

**Resolution No. 1/2015**  
**of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on election of the chairman of the Ordinary General Meeting**

Under §11 of the Articles of Association, the General Meeting of SIMPLE S.A. elects Mr Adam Gilarski as the Chairman of the Meeting holding on May 14, 2015.

The person opening the Meeting stated that the aforementioned resolution has been adopted in a secret ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- total valid votes: 3.134.351, ----- “pro” – 3 132 491 votes - “contrary”- 0

**To item 3 of the agenda:** -----

Mr Adam Gilarski accepted the position of the Chairman of the General Meeting. The Chairman ordered making the attendance list, signed and stated that the 3 134 351 shares is represented at the General Meeting that constitutes 71.56% of the share capital carrying 3 134 351 votes and that the General Meeting was convened in a formal manner by the notice of April 14, 2015 on the Company’s website and in a manner specified for provisions of the current information pursuant to the provisions on public offering conditions governing the introduction of financial instruments to organized trading and public companies and due to this fact the General Meeting is able to adopt valid resolutions. -----

**To item 3 of the agenda:** -----

The Chairman proposed to adopt the resolution with the following contents: -----

**Resolution No. 2/2015**  
**of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on accepting the agenda**

The Ordinary General Meeting of SIMPLE S.A. 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 resolution on selection of the Returning Committee. -----
6. Considering and approving the reports of the Management Board for 2014, ---

7. Considering and approving the reports of the Management Board of the Capital Group for 2014,-----
8. To consider of the Supervisory Board's Report and results of the assessment of the Company's Management Report for 2014, financial statements of the Company for 2014 and the application of the Management Board for distribution of the profit for 2014. -----
9. To consider and to approve the financial statement of the Company for 2014., -----
10. To pass resolution on the profit distribution for 2014, -----
11. To consider and to approve the consolidated financial statements of the Capital Group SIMPLE, -----
12. To adopt the resolutions on granting the vote of acceptance to the members of the Management Board for discharge of their duties in 2014. -----
13. To adopt the resolutions on granting the vote of acceptance to the members of the Management Board for discharge of their duties in 2014. -----
14. To pass the resolution on establishing the number of members of the Supervisory Board of the new term of office. -----
15. To pass the resolution on electing members of the Supervisory Board of the new term of office. -----
16. To pass the resolution on establishing the remuneration for the members of the Supervisory Board. -----
17. Adopting the resolution on changes in the Articles of Association. -----
18. Adopting the resolution on authorizing the Supervisory Board to set the uniform text of the Articles of Association. -----
19. Free motions. -----
20. Closing the agenda of the Ordinary General Meeting of Shareholders. -----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- "pro" – 3 134 351 votes, - "against" 0

**To item 5 of the agenda:** -----

The Chairman proposed to adopt the resolution with the following contents: -----

**Resolution No. 3/2015**  
**of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**  
**on abrogation of the secrecy of voting at electing the Returning Committee**

The Ordinary General Meeting of SIMPLE S.A., under Art. 420 §3 of the Code of Commercial Companies, abrogates the secrecy of voting on election of the members of the Returning Committee. -----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which valid votes were given 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- - "pro" – 3 134 351 votes, - "against" 0

**Resolution No. 4/2015**  
**of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**  
**on appointing the returning committee**

The General Meeting of SIMPLE S.A. appoints the returning committee with the following composition: -----

1. Zbigniew Strojnowski -----
2. Michał Siedlecki -----
3. Milena Sobczyk. -----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- - "pro" – 3 134 351 votes, - "against" 0

**To item 6 of the agenda:** -----

The Chairman proposed to adopt the resolution with the following contents:-----

**Resolution No. 5/2015**  
**of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**  
**on approval of the report of the Management Report for 2014**

Under Art. 395 § 2 item 1) of the Code of Commercial Companies and §6 sec. 5 item a) of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows: -----

**§ 1.**

The Management Report of SIMPLE S.A. for 2014 is approved. -----

**§ 2.**

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- “pro” – 3 134 351 votes, - “against” 0

**To item 7 of the agenda:** -----

The Chairman proposed to adopt the resolution with the following contents:-----

**Resolution No. 6/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on approval of the Management Report the Capital Group SIMPLE for the year 2013.**

Under Art. 395 § 2 item 1 of the Code of Commercial Companies and § 6 sec. 5 item a) of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows:-----

**§ 1.**

The Management Board Report of SIMPLE SA for the year 2014 is approved.-----

**§2**

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- “pro” – 3 134 351 votes, - “against” 0

