

Resolutions adopted by the Ordinary General Meeting on June 19, 2013

Resolution No. 1

Of the Ordinary General Meeting of SIMPLE S.A. of June 19, 2013 *on election of the Chairman of the Meeting*

Based on § 11 of the Articles of Association the General Meeting of SIMPLE SA elects Mr. Adam Gilarski as the Chairman of the Meeting held on June 19, 2013.

Mr. Adam Gilarski accepted the election, managed the attendance list, signed the lost and stated that the general meeting was convened in appropriate manner by publication on the Company's websites and the report provided to the Warsaw Stock Exchange SA, having its registered office in Warsaw, 3 567 854 shares are present at the meeting and they constitute 81.45% of the share capital, carrying 3 567 854 votes, that constitutes 81.45% of the total number of votes, and therefore the Meeting is able to adopt resolutions.

The Chairman read the agenda of the Ordinary General Meeting of SIMPLE SA and put the following resolution to vote:

Resolution No. 2

Of the Ordinary General Meeting of SIMPLE S.A. of June 19, 2013 *on accepting the agenda*

The Ordinary General Meeting accepts the following agenda:

- 1) Opening the Ordinary General Meeting;
- 2) Election of the chairman of the Ordinary General Meeting;
- 3) Stating the correctness of convening the Meeting and its ability to adopt resolutions;
- 4) Accepting the agenda;
- 5) Adopting the resolutions on election of the Returning Committee;
- 6) Considering the report on business activity of Supervisory Board and results of the assessment of the business report of the Company for 6, the financial statement

of the Company for 2012 and the application of the Management Board of the Company on profit distribution for 2012;

7) Considering and adopting the resolution on approval of the business report of the Management Board in 2012;

8) Considering and adopting the report of the Management Board on business activity of the Capital Group SIMPLE;

9) Considering and approving the financial statement of the Company for 2012;

10) Adopting the resolution on profit distribution for 2012;

11) Considering and approving the consolidated financial statement of the Capital Group SIMPLE;

12) Adopting the resolutions on granting the vote of acceptance to the members of the Management Board for discharge of their duties in 2012.

13) Adopting the resolutions on granting the vote of acceptance to the members of the Management Board for discharge of their duties in 2012.

14) Adopting resolutions in changes in the Supervisory Board of the Company;

15) Free motions.

16) Closing the Ordinary General Meeting.

The Chairman announced that the resolution has been adopted in the open ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 80.38% of the shares in the share capital, a number of valid votes- 3 567 854, for- 3 567 854 votes, against 0 votes, no objection.

To item 5 of the agenda:

The Chairman put the following resolution to vote:

Resolution No. 3

**Of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013**

on abrogation of the secrecy of voting at electing the Returning Committee

Based on Art. 420 of the Code of Commercial Companies the secrecy of voting on election of the members of the Returning Committee are abrogated. -

The Chairman announced that the resolution has been adopted in the open ballot i.e. the number of shares from which the votes were given is 3 567 854 that

constitutes 80.38% of the shares in the share capital, a number of valid votes- 3 567 854, for- 3 567 854 votes, against 0 votes, no objection.

Then the Chairman ordered to report the candidates to the Returning Committee.

1. Mrs Inez Krawczyńska,
2. Mr Zbigniew Strojnowski.

There were no other candidates and the Chairman put the following resolution to vote;

Resolution No. 4
Of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013
on appointing the Returning Committee

The General Meeting of SIMPLE S.A. appoints the Returning Committee with the following composition:

1. Mrs Inez Krawczyńska,
2. Mr Zbigniew Strojnowski.

The Chairman announced that the resolution has been adopted in the open ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 80.38% of the shares in the share capital, a number of valid votes- 3 567 854, for- 3 567 854 votes, against 0 votes, no objection.

To item. 6 and 7 of the agenda:

The Chairman stated that the materials for the General Meeting include all necessary documents and due to the no discussion he came to the next item of the agenda.

The Chairman read the draft of resolution with the following content;

Resolution No. 5
Of the Ordinary General Meeting of SIMPLE S.A.
dated June 19, 2013
on approval of the Management Report of 2012

Under art. 395 § 2 par. 1) of the Code of Commercial Companies and §6 sec. 5 item A

of the Articles of Association, the General Meeting of SIMPLE S.A. states as follows: -

§ 1.

The business report of the Management Board for 2012 is approved.

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted in the open ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 80.45% of the shares in the share capital, a number of valid votes- 3 567 854, for- 3 567 854 votes, against votes, no objection.

To item 8 of the agenda:

The Chairman read the draft of resolution with the following content;

Resolution No. 6

**Of the Ordinary General Meeting of SIMPLE S.A.
dated June 19, 2013**

on approval of the Management Report the Capital Group SIMPLE for the year 2012.

