



KREDYT INKASO

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**Ordinary General Assembly
of Kredyt Inkaso S.A.
27 September 2018
Warsaw
DRAFT RESOLUTIONS**

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: election of the Chairman of the General Assembly

Pursuant to Art. 409 § 1 and Art. 420 § 2 of the Commercial Companies Code as well as § 4 sec. 3 of the Regulations of the General Assembly, the Ordinary General Assembly resolves as follows:

§ 1

The Ordinary General Assembly of Kredyt Inkaso S.A. decides to elect
as the Chairman of the Ordinary General Assembly of the Company.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: approval of the agenda

Pursuant to § 9 sec. 1 of the Regulations of the General Assembly, it is resolved as follows:

§ 1

The Ordinary General Assembly decides to adopt the following agenda:

1. Opening of the General Assembly.
2. Election of the Chairman of the Assembly.

3. Acknowledgement of correctness of convening the Assembly and its capacity to adopt resolutions.
4. Approval of the agenda.
5. Election of the Returning Committee.
6. Consideration of the report of the Supervisory Board for the year 2017/2018.
7. Consideration of the: (i) report of the Management Board on Company's and Kredyt Inkaso S.A. Capital Group operations, (ii) stand alone financial statements of Kredyt Inkaso S.A., (iii) consolidated financial statement of Kredyt Inkaso S.A, (iv) evaluation of the Supervisory Board related to the Management Board report on Kredyt Inkaso S.A. operations and financial statements (stand alone and consolidated) in the scope of their conformity to books of account and documents as well as the factual state, and the motion of the Management Board on covering the loss for the financial year 2017/2018.
8. Approval of the stand alone financial statement of Kredyt Inkaso S.A. for the financial year 2017/2018.
9. Approval of the consolidated financial statements of Kredyt Inkaso S.A. Capital Group for the financial year 2017/2018.
10. Approval of the report of the Management Board on the Company's and Kredyt Inkaso S.A. Capital Group operations for the financial year 2017/2018.
11. Adoption of the resolution on covering the loss for the financial year 2017/2018.
12. Adoption of resolutions on granting a vote of acceptance to members of the Management Board of Kredyt Inkaso S.A. for the discharge of their duties in the financial year 2017/2018.
13. Adoption of resolutions on granting a vote of acceptance to members of the Supervisory Board of Kredyt Inkaso S.A. for the discharge of their duties in the financial year 2017/2018.
14. Adoption of resolution on granting a vote of acceptance to member of Supervisory Board of Kredyt Inkaso S.A. – Mr. Karol Maciej Szymanski for the discharge of his duties in the financial year 2016/2017
15. Adoption of the resolution on amendment to the Statutes of the Company
16. Adoption of the resolution on authorizing the Supervisory Board to establish the unified text of the Statutes of the Company.
17. Adoption of the resolution on amendment to the Regulation of General Assembly.
18. Adoption of the resolution on amendment to the Regulation of Supervisory Board.
19. Adoption of the resolution regarding approval of the mandate of a person co-opted to the Supervisory Board or – in absence of approval – election of a member of the Supervisory Board.
20. Adoption of resolution on amendment in composition of the Supervisory Board and remuneration of members of the Supervisory Board, including:
 - 1) Adoption of the resolution on amendment the resolution no. 11/2016 Ordinary General Assembly of the company under business name Kredyt Inkaso S.A. with registered office in Warsaw on September 29, 2016 concerning: determination of the amount of remuneration a member of Supervisory Board of the Company elected in the voting by separated groups and delegating for permanent individual performance of supervisory activity, by determining the remuneration indicated in a higher amount;
 - 2) Adoption of the resolution on determining the number of members of the Company's Supervisory Board;
 - 3) Adoption of the resolution regarding the election of members of the Supervisory Board of the Company by voting in separate groups pursuant to art. 385 § 3 of the Code of Commercial Companies and delegating of the member of the Supervisory Board of the Company elected in the voting by separate groups for performance permanent individual of supervisory activities;
 - 4) Adoption of the resolution regarding the appointment of rest members of the Company's Supervisory Board (in case when the full composition of the Company's Supervisory Board is not determined by separate groups);

- 5) Adoption of the resolution on determining the amount of remuneration for members of the Company's Supervisory Board elected by voting in separate groups and delegated to performance permanent individual of supervisory activities;
- 6) if it is not possible to determine the full composition of the Supervisory Board of the Company in the mode specified in items 3) - 4) above – adoption the resolutions on the appointment of other members of the Company's Supervisory Board.

