

**FORM TO EXERCISE THE RIGHT TO VOTE BY PROXY**

It refers to exercising the right to vote by a proxy at the Annual General Meeting of Fortis Bank Polska S.A. with its registered office in Warsaw, convened for 29 June 2010 at 12:00 at ul. Suwak 3 in Warsaw.

**I. INFORMATION ON A SHAREHOLDER:**

\_\_\_\_\_  
*(name, surname/shareholder's business name)*

\_\_\_\_\_  
*(residence address/ registered office address)*

PESEL (national identification number) / REGON (business registration number) \_\_\_\_\_

**II. INFORMATION ON PROXY:**

\_\_\_\_\_  
*(name, surname/ proxy's business name)*

\_\_\_\_\_  
*(residence address/ registered office address)*

PESEL (national identification number) / REGON (business registration number) \_\_\_\_\_

\_\_\_\_\_ / \_\_\_\_\_  
*(date) (place)*

\_\_\_\_\_  
*(Shareholder's signature)*

**III. VOTES CAST WITH RESPECT TO RESOLUTIONS:**

**RESOLUTION No. 1**  
of the Annual General Meeting  
Fortis Bank Polska Joint Stock Company  
of June 29, 2010

**concerning election of the Chairman of the Meeting**

The Annual General Meeting of Fortis Bank Polska SA elect:  
..... as the Chairman of the Meeting

Votes:

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> I abstain from voting
Number of shares:	Number of shares:	Number of shares:
Contents of the objection: _____ _____		

**SHAREHOLDER'S INSTRUCTION TO THE PROXY:**

- at the proxy's discretion, or\*
- pursuant to the following rules\*

\_\_\_\_\_  
(\*delete as appropriate)

\_\_\_\_\_ / \_\_\_\_\_  
*(date) (place)*

\_\_\_\_\_  
*(Shareholder's signature)*

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**I. INFORMATION ON A SHAREHOLDER:**

\_\_\_\_\_  
*(name, surname/shareholder's business name)*

\_\_\_\_\_  
*(residence address/ registered office address)*

PESEL (national identification number) / REGON (business registration number) \_\_\_\_\_

**II. INFORMATION ON PROXY:**

\_\_\_\_\_  
*(name, surname/ proxy's business name)*

\_\_\_\_\_  
*(residence address/ registered office address)*

PESEL (national identification number) / REGON (business registration number) \_\_\_\_\_

\_\_\_\_\_, \_\_\_\_\_  
*(place) (date)*

\_\_\_\_\_  
*(Shareholder's signature)*

**III. VOTES CAST WITH RESPECT TO RESOLUTIONS:**

**RESOLUTION No. 2**  
of the Annual General Meeting  
Fortis Bank Polska Joint Stock Company  
of June 29, 2010

**concerning approval of the Agenda:**

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

Votes:

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> I abstain from voting
Number of shares:	Number of shares:	Number of shares:
Contents of the objection: _____ _____		

**SHAREHOLDER'S INSTRUCTION TO THE PROXY:**

- at the proxy's discretion, or\*
- pursuant to the following rules\*

\_\_\_\_\_  
*(\*delete as appropriate)*

\_\_\_\_\_, \_\_\_\_\_  
*(date) (place)*

\_\_\_\_\_  
*(Shareholder's signature)*

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**I. INFORMATION ON A SHAREHOLDER:**

\_\_\_\_\_  
*(name, surname/shareholder's business name)*

\_\_\_\_\_  
*(residence address/ registered office address)*

PESEL (national identification number) / REGON (business registration number) \_\_\_\_\_

**II. INFORMATION ON PROXY:**

\_\_\_\_\_  
*(name, surname/ proxy's business name)*

\_\_\_\_\_  
*(residence address/ registered office address)*

PESEL (national identification number) / REGON (business registration number) \_\_\_\_\_

\_\_\_\_\_, \_\_\_\_\_  
*(place) (date)*

\_\_\_\_\_  
*(Shareholder's signature)*

**III. VOTES CAST WITH RESPECT TO RESOLUTIONS:**

**RESOLUTION No. 3**  
of the Annual General Meeting  
Fortis Bank Polska Joint Stock Company  
of June 29, 2010

**concerning election of the Secretary of the Meeting**

The Extraordinary General Meeting of Fortis Bank Polska SA elect: ..... as the Secretary of the Meeting.