Under art. 395 § 2 par. 1. of the Code of Commercial Companies and §6 sec. 5 item a

of the Articles of Association the General Meeting of SIMPLE S.A. states as follows:

§ 1.

Report on the business report of the Management Board of the Capital Group for the year 2012 is approved.

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted in the open ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 80.45% of the shares in the share capital, a number of valid votes- 3 567 854, for- 3 567 854 votes, against 0 votes, no objection.

To item 9 of the agenda:

The Chairman read the draft of resolution with the following content;

Resolution No. 7

**Of the Ordinary General Meeting of SIMPLE S.A.
dated June 19, 2013
*on approval of the financial statement of the Company for 2012***

Under art. 395 § 2 par. 1) of the Code of Commercial Companies and §6 sec. 5 item a

of the Articles of Association, the General Meeting of SIMPLE S.A. states as follows: -

§ 1.

After considering the financial statement for 2012 presented together with the opinion and report of the statutory auditor from the audit of this financial statement, the financial statement for 2012 including:

1. Statement of financial position as at December 31, 2012, closing the assets and liabilities with the amount of PLN 28 368 076.25 (say: twenty eight million three hundred sixty eight thousand seventy six zlotys 25/100);
2. Profit and loss statement for the period from 1 January to 31 December 2012, closing the net profit with the amount of PLN 3 107 060.02 (say: three million one hundred seven thousand sixty zlotys 02/100),
3. The statement of cash flows for the period from January 1 to December 31, 2012;
4. Statement of changes in the equity for the period from 1 January to 31 December 2012;
5. Additional notes to the financial statement for 2012.

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted in the open ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 80.45% of the shares in the share capital, a number of valid votes- 3 567 854, for- 3 567 854 votes, against 0 votes, no objection. -

To item 10 of the agenda:

The Chairman read the draft of resolution with the following content;

Resolution No. 8
Of the Ordinary General Meeting of SIMPLE S.A.
dated June 19, 2013
on distribution of the Company's profit for 2012

Pursuant to Art. 395 § 2 par. 2) of the Code of Commercial Companies and under § 6 sec. 5 par. c of the Articles of Association, the General Meeting of SIMPLE S.A. states as follows:

§ 1.

The Company's profit for the fiscal year 2012 in the amount of PLN 3 107 060.02 (three million one hundred seven thousand and sixty zlotys 02/100) is designated as follows:

- The amount of PLN 2 058 740.06 (two million fifty eight thousand seven hundred forty zlotys 06/100) is designated to pay dividend for the Company's Shareholders.
- the amount of PLN 1 048 319.96 (one million forty eight thousand three hundred nineteen zlotys 96/100) is designated to the supplementary capital of the Company. -

§ 2.

The amount of dividend per one share of the Company is PLN 0.47

The record date is July 2, 2013.

The dividend payment date is July 15, 2013.

§ 3.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted in the open ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 80.45% of the shares in the share capital, a number of valid votes- 3 567 854, for- 3 567 854 votes, against 0 votes, no objection.

To item 11 of the agenda:

The Chairman read the draft of resolution with the following content;

Resolution No. 9

Of the Ordinary General Meeting of SIMPLE S.A.
dated June 19, 2013
*on approval of the consolidated financial statement of the Capital Group SIM-
PLE for the year 2012*

Under art. 395 § 2 par. 1 of the Code of Commercial Companies and §6 sec. 5 item a

of the Articles of Association the General Meeting of SIMPLE S.A. states as follows:

§ 1.

After considering the financial statement of the Capital Group SIMPLE for 2012 presented together with the opinion and report of the statutory auditor from the audit of this financial statement, the financial statement of the Capital Group SIMPLE for 2011 including:

1. Statement of financial position as at December 31, 2011, closing the assets and liabilities with the amount of PLN 28 833 750.21 (say: twenty eight million eight hundred thirty three thousand fifty zlotys 21/100),
2. Profit and loss statement for the period from January 1, to December 31, 2012, closing the net profit with the amount of PLN 3 363 200.32 (say: three million three hundred sixty three thousand two hundred zlotys 32/100),
3. The statement of cash flows for the period from January 1 to December 31, 2012,
4. Statement of changes in the equity of the Capital Group SIMPLE for the period from January 1 to December 31, 2012,
5. Additional notes to the financial statement of the Capital Group SIMPLE for 2012.

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted in the open ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 80.45% of the shares in the share capital, a number of valid votes- 3 567 854, for- 3 567 854 votes, against 0 votes, no objection.

To item 12 of the agenda:

The Chairman read the draft of resolution with the following content;

Resolution No. 10

**of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013
*on granting the vote of acceptance to the President of the Management Board
for discharge of his duties in 2012***

Pursuant to Art. 395 § 2 par. 3. of the Code of Commercial Companies and under § 6 sec. 5 par. a of the Articles of Association, the General Meeting of SIMPLE S.A. states as follows:

§ 1.

