cases of the issue not materializing as well as the terms of cancellation or withdrawal of the issue.
2. The Company's Management Board is hereby authorized to make a decision to introduce bonds to the platform and to start bond trading on an alternative platform operated by the Warsaw Stock Exchange (Giełda Papierów Wartościowych w Warszawie S.A.) or BondSpot S.A.
 3. The Company's Management Board is hereby authorized to take all the steps necessary to register the bonds in the depository of securities operated by the Central Securities Depository of Poland (Krajowy Depozyt Papierów Wartościowych S.A.) and to introduce the bonds to the platform and to start trading on an alternative platform operated by the Warsaw Stock Exchange or BondSpot S.A.
 4. The terms and conditions of issue of the bonds of the given series such as:
 - (i) the maximum number of bonds issued in the given series; and
 - (ii) the issue threshold; and
 - (iii) purpose of the issue or the issue without an indicated purpose
 require the consent of the Supervisory Board.
 5. Provisions of this resolution do not prejudice or exclude any powers of the Supervisory Board under the Company's Articles of Association or the Supervisory Board's By-Laws.

§ 3

The Company's Management Board is hereby authorized and obligated to take all the necessary factual and legal steps to perform this resolution.

§ 4

This resolution shall come into force as of its adoption.

The Management Board of Work Service requests to adopt the resolution, as a result of necessity to start operations aiming to refinance bonds due in 2016, previously issued by the Company, as well as earliest refinancing of bonds in order to lowered costs incurred by Work Service S.A. . It also aims to unify parameters of indicators of debt between bank financing and bond financing

Resolution no● /2016 Of the Extraordinary General Meeting of Work Service Spółka akcyjna

of ●

On the approval of the appointment by cooption of the member of the Supervisory Board

Tomasz Hanczarek

Acting pursuant to § 12 section 2 of the Company's Articles of Association, the Extraordinary General Meeting of Work Service Spółka akcyjna hereby approves the appointment of the new member of the Supervisory Board Tomasz Hanczarek made by the Supervisory Board by way of cooption on 19 November 2015.

Resolution no. ●/2016

of the Extraordinary General Meeting of

Work Service Spółka akcyjna

of ●

On the dismissal of Mr. ● from the position of member of the Supervisory Board of Work

Service S.A.

Acting pursuant to § 10 item 1 letter e) of the Articles of Association of the Company, the Extraordinary General Meeting of Work Service Spółka akcyjna hereby dismiss Mr. ● from the position of member of the Supervisory Board.

Resolution no ●/2016

Of the Extraordinary General Meeting of

Work Service Spółka akcyjna

of ●

On the appointment of Mr. Krzysztof Kaczmarczyk to the Supervisory Board of Work Service

S.A.

Acting pursuant to § 12 section 5 of the Articles of Association of the Company, the Extraordinary General Meeting of Work Service Spółka akcyjna hereby appoints Mr. Krzysztof Kaczmarczyk to the Supervisory Board of Work Service S.A.