**To item 9 of the agenda:** -----

The Chairman proposed to adopt the resolution with the following contents:-----

**Resolution No. 7/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on approval of the financial statements of the Company SIMPLE SA for 2014**

Under Art. 395 § 2 item 1) of the Code of Commercial Companies and §6 sec. 5 item a) of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows:-----

### § 1.

After having considered the financial statements of the Company for 2014 presented along with the opinion and report of the statutory auditor from audit of these financial statements and after having read the opinion of the Supervisory Board from the audit of these financial statements, the financial statements of SIMPLE SA for 2014 is accepted, including: -----

1. Statement of financial position as of December 31, 2014, closing the assets and liabilities with the amount of PLN 37 630 811.35 (say: thirty seven million six hundred thirty thousand eight hundred eleven zlotys 35/100); -----
2. statement of comprehensive income for the period from January 1, 2014 to December 31, 2014 presenting the net profit amounting to PLN 4 563 735.98 (say: four million five hundred sixty three thousand seven hundred thirty five zlotys 98/100) and total comprehensive income in the amount of PLN 4 563 735.98 (four million five hundred sixty three thousand seven hundred thirty five zlotys 98/100);
3. The statement of cash flows for the period from January 1 to December 31, 2014 presenting the decrease of cash by the amount of PLN 1 502 439.61 (say: one million five hundred two thousand four hundred thirty nine zlotys 61/100);-----
4. statement of changes in equity presenting the increase of equity by the amount of PLN 2 592 601.88 (say: two million five hundred ninety two thousand six hundred and one zloty 88/100); -----
5. Notes to financial statements. -----

### § 2.

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- - “pro” – 3 134 351 votes, - “against” 0

**To item 10 of the agenda:** -----

Mr Adam Wojacki, a proxy of FXCUBE Technologies Limited presented the other resolution on profit distribution for 2014. -----

The Chairman proposed to adopt resolution with the contents proposed by the proxy:

**Resolution No. 8/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on distribution of the Company's profit for 2014**

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

**§1.**

The profit of SIMPLE SA for 2014 in the amount of PLN 4 563 735.98 (say: four million five hundred sixty three thousand seven hundred thirty five zlotys 98/100) shall be distributed in the following manner: -----

- The amount of 2 628 178.80 (say: two million six hundred eight thousand one hundred seventy eight zlotys 80/100) is distributed for the dividend for Shareholders of the Company; -----
- The amount of 1 935 557.18 (say: one million nine hundred thirty five thousand five hundred fifty seven zlotys 18/100) is distributed for the supplementary capital of the Company. -----

**§2.**

1. The amount of dividend attributable to the one share of the Company is PLN 0.60 (say: sixty grosz). -----
2. The record date is June 29, 2015. -----
3. The dividend shall be paid in three installments: 1st installment PLN 876 059.60 (eight hundred seventy six thousand fifty nine 60/100) that constitutes PLN 0.20 per share, 2<sup>nd</sup> installment PLN 876 059.60 (eight hundred seventy six thousand fifty nine 60/100) that constitutes PLN 0.20 per share) 3<sup>rd</sup> installment PLN 876 059.60 (eight hundred seventy six thousand fifty nine 60/100) that constitutes PLN 0.20 per share. -
4. The record date is established in the following manner 1st installment shall be paid to July 31, 2015, 2nd installment shall be paid to September 30, 2015 and 3rd installment shall be paid to December 31, 2015.-----

**§3.**

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- "pro" – 2 974 341 votes, - "against" 0

**To item 11 of the agenda:** -----

The Chairman proposed to adopt the resolution with the following contents:-----

**Resolution No. 9/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on approval of the consolidated financial statement of the Capital Group  
SIMPLE for the year 2014.**

Under Art. 395 § 2 par. 1 of the Commercial Companies Code and § 6 sec. 5 item a) of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows: -----

**§ 1.**

After having considered the financial statements of the SIMPLE Capital Group for 2014 presented together with the opinion and report of the statutory auditor from auditing these financial statements, the financial statements for 2014 including: -----

