

**A FORM TO ASSIST EXERCISE OF THE SHAREHOLDER'S VOTING RIGHTS BY  
PROXY AT THE ANNUAL GENERAL MEETING OF LPP SA  
TO BE HELD ON 25 JUNE, 2010**

This form is intended as an aid, in the meaning of Art. 402<sup>3</sup> §1 item 5 and §3 of the Commercial Companies Code, to exercise voting rights by proxy:

.....  
(proxy's first and last name or company name)

authorised to act in the name and on behalf of:

..... ("Shareholder")  
(shareholder's first and last name or company name)

at the Annual General Meeting of LPP SA with a registered office in Gdańsk, to be held on 25 June, 2010 at 10.30 in the Company's registered office in Gdańsk, 39/44 Łąkowa Street, pursuant to a proxy appointment document of .....  
(date)

**ITEM 1 OF THE AGENDA**

**ELECTION OF THE MEETING CHAIRPERSON**

<input type="checkbox"/> For    Number of votes: .....	<input type="checkbox"/> Against   <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain    Number of votes: .....	<input type="checkbox"/> At the proxy's discretion   Number of votes: .....
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☐ Other:

**ITEM 3 OF THE AGENDA**

**APPOINTMENT OF THE BALLOT COUNTING COMMITTEE**

<input type="checkbox"/> For    Number of votes: .....	<input type="checkbox"/> Against   <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain    Number of votes: .....	<input type="checkbox"/> At the proxy's discretion   Number of votes: .....
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	.....		
<input type="checkbox"/> Other:			
<b>ITEM 4 OF THE AGENDA</b> <b>ACCEPTANCE OF THE AGENDA</b>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 6 OF THE AGENDA</b> <b>APPROVAL OF THE MANAGEMENT BOARD REPORT ON THE COMPANY'S ACTIVITIES IN 2009</b>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 6 OF THE AGENDA</b> <b>APPROVAL OF THE MANAGEMENT BOARD REPORT ON THE ACTIVITIES OF THE COMPANY'S CAPITAL GROUP IN 2009</b>			
<input type="checkbox"/> For	<input type="checkbox"/> Against	<input type="checkbox"/> Abstain	<input type="checkbox"/> At the proxy's

	<input type="checkbox"/> Objection		discretion
Number of votes: .....	Number of votes .....	Number of votes: .....	Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 7 OF THE AGENDA</b>			
<b>APPROVAL OF THE SUPERVISORY BOARD REPORT ON THE ACTIVITIES IN 2009</b>			
<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> At the proxy's discretion
Number of votes: .....	Number of votes .....	Number of votes: .....	Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 8 OF THE AGENDA</b>			
<b>APPROVAL OF THE COMPANY'S FINANCIAL STATEMENTS FOR 2009</b>			
<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> At the proxy's discretion
Number of votes: .....	Number of votes .....	Number of votes: .....	Number of votes: .....
<input type="checkbox"/> Other:			

<b>ITEM 9 OF THE AGENDA</b> <b>APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY'S CAPITAL GROUP FOR 2009</b>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 10 OF THE AGENDA</b> <b>GRANTING DISCHARGE FROM LIABILITY TO MR. MAREK PIECHOCKI FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY MANAGEMENT BOARD IN 2009</b>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 10 OF THE AGENDA</b> <b>GRANTING DISCHARGE FROM LIABILITY TO MR. DARIUSZ PACHLA FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY MANAGEMENT BOARD IN 2009</b>			
<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> At the proxy's discretion

