

Draft resolutions of the Annual General Meeting

To item 2 of the agenda:

**Resolution No. 1  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
on the election of the Chairman of the Annual General Meeting**

**§ 1**

**Appointment of the Chairman**

The Annual General Meeting of Cyfrowy Polsat S.A. (the “**Company**”) hereby appoints Ms./Mr. [●] as the Chairman of the Annual General Meeting of the Company.

**§ 2**

**Entry into force**

The Resolution shall enter into force on the date of its adoption.

To item 4 of the agenda:

**Resolution No. 2  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
regarding the appointment of the Ballot Counting Committee**

**§ 1  
Appointment of the Ballot Counting Committee**

The Annual General Meeting of Cyfrowy Polsat S.A. (the “Company”) hereby appoints Ms./Mr. [●] to the Ballot Counting Committee.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 3  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
regarding the appointment of the Ballot Counting Committee**

**§ 1  
Appointment of the Ballot Counting Committee**

The Annual General Meeting of Cyfrowy Polsat S.A. (the “Company”) hereby appoints Ms./Mr. [●] to the Ballot Counting Committee.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 4  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
regarding the appointment of the Ballot Counting Committee**

**§ 1  
Appointment of the Ballot Counting Committee**

The Annual General Meeting of Cyfrowy Polsat S.A. (the “Company”) hereby appoints Ms./Mr. [●] to the Ballot Counting Committee.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 5  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
regarding the adoption of the agenda**

The Annual General Meeting of Cyfrowy Polsat S.A. hereby resolves as follows:

**§ 1  
Adoption of the agenda**

The agenda of the Annual General Meeting is hereby adopted with the following wording:

1. Opening of the Annual General Meeting.
2. Election of the Chairman of the Annual General Meeting.
3. Making an attendance list, validation of correctness of convening the Annual General Meeting and its ability to adopt binding resolutions.
4. Appointment of the Ballot Committee.
5. Adoption of the agenda of the Annual General Meeting.
6. Management Board's presentation of the Management Board's Report on Company's activities in the fiscal year 2010, Company's financial statements for the fiscal year 2010, Management Board's Report on activities of the Cyfrowy Polsat Group in the fiscal year 2010, consolidated financial statements of the Cyfrowy Polsat Group for the fiscal year 2010.
7. The Supervisory Board's presentation of its statement on the evaluation of:
  - a) the Management Board's Report on Company's activities in the fiscal year 2010;
  - b) the Company's financial statements for the fiscal year 2010; and
  - c) the Management Board's motion regarding the distribution of profit generated in the fiscal year 2010.
8. The Supervisory Board's presentation of the evaluation of the Company's standing and the Management Board's activities.
9. Consideration and adoption of a resolution approving the Management Board's Report on the Company's activities in the fiscal year 2010.
10. Consideration and adoption of a resolution approving the Company's annual financial statements for the fiscal year 2010.
11. Consideration and adoption of a resolution approving the Management Board's Report on the Company Group's activities in the fiscal year 2010.

12. Consideration and adoption of a resolution approving the Company Group's consolidated annual financial statements for the fiscal year 2010.
13. Consideration and adoption of a resolution approving the Supervisory Board's Report for the fiscal year 2010.
14. Consideration and adoption of resolutions granting a vote of approval to members of the Management Board for the performance of their duties in the year 2010.
15. Consideration and adoption of resolutions granting a vote of approval to members of the Supervisory Board for the performance of their duties in the year 2010.
16. Adoption of a resolution on distribution of profits for the fiscal year 2010.
17. Adoption of a resolution regarding an issuance of bonds.
18. Adoption of a resolution regarding amendments to the Articles of Association.

**Wording to date:**

“Art. 8”

Share capital of the Company amounts to 10,733,000 (ten million seven hundred and thirty three thousand) zlotys, and is divided into 268,325,000 (two hundred and sixty eight million three hundred and twenty five thousand) shares of face value of four groszy (0.04 zlotys) each, including:

