

**RESOLUTION No. 1/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on the election of the Chairman of the Ordinary General Meeting

Pursuant to Article 409 § 1 of the Code of Commercial Partnerships and Companies the Ordinary General Meeting elects as its Chairman Marek Furtek.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,957
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,957
including votes:	for	731,690,857
	against	0
	abstaining	162,100

**RESOLUTION No. 2/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on approving the PKO Bank Polski SA Directors' Report for the year 2012

Pursuant to Article 395 § 2 point 1 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1.

The PKO Bank Polski SA Directors' Report for the year 2012 is approved.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,690,189
	against	0
	abstaining	162,769

**Resolution No. 3/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on approving the financial statements of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna for the year ended on 31 December 2012

Pursuant to Article 395 § 2 point 1 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1.

The Ordinary General Meeting approves the financial statements of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna for the year ended 31 December 2012, composed of:

- 1) the income statement for the period from 1 January 2012 to 31 December 2012, reporting a net profit in the amount of PLN 3,592,617,000;
- 2) statement of comprehensive income;
- 3) statement of financial position as at 31 December 2012, reporting assets and total liabilities and equity amounting to PLN 191,017,712,000;
- 4) statement of changes in equity;
- 5) statement of cash flows, showing a increase in net cash in the period between 1 January 2012 and 31 December 2012 by PLN 1,074,748,000.
- 6) notes to the financial statements.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,690,189
	against	0
	abstaining	162,769

**RESOLUTION No. 4/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on approving the PKO Bank Polski SA Group Directors' Report for the year 2012

The Ordinary General Meeting adopts the following:

§ 1.

The Ordinary General Meeting hereby approves the PKO Bank Polski SA Group Directors' Report for the year 2012.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,690,858
	against	0
	abstaining	162,100

**Resolution No. 5/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on approving the consolidated financial statements of the Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna Group for the year ended 31 December 2012

Pursuant to Article 395 § 5 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1.

The Ordinary General Meeting approves the consolidated financial statements of the Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna Group for the year ended 31 December 2012, composed of:

- 1) consolidated income statement for the period from 1 January 2012 to 31 December 2012, reporting a net profit attributable to the parent company in the amount of PLN 3,748,621,000;
- 2) consolidated statement of comprehensive income;
- 3) consolidated statement of financial position as at 31 December 2012, reporting assets and total liabilities and equity amounting to PLN 193,479,628,000;
- 4) consolidated statement of changes in equity;
- 5) consolidated statement of cash flows, showing a increase in net cash in the period between 1 January 2012 and 31 December 2012 by PLN 1,072,662,000.
- 6) notes to the consolidated financial statements.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,690,389
	against	0
	abstaining	162,569

**RESOLUTION No. 6/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on approving the report of the Supervisory Board of the Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna for 2012

The Ordinary General Meeting adopts the following:

§ 1

The report of the Supervisory Board of the Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna for 2012 is hereby approved.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,690,858
	against	0
	abstaining	162,100

**RESOLUTION No. 7/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on the distribution of the profit earned by the PKO Bank Polski SA in 2012 and unappropriated profits

Pursuant to Article 395 § 2 point 2 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1.

The net profit earned by Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna in the period between 1 January 2012 and 31 December 2012 that amounts to PLN 3,592,617,000 and unappropriated profits that amounts to 88,533,000 shall be distributed in the following manner:

- | | |
|--|--------------------|
| 1) dividends for the shareholders in the amount of | PLN 2,250,000,000; |
| 2) the reserve capital in the amount of | PLN 1,400,000,000; |
| 3) the other reserves in the amount of | PLN 31,150,000. |

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,690,858
	against	0
	abstaining	162,100

**RESOLUTION No. 8/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on the defining the amount of dividend per each share, dividend day and the day of its payment

Pursuant to Article 348 § 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1.

1. Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna shall pay the dividend for the year 2012 and unappropriated profits in the amount of PLN 1.80 gross per each share.
2. The dividend day shall be 19 September 2013.
3. The dividend shall be payable on 4 October 2013.
4. The dividend may be paid in the following forms:
 - 1) transfer to the securities account, if the shares are deposited on such an account (investment account);
 - 2) transfer to a bank account specified by the shareholder or cash payment, if the shareholder does not have a securities account.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,690,858
	against	0
	abstaining	162,100

**RESOLUTION No. 9/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Management Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Zbigniew Jagiełło, President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,185,935
	against	422,868
	abstaining	244,155

**RESOLUTION No. 10/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Management Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Piotr Alicki, Vice-President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,186,604
	against	422,868
	abstaining	243,486

**RESOLUTION No. 11/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Management Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Bartosz Drabikowski, Vice-President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,186,604
	against	422,868
	abstaining	243,486

**RESOLUTION No. 12/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Management Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Andrzej Kołatkowski, Vice-President of the Management Board till 13 July 2012, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,186,604
	against	422,868
	abstaining	243,486

**RESOLUTION No.13/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Management Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Jarosław Myjak, Vice-President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,185,935
	against	422,868
	abstaining	244,155

**RESOLUTION No. 14/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Management Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Jacek Obłəkowski, Vice-President of the Management Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,186,604
	against	422,868
	abstaining	243,486

**RESOLUTION No. 15/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Management Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Jakub Papierski, Vice-President of the Management Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,186,604
	against	422,868
	abstaining	243,486

**RESOLUTION No. 16/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Supervisory Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Cezary Banasiński, the Chairman of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,185,935
	against	422,868
	abstaining	244,155

**RESOLUTION No.17/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Supervisory Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Tomasz Zganiacz, Vice-Chairman of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,185,935
	against	423,537
	abstaining	243,486

**RESOLUTION No. 18/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Supervisory Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Mirosław Czekaj, Secretary of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,185,935
	against	423,537
	abstaining	243,486

**RESOLUTION No. 19/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Supervisory Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Jan Bossak, member of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,185,935
	against	423,537
	abstaining	243,486

**RESOLUTION No. 20/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Supervisory Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Ms Zofia Dzik, member of the Supervisory Board since 6 June 2012, is hereby granted a vote of acceptance to confirm the discharge of her duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,185,935
	against	423,537
	abstaining	243,486

**RESOLUTION No. 21/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Supervisory Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Krzysztof Kilian, member of the Supervisory Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,185,935
	against	422,868
	abstaining	244,155

**RESOLUTION No. 22/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Supervisory Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Piotr Marczak, member of the Supervisory Board, is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,185,935
	against	423,537
	abstaining	243,486

**RESOLUTION No. 23/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Supervisory Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Ms Ewa Miklaszewska, member of the Supervisory Board till 6 June 2012, is hereby granted a vote of acceptance to confirm the discharge of her duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,185,935
	against	423,537
	abstaining	243,486

**RESOLUTION No. 24/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Supervisory Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Marek Mroczkowski, member of the Supervisory Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,185,935
	against	423,537
	abstaining	243,486

**RESOLUTION No. 25/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on granting a vote of acceptance to a member of the Supervisory Board for 2012

Pursuant to Article 395 § 2 point 3 of the Commercial Companies Code, the Ordinary General Meeting adopts the following:

§ 1

Mr Ryszard Wierzba, member of the Supervisory Board is hereby granted a vote of acceptance to confirm the discharge of his duties in 2012.

§ 2

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	731,185,935
	against	423,537
	abstaining	243,486

**RESOLUTION No. 26/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on a dismissal from the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna

Pursuant to Article 385 § 1 of the Commercial Companies Code, the Ordinary General Meeting resolves as follows:

§ 1.

Jan Bossak is dismissed from the Supervisory Board.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	492,934,853
	against	4,263,569
	abstaining	234,654,536

**RESOLUTION No. 27/2013
of the Ordinary General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 20 June 2013**

on an appointment to the Supervisory Board of Powszechna Kasa Oszczędności Bank Polski Spółka Akcyjna

Pursuant to Article 385 § 1 of the Commercial Companies Code, the Ordinary General Meeting resolves as follows:

§ 1.

Elżbieta Mączyńska - Ziemacka is appointed to the Supervisory Board.

§ 2.

This resolution shall come into force as of the date of its adoption.

Additional information concerning the Resolution:

Number of shares on which valid votes were cast		731,852,958
% of share capital represented by the shares on which valid votes were cast		58.548%
Total number of valid votes		731,852,958
including votes:	for	566,661,815
	against	4,263,569
	abstaining	160,927,574