



Resolutions taken by extraordinary general meeting Fortis Bank Polska SA convened for June 29, 2010

All the Resolutions were taken unanimously with 16,739,799 votes "for" which represent 69.39% of the Bank's share capital:

Resolution No. 1

concerning election of the Chairman of the Meeting

The Extraordinary General Meeting of Fortis Bank Polska SA elects **Mark Selles** as the Chairman of the Meeting.

Resolution No. 2

concerning approval of the Agenda

The Extraordinary General Meeting of Fortis Bank Polska SA approves the presented Meeting Agenda.

AGENDA of the Extraordinary General Meeting of Fortis Bank Polska SA convened for 29 June 2010

1. Opening of the Extraordinary General Meeting of Shareholders
2. Election of the EGM Chairman.
3. Confirmation of a correct manner of convening the EGM and its ability to pass resolutions.
4. Approval of the EGM Agenda.
5. Election of the Returning Committee/Secretary of the EGM
6. Adopting a resolution regarding changing in the Supervisory Board composition
7. Adopting a resolution regarding Statute amendments
8. Closing of the Meeting.

Resolution No. 3

concerning election of the Secretary of the Meeting

The Extraordinary General Meeting of Fortis Bank Polska SA elects **Mark Selles** as the Secretary of the Meeting.

Resolution No. 4

concerning changes in the Supervisory Board's composition

The Extraordinary General Meeting of Fortis Bank Polska SA recalls Mr Jean-Marie Bellafiore from membership of the Supervisory Board effective June 30, 2010 and appoints as from July 1, 2010 the following persons as members of the Supervisory Board for the current five-year tenure which shall expire on the date of the Annual General Meeting approving financial statements for the financial year 2014:

1. Monika Bednarek
2. Jarosław Bauc
3. Andrzej Wojtyna
4. Jean Deullin

The new members of Supervisory Board: Ms. Monika Bednarek, Mr Jarosław Bauc and Mr Andrzej Wojtyna fulfill the independence criterion within the meaning of §13 section 1 point 1b of the Bank's Statute.



Since 1 July 2010, the Supervisory Board composition will be as follows:

1. Camille Fohl
2. Jos Clijsters
3. Lars Machenil
4. Mark Selles
5. Jean Deullin
6. Monika Bednarek
7. Jarosław Bauc
8. Andrzej Wojtyna

**Resolution No. 5
concerning amendments to the Bank's Statute**

1. The Extraordinary General Meeting of Fortis Bank Polska SA hereby amends the Bank's Statute as follows:

§ 16a section 2 and section 3 of the Statute shall have the following new wording:

„§ 16a

2. The primary scope of competence of the Board of Executives' President includes the management of the Board activity, convening and chairing of the Board meetings, presentation of the Board's standpoint before the Bank supervisory bodies and in external relations and also the oversight of the activity performed by the Bank's units responsible for internal audit and monitoring the observance of the Bank's internal regulations and commonly binding law (Compliance).

3. The primary scope of competence of the Executive, appointed subject to the consent of the Financial Supervision Authority, comprises risk management, including credit risk management.”

§ 17a section 5 of the Statute shall have the following new wording:

„§ 17a

5. The Board of Executives may group organisational units and create lines. A line is managed by a managing director. “

§ 20 section 2 of the Statute shall have the following new wording:

“§ 20

2. All capital categories and funds established originate from the net profit, unless regulations require or permit their creation, increase or replenishment in other way. The additional capital is established from net profit deductions, amounting to the level to be decided upon at the General Meeting. The additional capital shall also accommodate the surplus between the issue and nominal price of the Bank shares. “