Votes:

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> I abstain from voting
Number of shares:	Number of shares:	Number of shares:
Contents of the objection: _____ _____		

**SHAREHOLDER'S INSTRUCTION TO THE PROXY:**

- at the proxy's discretion, or\*
- pursuant to the following rules\*

\_\_\_\_\_  
 \_\_\_\_\_  
 (\*delete as appropriate)

\_\_\_\_\_, \_\_\_\_\_  
*(date) (place)*

\_\_\_\_\_  
*(Shareholder's signature)*

**FORM TO EXERCISE THE RIGHT TO VOTE BY PROXY**

It refers to exercising the right to vote by a proxy at the Annual General Meeting of Fortis Bank Polska S.A. with its registered office in Warsaw, convened for 29 June 2010 at 12:00 at ul. Suwak 3 in Warsaw.

**I. INFORMATION ON A SHAREHOLDER:**

\_\_\_\_\_

*(name, surname/shareholder's business name)*

\_\_\_\_\_

*(residence address/ registered office address)*

PESEL (national identification number) / REGON (business registration number) \_\_\_\_\_

**II. INFORMATION ON PROXY:**

\_\_\_\_\_

*(name, surname/ proxy's business name)*

\_\_\_\_\_

*(residence address/ registered office address)*

PESEL (national identification number) / REGON (business registration number) \_\_\_\_\_

\_\_\_\_\_ , \_\_\_\_\_

*(place)*

*(date)*

\_\_\_\_\_

*(Shareholder's signature)*

**III. VOTES CAST WITH RESPECT TO RESOLUTIONS:**

**RESOLUTION No. 4**  
of the Annual General Meeting  
Fortis Bank Polska Joint Stock Company  
of June 29, 2010

**concerning changes in the Supervisory Board's composition**

The Extraordinary General Meeting of Fortis Bank Polska SA appoints as from June 29,2010 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. ....
2. ....

The new members of Supervisory Board fulfill the independence criterion within the meaning of §13 section 1 point 1b of the Bank's Statute.

Effective 29 June 2010, the Supervisory Board composition will be as follows:

1. ....
2. ....

Votes:

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> I abstain from voting
Number of shares:	Number of shares:	Number of shares:
Contents of the objection: _____		

**SHAREHOLDER'S INSTRUCTION TO THE PROXY:**

- at the proxy's discretion, or\*
- pursuant to the following rules\* \_\_\_\_\_

(\*delete as appropriate)

\_\_\_\_\_ (place) \_\_\_\_\_ (date)

\_\_\_\_\_  
(Shareholder's signature)

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**IV. INFORMATION ON A SHAREHOLDER:**

\_\_\_\_\_  
*(name, surname/shareholder's business name)*

\_\_\_\_\_  
*(residence address/ registered office address)*

PESEL (national identification number) / REGON (business registration number) \_\_\_\_\_

**V. INFORMATION ON PROXY:**

\_\_\_\_\_  
*(name, surname/ proxy's business name)*

\_\_\_\_\_  
*(residence address/ registered office address)*

PESEL (national identification number) / REGON (business registration number) \_\_\_\_\_

\_\_\_\_\_ ' \_\_\_\_\_  
*(place) (date)*

\_\_\_\_\_  
*(Shareholder's signature)*

**VI. VOTES CAST WITH RESPECT TO RESOLUTIONS:**

**RESOLUTION No. 5**  
of the Annual General Meeting  
Fortis Bank Polska Joint Stock Company  
of June 29, 2010

**concerning amendments to the Bank's Statute,**

1. Having considered the Board of Executives' motion and the Supervisory Board's opinion, the Extraordinary General Meeting of Fortis Bank Polska SA hereby adopts the following resolution:

§ 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, includes risk management, with 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. "**

The Resolution becomes effective on the day of its adoption.

Votes:

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Objection	<input type="checkbox"/> I abstain from voting
Number of shares:	Number of shares:	Number of shares:
Contents of the objection: _____		

**SHAREHOLDER'S INSTRUCTION TO THE PROXY:**

- at the proxy's discretion, or\*
- pursuant to the following rules\* \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
(\*delete as appropriate)

\_\_\_\_\_  
*(place)*

\_\_\_\_\_  
*(date)*

\_\_\_\_\_  
*(Shareholder's signature)*