



**Draft Resolutions proposed to the Extraordinary General Meeting
of Polski Holding Nieruchomości S.A. with its registered office in Warsaw**

**RESOLUTION No. .../2016
OF THE EXTRAORDINARY GENERAL MEETING
OF POLSKI HOLDING NIERUCHOMOŚCI S.A.
WITH ITS REGISTERED OFFICE IN WARSAW**

on electing the Chairperson of the Extraordinary General Meeting

§1

Acting under Art. 409.1 of the Commercial Companies Code, the Extraordinary General Meeting of Polski Holding Nieruchomości S.A. elects Mr./Ms. as Chairperson of the General Meeting.

§2

This Resolution becomes effective on the date of its adoption.

**RESOLUTION No. .../2016
OF THE EXTRAORDINARY GENERAL MEETING
OF POLSKI HOLDING NIERUCHOMOŚCI S.A.
WITH ITS REGISTERED OFFICE IN WARSAW**

on changes to the composition of the Company's Supervisory Board

Acting under § 47.2 item 1 of the Articles of Association of Polski Holding Nieruchomości S.A., the Extraordinary General Meeting decides as follows:

§1

The Extraordinary General Meeting hereby appoints/dismisses Mr./Ms. as a Member of the Company's Supervisory Board.

§2

This Resolution becomes effective on the date of its adoption.

Justification to the draft Resolution:

The need to adopt the Resolution is justified by Section 31 of the Company's Articles of Association, which envisages that the Supervisory Board may include from five to nine members. The candidates' applications, if any, with CVs, will be published at the www.phnsa.pl website, under the Investor Relations tab.