

**Resolutions adopted by the Ordinary General Meeting of Shareholders of OEX S.A.
with registered office in Poznań on 10 May 2016**

**RESOLUTION NO. 1/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,**

concerning: the election of the Chairperson of the General Meeting of Shareholders

1. Acting pursuant to art.409 §1 of the Code of Commercial Companies and §8 item 1 of the By-Laws of the General Meeting of Shareholders, the General Meeting of Shareholders hereby resolves to elect Ms Hanna Paluszkiewicz to be the Chairperson of the General Meetings of Shareholders. -----
2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

**RESOLUTION NO. 2/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,**

concerning: the adoption of the agenda of the General Meeting of Shareholders

1. The General Meeting of Shareholders hereby resolves to adopt the agenda of the Meeting as announced on the Company's website www.oex.pl on 06 April 2016 and 12 April 2016. -----

2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining

and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 3/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

*concerning the review and approval of the report of the
Management Board on the activities of the Company in the
financial year 2015.*

1. Pursuant to art. 395 §2 item 1) of the Code of Commercial Companies and 3 item §1 of the Regulations of the General Meeting of Shareholders, having reviewed the report of the Management Board on the activities of the Company in the financial year 2015, the General Meeting of Shareholders hereby resolves to approve the same. -----

2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 4/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

*concerning the review and approval of the report of the Supervisory Board on its activities in
2015.*

1. Pursuant to Art. 395 §5 read in conjunction with Art.395 §2 item 3) of the Code of

Commercial Companies, having reviewed the report of the Supervisory Board on its activities in the financial year 2015, the General Meeting of Shareholders hereby resolves to approve the same. -----

2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 5/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

concerning the review and approval of the financial statements of the Company for the financial year 2015.

1. Pursuant to Art. 395 §2 item 1) of the Code of Commercial Companies, the General Meeting of Shareholders hereby resolves to approve, having first reviewed them, the financial statements of OEX S.A. for the financial year 2015 comprising the following: --

- a) statement of financial position, showing the total of assets and the total of equity & liabilities at kPLN 111,419,-----
- b) statement of profit or loss showing the total net profit of kPLN 7,126,-----
- c) statement of changes in equity, showing an increase in equity by kPLN 23,445, -----

- d) cash flow statement showing a decrease in cash position and equivalents by kPLN 28,

- e) supplementary notes to the consolidated financial statements -----

2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 6/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

*concerning the review and approval of the report of the
Management Board on the activities of the Group in 2015.*

1. Pursuant to Art. 395 §5 of the Code of Commercial Companies, having reviewed the report of the Management Board on the activities of the Group in the financial year 2015, the General Meeting of Shareholders hereby resolves to approve the same. -----

2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 7/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

concerning the review and approval of the consolidated financial statements for 2015.

1. Pursuant to Art. 395 §2 of the Code of Commercial Companies, the General Meeting of Shareholders hereby resolves to approve, having first reviewed them, the consolidated financial statements for the financial year 2015 comprising the following:

 - a) consolidated statement of financial position, showing the total of assets and the total of equity & liabilities at kPLN 188,162, -----
 - b) consolidated statement of profit or loss showing the total net profit of kPLN 12,145, -----

- c) consolidated statement of changes in equity, showing an increase in equity by
kPLN 29,026, -----
- d) consolidated cash flow statement showing an increase in cash position and
equivalents by kPLN 4,517, -----
- e) supplementary notes to the consolidated financial statements ----- 2. The
Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 8/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

*concerning: the approval of the activities of a member of the
Supervisory Board of the Company performed in the fulfilment
of his duties in 2015*

1. Pursuant to art. 395 §2 item 3) of the Code of Commercial Companies, the General Meeting of Shareholders hereby resolves to approve the activities of Mr Jerzy Motz, Chairman of the Supervisory Board, performed in the fulfilment of his duties in the period from 01 January 2015 to 31 December 2015. -----
2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 9/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

*concerning: the approval of the activities of a member of the
Supervisory Board of the Company performed in the fulfilment
of his duties in 2015*

1. Pursuant to art. 395 §2 item 3) of the Code of Commercial Companies, the General Meeting of Shareholders hereby resolves to approve the activities of Mr Tomasz Słowiński, Chairman Secretary of the Supervisory Board, performed in the fulfilment of his duties in the period from 01 January 2015 to 31 December 2015. -----
2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 10/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

*concerning: the approval of the activities of a member of the
Supervisory Board of the Company performed in the fulfilment
of his duties in 2015*

