



Appendix to Current Report 17/2013
– Resolutions Adopted at the Ordinary General Meeting of 27 May 2013

Resolution no. 1
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Appointment of Chairperson

§ 1

On the basis of Article 409 § 1 of the Polish Companies Act, the Ordinary General Meeting resolves to appoint Mr. Wiesław Nowak for the Chairperson of the Ordinary General Meeting.

§ 2

This Resolution comes into force on the day of its adoption.

The resolution in the said case was adopted by way of secret ballot with 8.811 shares (about 0.04% of the Company's share capital) representing 8.811 valid "for" votes with 1.600.000 "abstention" votes (about 7.27% of the Company's share capital) and no "against" votes or objections.

Resolution no. 2
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Appointment of Ballot Counting Committee

§ 1

On the basis of § 22 of the Rules of the General Meeting of ZUE S.A., the Ordinary General Meeting resolves to appoint the Ballot Counting Committee comprising: Mr. Marcin Pióro, Ms. Karolina Żesławska

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections and Ms. Karolina Żesławska and Mr. Marcin Pióro accepted the position.

Resolution no. 3
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Adoption of Agenda

§ 1

The Ordinary General Meeting adopts the following agenda of the Company's Ordinary General Meeting:

1. Opening of the General Meeting.
2. Appointment of the Chairperson.
3. Appointment of the Ballot Counting Committee.
4. Adoption of the agenda.
5. Statement that the General Meeting has been convened properly and is able to adopt binding resolutions.
6. Review and approval of the Management Board report on the Company's operation for the financial year 2012.
7. Review and approval of the Company's financial statements for the financial year 2012.
8. Adoption of resolution on coverage of the Company's loss for the financial year 2012.
9. Review and approval of the Management Board report on the Capital Group's operation for the financial year 2012.
10. Review and approval of the Capital Group's consolidated financial statements for the financial year 2012.
11. Granting approval for the performance of duties to the members of the Management Board and the Supervisory Board.
12. Adoption of resolution on appointment of members of the Company's Supervisory Board for the new term.
13. Closing of the General Meeting.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of open ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 4
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Review and Approval of Management Board Report on Company's Operation for the Financial
Year 1 January 2012 – 31 December 2012

Acting pursuant to Article 395 § 2 item 1 of the Polish Companies Act and § 20.2 (a) of the Company's By-Law, the Ordinary General Meeting resolves as follows:

§ 1

Following the review, the Ordinary General Meeting resolves to approve the Management Board report on the Company's operation for the financial year 1 January 2012 – 31 December 2012.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of open ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 5
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Approval of Financial Statements as at 31 December 2012
for the Financial Year 1 January 2012 – 31 December 2012

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 1 of the Polish Companies Act in connection with Article 53 of the Polish Accountancy Act and § 20.2 (a) of the Company's By-Law, the Ordinary General Meeting resolves as follows:

§ 1

Following the review, the Ordinary General Meeting resolves to approve the financial statements for the financial year 2012 comprising:

- 1) Statement of comprehensive income showing a net loss of PLN 1,282,892.38 and negative total comprehensive income of PLN 1,282,892.38.
- 2) Statement of financial position showing a total of assets and liabilities of PLN 343,583,900.07.
- 3) Statement of changes in equity showing a decrease in equity of PLN 1,282,892.38.
- 4) Statement of cash flows for the Company's financial year ended 31 December 2012 showing a decrease in net cash during the financial year of PLN 9,493,102.47.
- 5) Additional information and explanations.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of open ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 6
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Coverage of 2012 Loss

Acting pursuant to Article 395 § 2 item 2 of the Polish Companies Act and § 20.2 (b) of the Company's By-Law, the Ordinary General Meeting resolves as follows:

§ 1

The Ordinary General Meeting resolves to cover the loss of PLN 1,282,892.38 (one million two hundred and eighty two thousand eight hundred and ninety two zloty 38/100) for the financial year 1 January 2012 - 31 December 2012 from reserve funds.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of open ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 7
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Review and Approval of Management Board Report on ZUE Capital Group's Operation
for the Financial Year 1 January 2012 – 31 December 2012

Acting pursuant to Article 395 § 5 of the Polish Companies Act in connection with Article 55 of the Polish Accountancy Act and § 20.2 (a) of the Company's By-Law, the Ordinary General Meeting resolves as follows:

§ 1

Following the review, the Ordinary General Meeting resolves to approve the Management Board report on ZUE Capital Group's operation for the financial year 1 January 2012 – 31 December 2012.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 8
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Approval of ZUE Capital Group's Consolidated Financial Statements as at 31 December 2012
for the Financial Year 1 January 2012 – 31 December 2012

Acting pursuant to Article 395 § 5 of the Polish Companies Act in connection with Article 55 of the Polish Accountancy Act and § 20.2 (i) of the Company's By-Law, the Ordinary General Meeting resolves as follows:

Following the review, the Ordinary General Meeting resolves to approve the consolidated financial statements for the financial year 2012 comprising:

