

**Resolution no. 1/ 2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby appoints Mr. Sławomir Łoboda as the Chairman of today's Meeting."*

**Resolution no. 2/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby appoints the following persons as members of today's Voting Committee: Alicja Milińska, Stanisław Dreliszak, and Dariusz Pachla."*

**Resolution no. 3/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby adopts the following agenda of today's AGM:*

- 1. Opening of the session and appointment of the Chairperson.*
- 2. Arriving at an agreement as to whether the General Meeting has been convened in a proper manner and whether it is able to adopt resolutions; drawing up the list of attendance.*
- 3. Appointment of the voting committee members.*
- 4. Adoption of the agenda.*
- 5. Presentation of the following resolutions:*
  - a) Resolution of the Supervisory Board on the assessment of the Company's FY 2008 financial statements and the Management Board's report,*
  - b) Resolution of the Supervisory Board on the examination of the Management Board's resolution regarding the distribution of the Company's FY 2008 profit of PLN 164,658,411.68,*
  - c) Resolution of the Supervisory Board regarding the adoption of the Supervisory Board's opinion on matters to be discussed by the General Meeting on 8 June 2009,*
  - d) Resolution of the Supervisory Board regarding the comprehensive assessment of the Company's standing in 2008, including in particular the system of internal control, risk management, and self-assessment of the Supervisory Board's performance,*
  - e) Resolution of the Supervisory Board regarding the examination of the consolidated financial statements of LPP S.A. Capital Group and Management Board's report on operations of LPP S.A. Capital Group for FY 2008,*
  - f) Resolution of the Management Board regarding the distribution of the Company's FY 2008 profit of PLN 164,658,411.68.*
- 6. Presentation, examination and approval of the Management Board's report on the Company's operations in FY 2008 and Management Board's report on operations of LPP S.A. Capital Group in FY 2008.*
- 7. Presentation, examination and approval of the Supervisory Board's report on its activities in FY 2008.*
- 8. Presentation, examination and approval of the Company's financial statements for FY 2008.*
- 9. Presentation, examination and approval of the consolidated financial statements of LPP S.A. Capital Group for FY 2008.*
- 10. Adoption of a resolution to discharge the Management Board members for the performance of their duties in FY 2008.*
- 11. Adoption of a resolution to discharge members of the Supervisory Board for the performance of their duties in FY 2008.*
- 12. Adoption of a resolution regarding the distribution of the Company's net profit of PLN 164,658,411.68 generated in FY 2008.*
- 13. Management's Board presentation of: (i) key elements of the Merger Plan, (ii) report of the Management Board of LPP S.A. justifying the merger, (iii) information confirming no obligation to have the Merger Plan examined by an expert. ---*

14. *Adoption of a resolution to merge LPP S.A. with its registered office in Gdańsk with Artman S.A. with its registered office in Kraków pursuant to Art. 492 § 1 section 1 of the Code of Commercial Companies, i.e. by transferring all assets of Artman S.A. (Acquiree) to LPP S.A. (Acquirer); given the fact that LPP S.A. holds 100% shares of Artman S.A., the merger shall be implemented pursuant to Art. 515 § 1 of the Code of Commercial Companies, i.e. without any increase of share capital of LPP S.A.*
15. *Adoption of a resolution to amend the Regulations of the General Meeting of Shareholders of LPP S.A. no. 18/2007 of 29 June 2007.*
16. *Closing of the General Meeting."*

**Resolution no. 4/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby approves the Management Board's report on the Company's operations in FY 2008 and the Management Board's report on operations of the Capital Group where LPP S.A. is the parent company in FY 2008"*

**Resolution no. 5/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby approves the Supervisory Board's report on its activities in FY 2008."*

**Resolution no. 6/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby resolves to approve: the Company's financial statements for FY 2008, pursuant to the applicable provisions of the Accounting Act of 29 September 1994 (consolidated text: Journal of Laws of 2002 No 76 item 694, as amended), consisting of:*

- a) Balance Sheet as at 31 December 2008 with the total of assets and liabilities of PLN 1,301,595,021.51 (in words: one billion, three hundred and one million, five hundred ninety five thousand and twenty one zloty, and fifty one groszy),*
- b) Profit and Loss Account for the period between 1 January 2008 and 31 December 2008 with net profit of PLN 164,658,411.68 (one hundred sixty four million, six hundred fifty eight thousand, four hundred and eleven zloty, and sixty eight groszy),*
- c) Statement of Cash Flows for the period between 1 January 2008 and 31 December 2008 presenting the increase in cash of PLN 6,637,000.00 (six million six hundred and thirty seven thousand zloty),*
- d) Statement of Changes in Equity for FY 2008 presenting the increase in equity by PLN 158,859,000.00 (one hundred fifty eight million, eight hundred and fifty nine thousand zloty),*
- e) additional information on the adopted accounting principles (policy) and other notes."*

**Resolution no. 7/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby resolves to approve: the consolidated financial statements for FY 2008 of the Capital Group where LPP S.A. is the parent company, pursuant to the applicable provisions of the Accounting Act of 29 September 1994 (consolidated text: Journal of Laws of 2002, No 76 item 694, as amended), consisting of:*