1. Pursuant to art. 395 §2 item 3) of the Code of Commercial Companies, the General Meeting of Shareholders hereby resolves to approve the activities of Mr Paweł Turno, Member of the Supervisory Board, performed in the fulfilment of his duties in the period from 01 January 2015 to 31 December 2015. -----
2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five

million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 11/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

*concerning: the approval of the activities of a member of the
Supervisory Board of the Company performed in the fulfilment
of his duties in 2015*

1. Pursuant to art. 395 §2 item 3) of the Code of Commercial Companies, the General Meeting of Shareholders hereby resolves to approve the activities of Mr Piotr Cholewa, Member of the Supervisory Board, performed in the fulfilment of his duties in the period from 01 January 2015 to 31 December 2015. -----
2. The Resolution shall enter into full force and effect upon adoption. -----

----- The above resolution was adopted by a majority of 6.526.661 (six million five hundred and twenty-six thousand six hundred and sixty-one) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5.145.349 (five million one hundred and forty-five thousand three hundred and forty-nine) shares representing 74.69% (seventy-five point four six per cent) of the share capital of the Company. -----

The shares of Mr Piotr Cholewa did not take part in the voting. -----

RESOLUTION NO. 12/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

*concerning: the approval of the activities of a member of the
Supervisory Board of the Company performed in the fulfilment
of his duties in 2015*

1. Pursuant to art. 395 §2 clause 3) of the Code of Commercial Companies, the General Meeting of Shareholders hereby resolves to approve the activities of Mr Tomasz

Mazurczak, Member of the Supervisory Board, performed in the fulfilment of his duties in the period from 01 January 2015 to 31 December 2015. -----

2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 13/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

*concerning: the approval of the activities of a member
of the Management Board of the Company performed in the
fulfilment of his duties in 2015*

1. Pursuant to art. 395 §2 item 3) of the Code of Commercial Companies, the General Meeting of Shareholders hereby resolves to approve the activities of Mr Rafał Stempniewicz, President of the Management Board, performed in the fulfilment of his duties in the period from 01 January 2015 to 31 December 2015. -----
2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6.484.898 (six million four hundred and eighty-four thousand eight hundred and ninety-eight) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5.103.586 (five million one hundred and three thousand five hundred and eighty-six) shares representing 74.08% (seventy-five point zero eight per cent) of the share capital of the Company. ----- The shares of Mr Rafał Stempniewicz did not take part in the voting. -----

RESOLUTION NO. 14/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

*concerning: the approval of the activities of a member
of the Management Board of the Company performed in the*

fulfilment of his duties in 2015 ¹³

1. Pursuant to art. 395 §2 item 3) of the Code of Commercial Companies, the General Meeting of Shareholders hereby resolves to approve the activities of Mr Robert Krasowski, Member of the Management Board, performed in the fulfilment of his duties in the period from 01 January 2015 to 31 December 2015. -----
2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6.574.563 (six million five hundred and seventy-four thousand five hundred and sixty-three) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5.193.251 (five million one hundred and ninety-three thousand two hundred and fifty-one) shares representing 75.39% (seventy-five point three nine per cent) of the share capital of the Company. The shares of Mr Robert Krasowski did not take part in the voting. -----

RESOLUTION NO. 15/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

*concerning: the approval of the activities of a member
of the Management Board of the Company performed in the
fulfilment of his duties in 2015*

1. Pursuant to art. 395 §2 item 3) of the Code of Commercial Companies, the General Meeting of Shareholders hereby resolves to approve the activities of Mr Stanisław Górski, Member of the Management Board, performed in the fulfilment of his duties in the period from 01 January 2015 to 30 September 2015. -----
2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 16/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

*concerning: the approval of the activities of a member
of the Management Board of the Company performed in the
fulfilment of his duties in 2015*

1. Pursuant to art. 395 §2 item 3) of the Code of Commercial Companies, the General Meeting of Shareholders hereby resolves to approve the activities of Mr Artur Wojtaszek, Member of the Management Board, performed in the fulfilment of his duties in the period from 01 June 2015 to 31 December 2015. -----
2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6.542.597 (six million five hundred and forty-two thousand five hundred and ninety-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5.161.285 (five million one hundred and sixty-one thousand two hundred and eighty-five) shares representing 74.92% (seventy-five point nine two per cent) of the share capital of the Company. The shares of Mr Artur Wojtaszek did not take part in the voting. -----