Number of votes: .....	Number of votes .....	Number of votes: .....	Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 10 OF THE AGENDA</b> <b>GRANTING DISCHARGE FROM LIABILITY TO MR. STANISŁAW DRELISZAK FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY MANAGEMENT BOARD IN 2009</b>			
<input type="checkbox"/> For   Number of votes: .....	<input type="checkbox"/> Against   <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain   Number of votes: .....	<input type="checkbox"/> At the proxy's discretion   Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 10 OF THE AGENDA</b> <b>GRANTING DISCHARGE FROM LIABILITY TO MS. ALICJA MILIŃSKA FOR THE FULFILMENT OF HER DUTIES ON THE COMPANY MANAGEMENT BOARD IN 2009</b>			
<input type="checkbox"/> For   Number of votes: .....	<input type="checkbox"/> Against   <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain   Number of votes: .....	<input type="checkbox"/> At the proxy's discretion   Number of votes: .....
<input type="checkbox"/> Other:			

<b>ITEM 10 OF THE AGENDA</b> <b>GRANTING DISCHARGE FROM LIABILITY TO MR. ALEKSANDER MOROZ FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY MANAGEMENT BOARD IN 2009</b>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes: .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 10 OF THE AGENDA</b> <b>GRANTING DISCHARGE FROM LIABILITY TO MR. PIOTR DYKA FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY MANAGEMENT BOARD IN 2009</b>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes: .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 10 OF THE AGENDA</b> <b>GRANTING DISCHARGE FROM LIABILITY TO MR. HUBERT KOMOROWSKI FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY MANAGEMENT BOARD IN 2009</b>			
<input type="checkbox"/> For	<input type="checkbox"/> Against	<input type="checkbox"/> Abstain	<input type="checkbox"/> At the proxy's discretion

Number of votes: .....	<input type="checkbox"/> Objection  Number of votes .....	Number of votes: .....	Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 10 OF THE AGENDA</b> <b>GRANTING DISCHARGE FROM LIABILITY TO MR. JACEK KUJAWA FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY MANAGEMENT BOARD IN 2009</b>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 11 OF THE AGENDA</b> <b>GRANTING DISCHARGE FROM LIABILITY TO MR. JERZY LUBIANIEC FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY SUPERVISORY BOARD IN 2009</b>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			

<p><b>ITEM 11 OF THE AGENDA</b>  <b>GRANTING DISCHARGE FROM LIABILITY TO MR. KRZYSZTOF FAFEREK FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY SUPERVISORY BOARD IN 2009</b></p>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes: .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			
<p><b>ITEM 11 OF THE AGENDA</b>  <b>GRANTING DISCHARGE FROM LIABILITY TO MR. MACIEJ MATUSIAK FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY SUPERVISORY BOARD IN 2009</b></p>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes: .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			
<p><b>ITEM 11 OF THE AGENDA</b>  <b>GRANTING DISCHARGE FROM LIABILITY TO MR. WOJCIECH OLEJNICZAK FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY SUPERVISORY BOARD IN 2009</b></p>			
<input type="checkbox"/> For	<input type="checkbox"/> Against	<input type="checkbox"/> Abstain	<input type="checkbox"/> At the proxy's discretion



Number of votes: .....	<input type="checkbox"/> Objection  Number of votes .....	Number of votes: .....	Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 11 OF THE AGENDA</b> <b>GRANTING DISCHARGE FROM LIABILITY TO MR. KRZYSZTOF OLSZEWSKI FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY SUPERVISORY BOARD IN 2009</b>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 11 OF THE AGENDA</b> <b>GRANTING DISCHARGE FROM LIABILITY TO MR. ANTONI TYMIŃSKI FOR THE FULFILMENT OF HIS DUTIES ON THE COMPANY SUPERVISORY BOARD IN 2009</b>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			

