

**„Resolution No. 1/2015  
of the Extraordinary General Meeting  
of Alior Bank Spółka Akcyjna  
held on 30 November 2015**

**On: The election of the Chairperson of the Extraordinary General Meeting.**

The Extraordinary General Meeting of Alior Bank S.A., with its registered office in Warsaw (the “Bank”), acting pursuant to Article 409§ 1 of the Act dated 15 September 2000, the Commercial Companies Code (the “CCC”), and § 16 section 1 of the Bank’s statute resolves as follows:

§ 1

The Extraordinary General Meeting hereby elects Andrzej Leganowicz as the Chairperson of the Meeting.

§ 2

The Resolution shall enter into force on the date of its adoption.”

Helene Zaleski stated that:

- In the conducted secret voting on the above-mentioned resolution 39.911.816 (thirty nine million nine hundred eleven thousand eight hundred fifteen) valid votes were cast, representing 54,89% (fifty four and eighty nine hundredths of percent) shares of ALIOR BANK S.A. share capital, rounded to two decimal places,

- total number of valid votes in the conducted secret voting on the abovementioned resolution amounted to 39.911.816 (thirty nine million nine hundred eleven thousand eight hundred fifteen), out of which 39.911.816 (thirty nine million nine hundred eleven thousand eight hundred fifteen) votes were cast in favour of the resolution, none votes were “against” and none were “abstained”,

- Therefore the resolution has been adopted.

**Resolution No. 2/2015  
of the Extraordinary General Meeting  
of Alior Bank Spółka Akcyjna  
held on 30 November 2015**

**On: refrain from examining of the Agenda and removal of items from the Agenda of the General Meeting**

§ 1

The Extraordinary General Meeting of Alior Bank Spółka Akcyjna hereby decides to refrain from examining and remove from the Agenda of the General Meeting the following items:

„7. Adoption of a resolution regarding the issue of subscription warrants within private subscription, with the exclusion of the pre-emptive rights of the existing Shareholders.”

„8. Adoption of a resolution regarding the conditional increase of the share capital of the Bank through the issuance of shares earmarked for the holders of the subscription warrants, with the exclusion of the pre-emptive rights of the existing Shareholders to take up shares, and regarding changes to the statutes of the Bank.”

## § 2

The Extraordinary General Meeting hereby adopts the following Agenda:

1. Opening of the Extraordinary General Meeting.
2. Election of the Chairperson of the Extraordinary General Meeting.
3. Acknowledgement that the Extraordinary General Meeting has been convened appropriately and is capable of adopting binding resolutions.
4. Adoption of the agenda of the Extraordinary General Meeting.
5. Adoption of a resolution determining the number of Members of the Supervisory Board of the Bank.
6. Adoption of the resolutions to change the composition of the Supervisory Board of the Bank.
7. Adoption of a resolution covering the costs of convening and holding the Extraordinary General Meeting
8. Closing of the Extraordinary General Meeting.

## § 3

The Resolution shall enter into force on the date of its adoption.

The Chairman stated that:

- In the conducted open voting on the above-mentioned resolution 41.969.614 (fourty one million nine hundred sixty nine thousand six hundred fourteen) valid votes were cast, representing 57,72% (fifty seven and ninety two hundredths of percent) shares of ALIOR BANK S.A. share capital, rounded to two decimal places,

- total number of valid votes in the conducted secret voting on the abovementioned resolution amounted to 41.969.614 (fourty one million nine hundred sixty nine thousand six hundred fourteen), out of which 31.387.739 (thirty one million three hundred eighty seven thousand seven hundred thirty nine) votes were cast in favour of the resolution, none votes were “against” and 10.581.875 (ten million five hundred eighty one thousand eight hundred seventy five) were “abstained”,

- Therefore the resolution has been adopted.

**Resolution No. 3/2015  
of the Extraordinary General Meeting  
of Alior Bank Spółka Akcyjna  
held on 30 November 2015**

§ 1

The Extraordinary General Meeting of ALIOR BANK S.A. acting pursuant to article 408 § 2 of the Code of Commercial Companies hereby decides to adjourned the Extraordinary General Meeting until 22 (twenty second) December 2015 (two thousand fifteen), 14.00 (fourteen). The meeting shall be continued in Hilton Warsaw Hotel & Convention Centre in Warsaw, at Grzybowska 63 I in the meeting room: Light Room.

§ 2

The Resolution shall enter into force on the date of its adoption.”

The Chairman stated that:

- In the conducted open voting on the above-mentioned resolution 41.969.615 (fourty one million nine hundred sixty nine thousand six hundred fifteen) valid votes were cast, representing 57,72% (fifty seven and ninety two hundredths of percent) shares of ALIOR BANK S.A. share capital, rounded to two decimal places,

- total number of valid votes in the conducted secret voting on the abovementioned resolution amounted to 41.969.615 (fourty one million nine hundred sixty nine thousand six hundred fifteen), out of which 30.129.719 (thirty million one hundred twenty nine thousand seven hundred nineteen) votes were cast in favour of the resolution, 1.178.000 (one million one hundred seventy eight thousand) votes were “against” and 10.661.896 (ten million six hundred sixty one thousand eight hundred ninety six) were “abstained”,

- Therefore the resolution has been adopted.