1. 2,500,000 (two million five hundred thousand) registered shares series A, privileged as to the voting rights, identified by the numbers A No. 1 - 2,500,000. Each A series share gives a right to two (2) votes in a General Meeting.
2. 2,500,000 (two million five hundred thousand) registered shares series B, privileged as to the voting rights identified by the numbers B No. 1 - 2,500,000. Each B series share gives a right to two (2) votes in a General Meeting.
3. 7,500,000 (seven million five hundred thousand) registered shares series C, privileged as to the voting rights identified by the numbers C No. 1 - 7,500,000. Each C series share gives a right to two (2) votes in a General Meeting.
4. 175,000,000 (one hundred seventy five million) shares series D, identified by the numbers D No. 1 - 175,000,000 including:
  - a) 166,917,501 (one hundred sixty six million, nine hundred seventeen thousand, five hundred and one) registered shares, privileged as to the voting rights in a manner that each of the shares entitles to two (2) votes in a General Meeting identified by the numbers D No. 1 - 166,917,501,
  - b) 8,082,499 (eight million, eighty two thousand, four hundred and ninety nine) bearer shares identified by the numbers D No. 166,917,502 - 175,000,000.
5. 75,000,000 (seventy five million) ordinary, bearer shares series E identified by the numbers E No. 1 - 75,000,000.
6. 5,825,000 (five million eight hundred twenty five thousand) ordinary, bearer shares series F identified by the numbers F No. 1 - 5,825,000.

**Proposed wording:**

Share capital of the Company amounts to 13,934,113.44 (thirteen million nine hundred thirty four thousand one hundred and thirteen 44/100) zlotys, and is divided into 348,352,836 (three hundred forty eight million three hundred fifty two thousand eight hundred and thirty six) shares of face value of four groszy (0.04 zlotys) each, including:

1. 2,500,000 (two million five hundred thousand) registered shares series A, privileged as to the voting rights, identified by the numbers A No. 1 - 2,500,000. Each A series share gives a right to two (2) votes in a General Meeting.
2. 2,500,000 (two million five hundred thousand) registered shares series B, privileged as to the voting rights identified by the numbers B No. 1 - 2,500,000. Each B series share gives a right to two (2) votes in a General Meeting.
3. 7,500,000 (seven million five hundred thousand) registered shares series C, privileged as to the voting rights identified by the numbers C No. 1 - 7,500,000. Each C series share gives a right to two (2) votes in a General Meeting.
4. 175,000,000 (one hundred seventy five million) shares series D, identified by the numbers D No. 1 - 175,000,000 including:
  - a) 166,917,501 (one hundred sixty six million nine hundred seventeen thousand five hundred and one) registered shares, privileged as to the voting rights in a manner that each of the shares entitles to two (2) votes in a General Meeting identified by the numbers D No. 1 - 166,917,501,
  - b) 8,082,499 (eight million eighty two thousand four hundred and ninety nine) bearer shares identified by the numbers D No. 166,917,502 - 175,000,000.
5. 75,000,000 (seventy five million) ordinary, bearer shares series E identified by the numbers E No. 1 - 75,000,000.
6. 5,825,000 (five million eight hundred twenty five thousand) ordinary, bearer shares series F identified by the numbers F No. 1 - 5,825,000.
7. 80,027,836 (eighty million twenty seven thousand eight hundred and thirty six) bearer shares identified by the numbers H No. 1 – 80,027,836.”

19. Closing the Annual General Meeting.

**§ 2****Entry into force**

The Resolution shall enter into force on the date of its adoption.

To item 9 of the agenda:

**Resolution No. 6  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
approving the Management Board's Report on the Company's activities in the fiscal  
year 2010**

**§1  
approving the Management Board's Report on the Company's activities in the fiscal  
year 2010**

Pursuant to article 395 § 2 point 1) of the Commercial Companies Code and article 24 section. a) of the Company's Article of Association, after consideration of the Management Board's Report on Company's activities in the fiscal year 2010 presented by the Management Board, the Annual General Meeting hereby approves the Management Board's Report on Company's activities in the fiscal year 2010.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.