1. Consolidated statement of financial position as of December 31, 2014 closing the assets and liabilities with the amount of PLN 41 883 291.03 (say: forty one million eight hundred eighty three thousand two hundred ninety one zlotys 03/100);-----
2. Consolidated statement of comprehensive income for the period from January 1, 2014 to December 31, 2014 presenting the net profit amounting to PLN 6 624 082.70 (say: six million six hundred twenty four thousand eighty two zlotys 70/100) and total comprehensive income in the amount of PLN 6 624 082.70 (say: six million six hundred twenty four thousand eighty two zlotys 70/100);-----
3. Consolidated statements of cash flows for the period from January 1, 2014 to December 31, 2014 presenting decrease of cash by PLN 700 258.74 (say : seven hundred thousand two hundred fifty eight zlotys 74/100) ;-----
4. Consolidated statement of changes in equity presenting the increase of equity by PLN 4 152 948.60 (say: four million one hundred fifty two thousand nine hundred forty eight 60/100);-----
5. Explanatory notes to the financial statements. -----

**§ 2.**

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- - "pro" – 3 134 351 votes, - "against" 0

**To item 12 of the agenda:** -----

The Chairman proposed to adopt the resolution with the following contents:

**Resolution No. 10/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on granting the vote of acceptance to the President of the Management Board  
from discharge of his duties in 2014**

Pursuant to the Art. 395 § 2 par. 3. of the Commercial Companies Code and § 6 sec. 5 par. a of the Articles of Association the Ordinary 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 2014. -----

**§ 2.**

The resolution is effective as of being adopted. -----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- "pro" – 3 134 351 votes, - "against" 0

**Resolution No. 11/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on granting the vote of acceptance to the Deputy President of the Management  
Board from discharge of his duties in 2014**

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

**§ 1.**

The vote of acceptance for discharge the duties in 2014 is granted to Deputy President of the Management Board Mr Michał Siedlecki. -----

**§ 2.**

The resolution is effective as of being adopted. -----



The Chairman stated that the aforementioned resolution was adopted in the secret ballot pursuant to Art. 413 Commercial Companies Code, Number of shares from which the valid votes were given: 2 974 351 that constitutes 67.90% in the share capital. -----

Votes given: -----

- Total valid votes: 2.974.351, ----- "pro" – 2 974 351 votes, - "against" 0

**Resolution No. 12/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on granting the vote of acceptance to the President of the Management Board  
from discharge of his duties in 2014**

Pursuant to the Art. 395 § 2 item 3) of the Code of Commercial Companies and 6 sec. 5 par. a). of the Articles of Association the Ordinary 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 2014. -----

**§ 2.**

The Chairman stated that the aforementioned resolution was adopted in the secret ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- "pro" – 3 134 351 votes, - "against" 0

**To item 13 of the agenda:** -----

The Chairman proposed to adopt the resolution with the following contents:-----

**Resolution No. 13/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on granting the vote of acceptance to the Chairman of the Supervisory Board  
from discharge of his duties in 2014**

Pursuant to the Art. 395 § 2 item 3) of the Code of Commercial Companies and 6 sec. of the Articles of Association the Ordinary 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 2014. -----

**§ 2.**

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the secret ballot pursuant to Art. 413 Commercial Companies Code, Number of shares from which the valid votes were given: 2 912 850 that constitutes 66.50% in the share capital. -----

Votes given: -----

- Total valid votes: 2.912.850, ----- - “pro” – 2 912 850 votes, - “against””

**Resolution No. 14/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on granting the vote of acceptance to the Member of the Supervisory Board  
from discharge of his duties in 2014**

Pursuant to the Art. 395 § 2 item 3) of the Code of Commercial Companies and 6 sec. of the Articles of Association the Ordinary 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 the period from January 1, 2014 to January 7, 2014. -----

**§ 2.**

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the secret ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- - “pro” – 3 134 351 votes, - “against”” 0

**Resolution No. 15/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on granting the vote of acceptance to the Deputy Chairman of the Supervisory Board from discharge of his duties in 2014**

Pursuant to the Art. 395 § 2 item 3) of the Code of Commercial Companies and 6 sec. of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows:-----

**§ 1.**

The vote of acceptance is granted to the member of the Supervisory Board Mrs Anna Hejka for discharge of her duties in 2014.-----

**§ 2.**

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the secret ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- "pro" – 3 134 351 votes, - "against" 0

**Resolution No. 16/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on granting the vote of acceptance to the Member of the Supervisory Board from discharge of his duties in 2014**

Pursuant to the Art. 395 § 2 item 3) of the Code of Commercial Companies and 6 sec. 5 item a) of the Articles of Association the Ordinary 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 2014.-----

**§ 2.**

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the secret ballot pursuant to Art. 413 Commercial Companies Code, Number of shares from which the valid votes were given: 2 971 351 that constitutes 67.83% in the share capital. -----

Votes given: -----

- Total valid votes: 2.971.351, ----- “pro” – 2 971 351 votes, - “against”