RESOLUTION NO. 17/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

concerning the distribution of profit of the Company for 2015

1. Pursuant to art. 395 §2 item 2) of the Code of Commercial Companies the General Meeting of Shareholders of OEX S.A. hereby resolves to distribute the net profit disclosed in the 2015 financial statements in an amount of PLN 7.126.033,35 (say: seven million one hundred and twenty-six thousand thirty-three Polish zlotys and 35/100) as follows: -----
 - a) dividends for the shareholders - in the total amount of PLN 5,166,404.25 (five million one hundred and sixty-six thousand four hundred and four Polish zlotys and 25/100), i.e. PLN 0.75 (seventy-five Polish groszys) per each share in the Company, -----

b) supplementary capital in the amount remaining after the payment of the dividend. -----
----- 2. The General Meeting of Shareholders hereby determines what
follows: -----

- a) 10 August 2016 – the dividend day, -----

- b) 1 September 2016 - the dividend payment day. -----
3. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point forty-six per cent) of the share capital of the Company. -----

RESOLUTION NO. 18/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

concerning the amendment to the Articles of Association of the Company

1. Acting pursuant to Art. 430 § 1 of the Code of Commercial Companies, the General Meeting of Shareholders hereby makes the following amendment of Articles of Association of the Company: -----

In Part I ‘General provisions’ - § 2 of the Articles of Association shall have the following new phrasing: -----

*‘The Company shall be seated in Warsaw.’ -----
-----*

2. This Resolution shall enter into full force and effect upon its adoption, save the amendment to the Articles of Association of the Company, which must be first entered into the register. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 19/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

concerning the amendment to the Articles of Association of the Company

1. Acting pursuant to Art. 430 § 1 of the Code of Commercial Companies, the General Meeting of Shareholders hereby makes the following amendment of Articles of Association of the Company: -----
----- In part II ‘Object of Business of the Company’ - after the description of the object of business of the Company provided in § 4 of the Articles of Association, a new provision shall be added as § 4₁ in the following phrasing: -----
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‘A significant change of the object of business of the Company shall be made without the buy-back of the shares of shareholders who do not agree to the change, if the resolution of the General Meeting of Shareholders of the Company was taken by a majority of two-thirds of voted in the presence of persons representing at least one half of the share capital.’ -----

2. This Resolution shall enter into full force and effect upon its adoption, save the amendment to the Articles of Association of the Company, which must be first entered into the register. -----

The above resolution was adopted by a majority of 6,319,487 (six million three hundred and nineteen thousand four hundred and eighty-seven) votes in favour, no votes abstaining 260.1 and (two hundred and sixty thousand) votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point forty-six per cent) of the share capital of the Company. -----

RESOLUTION NO. 20/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

concerning the grant of authorisation to the Supervisory Board to determine the consolidated text of the Articles of Association of the Company.

1. Pursuant to Art. 430 § 5 of the Code of Commercial Companies, the General Meeting of Shareholders hereby authorises the Supervisory Board to determine the consolidated text of the Articles of Association of OEX S.A., after amendments introduced on the basis of Resolutions No.

18/2016 and No. 19/2016, adopted by the Ordinary General Meeting of Shareholders on 10 May 2016. -----

2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 6,579,487 (six million five hundred and seventy-nine thousand four hundred and eighty-seven) votes in favour, no votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. -----

RESOLUTION NO. 21/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

concerning the appointment of a new Member of the Supervisory Board

1. Pursuant to Art. 385 § 1 of the Code of Commercial Companies, the General Meeting of Shareholders hereby appoints Mr Piotr Beaupre to be a member of the Supervisory Board of the Company of the current term of office. -----

2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 5.548.699 (five million five hundred and forty-eight thousand six hundred and ninety-nine) votes in favour, 1,030,788 (one million thirty thousand seven hundred and eighty-eight) votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. ----

RESOLUTION NO. 22/2016
of the Ordinary General Meeting of
Shareholders of OEX S.A. with
registered office in Poznań
dated 10 May 2016,

1. Pursuant to Art. 385 § 1 of the Code of Commercial Companies, the General Meeting of Shareholders hereby appoints Mr Michał Szramowski to be a member of the Supervisory Board of the Company of the current term of office. -----

2. The Resolution shall enter into full force and effect upon adoption. -----

The above resolution was adopted by a majority of 5,548,699 (five million five hundred and forty-eight thousand six hundred and ninety-nine) votes in favour, 1,030,788 (one million thirty thousand seven hundred and eighty-eight) votes abstaining and no votes against, whereby valid votes represented only 5,198,175 (five million one hundred and ninety-eight thousand one hundred and seventy-five) shares representing 75.46% (seventy-five point four six per cent) of the share capital of the Company. ----