To item 10 of the agenda:

**Resolution No. 7  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
approving the Company's annual financial statements for the fiscal year 2010**

**§1  
approving the Company's annual financial statements for the fiscal year 2010**

Pursuant to article 395 § 2 point 1) of the Commercial Companies Code and article 24 section. a) of the Company's Article of Association, after consideration of the financial statements for the fiscal year ended 31 December 2010, the Annual General Meeting hereby approves the financial statements for the fiscal year ended 31 December 2010, including:

- a) balance sheet, showing the assets and liabilities sum of PLN 1,594,286,615.13;
- b) profit and loss statement showing the net income of PLN 884,165,448.60;
- c) cash flow statement showing a decrease in the cash and cash equivalents of PLN 72,873,960.50;
- d) statement of changes in equity showing an increase in the equity of PLN 731,220,198.60;
- e) notes.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

To item 11 of the agenda:

**Resolution No. 8  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011**

**approving the Management Board's Report on the Company Group's activities in the  
fiscal year 2010**

**§1  
approving the Management Board's Report on the Company Group's activities in the  
fiscal year 2010**

Pursuant to article 395 § 5 of the Commercial Companies Code, after consideration of the Management Board's Report on Cyfrowy Polsat Capital Group's activities in the fiscal year 2010 the Annual General Meeting hereby approves the Management Board's Report on Cyfrowy Polsat Capital Group's activities in the fiscal year 2010.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

To item 12 of the agenda:

**Resolution No. 9  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
approving the Company Group's consolidated annual financial statements for the fiscal  
year 2010**

**§1  
approving the Company Group's consolidated annual financial statements for the fiscal  
year 2010**

Pursuant to article 395 § 5 of the Commercial Companies Code, after consideration of the consolidated financial statements of Cyfrowy Polsat Capital Group for the fiscal year ended 31 December 2010 the Annual General Meeting hereby approves the consolidated financial statements of Cyfrowy Polsat Capital Group for the fiscal year ended 31 December 2010, including:

- a) consolidated balance sheet, showing the assets and liabilities sum PLN 1,015,196,341.90;
- b) consolidated profit and loss statement showing the net income of PLN 258,470,553.94;
- c) consolidated cash flow statement showing an decrease in the cash and cash equivalents of PLN 71,653,627.04;
- d) statement of changes in equity showing an increase in the equity of PLN 105,525,303.94;
- e) notes.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

To item 13 of the agenda:

**Resolution No. 10  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
approving the Supervisory Board's Report for the fiscal year 2010**

**§1  
approving the Supervisory Board's Report for the fiscal year 2010**

Pursuant to article 24 of the Company's Articles of Association, the Annual General Meeting approves the Supervisory Board report from its activities in the fiscal year 2010.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 11  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
granting a vote of approval to Dominik Libicki for the performance of his duties  
in the year 2010**

**§1  
granting a vote of approval to Dominik Libicki for the performance of his duties  
in the year 2010**

Pursuant to article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Meeting, hereby grants approval of performance by the President of Cyfrowy Polsat Management Board – Dominik Libicki of his duties during the financial year 2010.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 12  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
granting a vote of approval to Dariusz Działkowski for the performance of his duties  
in the year 2010**

**§1  
granting a vote of approval to Dariusz Działkowski for the performance of his duties  
in the year 2010**

Pursuant to article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Meeting, hereby grants approval of performance by the Member of Cyfrowy Polsat Management Board – Dariusz Działkowski of his duties during the financial year 2010.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 13  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
granting a vote of approval to Tomasz Szeląg for the performance of his duties  
in the year 2010**

**§1  
granting a vote of approval to Tomasz Szeląg for the performance of his duties  
in the year 2010**

Pursuant to article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Meeting, hereby grants approval of performance by the Member of Cyfrowy Polsat Management Board – Tomasz Szeląg of his duties during the financial year 2010.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 14  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
granting a vote of approval to Aneta Jaskólska for the performance of her duties  
in the year 2010**

**§1  
granting a vote of approval to Aneta Jaskólska for the performance of her duties  
in the year 2010**

Pursuant to article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Meeting, hereby grants approval of performance by the Member of Cyfrowy Polsat Management Board – Aneta Jaskólska of her duties during the period from July 13, 2010 to December 31, 2010.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.



**Resolution No. 15  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011**

**granting a vote of approval to Andrzej Matuszyński for the performance of his duties  
in the year 2010**

**§1**

**granting a vote of approval to Andrzej Matuszyński for the performance of his duties  
in the year 2010**

Pursuant to article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Meeting, hereby grants approval of performance by the Member of Cyfrowy Polsat Management Board – Andrzej Matuszyński of his duties during the period from January 1, 2010 to January 6, 2010.

**§ 2**

**Entry into force**

The Resolution shall enter into force on the date of its adoption.

