

EXTRAORDINARY GENERAL ASSEMBLY

FORM

TO EXERCISE VOTING RIGHTS THROUGH A PROXY

Concerns exercising voting rights through a proxy during the Extraordinary General Assembly of Kredyt Inkaso S.A. with the registered office in Warsaw, ul. Domaniewska 39, 02-672 Warsaw, convened for 30 November 2015 in Warsaw, 39A Domaniewska Street, entrance A, V FLOOR.

I. INFORMATION ON THE SHAREHOLDER:

(surname and last name of Shareholder) address: _____

PESEL/REGON/KRS: _____

II. INFORMATION ON THE PROXY:

PESEL/REGON/KRS: _____

B. ______ (surname and last name of a person representing Proxy) address: _____

PESEL: _____

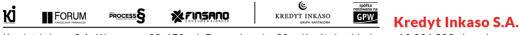
(place)

(Shareholder's signature)

2015

(date)







Biuro w Warszawie: a. ul. Domaniewska 39 02-672 Warszawa t. +48 22 212 57 00, f. +48 22 212 57 57

EXTRAORDINARY GENERAL ASSEMBLY

III. CASTING VOTES ON RESOLUTIONS:

RESOLUTION No. .../2015 of the Extraordinary General Assembly of the company under the business name Kredyt Inkaso Spółka Akcyjna with its registered office in Warsaw dated 30 November 2015

on election of the Chairman of the General Assembly

Pursuant to article 409 § 1 and article 420 § 2 of the Commercial Companies Code and § 4 section 3 of the Regulations of the General Assembly, the Extraordinary General Assembly, adopts the following:

§ 1

The Extraordinary General Assembly of "Kredyt Inkaso" S.A. choses to elect as the Chairman of the Company's Extraordinary General Assembly.

§ 2

The resolution shall enter into force as of the date of its adoption.

o In favor	0 Against	o Abstaining
	• Placing objections	
Number of shares:	Number of shares:	Number of shares:

_____, _____2015 (place), (date)

(Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

	кі		PROCESS			CE KREDYT INKASO GRUPA KAPITALOWA	spółka notowana na GPW	Kredyt Inkas	o S.A.
						<u>.</u>			_2015
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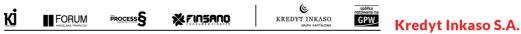
Kredyt Inkaso S.A; Warszawa 02-672; ul. Domaniewska 39 Kapitał zakładowy: 12 936 509 zł, wpłacony w całości. Oznaczenie sądu: Sąd Rejonowy dla m.st. Warszawy w Warszawie, XIII Wydział Gospodarczy KRS, KRS: 0000270672, NIP: 922-254-40-99, REGON: 951078572



(Shareholder's signature)







Kredyt Inkaso S.A; Warszawa 02-672; ul. Domaniewska 39 Kapitał zakładowy: 12 936 509 zł, wpłacony w całości. Oznaczenie sądu: Sąd Rejonowy dla m.st. Warszawy w Warszawie, XIII Wydział Gospodarczy KRS, KRS: 0000270672, NIP: 922-254-40-99, REGON: 951078572



RESOLUTION No. .../2015 of the Extraordinary General Assembly of the company under the business name Kredyt Inkaso Spółka Akcyjna with its registered office in Warsaw dated 30 November 2015

on election of the members of the Vote Counting Commission.

Pursuant to § 7 section 1 of the Regulations of the General Assembly, the Extraordinary Ordinary General Assembly adopts the following:

§1

The Extraordinary General Assembly of Kredyt Inkaso S.A. choses to elect the following persons as the members of the Vote Counting Commission:

§ 2 The resolution comes into effect as of the date of its adoption.

o In favor	0 Against	o Abstaining
	o Placing objections	
Number of shares:	Number of shares:	Number of shares:

2015 (date) (place)

(Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

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(place) (date)

(Shareholder's signature)



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RESOLUTION No. .../2015 of the Extraordinary General Assembly of the company under the business name Kredyt Inkaso Spółka Akcyjna with its registered office in Warsaw dated 30 November 2015

on adoption of the agenda

Pursuant § 9 section 1 of the Regulations of the General Assembly, the Ordinary General Assembly adopts the followings:

§ 1

The Ordinary General Assembly resolves to adopt the following agenda:

- 1. Opening of the General Assembly.
- 2. Election of the Chairman of the Assembly.
- 3. Acknowledgement of correctness of conveying the Assembly and its capacity to adopt resolutions.
- 4. Election of the Returning Committee.
- 5. Approval of the meeting agenda.
- 6. Passing the resolution on determining the number of the Supervisory Board.
- 7. Supplementing the composition of the Supervisory Board.
- 8. Changes to the composition of the Supervisory Board.
- 9. Passing the resolution on acceptance/approval of the issue of bonds.
- 10. Presenting by the Company's Management Board information and recommendations regarding the action strategy in terms of the buyout of bonds issued by the Company with the maturity date until the end of the first six months of 2016 and adopting by the Extraordinary General Assembly the resolution on giving consent to the issue of bonds.
- 11. Amendments to the Company's articles of association.
- 12. Closing the debate.

