

Current Report 15/2007



Resolutions taken by the Annual General Meeting

Pursuant to §39, item 1 point 5 of the Ordinance of the Finance Minister of October 19, 2005 regarding current and periodical information furnished by issuers of securities (Journal of Acts of 2005 No. 209, item 1744),

the Board of Executives of Fortis Bank Polska S.A. hereby presents the resolutions taken by the Annual General Meeting on June 15, 2007:

RESOLUTION No. 1 **concerning election of the Chairman of the Meeting**

The Annual General Meeting of Fortis Bank Polska SA elect Mr. Jos Clijsters as the Chairman of the Meeting

RESOLUTION No. 2 **concerning approval of the Agenda**

The Annual General Meeting of Fortis Bank Polska SA approve the presented Agenda of the Meeting.

AGENDA of the Annual General Meeting of Fortis Bank Polska SA convened for June 15, 2007

1. Opening of the Meeting.
2. Election of the Chairman of the Meeting and confirmation of the Meeting legality.
3. Approval of the Agenda.
4. Election of the Secretary of the Meeting.
5. Presentation of the 2006 Financial Statements, the Board of Executives' Report regarding Fortis Bank Polska activity in 2006 and the 2006 Supervisory Board's Report.
6. Adopting resolutions regarding the following issues:
 - a. consideration and approval of the 2006 Financial Statements and the 2005 Board of Executives' Report.
 - b. approval of the 2006 Supervisory Board's Report.
 - c. approval of the discharge of Board of Executives' duties in the 2006 fiscal year.
 - d. approval of the discharge of the Supervisory Board's duties in the 2006 fiscal year.

- e. distribution of the 2006 profit
- 7. Adopting a resolution regarding amendments to the Bank Statute.
- 8. Adopting a resolution regarding changes in the Supervisory Board's composition.
- 9. Adopting a resolution regarding remuneration for the Supervisory Board members.
- 10. Miscellaneous.
- 11. Closing of the Meeting.

RESOLUTION No. 3
concerning election of the Secretary of the Meeting

The Annual General Meeting of Fortis Bank Polska SA elect Mrs. Małgorzata Ładecka as the Secretary of the Meeting.

RESOLUTION No. 4
concerning approval of the Financial Statements for the 2006 fiscal year and the Board of Executives' Report for the 2006 fiscal year

Having taken into consideration the opinion of the Supervisory Board and the opinion of certified auditors, the Annual General Meeting of Fortis Bank Polska SA hereby approve:

- financial statements for the 2006 fiscal year, including the balance sheet, profit and loss statement, cash flow statement and additional information, and
- the Board of Executives' Report for the 2006 fiscal year.

RESOLUTION No. 5
concerning approval of the Supervisory Board's Report for the 2006 fiscal year

The Annual General Meeting of Fortis Bank Polska SA, after consideration, approve the presented Supervisory Board's Report for the 2006 fiscal year.

RESOLUTION No. 6
concerning the approval of the discharge of duties of the Board of Executives' members in the 2005 fiscal year

Having considered the approved Financial Statements and the Board of Executives' Report, the Annual General Meeting of Fortis Bank Polska SA approve the discharge of duties in the 2006 fiscal year of the following Board of Executives' members:

- *Jan Bujak - President of the Board, Alexander Paklons - Senior Vice President,*
- *Bartosz Chyła - Vice President Zarządu, Jean-Luc Deguel - Vice President Zarządu,*
- *Jaromir Pelczarski - Vice President Zarządu, Koen Verhoeven - Vice President*

RESOLUTION No. 7
concerning the approval of the discharge of duties of the Supervisory Board members in the 2006 fiscal year

Having considered the approved Supervisory Board's Report, the Annual General Meeting of Fortis Bank Polska SA approve the discharge of duties in the 2006 fiscal year of the following Supervisory Board members:

Jos Clijsters - Chairman, Paul Dor (until June 2, 2006.) - Deputy Chairman, Antoni Potocki - Deputy Chairman, Werner Claes - Deputy Chairman, Zbigniew Dresler, Didier Giblet, Bernard Levie, Roland Saintrond (until June 2 2006.), Thierry Schuman, Peter Ullmann - Board Members.

RESOLUTION No. 8
concerning distribution of the 2006 profit

Having considered the Board of Executives' motion and the Supervisory Board's opinion, the Annual General Meeting of Fortis Bank Polska SA resolve that the net profit of the Bank for the 2006 fiscal year amounting to PLN 108.266.204,72 (say: one hundred and eight million two hundred and sixty six thousand two hundred four and 72/100 Polish zlotys) shall be allocated for the increase of own funds in the following way:

- PLN 58.266.204,72 (say: fifty eight million two hundred and sixty six thousand two hundred four and 72/ 100 Polish zlotys) for the reserve capital, and
- PLN 50.000.000,00 (say: fifty million Polish zlotys) for the general risk fund

RESOLUTION No. 9
concerning amendments to the Bank's Statute

The Annual General Meeting of Fortis Bank Polska SA, resolve to amend the Bank's Statute, as follows:

Article 5 § 1 item 7) shall read as follows:

The scope of Bank business shall include

7) participating in trading in financial instruments, including maintaining securities custody accounts,

Article 5 § 2 item 5) shall read as follows :

Within its legal capacity, the Bank may also:

8) perform and act as a go-between in performing brokerage services whose performance by the Bank does not constitute a brokerage activity or does not require the consent of the Financial Supervision Commission

In Article 5 § 2 new items 9)-12) are added in the following wording:

Within its legal capacity, the Bank may also

- 9) provide consulting services for enterprises regarding capital structure, enterprise strategy or other issues related to such structure or strategy;
- 10) provide consulting and other services regarding merger, division or takeover of enterprises;
- 11) provide additional services related to a firm commitment underwriting or stand-by underwriting;
- 12) performing the function of a representative bank under Bond Act dated June 29, 1995

In Article 13 after §1 new items 1a) i 1b) are added in the following wording:

1.a) At least two Supervisory Board Members shall know the Polish banking market well and specifically, they shall reside in Poland, be fluent in Polish and have appropriate experience regarding the Polish market that can be used in the supervision over the Bank's business.

1.b) At least two Supervisory Board Members are independent Members free of any relationship with the Bank, its shareholders or employees that might materially affect the ability to take impartial decisions by such independent Members.

In Article 16 after §1 new item 1a) is added in the following wording:

1.a) At least half of the Board of Executives' Members, including President of the Board of Executives, shall know the Polish banking market well and specifically, they shall reside in Poland, be fluent in Polish and have appropriate experience regarding the Polish market that can be used in the supervision over the Bank's Business.

RESOLUTION No. 10
concerning changes in the Supervisory Board's composition

The Annual General Meeting of Shareholders of Fortis Bank Polska S.A. acknowledge that Mr. Bernard Levie has resigned from the function of Supervisory Board Member as of June 15, 2007. Further, the Annual General Meeting of Shareholders of Fortis Bank Polska SA confirm that effective June 16, 2007, Mr. Bernard Levie will cease to be a Member of the Supervisory Board of Fortis Bank Polska SA. based in Warsaw.

RESOLUTION No. 11
concerning remuneration for the Supervisory Board's members:

The Annual General Meeting of Fortis Bank Polska SA decides that the monthly remuneration for the Supervisory Board's members shall remain unchanged.

Company representatives:

Date	Name and surname	Position/function	Signature
2007-06-15	Jan Bujak	President of the Board	