**Resolution No. 17/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on granting the vote of acceptance to the Member of the Supervisory Board  
from discharge of his duties in 2014**

Pursuant to the Art. 395 § 2 item 3) of the Code of Commercial Companies and 6 sec. of the Articles of Association the Ordinary 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 2014. -----

**§ 2.**

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the secret ballot pursuant to Art. 413 Commercial Companies Code, Number of shares from which the valid votes were given: 1 688 853 that constitutes 38.56% in the share capital. -----

Votes given: -----

- Total valid votes: 1.688.853, ----- “pro” – 1 688 853 votes, - “against”

**Resolution No. 18/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on granting the vote of acceptance to the Member of the Supervisory Board  
from discharge of his duties in 2014**

Pursuant to the Art. 395 § 2 item 3) of the Code of Commercial Companies and 6 sec. of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows:-----

**§ 1.**

The vote of acceptance is granted to the member of the Supervisory Board Mr Tomasz Zdunek for discharge of his duties in 2014. -----

**§ 2.**

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the secret ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- "pro" – 3 134 351 votes, - "against" 0

**Resolution No. 19/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on granting the vote of acceptance to the Member of the Supervisory Board  
from discharge of his duties in 2014**

Pursuant to the Art. 395 § 2 item 3) of the Code of Commercial Companies and 6 sec. of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows:-----

**§ 1.**

The vote of acceptance is granted to the member of the Supervisory Board Mr Marceli Malicki for discharge of his duties from June 17, 2014 to December 31, 2014. -----

**§ 2.**

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the secret ballot pursuant to Art. 413 Commercial Companies Code, Number of shares from which the valid votes were given: 2 992 369 that constitutes 68.31% in the share capital. -----

Votes given: -----

- Total valid votes: 2.992.369, ----- "pro" – 2 992 369 votes, - "against" 0

**To item 14 of the agenda:** -----

The Chairman proposed to adopt the resolution with the following contents:-----

**Resolution No. 20/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on establishing the number of members of the Supervisory Board of the new  
term of office**

Pursuant to the Art. 385 § 1 of the Code of Commercial Companies and § 6 sec. 5 let f) of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows:-----

**§ 1.**

The composition of the Supervisory Board of SIMPLE for the next 8th term of office is agreed as 6 persons. -----

**§ 2.**

The resolution is effective as of being adopted. -----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- - “pro” – 3 134 351 votes, - “against” 0

**To item 15 of the agenda:** -----

The Chairman proposed to adopt the resolution with the following contents:-----

**Resolution No. 21/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on election of member of the Supervisory Board for the new term of office**

Pursuant to the Art. 385 § 1 of the Code of Commercial Companies and § 6 sec. 5 let f) of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows:-----

**§ 1.**

Mr Marceli Malicki is appointed to the Supervisory Board of SIMPLE S.A for 8th term of office lasting 3 years.-----

**§ 2.**

The resolution is effective as of being adopted. -----

The Chairman stated that the aforementioned resolution was adopted in the secret ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3 134 351, ----- - “pro” – 3 061 169 votes, - “against”

**Resolution No. 22/2015**  
**of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on election of members of the Supervisory Board for the new term of office**

Pursuant to the Art. 385 § 1 of the Code of Commercial Companies and § 6 sec. 5 let f) of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows:-----

**§ 1.**

Mr Adam Wojacki is appointed to the Supervisory Board of SIMPLE SA for 8th term of office lasting 3 years.-----

**§ 2.**

The resolution is effective as of being adopted. -----  
The Chairman stated that the aforementioned resolution was adopted in the secret ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----  
Votes given: -----  
- Total valid votes: 3 134 351, ----- - “pro” – 3 134 351 votes, - “against”

**Resolution No. 23/2015**  
**of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on election of member of the Supervisory Board for the new term of office**

Pursuant to the Art. 385 § 1 of the Code of Commercial Companies and § 6 sec. 5 let f) of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows:-----

**§ 1.**

Mr Tomasz Zdunek is appointed to the Supervisory Board of SIMPLE SA for 8th term of office lasting 3 years.-----

**§ 2.**

The resolution is effective as of being adopted. -----  
The Chairman stated that the aforementioned resolution was adopted in the secret ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----  
Votes given: -----  
- Total valid votes: 3 134 351, ----- - “pro” – 3 134 351 votes, - “against”

**Resolution No. 24/2015**  
**of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on election of member of the Supervisory Board for the new term of office**

Pursuant to the Art. 385 § 1 of the Code of Commercial Companies and § 6 sec. 5 let f) of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows:-----