§ 2

The resolution shall enter into force as of the date of its adoption.

o In favor	0 Against	o Abstaining
	• Placing objections	
Number of shares:	Number of shares:	Number of shares:

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	Biuro w Warszawie:
a. ul. Domaniewska 39	9 02-672 Warszawa
t. +48 22 212 57 00	, <mark>f.</mark> +48 22 212 57 57
,	2015
(place)	(date)

(Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

_____, _____2015 (place) (date)







Biuro w Warszawie: a. ul. Domaniewska 39 02-672 Warszawa t. +48 22 212 57 00, f. +48 22 212 57 57

RESOLUTION No. .../2015 of the Extraordinary General Assembly of the company under the business name Kredyt Inkaso Spółka Akcyjna with its registered office in Warsaw dated 30 November 2015

on determining the number of the Supervisory Board of the Company under the business name Kredyt Inkaso Spółka Akcyjna

Acting pursuant to article 15 section 1 of the Regulations of the General Assembly, the Extraordinary General Assembly decides the following:

§1

The Extraordinary General Assembly of Kredyt Inkaso S.A. decides to determine the number of the members of the Supervisory Board of Kredyt Inkaso S.A. to be [] persons.

§ 2

The resolution shall enter into force as of the date of its adoption.

o In favor	0 Against	 Abstaining
	• Placing objections	
Number of shares:	Number of shares:	Number of shares:
rumber of shares.	rumber of shares.	rumber of shares.

	2015
(place)	(date)

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SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

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Biuro w Warszawie: a. ul. Domaniewska 39 02-672 Warszawa t. +48 22 212 57 00, f. +48 22 212 57 57

_____, _____2015 (place) (date)





Biuro w Warszawie: a. ul. Domaniewska 39 02-672 Warszawa t. +48 22 212 57 00, f. +48 22 212 57 57

RESOLUTION No. .../2015 of the Extraordinary General Assembly of the company under the business name Kredyt Inkaso Spółka Akcyjna with its registered office in Warsaw dated 30 November 2015

on: the supplement the composition of the Supervisory Board of the company under the business name Kredyt Inkaso Spółka Akcyjna

Acting pursuant to article 7 section 7 pt.7 of the Statute of Kredyt Inkaso S.A., the Extraordinary General Assembly decides the following

§ 1

The Extraordinary General Assembly of Kredyt Inkaso S.A. decides to appoint the member of the Supervisory BoardsKredyt Inkaso S.A. Mr./Mrs [] holding PESEL no. []

§ 2

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

o In favor	0 Against	o Abstaining
	 Placing objections 	
Number of shares:	Number of shares:	Number of shares:

_____, _____2015 (Place) (date)

(Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

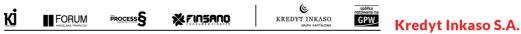
						_, 2015
кі		PROCESS		(KREDYT INKASO GNUR AMTIAKING	spółka notowana na GPW	Kredyt Inkaso S.A
w ca	łości. Oznacze	nie sądu: Są	d Rejonowy dla r	m.st. Warszawy w Wa	arszawie,	y: 12 936 509 zł, wpłacony XIII Wydział Gospodarczy G O N : 95 1 0 7 8 5 7 2



(Shareholder's signature)







Kredyt Inkaso S.A; Warszawa 02-672; ul. Domaniewska 39 Kapitał zakładowy: 12 936 509 zł, wpłacony w całości. Oznaczenie sądu: Sąd Rejonowy dla m.st. Warszawy w Warszawie, XIII Wydział Gospodarczy KRS, KRS: 0000270672, NIP: 922-254-40-99, REGON: 951078572



Biuro w Warszawie: a. ul. Domaniewska 39 02-672 Warszawa t. +48 22 212 57 00, f. +48 22 212 57 57

RESOLUTION No. .../2015 of the Extraordinary General Assembly of the company under the business name Kredyt Inkaso Spółka Akcyjna with its registered office in Warsaw dated 30 November 2015

on: the change to the composition of the Supervisory of the company under the business name Kredyt Inkaso Spółka Akcyjna

Acting pursuant to article 7 section 7 pt.7 of the Statute of Kredyt Inkaso S.A., the Extraordinary General Assembly decides the following

§ 1

The Extraordinary General Assembly of Kredyt Inkaso S.A. decides to appoint/dismiss the member of the Supervisory Kredyt Inkaso S.A. Mr./Mrs [] holding PESEL no. []

