

**RESOLUTION OF AN EXTRAORDINARY GENERAL MEETING OF GLOBE TRADE
CENTRE SPÓŁKA AKCYJNA HELD ON 13 OCTOBER 2014**

**Resolution No. 1
of the Extraordinary General Meeting of
GLOBE TRADE CENTRE SPÓŁKA AKCYJNA, with its registered office in Warsaw
dated 13 October 2014**

regarding the election of the chairperson of the extraordinary general meeting.

The extraordinary general meeting of Globe Trade Centre S.A., with its registered office in Warsaw (the “**Company**”), acting pursuant to Article 409 § 1 of the Act dated 15 September 2000, the Commercial Companies Code (the “**CCC**”) resolves as follows:

§ 1

The extraordinary general meeting hereby elects Mrs. Agnieszka Smorszczewska as the chairperson of the meeting.

§ 2

This resolution shall come into force at the moment of its adoption.

The number of shares of which given valid votes	Percentage share of shares, of which given valid votes	Total number of valid shares	The number of votes in favour of the resolution	The number of votes against the resolution	The number of votes abstained
286 308 760	81.50%	286 308 760	286 308 760	0	0

**Resolution No. 2
of the Extraordinary General Meeting of
GLOBE TRADE CENTRE SPÓŁKA AKCYJNA, with its registered office in Warsaw
dated 13 October 2014**

regarding the adoption of the agenda of the extraordinary general meeting

The extraordinary general meeting of Globe Trade Centre S.A., with its registered office in Warsaw (the “**Company**”), hereby resolves to adopt the following agenda:

§ 1

1. Opening of the General Meeting.
2. Election of the chairman of the General Meeting.
3. Statement that the General Meeting was duly convened and that it may adopt resolutions, and the adoption of the agenda.
4. Adoption of a resolution on amending the Company’s statute.

5. Adoption of a resolution: (i) on increasing the Company's share capital by way of right issue of new ordinary series K bearer shares ("**Series K Shares**"), (ii) on conducting a public offering of Series K Shares, on setting the record date for pre-emptive rights related to Series K Shares *as 16 December 2014*, (iii) on the dematerialisation of Series K Shares and seeking the admission and introduction to trading on the regulated market operated by the Warsaw Stock Exchange of Series K Shares, pre-emptive rights to Series K Shares, rights to Series K Shares; (iv) on amending the Company's statute and (v) on authorising the Supervisory Board of the Company to prepare a consolidated text of the Company's statute .
6. Closing of the General Meeting.

§ 2

This resolution shall come into force at the moment of its adoption.

The number of shares of which given valid votes	Percentage share of shares, of which given valid votes	Total number of valid shares	The number of votes in favour of the resolution	The number of votes against the resolution	The number of votes abstained
286 308 760	81.50%	286 308 760	286 308 760	0	0

Resolution No. 4 of the Extraordinary General Meeting of GLOBE TRADE CENTRE SPÓŁKA AKCYJNA, with its registered office in Warsaw dated 13 October 2014

on amending the Company's statute

Acting pursuant to Article 430 of the Commercial Companies Code dated 15 September, the Extraordinary General Meeting of Globe Trade Centre Spółka Akcyjna (the "**Company**") hereby resolves as follows:

§ 1

1. In Article 7 of the Company's statute sections 3.3 and 3.4 to be added:

"3.3 Pursuant to the rules set forth in this section 3.3, the Management Board can decide to use means of electronic communication during a Meeting of the Shareholders for:

- 1) *real-time broadcasting of the Meeting of the Shareholders; and*
- 2) *two-way, real time communication enabling the shareholders to take the floor during the Meeting of the Shareholders while being at a location other than the venue of the Meeting of the Shareholders.*

For the avoidance of doubt, the broadcasting of the Meeting of the Shareholders using means of electronic communication and the shareholders' right to take the floor during the Meeting of the Shareholders (referred to as electronic online communication) pursuant to this section 3.3 does not grant: (i) the right to vote (such as voting "in favour of" or "against" or "abstaining" or lodging objections) to shareholders or their proxies through the use of means of electronic communication; or (ii) the right to participate in the Meeting of the Shareholders within the meaning of Art. 406³ of the Commercial Companies Code.

3.4 *If the Management Board elects to hold the Meeting of the Shareholders using means of electronic communication within the scope regulated above, the Management Board should determine and announce the rules for conducting such Meeting of the Shareholders on the Company's website not later than 26 days before the Meeting of the Shareholders."*

2. Article 7 sections 8.3- 8.6 of the Company's statute shall be amended by adding new sections in Article 7 of the Company's statute (sections 8.3 and 8.4) and by changing the numbering of the sections of Article 7 of the Company's statute as follows:

"8.3. Supervisory Board members may take part in the adoption of Supervisory Board resolutions by casting their votes in writing through another Supervisory Board member. The casting of a vote in writing through another Supervisory Board member cannot apply to matters added to the agenda in the course of a Supervisory Board meeting.

8.4 Resolutions concerning the appointment of the chairperson of the Supervisory Board and/or a deputy of the chairperson of the Supervisory Board, the appointment of a Management Board member, and the dismissal and suspension from duty of the chairperson of the Supervisory Board, a deputy of the Chairperson of the Supervisory Board or a Management Board member, respectively, cannot be adopted in the manner specified in sections: (i) 7.9 and (ii) 8.3 above.

8.5. At the request of the Independent Member, the Supervisory Board shall be required to perform the supervisory functions referred to in such request and as defined in the Commercial Companies Code, provided that the member who made the request is designated to directly perform such supervisory functions.

8.6. The non-competition clause and the restrictions relating to participation in any competitive entities which apply to the Company's Management Board members shall also apply to Supervisory Board members seconded to perform permanent individual supervisory functions as defined in Article 390 of the Commercial Companies Code.

8.7. The Meeting of the Shareholders may adopt the rules of the Supervisory Board which define its organisation and the manner of the performance of actions by the Board.

8.8. Resolutions of the Meetings of the Shareholders with respect to the issue referred to in section 8.7 above as well as with regard to any amendments to such rules or the revocation thereof shall require an absolute majority of 2/3 (two thirds) of the votes casts in order to be adopted."

The number of shares of which given valid votes	Percentage share of shares, of which given valid votes	Total number of valid shares	The number of votes in favour of the resolution	The number of votes against the resolution	The number of votes abstained
286 308 760	81.50%	286 308 760	286 308 760	0	0