The vote of acceptance is granted to the President of the Management Board Mr Bogusław Mitura for discharge of his duties in the period from January 1, 2012 to June 27, 2012.

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted unanimously in the secret ballot i.e. the number of shares from which the votes were given is 2 532 176 that constitutes 57.81% of the shares in the share capital, number of valid votes- 2 532 176, for- 2 532 176 votes, against 0 votes, 0 votes were abstained, no objection.

The Chairman read the draft of resolution with the following content;

Resolution No. 11

**of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013
*on granting the vote of acceptance to the President of the Management Board
for discharge of his duties in 2012***

Pursuant to Art. 395 § 2 par. 3. of the Code of Commercial Companies and under § 6 sec. 5 par. a of the Articles of Association, the General Meeting of SIMPLE S.A. states as follows:

§ 1.

The vote of acceptance is granted to the President of the Management Board Mr Przemysław Gnitecki for discharge of his duties in 2012.

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted in the secret ballot i.e. the number of shares from which the votes were given 5 567 854 that constitutes 81.45% of the shares in the share capital, a number of valid votes- 3 567 854, for- 3 567 854 votes, against votes, no objection.

The Chairman read the draft of resolution with the following content;

Resolution No. 12
of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013
on granting the vote of acceptance to the Deputy President of the Management Board for discharge of his duties in 2012

Pursuant to Art. 395 § 2 par. 3. of the Code of Commercial Companies and under § 6 sec. 5 par. a of the Articles of Association, the General Meeting of SIMPLE S.A. states as follows:

§ 1.

The vote of acceptance is granted to the Deputy President of the Management Board Mr Michał Siedlecki for discharge of his duties in 2012.

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted unanimously in the secret ballot i.e. the number of shares from which the votes were given is 3 407 854 that constitutes 77.80% of the shares in the share capital, number of valid votes- 3 407 854, for- 3 407 854 votes, against 0 votes, 0 votes were abstained, no objection. -

The Chairman read the draft of resolution with the following content;

Resolution No. 13
of the Ordinary General Meeting of SIMPLE S.A.

of June 19, 2013
on granting the vote of acceptance to the Deputy President of the Management Board for discharge of his duties in 2012

Pursuant to Art. 395 § 2 par. 3. of the Code of Commercial Companies and under § 6 sec. 5 par. a of the Articles of Association, the General Meeting of SIMPLE S.A. states as follows:

§ 1.

The vote of acceptance is granted to the Deputy President of the Management Board Mr Rafał Wnorowski for discharge of his duties in the period from June 28, 2012 to December 31, 2012.

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted unanimously in the secret ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 81.45% of the shares in the share capital, number of valid votes- 3 567 854, for- 3 567 854 votes, against 0 votes, 0 votes were abstained, no objection. -

To item 12 of the agenda:

The Chairman read the draft of resolution with the following content;

Resolution No. 14

of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013
on granting the vote of acceptance to the Chairman of the Supervisory Board for discharge of her duties in 2011.

Pursuant to Art. 395 § 2 par. 3 of the Code of Commercial Companies and under § 6 sec. 5 par. a of the Articles of Association, the General Meeting of SIMPLE S.A. states as follows:

§ 1.

The vote of acceptance is granted to the Chairman of the Supervisory Board Mr Adam Wojacki for discharge of his duties in 2012.

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted unanimously in the secret ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 81.45% of the shares in the share capital, number of valid votes 3 567 854, for- 3 567 854 votes, against 0 votes, 0 votes were abstained, no objection. -

The Chairman read the draft of resolution with the following content;

Resolution No. 15
of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013
on granting the vote of acceptance to the member of the Supervisory Board for discharge of his duties in 2012

Pursuant to Art. 395 § 2 par. 3 of the Code of Commercial Companies and under § 6 sec. 5 par. a of the Articles of Association, the General Meeting of SIMPLE S.A. states as follows:

§ 1.

The vote of acceptance is granted to the member of the Supervisory Board Mr Józef Taran for discharge of his duties in 2012.

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted unanimously in the secret ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 81.45% of the shares in the share capital, number of valid votes 3 567 854, for- 3 567 854 votes, against 0 votes, 0 votes were abstained, no objection.

The Chairman read the draft of resolution with the following content;

Resolution No. 16
of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013
on granting the vote of acceptance to the member of the Supervisory Board for discharge of his duties in 2012

Pursuant to Art. 395 § 2 par. 3. of the Code of Commercial Companies and under § 6 sec. 5 par. a of the Articles of Association, the General Meeting of SIMPLE S.A. states as follows:

§ 1.

The vote of acceptance is granted to the member of the Supervisory Board Mr Andrzej Bogucki for discharge of his duties in 2012.