21. Presentation by the Company information about:

- 1) the contract concluded by the Company with WPEF VI HOLDING V B.V. on March 31, 2017 including consultancy for the parent company and all subsidiaries in the Kredyt Inkaso capital group in the field of financial analyzes and projections, reporting processes, capital management, risk management, corporate finance, business strategy and potential acquisitions (M & A), relations investor, disclosed in the financial statements for the business year 2017/2018, including its detailed subject, conditions and scope of information disclosed to the service provider as part of its performance and
- 2) on the contract /contracts concluded on July 25, 2016 by the former president of the company Paweł Szewczyk and former proxy Piotr Podłowski with the entity from the Capital Group Waterland Private Equity Investments B.V.

as well as the discussion of shareholders in the abovementioned matters with the adoption of a resolution on recommending to the Company's Management to strengthen the transparency of the process of providing consulting services to the parent company or all subsidiaries in the Kredyt Inkaso capital group and possible adoption of other resolutions on matters related to the above issues.

22. Closing of the debates.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: election of members of the Returning Committee

Acting pursuant to § 7 sec. 1 of the Regulations of the General Assembly, the Ordinary General Assembly resolves as follows:

§ 1

The Ordinary General Assembly of Kredyt Inkaso S.A. hereby elects the following persons as members of the Returning Committee:

-
-
-

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: approval of stand alone financial statements for the financial year commencing on 1 April 2017 and ending on 31 March 2018

§ 1

Acting pursuant to Art. 393 item 1 and Art. 395 of the Commercial Companies Code as well as Art. 45 and Art. 53 sec. 1 of the Accounting Act, in relation to § 7 sec. 7 item 1 of the Statutes of Kredyt Inkaso S.A., having considered and familiarized itself with the evaluation by the Supervisory Board of Kredyt Inkaso S.A., the Ordinary General Assembly resolves to approve the stand alone financial statements of Kredyt Inkaso S.A. for the financial year commencing on 1 April 2017 and ending on 31 March 2018 comprising the auditor-verified:

- statement of the financial standing (balance sheet) drawn up as at 31 March 2018, with both assets and liabilities in the amount of PLN 651 253 000 (six hundred fifty one million two hundred fifty three thousands zloty),
- total income statement (profit and loss account) for the financial year from 1 April 2017 to 31 March 2018, with the net loss of PLN 3 290 000 (three million two hundred ninety thousand zloty),
- statement of changes to the shareholders' equity for the financial year from 1 April 2017 to 31 March 2018 showing the decrease in equity by 3 290 000 PLN (three million two hundred ninety thousand zloty),
- cash flow statement for the financial year from 1 April 2017 to 31 March 2018 showing the decrease in cash by PLN 89 591 000 (eighty nine millions five hundred ninety one thousands zloty and),
- additional information and explanations.

§ 2

The resolution shall enter into force upon its adoption.

RESOLUTION No. .../2018

**of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: approval of consolidated financial statements of the Kredyt Inkaso S.A. Capital Group for the financial year commencing on 1 April 2017 and ending on 31 March 2018

§ 1

Acting pursuant to Art. 393 item 1 and Art. 395 § 2 item 1 of the Commercial Companies Code and § 7 sec. 7 item 1 of the Statutes of Kredyt Inkaso S.A., having considered and familiarized itself with the evaluation by the Supervisory Board of Kredyt Inkaso S.A., the Ordinary General Assembly resolves to approve the consolidated financial statements of Kredyt Inkaso S.A. Capital Group for the financial year commencing on 1 April 2017 and ending on 31 March 2018 comprising the auditor-verified:

- statement of the financial standing (balance sheet) drawn up as at 31 March 2018 with both assets and liabilities in the amount of PLN 828 715 000 (eight hundred twenty eight million seven hundred fifteen thousand zloty),
- total income statement (profit and loss account) for the financial year from 1 April 2017 to 31 March 2018, with the net profit of PLN 6 646 000 (six million six hundred forty four thousand zloty),
- statement of changes to the shareholders' equity for the financial year from 1 April 2017 to 31 March 2018, showing an decrease in equity by the amount of PLN 7 279 000 (seven million two hundred seventy nine thousand zloty),
- cash flow statement for the financial year from 1 April 2017 to 31 March 2018 showing an decrease in cash by PLN 95 176 000 (ninety five million one hundred seventy six thousand zloty),
- additional information and explanations.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on approval the report of the Management Board on Company's and Kredyt Inkaso S.A. Capital Group operations for the financial year commencing on 1 April 2017 and ending on 31 March 2018.