<b>ITEM 12 OF THE AGENDA</b> <b>DISTRIBUTION OF PROFIT FOR THE ACCOUNTING YEAR 2009</b>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 13 OF THE AGENDA</b> <b>ADOPTION OF AN INCENTIVE PLAN FOR THE COMPANY'S MANAGEMENT BOARD, KEY PERSONNEL AND ASSOCIATES FOR THE PERIOD FROM 2010 TO 2013</b>			
<input type="checkbox"/> For  Number of votes: .....	<input type="checkbox"/> Against  <input type="checkbox"/> Objection  Number of votes .....	<input type="checkbox"/> Abstain  Number of votes: .....	<input type="checkbox"/> At the proxy's discretion  Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 15 OF THE AGENDA</b> <b>(I) ISSUE OF SERIES A SUBSCRIPTION WARRANTS ENTITLING THE HOLDERS TO TAKE UP SERIES L SHARES (II) CONDITIONAL INCREASE IN THE SHARE CAPITAL (III) EXCLUSION OF THE SUBSCRIPTION RIGHTS FOR SERIES A SUBSCRIPTION WARRANTS AND SERIES L SHARES (IV) AUTHORISATION OF THE COMPANY'S AUTHORITIES (V) AMENDMENTS TO THE COMPANY'S STATUTES</b>			
<input type="checkbox"/> For	<input type="checkbox"/> Against	<input type="checkbox"/> Abstain	<input type="checkbox"/> At the proxy's discretion

<input type="checkbox"/> Objection Number of votes: .....	<input type="checkbox"/> Objection Number of votes .....	Number of votes: .....	Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 16 OF THE AGENDA</b> <b>AUTHORISATION OF THE SUPERVISORY BOARD TO AMEND THE COMPANY'S STATUTES AND TO ADOPT THE CONSOLIDATED TEXT OF THE STATUTES</b>			
<input type="checkbox"/> For Number of votes: .....	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes .....	<input type="checkbox"/> Abstain Number of votes: .....	<input type="checkbox"/> At the proxy's discretion Number of votes: .....
<input type="checkbox"/> Other:			
<b>ITEM 17 OF THE AGENDA</b> <b>(I) ENTERING BY THE COMPANY INTO AN AGREEMENT WITH THE SECURITIES DEPOSITORY ON THE REGISTRATION OF THE SHARES TO BE ISSUED UNDER THE CONDITIONAL INCREASE IN THE SHARE CAPITAL (II) APPLYING FOR ADMISSION TO TRADING ON A REGULATED MARKET OF THE SHARES TO BE ISSUED UNDER THE CONDITIONAL INCREASE IN THE SHARE CAPITAL (III) DEMATERIALISATION OF THE SHARES TO BE ISSUED UNDER THE CONDITIONAL INCREASE IN THE SHARE CAPITAL</b>			
<input type="checkbox"/> For Number of votes: .....	<input type="checkbox"/> Against <input type="checkbox"/> Objection Number of votes .....	<input type="checkbox"/> Abstain Number of votes: .....	<input type="checkbox"/> At the proxy's discretion Number of votes: .....

☐

Other:

On behalf of the Shareholder:

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City:

City:

Date:

Date:

## **NOTES**

The form should be completed by placing an "x" mark in the selected fields. If the option 'Other' is selected, please specify in detail the voting directions for the proxy.

If the shareholder's decide to vote for different options on account of the shares held, please specify in the appropriate field the number of votes (shares) on account of which the proxy is supposed to vote "for", "against" or "abstain". If no such information is given, it will be assumed that the proxy is authorised to vote in accordance with the directions on account of all shares held by the shareholder.

The draft resolutions to be adopted during the Annual General Meeting of LPP SA will be published together with this form.

Please note, that the published draft resolutions can differ from the proposed resolutions put to the vote during the Annual General Meeting. To take account of such a possibility, we suggest specifying the relevant instructions for the proxy under the heading 'Other'.

## **DISCLAIMER**

This form shall not be used by LPP SA or any other entity to verify conformance of the proxy's voting on behalf of the shareholder.

This form is not equivalent to and cannot replace the proxy appointment document issued by the shareholder to the proxy

Use of this form is not mandatory for the shareholder and shall not be a precondition for casting a valid vote by the shareholder's proxy present at the Annual General Meeting.