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted unanimously in the secret ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 81.45% of the shares in the share capital, number of valid votes 3 567 854, for- 3 567 854 votes, against 0 votes, 0 votes were abstained, no objection.

The Chairman read the draft of resolution with the following content;

Resolution No. 17

**of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013**

on granting the vote of acceptance to the member of the Supervisory Board for discharge of his duties in 2012

Pursuant to Art. 395 § 2 par. 3 of the Code of Commercial Companies and under § 6 sec. 5 par. a of the Articles of Association, the General Meeting of SIMPLE S.A. states as follows:

§ 1.

The vote of acceptance is granted to the member of the Supervisory Board Mr Zbigniew Strojnowski for discharge of his duties in the period from October 18, 2012 to December 31, 2012. -

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted unanimously in the secret ballot i.e. the number of shares from which the votes were given is 3 404 854 that constitutes 77.73% of the shares in the share capital, number of valid

votes 3 404 854, for- 3 404 854 votes, against 0 votes, 0 votes were abstained, no objection. -

The Chairman read the draft of resolution with the following content;

Resolution No. 18
of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013
on granting the vote of acceptance to the member of the Supervisory Board for discharge of his duties in 2012

Pursuant to Art. 395 § 2 par. 3 of the Code of Commercial Companies and under § 6 sec. 5 par. a of the Articles of Association the General Meeting of SIMPLE S.A. states as follows:

§ 1.

The vote of acceptance is granted to the member of the Supervisory Board Mr Adam Leda for discharge of his duties in the period from January 1, 2012 to August 30, 2012. -

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted unanimously in the secret ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 81.45% of the shares in the share capital, number of valid votes 3 567 854, for- 3 567 854 votes, against 0 votes, 0 votes were abstained, no objection. -

The Chairman read the draft of resolution with the following content;

Resolution No. 19
of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013
on granting the vote of acceptance to the member of the Supervisory Board for discharge of his duties in 2012

Pursuant to Art. 395 § 2 par. 3. of the Code of Commercial Companies and under § 6 sec. 5-

5 item a of the Articles of Association, the General Meeting of SIMPLE S.A. states as follows:

§ 1.

The vote of acceptance is granted to the member of the Supervisory Board Mr Arkadiusz Karasiński for discharge of his duties in 2012. -

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted unanimously in the secret ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 81.45% of the shares in the share capital, number of valid votes 3 567 854, for- 3 567 854 votes, against 0 votes, 0 votes were abstained, no objection.

The Chairman read the draft of resolution with the following content;

Resolution No. 20

**of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013**

***on granting the vote of acceptance to the member of the Supervisory Board for
discharge of his duties in 2012***

Pursuant to Art. 395 § 2 par. 3. of the Code of Commercial Companies and under § 6 sec. 5 par. a of the Articles of Association the General Meeting of SIMPLE S.A. states as follows:

§ 1.

The vote of acceptance is granted to the member of the Supervisory Board Mr Paweł Zdunek for discharge of his duties in the period from January 1, 2012 to October 18, 2012.

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted unanimously in the secret ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 81.45% of the shares in the share capital, number of valid

votes 3 567 854, for- 3 567 854 votes, against 0 votes, 0 votes were abstained, no objection. -

To item 14 of the agenda:

Mr Bogusław Mitura applied for recall of Mr Józef Taran from the composition of the Supervisory Board.

The Chairman read the draft of resolution with the following content;

Resolution No. 21
of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013
on recalling the Member of the Supervisory Board

§ 1.

The Ordinary General Meeting of SIMPLE S.A. recalls Mr Józef Taran from the composition of the Supervisory Board. -

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted unanimously in the secret ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 81.45% of the shares in the share capital, number of valid votes 3 567 854, for- 3 567 854 votes, against 0 votes, 163.000 votes were abstained, no objection.

Mr Bogusław Mitura reported a candidate Mrs Hanna Hejka as a member of the Supervisory Board.

The Chairman read the draft of resolution with the following content;

Resolution No. 22
of the Ordinary General Meeting of SIMPLE S.A.
of June 19, 2013
on election of the Member of the Supervisory Board

§ 1.

The Ordinary General Meeting of SIMPLE S.A. appoints Mrs Hanna Hejka to be a member of the Supervisory Board. -

§ 2.

The resolution is effective as of being adopted.

The Chairman announced that the resolution has been adopted unanimously in the secret ballot i.e. the number of shares from which the votes were given is 3 567 854 that constitutes 81.45% of the shares in the share capital, number of valid votes- 3 567 854, for- 3 567 854 votes, against 0 votes, 0 votes were abstained, no objection. -

To item. 15 and 16 of the agenda: -

Upon completion of the agenda and no other motions, the Chairman finished the session and closed the Ordinary General Meeting.