§ 1

Acting pursuant to Art. 393 item 1 and 395 § 2 of the Commercial Companies Code, as well as Art. 45 and Art. 53 sec. 1 of the Accounting Act, in relation to § 7 sec. 7 item 1 of the Statutes of Kredyt Inkaso S.A., having considered and familiarized itself with the evaluation by the Supervisory Board of Kredyt Inkaso S.A., the Ordinary General Assembly resolves to approve, submitted by Management Board, report of the Management Board on Company's and Kredyt Inkaso S.A. Capital Group operations for the financial year commencing on 1 April 2017 and ending on 31 March 2018

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on covering the loos for the financial year 2017/2018

Acting pursuant to Art. 382 § 3 and 395 § 2 of the Commercial Companies Code, the Ordinary General Assembly of Kredyt Inkaso S.A. hereby adopts the resolution as follows:

§ 1

The Company's net loss for the financial year commencing on 1 April 2017 and ending on 31 March 2018 in the amount of PLN 3 290 000 (three million two hundred ninety thousands zloty) shall be covered by supplementary capital.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: granting a vote of acceptance to a member of the Management Board for the discharge of his duties

Pursuant to Art. 395 § 2 item 3 and § 3 of the Commercial Companies Code as well as § 7 sec. 7 item 2 of the Statutes of the Company, it is resolved as follows::

§ 1

Mr. Paweł Robert Szewczyk is granted a vote of acceptance for the discharge of his duties as the President of the Management Board in the period from 1 April 2017 to 20 October 2017.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: granting a vote of acceptance to the member of the Management Board for the discharge of his duties

Pursuant to Art. 395 § 2 item 3 and § 3 of the Commercial Companies Code as well as § 7 sec. 7 item 2 of the Statutes of the Company, it is resolved as follows:

§ 1

Mr. Piotr Andrzej Podłowski is granted a vote of acceptance for the discharge of his duties as the Vice-President of the Management Board in the period from 1 April 2017 to 15 November 2017.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw**

dated 27 September 2018

on: granting a vote of acceptance to the member of the Management Board for the discharge of his duties

Pursuant to Art. 395 § 2 item 3 and § 3 of the Commercial Companies Code as well as § 7 sec. 7 item 2 of the Statutes of the Company, it is resolved as follows:

§ 1

Mr. Jarosław Jerzy Orlikowski is granted a vote of acceptance for the discharge of his duties as the Vice-President of the Management Board in the period from 21 April 2017 to 31 March 2018.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: granting a vote of acceptance to the member of the Management Board for the discharge of his duties

Pursuant to Art. 395 § 2 item 3 and § 3 of the Commercial Companies Code as well as § 7 sec. 7 item 2 of the Statutes of the Company, it is resolved as follows:

§ 1

Mr. Bastian Ringhardt is granted a vote of acceptance for the discharge of his duties as the Member of the Management Board in the period from 21 November 2017 to 31 March 2018.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: granting a vote of acceptance to the member of the Supervisory Board for the discharge of his duties for the financial year commencing on 1 April 2017 and ending on 31 March 2018

Pursuant to Art. 395 § 2 item 3 and § 3 of the Commercial Companies Code as well as § 7 section 7 item 2 of the Statutes of the Company, it is resolved as follows:

§ 1

Mr. Maciej Jerzy Szymański – the Member of the Supervisory Board of Kredyt Inkaso S.A. is granted a vote of acceptance for the discharge of his duties in the period from 1 April 2017 to 31 March 2018 in the financial year commencing on 1 April 2017 and ending on 31 March 2018.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: granting a vote of acceptance to the member of the Supervisory Board for the discharge of her duties for the financial year commencing on 1 April 2017 and ending on 31 March 2018

Pursuant to Art. 395 § 2 item 3 and § 3 of the Commercial Companies Code as well as § 7 section 7 item 2 of the Statutes of the Company, it is resolved as follows:

§ 1

Ms. Ewa Podgórska – the Member of the Supervisory Board of Kredyt Inkaso S.A. is granted a vote of acceptance for the discharge of her duties in the period from 1 April 2017 to 19 March 2018 in the financial year commencing on 1 April 2017 and ending on 31 March 2018.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly**