- 1) Consolidated statement of comprehensive income showing a net profit of PLN 3,425,564.89 and total comprehensive income of PLN 3,425,564.89.
- 2) Consolidated statement of financial position showing a total of assets and liabilities of PLN 469,271,548.59.
- 3) Consolidated statement of changes in equity showing an increase equity of PLN 3 494 196,32.
- 4) Consolidated statement of cash flows for the Company's financial year ended 31 December 2012 showing an increase in net cash during the financial year of PLN 21,355,560.69.
- 5) Additional information and explanations.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 9
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Granting Approval for the Performance of Duties

§ 1

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Polish Companies Act and § 20.2 (c) of the Company's By-Law, the Ordinary General Meeting resolves to grant the approval for the performance of duties in 2011 to Wiesław Nowak – President of the Management Board of ZUE Spółka Akcyjna with registered office in Cracow for the term of his office; i.e. the period from 01.01.2011 to 31.12.2011.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been adopted by way of secret ballot with 8.811 shares (about 0.04% of the Company's share capital) representing 8.811 valid "for" votes with no "abstention" or "against" votes or objections. Mr. Wiesław Nowak did not vote pursuant to Art. 413 of the Polish Companies Act.

FOUNDATIONS

According to Article 413 of the Polish Companies Act, a shareholder must not vote, personally, through a proxy or as a proxy of any other person, on any resolution concerning their responsibility to the company, including a resolution on granting approval for the performance of duties, release from an obligation to the company or a dispute between the shareholder and the company.

On 16 July 2012, the Ordinary General Meeting of ZUE SA resolved to approve the Management Board report on the Company's operation, the Company's financial statements, the Management Board report on the Capital Group's operation and the Capital Group's financial statements. Approval was granted for the performance of duties by other members of the Management Board and Supervisory Board.

Item 11 of the agenda provided for the adoption of the resolution no. 9 on granting approval for the performance of duties in 2011 by Mr. Wiesław Nowak – President of the Management Board of ZUE SA for the term of his office; i.e. the period from 01.01.2011 to 31.12.2011.

Mr. Wiesław Nowak was the only shareholder present at the Meeting and pursuant to Article 413 of the Polish Companies Act, he did not vote. Consequently, the resolution was not voted on.

Since the resolution was not adopted for formal reasons at the Ordinary General Meeting of 16 July 2012, it became necessary to adopt this resolution at the Ordinary General Meeting of 27 May 2013.

Resolution no. 10
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Granting Approval for the Performance of Duties

§ 1

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Polish Companies Act and § 20.2 (c) of the Company's By-Law, the Ordinary General Meeting resolves to grant the approval for the performance of duties in 2012 to Wiesław Nowak – President of the Management Board of ZUE Spółka Akcyjna with registered office in Cracow for the term of his office; i.e. the period from 01.01.2012 to 31.12.2012.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been adopted by way of secret ballot with 8.811 shares (about 0.04% of the Company's share capital) representing 8.811 valid "for" votes with no "abstention" or "against" votes or objections. Mr. Wiesław Nowak did not vote pursuant to Art. 413 of the Polish Companies Act.

Resolution no. 11
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Granting Approval for the Performance of Duties

§ 1

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Polish Companies Act and § 20.2 (c) of the Company's By-Law, the Ordinary General Meeting resolves to grant the approval for the performance of duties in 2012 to Maciej Nowak – Vice-President of the Management Board of ZUE Spółka Akcyjna with registered office in Cracow for the term of his office; i.e. the period from 01.01.2012 to 31.12.2012.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been adopted by way of secret ballot with 1.601.105 shares (about 7.28% of the Company's share capital) representing 1.601.105 valid "for" votes with no "abstention" or "against" votes or objections. Mr. Maciej Nowak did not vote pursuant to Art. 413 of the Polish Companies Act.

**Resolution no. 12
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Granting Approval for the Performance of Duties**

§ 1

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Polish Companies Act and § 20.2 (c) of the Company's By-Law, the Ordinary General Meeting resolves to grant the approval for the performance of duties in 2012 to Marcin Wiśniewski – Vice-President of the Management Board of ZUE Spółka Akcyjna with registered office in Cracow for the term of his office; i.e. the period from 01.01.2012 to 31.12.2012.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been adopted by way of secret ballot with 1.607.842 shares (about 7.31% of the Company's share capital) representing 1.607.842 valid "for" votes with no "abstention" or "against" votes or objections. Mr. Marcin Wiśniewski did not vote pursuant to Art. 413 of the Polish Companies Act.

Resolution no. 13
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Granting Approval for the Performance of Duties

§ 1

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Polish Companies Act and § 20.2 (c) of the Company's By-Law, the Ordinary General Meeting resolves to grant the approval for the performance of duties in 2012 to Jerzy Czeremuga – Vice-President of the Management Board of ZUE Spółka Akcyjna with registered office in Cracow for the term of his office; i.e. the period from 01.01.2012 to 31.12.2012.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been adopted by way of secret ballot with 1.608.675 shares (about 7.31% of the Company's share capital) representing 1.608.675 valid "for" votes with no "abstention" or "against" votes or objections. Mr. Jerzy Czeremuga did not vote pursuant to Art. 413 of the Polish Companies Act.