To item 15 of the agenda:

**Resolution No. 16  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
granting a vote of approval to Robert Gwiazdowski**

**§1  
granting a vote of approval to Robert Gwiazdowski**

Pursuant to article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Meeting, hereby grants approval of performance by the Member of Cyfrowy Polsat Supervisory Board - Robert Gwiazdowski, of his duties during the financial year 2010.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 17  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
granting a vote of approval to Andrzej Papis**

**§1  
granting a vote of approval to Andrzej Papis**

Pursuant to article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Meeting, hereby grants approval of performance by the Member of Cyfrowy Polsat Supervisory Board – Andrzej Papis, of his duties during the financial year 2010.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 18  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
granting a vote of approval to Leszek Reksa**

**§1  
granting a vote of approval to Leszek Reksa**

Pursuant to article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Meeting, hereby grants approval of performance by the Member of Cyfrowy Polsat Supervisory Board – Leszek Reksa, of his duties during the financial year 2010.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 19  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
granting a vote of approval to Heronim Ruta**

**§1  
granting a vote of approval to Heronim Ruta**

Pursuant to article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Meeting, hereby grants approval of performance by the Member of Cyfrowy Polsat Supervisory Board – Heronim Ruta, of his duties during the financial year 2010.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

**Resolution No. 20  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
granting a vote of approval to Zygmunt Solorz-Żak**

**§1  
granting a vote of approval to Zygmunt Solorz-Żak**

Pursuant to article 395 § 2 point 3) of the Commercial Companies Code, the Annual General Meeting, hereby grants approval of performance by the Chairman of Cyfrowy Polsat Supervisory Board – Zygmunt Solorz-Żak, of his duties during the financial year 2010.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

To item 16 of the agenda:

**Resolution No. 21  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
on distribution of profits for the fiscal year 2010**

**§1  
on distribution of profits for the fiscal year 2010**

Pursuant to article 395 § 2 point 2 of the Commercial Companies Code and article 24 section b) and article 34 point 1 of the Company's Article of Association, and also taking the economic situation of the Company into account, the Annual General Meeting decides as follows:

- net income for the financial year 2010 of PLN 884,165,232.13 will be allocated to reserve capital.

**§ 2  
Entry into force**

The Resolution shall enter into force on the date of its adoption.

*The justification for the draft resolution No. 21:*

The Management Board justifies its recommendation by the need of future service of the debt incurred by the Company to purchase 100% shares of Telewizja Polsat S.A. The reduction of indebtedness of the Company, planned by the Management Board, and thereby reduction of the net debt/EBITDA ratio, will reduce interest charges arising from the signed loan agreements, and thus will have a positive impact on the Company's financial standing.

To item 17 of the agenda:

**Resolution No. 22  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
regarding the issuance of Bonds by Cyfrowy Polsat Spółka Akcyjna**

Pursuant to Article 2 item 1) of the Act on Bonds of June 29, 1995 (consolidated text in *Dziennik Ustaw* of 2001, No. 120, item 1300, as amended) and Article 24 item j) of the Articles of Association of Cyfrowy Polsat Spółka Akcyjna (the “**Company**”) the Annual General Meeting hereby resolves as follows:

**§1**

1. In order to raise funds for the refinancing of the Bridge Loan granted on the basis of the Bridge Facility Agreement executed with a syndicate of Polish and foreign banks in relation to the Company’s acquisition of shares in Telewizja Polsat S.A., the Company shall issue registered bonds (the “**Bonds**”).
2. The Bonds shall only be offered in a private placement to a special purpose vehicle being a subsidiary or affiliate of the Company and the issuer of High Yield Notes on international markets (the “**SPV**”).
3. The Bonds shall be issued in the documentary form upon the issuance of the High Yield Notes by the SPV, but in no event later than on December 31, 2011.
4. The maturity date of the Bonds shall be similar to the maturity date of the High Yield Notes.
5. The holders of the Bonds shall only be entitled to monetary benefits in relation thereto.

**§2**

1. The Management Board of the Company is hereby authorized to take all actions related to the issuance of the Bonds.
2. If the Articles of Association of the Company require consent of the Supervisory Board of the Company for any action related to the issuance of the Bonds, such an action shall only be taken by the Management Board of the Company upon having first obtained such consent.

**§ 3**

The Resolution shall enter into force on the date of its adoption.