**of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: granting a vote of acceptance to the member of the Supervisory Board for the discharge of his duties for the financial year commencing on 1 April 2017 and ending on 31 March 2018

Pursuant to Art. 395 § 2 item 3 and § 3 of the Commercial Companies Code as well as § 7 section 7 item 2 of the Statutes of the Company, it is resolved as follows:

§ 1

Mr. Daniel Dąbrowski – the Member of the Supervisory Board of Kredyt Inkaso S.A. is granted a vote of acceptance for the discharge of his duties in the period from 1 April 2017 to 31 March 2018 in the financial year commencing on 1 April 2017 and ending on 31 March 2018.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: granting a vote of acceptance to the member of the Supervisory Board for the discharge of his duties for the financial year commencing on 1 April 2017 and ending on 31 March 2018

Pursuant to Art. 395 § 2 item 3 and § 3 of the Commercial Companies Code as well as § 7 section 7 item 2 of the Statutes of the Company, it is resolved as follows:

§ 1

Mr. Tomasz Karpiński – the Member of the Supervisory Board of Kredyt Inkaso S.A. is granted a vote of acceptance for the discharge of his duties in the period from 1 April 2017 to 16 May 2018 in the financial year commencing on 1 April 2017 and ending on 31 March 2018.

§ 2

The resolution shall enter into force upon its adoption.

RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018

on: granting a vote of acceptance to the member of the Supervisory Board for the discharge of his duties for the financial year commencing on 1 April 2017 and ending on 31 March 2018

Pursuant to Art. 395 § 2 item 3 and § 3 of the Commercial Companies Code as well as § 7 section 7 item 2 of the Statutes of the Company, it is resolved as follows:

§ 1

Mr. Karol Szymański – the Member of the Supervisory Board of Kredyt Inkaso S.A. is granted a vote of acceptance for the discharge of his duties in the period from 1 April 2017 to 31 March 2018 in the financial year commencing on 1 April 2017 and ending on 31 March 2018.

§ 2

The resolution shall enter into force upon its adoption.

RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018

on: granting a vote of acceptance to the member of the Supervisory Board for the discharge of his duties for the financial year commencing on 1 April 2017 and ending on 31 March 2018

Pursuant to Art. 395 § 2 item 3 and § 3 of the Commercial Companies Code as well as § 7 section 7 item 2 of the Statutes of the Company, it is resolved as follows:

§ 1

Mr. Bogdan Dzudzewicz – the Member of the Supervisory Board of Kredyt Inkaso S.A. is granted a vote of acceptance for the discharge of his duties in the period from 30 May 2017 to 31 March 2018 in the financial year commencing on 1 April 2017 and ending on 31 March 2018.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: granting a vote of acceptance to a member of the Supervisory Board for the discharge of his duties for the financial year commencing on 1 April 2017 and ending on 31 March 2018

Pursuant to Art. 395 § 2 item 3 and § 3 of the Commercial Companies Code as well as § 7 section 7 item 2 of the Statutes of the Company, it is resolved as follows:

§ 1

Mr. Karol Sowa – the Member of the Supervisory Board of Kredyt Inkaso S.A. is granted a vote of acceptance for the discharge of his duties in the period from 23 March 2018 to 31 March 2018 in the financial year commencing on 1 April 2017 and ending on 31 March 2018.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: granting to a member of the Supervisory Board – Mr. Karol Maciej Szymański a vote of acceptance for the discharge of his duties for the financial year commencing on 1 April 2016 and ending on 31 March 2017

Pursuant to § 7 section 7 item 2 of the Statutes of the Company, Ordinary General Assembly of the Company under business name “Kredyt Inkaso” S.A. with registered office in Warsaw resolved as follows:

§ 1

Grant Mr. Maciej Szymański – the Member of the Supervisory Board of Kredyt Inkaso S.A. a vote of acceptance for the discharge of his duties in the period from 1 April 2016 to 31 March 2017 in the financial year commencing on 1 April 2017 and ending on 31 March 2018.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: amendment to the Statutes of the Company by repealing current text of the Statutes and adoption the Statutes of the Company in the new wording

The Ordinary General Assembly of the Company under business name “Kredyt Inkaso” S.A. with registered office in Warsaw resolved as follows:

§ 1

1. The current wording of Statutes of the Company, with the wording adopted by the resolution of Ordinary General Assembly on October 27, 2017 and which unified text were adopted by Supervisory Board of the Company on February 23, 2018, shall be replaced.
2. The following new wording of the Company’s Statutes is adopted:

STATUTES

...
...
...