- a) consolidated Balance Sheet as at 31 December 2008 with the total of assets and liabilities of PLN 1,426,208,000.00 (in words: one billion, four hundred and twenty six million, two hundred and eight thousand zloty),*
- b) consolidated Statement of Comprehensive Income (Profit and Loss Account) for the period between 1 January 2008 and 31 December 2008 presenting net profit of PLN 167,507,000.00 (one hundred sixty seven million, five hundred and seven thousand zloty),*

- c) consolidated Statement of Changes in Equity for the period from 1 January 2008 to 31 December 2008, presenting the increase in equity of PLN 159,573,000.00 (one hundred fifty nine million, five hundred and seventy three thousand zloty),
- d) consolidated Statement of Cash Flows for the period between 1 January 2008 and 31 December 2008 presenting the increase in cash of PLN 36,399,000.00 (thirty six million, three hundred and ninety nine thousand zloty),
- e) additional information on the adopted accounting principles (policy) and other notes."

**Resolution no. 8/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby resolves to discharge Mr. Marek Piechocki, President of the Company's Management Board for the performance of his duties as the Management Board member in FY 2008."*

**Resolution no. 9/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby resolves to clear Mrs. Alicja Milińska, Vice President of the Company's Management Board for the performance of her duties as the Management Board member in FY 2008."*

**Resolution no. 10/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby resolves to discharge Mr. Dariusz Pachla, Vice President of the Company's Management Board, for the performance of his duties as the Management Board member in FY 2008."*

**Resolution no. 11/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby resolves to clear Mr. Stanisław Dreliszak, Vice President of the Company's Management Board for the performance of his duties as the Management Board member in FY 2008."*

**Resolution no. 12/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby resolves to discharge Mr. Aleksander Moroz, Vice President of the Company's Management Board for the performance of his duties as the Management Board member in FY 2008."*

**Resolution no. 13/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby resolves to discharge the following persons for the performance of their duties as the Supervisory Board members in FY 2008: Jerzy Ryszard Lubianiec – Chairman of the Supervisory Board, Krzysztof Fąferek, Wojciech Olejniczak, Krzysztof Olszewski, Maciej Matusiak, Andrzej Puślecki, and Antoni Tymiński."*

**Resolution no. 14/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby resolves not to distribute net profit made in 2008 in the amount of PLN 164,658,411.68 (one hundred sixty four million, six hundred fifty eight thousand, four hundred and eleven zloty, and sixty eight groszy) and to transfer its entire amount to reserve capital."*

**Resolution no. 15/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of LPP S.A. with its registered office in Gdańsk:*

**§ 1**

1. Pursuant to Art. 506 of the Code of Commercial Companies, hereby resolves to merge LPP S.A. with its registered office in Gdańsk (hereinafter "LPP S.A.") as the Acquirer with Artman S.A. with its registered office in Kraków, entered in the Register of Entrepreneurs of the National Court Register kept by the Local Court for Kraków-Śródmieście, entry no. KRS 0000180735 (hereinafter "Artman S.A.") as the Acquiree, pursuant to Art. 492 § 1 section 1 of the Code of Commercial Companies, i.e. by transferring all assets of Artman S.A. to LPP S.A.
2. Pursuant to Art. 506 § 4 of the Code of Commercial Companies, hereby approves the plan of merger of LPP S.A. and Artman S.A., agreed and signed by the parties on 26 February 2009 and published in the Official Gazette Monitor Sądowy i Gospodarczy No. 48/2009 (3151) of 10 March 2009, entry no. 2930 (hereinafter "Merger Plan"), attached as Annex 1 hereto.

**§ 2**

*As LPP S.A. is the sole shareholder of Artman S.A. holding all 4,275,548 (four million, two hundred seventy five thousand, five hundred and forty eight) shares of nominal per-share value of PLN 0.25 (twenty five groszy), representing 100% (one hundred per cent) of share capital of Artman S.A., pursuant to Art. 515 § 1 and 516 § 6 of the Code of Commercial Companies, the merger shall be made without any increase of share capital of LPP S.A. and without the exchange of shares of Artman S.A. as the Acquiree into shares of LPP S.A. as the Acquirer, and without any amendment to the Articles of Association of LPP S.A.*

**§ 3**

*The Management Board is hereby authorised to take any actions as may be necessary to implement this Resolution."*

**Resolution no. 16/2009 of the Annual General Meeting of Shareholders of LPP S.A. of 8 June 2009**

*"Annual General Meeting of Shareholders of LPP S.A. with its registered office in Gdańsk hereby resolves to amend Resolution no. 18/2007 of the General Meeting of Shareholders of LPP S.A. dated 29 June 2007 by adding section 9 after section 8 and before the last paragraph. Section 9 shall read as follows:*

*9) Notwithstanding the above terms of share allocation, the Management Board shall have the right to, upon consent of the Supervisory Board, allocate shares to employees or associates of Artman S.A., or, after the merger of LPP S.A. and Artman S.A., to former employees or associates of Artman S.A., who were entitled to Artman S.A. shares under incentive programmes adopted by Artman S.A., provided that the total value of all shares of LPP S.A. allocated to these persons pursuant to provisions of this section, determined at the exchange rate as at the date of allocation, shall not exceed PLN 5,000,000 (five million)."*