Resolution no. 14
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Granting Approval for the Performance of Duties

§ 1

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Polish Companies Act and § 20.2 (c) of the Company's By-Law, the Ordinary General Meeting resolves to grant the approval for the performance of duties in 2012 to Beata Jaglarz – Chairperson of the Supervisory Board of ZUE Spółka Akcyjna with registered office in Cracow for the term of her office; i.e. the period from 01.01.2012 to 31.12.2012.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

**Resolution no. 15
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Granting Approval for the Performance of Duties**

§ 1

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Polish Companies Act and § 20.2 (c) of the Company's By-Law, the Ordinary General Meeting resolves to grant the approval for the performance of duties in 2012 to Mariusz Szubra – Vice-Chairperson of the Supervisory Board of ZUE Spółka Akcyjna with registered office in Cracow for the term of his office; i.e. the period from 01.01.2012 to 15.07.2012 and for the term of his office of the Chairperson of the Supervisory Board; i.e. the period from 16.07.2012 to 31.12.2012.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 16
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Granting Approval for the Performance of Duties

§ 1

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Polish Companies Act and § 20.2 (c) of the Company's By-Law, the Ordinary General Meeting resolves to grant the approval for the performance of duties in 2012 to Bogusław Lipiński – Member of the Supervisory Board of ZUE Spółka Akcyjna with registered office in Cracow for the term of his office; i.e. the period from 01.01.2012 to 31.12.2012.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 17
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Granting Approval for the Performance of Duties

§ 1

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Polish Companies Act and § 20.2 (c) of the Company's By-Law, the Ordinary General Meeting resolves to grant the approval for the performance of duties in 2012 to Magdalena Lis – Member of the Supervisory Board of ZUE Spółka Akcyjna with registered office in Cracow for the term of her office; i.e. the period from 01.01.2012 to 31.12.2012.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 18
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Granting Approval for the Performance of Duties

§ 1

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Polish Companies Act and § 20.2 (c) of the Company's By-Law, the Ordinary General Meeting resolves to grant the approval for the performance of duties in 2012 to Piotr Korzeniowski – Member of the Supervisory Board of ZUE Spółka Akcyjna with registered office in Cracow for the term of his office; i.e. the period from 01.01.2012 to 31.12.2012.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 19
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Granting Approval for the Performance of Duties

§ 1

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Polish Companies Act and § 20.2 (c) of the Company's By-Law, the Ordinary General Meeting resolves to grant the approval for the performance of duties in 2012 to Michał Lis – Member of the Supervisory Board of ZUE Spółka Akcyjna with registered office in Cracow for the term of his office; i.e. the period from 16.07.2012 to 31.12.2012.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 20
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on the Number of the Supervisory Board Members

§ 1

Acting pursuant to Art. 385 § 1 of the Polish Companies Act and Art. 13.2 of the Company's Statutes, the Ordinary General Meeting resolves to appoint five members to the Supervisory Board.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 21
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Appointment to the Supervisory Board

§ 1

Acting pursuant to Art. 385 § 1 of the Polish Companies Act and Art. 13.1 of the Company's Statutes, the Ordinary General Meeting resolves to appoint Mr. Mariusz Szubra the Chairman of the Supervisory Board.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 22
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Appointment to the Supervisory Board

§ 1

Acting pursuant to Art. 385 § 1 of the Polish Companies Act and Art. 13.1 of the Company's Statutes, the Ordinary General Meeting resolves to appoint Mr. Michał Lis the Member of the Supervisory Board.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 23
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Appointment to the Supervisory Board

§ 1

Acting pursuant to Art. 385 § 1 of the Polish Companies Act and Art. 13.1 of the Company's Statutes, the Ordinary General Meeting resolves to appoint Mr. Bogusław Lipiński the Member of the Supervisory Board.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 24
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Appointment to the Supervisory Board

§ 1

Acting pursuant to Art. 385 § 1 of the Polish Companies Act and Art. 13.1 of the Company's Statutes, the Ordinary General Meeting resolves to appoint Mr. Piotr Korzeniowski the Member of the Supervisory Board.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.

Resolution no. 25
of the Ordinary General Meeting of ZUE Spółka Akcyjna
with registered office in Cracow of 27 May 2013
on Appointment to the Supervisory Board

§ 1

Acting pursuant to Art. 385 § 1 of the Polish Companies Act and Art. 13.1 of the Company's Statutes, the Ordinary General Meeting resolves to appoint Mrs. Magdalena Lis the Chairman of the Supervisory Board.

§ 2

This Resolution comes into force on the day of its adoption.

The Chairman of the Meeting stated the resolution in the said case had been unanimously adopted by way of secret ballot with 1.608.811 shares (about 7.31% of the Company's share capital) representing 1.608.811 valid "for" votes with no "abstention" or "against" votes or objections.