§ 2

This resolution shall come into force upon adoption with legal effect as of the date the amendment to the Statutes of the Company covered by this Resolution has been entered by the registry court in the register of entrepreneurs of the National Court Register (KRS).

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw**

dated 27 September 2018

on: amendment to the Statutes of the Company

§ 1

Pursuant to Art. 430 § 1 and of the Commercial Companies Code and § 7 section 7 point 8) of the Statutes of the Company, it is resolved as follows:

1. amend the contents of § 8 section 5 item 3 of the Statutes of the Company in such a way that is shall be replaced by the following new wording:

“Notifications containing the agenda and indicating the date and the place of the Supervisory Board meeting should be sent by e-mail at least seven day prior to the scheduled date of the Supervisory Board meeting to the addresses provided by members of Supervisory Board.”

2. amend the contents of § 8 section 9 of the Statutes of the Company in such a way that is shall be replaced by the following new wording:

“Moreover the competences of the Supervisory Board shall include granting consent to: (i) employment, change of employment conditions and termination of the contract with the Compliance Officer, whose tasks is to develop and implement procedures to ensure compliance with the law and to the principles of corporate governance and to manage the risk of incompatibility, (ii) employment, change of employment conditions and termination of the contract with Director of Internal Audit Department, whose task is to implement, lead and monitor process of internal audit. At least once a quarter, the Compliance Officer and Director of Internal Audit Department will report to the Supervisory Board of the Company.”

§ 2

This resolution shall come into force upon adoption with legal effect as of the date the amendment to the Statutes of the Company covered by this Resolution has been entered by the registry court in the register of entrepreneurs of the National Court Register (KRS).

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: authorizing the Supervisory Board to establish the unified text of the Statutes of the Company

Pursuant to Art. 430 § 5 of the Commercial Companies Code, it is resolved as follows:

§ 1

The Ordinary General Assembly of Kredyt Inkaso S.A. ('Company') hereby authorizes the Supervisory Board of the Company to establish the unified text of the Statutes of the Company, including the amendments to the Statutes adopted with the Resolution No. [●]/2018 of the Ordinary General Assembly of the Company dated 27 September 2018 on amendment to the Statutes of the Company.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: amendment to the Regulation of General Assembly

§ 1

Pursuant to § 7 section 7 item 13) of the Statutes of the Company, it is resolved to amend Regulation of General Assembly in such a way that § 1 sec. 6 shall be replaced by the following new wording :

“The Company shall provide adequate communication with investors and analysts.”

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: amendment to the Regulation of Supervisory Board

§ 1

Pursuant to § 7 section 7 item 13) of the Statutes of the Company, it is resolved to amend Regulation of Supervisory Board in such a way that § 13 sec. 1 shall be replaced by the following new wording :

“Notifications containing the agenda and indicating the date and the place of the Supervisory Board meeting should be sent by e-mail at least seven day prior to the scheduled date of the Supervisory Board meeting to the addresses provided by members of Supervisory Board. Notifications shall be made otherwise with the consent of an addressee”

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: approval of the mandate of the person co-opted to the Supervisory Board

Pursuant to § 8 section 12 of the Statutes of the Company, it is resolved as follows:

§ 1

The mandate of Mr Marcin Okoński as the person co-opted to the Supervisory Board of the current term of office shall be approved.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: appointment of a member of the Supervisory Board

Pursuant to Art. 385 § 1 of the Commercial Companies Code, it is resolved as follows:

§ 1

Mr/Ms..... is hereby appointed the Member of the Supervisory Board for the current term of office.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: amendment of resolution No. 11/2016 of the Ordinary General Meeting of the Company of 29 September 2016 on determining the amount of remuneration of a member of the Supervisory Board of the Company selected in the voting by separate groups and delegating to permanent individual performance of supervisory activities, by setting the indicated remuneration in higher height

General Ordinary Assembly of the company under business name "Kredyt Inkaso" S.A. with registered office in Warsaw resolves as follows:

§ 1

It resolves to change § 1 of Resolution no. 11/2016 of the Ordinary General Assembly of the Company of 29 September 2016 on determination the amount of remuneration of a member of the Company's Supervisory Board elected in the voting by separate groups and delegating to performance permanent individual supervisory activities, in such a way that receives the following new wording:

"The amount of the separate remuneration received by Mr. Karol Maciej Szymański for performing the function of a member of the Company's Supervisory Board delegated to performance permanent, individual supervision, in the amount equal to [...] the remuneration of a member of the Company's Supervisory Board is determined."