**§ 1.**

Mr Bogusław Mitura is appointed to the Supervisory Board of SIMPLE SA for 8th term of office lasting 3 years.-----

**§ 2.**

The resolution is effective as of being adopted. -----  
 The Chairman stated that the aforementioned resolution was adopted in the secret ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----  
 Votes given: -----  
 - Total valid votes: 3 134 351, ----- - “pro” – 3 134 351 votes, - “against”

**Resolution No. 25/2015**  
**of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on election of member of the Supervisory Board for the new term of office**

Pursuant to the Art. 385 § 1 of the Code of Commercial Companies and § 6 sec. 5 let f) of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows:-----

**§ 1.**

Mr Paweł Zdunek is appointed to the Supervisory Board of SIMPLE SA for 8th term of office lasting 3 years.-----

**§ 2.**

The resolution is effective as of being adopted. -----  
 The Chairman stated that the aforementioned resolution was adopted in the secret ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----  
 Votes given: -----  
 - Total valid votes: 3 134 351, ----- - “pro” – 3 134 351 votes, - “against”

**Resolution No. 26/2015**



**of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on election of member of the Supervisory Board for the new term of office**

Pursuant to the Art. 385 § 1 of the Code of Commercial Companies and § 6 sec. 5 let f) of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows:-----

**§ 1.**

Mr Zbigniew Strojnowski is appointed to the Supervisory Board of SIMPLE SA for 8<sup>th</sup> term of office lasting 3 years.-----

**§ 2.**

The resolution is effective as of being adopted.-----

The Chairman stated that the aforementioned resolution was adopted in the secret ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital.-----

Votes given:-----

- Total valid votes: 3 134 351,----- - "pro" – 3 134 351 votes, - "against"

**To item 16 of the agenda:**-----

The Chairman proposed to adopt the resolution with the following contents:

**Resolution No. 27/2015**

**of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on setting the remuneration for the Members of the Supervisory Board.**

**§ 1.**

Basing on § 6 sec. 5 par. I. of the Articles of Association, the General Meeting agrees the following remuneration for the Members of the Supervisory Board:-----

The remuneration of the Members of the Supervisory Board is agreed as the amount of the average monthly remuneration in the enterprises sector in the last month of the last quarter published by the Principal of the Main Statistic Office in the Official Journal of the Republic of Poland "Monitor Polski" ("Base amount") adjusted by the following multipliers:-----

a) Chairman of the Supervisory Board- monthly remuneration in the amount of 2.0 of the Base amount,-----

b) Deputy Chairman of the Supervisory Board- monthly remuneration in the amount of 1.8 of the Base amount,-----

- c) Secretary of the Supervisory Board- monthly remuneration in the amount of 1.7 of the Base amount, -----
- c) Member of the Supervisory Board- monthly remuneration in the amount of 1.5 of the Base amount. -----

**§ 2.**

The resolution is effective as of June 1, 2015. -----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3 134 351, ----- - “pro” – 2 971 351 votes, - “against”

**To item 17 of the agenda:** -----

The Chairman proposed to adopt the resolution with the following contents:-----

**Resolution No. 28/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on changes in the Articles of Association**

Pursuant to the Art. 430 § 1 of the Code of Commercial Companies and § 6 sec. 5 let h) of the Articles of Association the Ordinary General Meeting of SIMPLE S.A. states as follows: -----

**§ 1.**

The changes of the Articles of Association of SIMPLE SA includes deleting of §12a of the Articles of Association. -----

**§ 2.**

This resolution is effective when the changes of the Articles of Association are registered in the Entrepreneurs Register of the National Court Register kept by the District Court for the capital city of 13th Commercial Division of the National Court Register. -----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- - “pro” – 3 134 351 votes, - “against” 0

**To item 18 of the agenda:** -----  
The Chairman proposed to adopt the resolution with the following contents:-----

**Resolution No. 29/2015  
of the Ordinary General Meeting SIMPLE S.A. of May 14, 2015**

**on authorizing the Supervisory Board to set the consolidated text of the Articles  
of Association.**

**§ 1.**

The Ordinary General Meeting of SIMPLE S.A. decides to authorize the Supervisory Board of the Company to establish the consolidated text of the Articles of Association. -----

The Chairman stated that the aforementioned resolution was adopted in the open ballot. Number of shares from which the valid votes were given: 3 134 351 that constitutes 71.56% in the share capital. -----

Votes given: -----

- Total valid votes: 3.134.351, ----- - “pro” – 3 134 351 votes, - “against” 0