§ 2

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

o In favor	0 Against	o Abstaining
	 Placing objections 	
Number of shares:	Number of shares:	Number of shares:

_____, _____2015 (Place) (date)

(Proxy's signature)

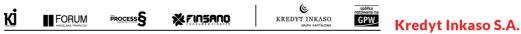
SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

							,	2015
						(place)		(date)
кі		PROCESS			Č KREDYT INKASO grupa kapitałowa	spółka notowana na GPW	Kredyt lı	nkaso S.A.
w cał	ości. Oznacze	nie sądu: Są	2-672; ul. Doman d Rejonowy dla 6 7 2 , NIP :	m.st. \	Warszawy w W	/arszawie,	/y: 12 936 509 XIII Wydział	zł, wpłacony Gospodarczy

Biuro w Warszawie: a. ul. Domaniewska 39 02-672 Warszawa t. +48 22 212 57 00, f. +48 22 212 57 57











RESOLUTION No. /2015 of the Extraordinary General Assembly of the company under the business name Kredyt Inkaso Spółka Akcyjna with its registered office in Warsaw dated 30 November 2015

on: acceptance/approval of the planned issue of bonds

Acting pursuant to § 7 section 7 of the Company's Statutes, the following is decided:

§ 1

The Extraordinary General Assembly accepts and approves the planned new issue of bonds for the purposes of refinancing the obligations resulting from bonds issued so far, the maturity of which falls within the period until up to the amount not exceedingPLN.

\$2\$ The resolution shall enter into force as of the date of its adoption.

o In favor	0 Against	o Abstaining
	 Placing objections 	
Number of shares:	Number of shares:	Number of shares:

	 2015
(Place)	(date)

(Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

_____, _____2015 (place) (date)

(Shareholder's signature)



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RESOLUTION No. /2015 of the Extraordinary General Assembly of the company under the business name Kredyt Inkaso Spółka Akcyjna with its registered office in Warsaw dated 30 November 2015

on: giving consent to the issue of bonds

The Extraordinary General Assembly adopts the following:

§1

- 1. In view of the lack of possibility of fulfillment by the Supervisory Board the legal and the statutory requirements for passing resolutions, after listening to the information provided by the Management Board of Kredyt Inkaso S.A. and getting familiar with the request of the Management Board to pass the resolution on giving consent to the issue of bonds, the Extraordinary General Assembly is hereby giving its consent to the issue of bonds up to the amount of PLN 80 million.
- 2. The Extraordinary General Assembly entrusts the Management Board of Kredyt Inkaso S.A. with establishing the terms of the issue of bonds.

§ 2

The resolution shall enter into force as of the date of its passing.

• In favor	0 Against	o Abstaining
	 Placing objections 	
Number of shares:	Number of shares:	Number of shares:

2015 (Place) (date)

(place)

(Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

(date)

2015

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RESOLUTION No. /2015 of the Extraordinary General Assembly of the company under the business name Kredyt Inkaso Spółka Akcyjna with its registered office in Warsaw dated 30 November 2015

on: changing the articles of association of the company under the business name Kredyt Inkaso Spółka Akcyjna

Acting pursuant to the article 430 § 1 of the Commercial Companies Code and pursuant to § 7 section 7 pt. 8 of the Company's aarticles of association, the following is decided:

§1

The Extraordinary General Assembly of Kredyt Inkaso S.A. amends the Company's articles of association in such way that: in § 8 section 8a the current text is marked as pt. 1) and a new pt. 2) with the following wording is added:

"In the event when obtaining the consent of the Supervisory Board, referred to in § 8 section 8 pt.4) is not possible due to the lack of capacity of the Supervisory Board to adopt resolutions resulting from insufficient number of members as required by the resolution of the General Assembly or by another circumstance, then giving consent for performing this activity shall belong to the competence of the General Assembly.

§ 2

The Extraordinary General Assembly of Kredyt Inkaso S.A. changes the Company's articles of association in such way that: in § 7 section 7 the new point 14) with the following wording is added:

"giving consents, referred to in § 8 section 8a pt. 2) of the articles of association".

§ 3

The resolution shall enter into force as of the date of its adoption provided that the amendment to the articles of association of Kredyt Inkaso Spółka Akcyjna performed on its basis is effective as of the day of its entry into the register of entrepreneurs maintained by the National Court Register

o In favor	0 Against	o Abstaining
	• Placing objections	
Number of shares:	Number of shares:	Number of shares:

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GPW

2015



Biuro w Warszawie: **a.** ul. Domaniewska 39 02-672 Warszawa **t.** +48 22 212 57 00, **f.** +48 22 212 57 57 (*Place*) (*date*)

(Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

_____, _____2015 (place) (date)