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: determining the number of members of the Company's Supervisory Board

Pursuant to § 15 sec. 1 of Regulation of General Ordinary Assembly of the company under the business name "Kredyt Inkaso" with registered office in Warsaw, General Ordinary Assembly resolves as follows:

§ 1

The number of members of the Company's Supervisory Board is set at [...] persons.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Group of Shareholders entitled to election members of the Company's
Supervisory Board by voting in separate groups at the Ordinary General Assembly of
the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

**on: election members of the Company's Supervisory Board by voting in separate groups
in pursuant to art. 385 § 3 of the Code of Commercial Companies and the delegating of a
member of the Company's Supervisory Board elected as part of voting in separate groups
to performance permanent, individual supervisory activities**

§ 1

Acting pursuant to Art. 385 § 3 of the Commercial Companies Code, following shareholders of the company under business name "Kredyt Inkaso" S.A. with registered office in Warsaw,:

- 1)
- 2)
- 3)

Entitled jointly to [...] shares of the Company, which is [...] % of the share capital of the Company, enabling the right to [...] votes at the Ordinary General Assembly of the Company consisting the [...] % of the total number of votes, shall elect Mr./Ms. [...] as a member of Supervisory Board for a new term.

§ 2

Pursuant to art. 390 of the Commercial Companies Code entitled Shareholders shall delegate Mr./Ms. [...] to perform permanent, individual supervisory activities.

§ 3

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: determination the amount of remuneration for members of the Company's Supervisory Board elected by voting in separate groups and delegated to performance permanent individual of supervisory activities

Pursuant to Art. 385 § 3 of the Commercial Companies Code, Ordinary General Assembly of the company under business name "Kredyt Inkaso" S.A. with registered office in Warsaw, resolves as follows:

§ 1

The amount of separate remuneration received by [...] as a member of the Company's Supervisory Board delegated to perform permanent individual supervisory in the gross amount of PLN [...] per month, which does not exclude the right of that member of the Supervisory Board to reimburse from the Company of the costs incurred in connection with this function.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: appointment of a member of the Supervisory Board

Pursuant to Art. 385 § 1 of the Commercial Companies Code, it is resolved as follows:

§ 1

Mr/Ms..... is hereby appointed the Member of the Supervisory Board for the current term of office.

§ 2

The resolution shall enter into force upon its adoption.

**RESOLUTION No. .../2018
of the Ordinary General Assembly
of the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 27 September 2018**

on: recommending the Management Board of the Company to strengthen the transparency of the process of providing consulting services to the parent company or all subsidiaries in the Kredyt Inkaso capital group

The General Ordinary Assembly of the company under the business name “Kredyt Inkaso” with registered office in Warsaw, resolves as follows

Pursuant to Art. 385 § 1 of the Commercial Companies Code, it is resolved as follows:

§ 1

In accordance with the aim of Best Practices of WSE Listed Companies, which include strengthening the transparency of listed companies, improving the quality of communication between companies and investors, strengthening shareholders' rights also in matters not regulated by law, the Ordinary General Assembly recommends the Company to ensure transparency and certainty of its activities within the scope of activities undertaken in the course of conclusion any agreements for the provision of consultancy services for the parent entity or all subsidiaries in the Kredyt Inkaso capital group. In particular, by pursuing the information policy by the Company in the aforementioned scope in such a way that the conclusion and performance of contracts for advisory and expert services are not subject to the risk of irregularities.

§ 2

The Ordinary General Assembly recommends that the process of selecting an entity to provide advisory services to the parent entity or all subsidiaries in the Kredyt Inkaso capital group was

prepared and conducted in a manner ensuring fair competition and equal treatment of all entities as well as its transparency (transparency).

§ 3

In order to ensure transparency of the Company's activities in the selection process of an entity to provide advisory services to the parent entity or all subsidiaries in the Kredyt Inkaso capital group, the Company is recommended to obtain the consent of the Supervisory Board as well as continuation of advisory agreements concluded prior to the adoption of this resolution.

§ 4

In order to ensure transparency and transparency of the Company's activities towards the shareholders, the General Meeting recommends disclosure of the content of consultancy contracts concluded or to be concluded with the Company's shareholders, as well as disclosure to all shareholders of the data and information that were provided or based on such agreements. will be passed to one of the shareholders.

§ 5

The resolution shall enter into force upon its adoption.