*The justification for the draft resolution No. 22:*

The purpose of the resolution is to adopt a decision, required by the Articles of Association of the Company, concerning the issuance of bonds by the Company. The bonds will be offered in a private placement to a special purpose vehicle being a subsidiary or affiliate of the Company and the issuer of High Yield Notes on international markets. As per the information contained in Resolution No. 6 of the Extraordinary General Meeting of the Company of March 30, 2011, the purpose of the issuance of the *High Yield Notes* by a special purpose vehicle, and hence the purpose of the issuance of the bonds by the Company, is the refinancing of a Bridge Loan granted pursuant to the Bridge Facility Agreement executed with a syndicate of Polish and foreign banks in relation to the Company's acquisition of shares in Telewizja Polsat S.A. The terms of issuance of the bonds by the Company will be determined upon determination of the terms of issuance of *High Yield Notes*.

To item 18 of the agenda:

**Resolution No. 23  
of the Annual General Meeting  
of Cyfrowy Polsat Spółka Akcyjna  
seated in Warsaw  
dated May 19, 2011  
regarding amendments to the Articles of Association**

Pursuant to Article 430 § 1 of the Code of Commercial Companies and Article 24 of the Company's Articles of Association the Annual General Meeting of Cyfrowy Polsat S.A. (the „Company”) hereby resolves as follows:

**§ 1**

In relation to the issuance on April 20, 2011 of 80,027,836 (eighty million twenty seven thousand eight hundred thirty six) Series H ordinary bearer shares of the Company with the nominal value of four groszy (0.04 zlotys) each, as the Company's share capital increase by no more than PLN 3,201,113.44 (three million two hundred one thousand one hundred thirteen 44/100) by way of issuing no more than 80,027,836 (eighty million twenty seven thousand eight hundred thirty six) Series H ordinary bearer shares of the Company with the nominal value of four groszy (0.04 zlotys) each, effected pursuant to Resolution No. 6 of the Extraordinary General Meeting of the Company of December 17, 2010, it is hereby resolved to amend the existing wording of Article 8 of the Articles of Association of the Company and replace it with the following wording:

*“Art. 8*

*Share capital of the Company amounts to 13,934,113.44 (thirteen million nine hundred thirty four thousand one hundred and thirteen 44/100) zlotys, and is divided into 348,352,836 (three hundred forty eight million three hundred fifty two thousand eight hundred and thirty six) shares of face value of four groszy (0.04 zlotys) each, including:*

- 1. 2,500,000 (two million five hundred thousand) registered shares series A, privileged as to the voting rights, identified by the numbers A No. 1 - 2,500,000. Each A series share gives a right to two (2) votes in a General Meeting.*
- 2. 2,500,000 (two million five hundred thousand) registered shares series B, privileged as to the voting rights identified by the numbers B No. 1 - 2,500,000. Each B series share gives a right to two (2) votes in a General Meeting.*
- 3. 7,500,000 (seven million five hundred thousand) registered shares series C, privileged as to the voting rights identified by the numbers C No. 1 - 7,500,000. Each C series share gives a right to two (2) votes in a General Meeting.*
- 4. 175,000,000 (one hundred seventy five million) shares series D, identified by the numbers D No. 1 - 175,000,000 including:*
  - a) 166,917,501 (one hundred sixty six million nine hundred seventeen thousand five hundred and one) registered shares, privileged as to the voting rights in a manner that each of the shares entitles to two (2) votes in a General Meeting identified by the numbers D No. 1 - 166,917,501,*
  - b) 8,082,499 (eight million eighty two thousand four hundred and ninety nine) bearer shares identified by the numbers D No. 166,917,502 - 175,000,000.*

5. *75,000,000 (seventy five million) ordinary, bearer shares series E identified by the numbers E No. 1 - 75,000,000.*
6. *5,825,000 (five million eight hundred twenty five thousand) ordinary, bearer shares series F identified by the numbers F No. 1 - 5,825,000.*
7. *80,027,836 (eighty million twenty seven thousand eight hundred and thirty six) bearer shares identified by the numbers H No. 1 – 80,027,836.”*

## **§2**

The Supervisory Board is authorized to adopt an consolidated text of the Articles of Association of the Company incorporating the amendment made on the basis of this Resolution.

## **§3**

This resolution shall become effective at the moment of its adoption.”