

# Current Report 16/2002



## Draft Resolutions for the Extraordinary Shareholders' Meeting

Pursuant to §49, item 1, point 3 of the Council of Ministers Ordinance dated October 16, 2001 regarding the current and periodical information disclosed by issuers of securities (Journal of Acts No. 139/2001, item 1569 and No. 31/2002, item 280), the Board of Executives of Fortis Bank Polska SA hereby presents the draft resolutions for the Extraordinary General Shareholders' Meeting to be held on October 31, 2002.

### **DRAFT RESOLUTIONS FOR THE GENERAL SHAREHOLDERS' MEETING OF FORTIS BANK POLSKA SA JOINT STOCK COMPANY to be held on October 31, 2002**

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

The Shareholders present at the General Shareholders' Meeting of Fortis Bank Polska SA elect:  
..... as the Chairman of the Meeting.

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

The Shareholders present at the Extraordinary General Shareholders' Meeting of Fortis Bank Polska SA approve the presented Agenda of the Meeting.

DRAFT AGENDA for the Extraordinary General Shareholders' Meeting of Fortis Bank Polska SA convened for October 31, 2002

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. Approval of the Rules of Procedures of the Meeting.
5. Election of the Secretary of the Meeting.
6. Adopting a resolution regarding amendments to the Bank Statute and authorization of the Supervisory Board to introduce a unified text of the amended Statute.
7. Miscellaneous.
8. Closing of the Meeting.

**RESOLUTION No. 3  
concerning approval of Rules of Procedure of the General Shareholders' Meeting**

The Shareholders present at the Extraordinary General Shareholders' Meeting of the Fortis Bank Polska SA approve the presented Rules of Procedure of the General Shareholders' Meeting, which constitute an enclosure to the present resolution.

**RESOLUTION No. 4  
concerning election of the Secretary of the Meeting:**

The Shareholders present at the Extraordinary General Shareholders' Meeting of Fortis Bank Polska SA elect: ..... as the Secretary of the Meeting.

**RESOLUTION No. 5  
concerning amendments to the Bank's Statute and authorization for the Supervisory Board to agree upon the unified text of the amended Bank's Statute:**

Pursuant to Article 430, § 1 of the Commercial Companies Code, the Extraordinary General Meeting of Shareholders of FORTIS BANK POLSKA SPÓŁKA AKCYJNA (the "Bank") hereby resolves on the following amendments to § 3, Section 2 of the Bank's Statute:

**1)** the provision marked with Letter **k)** shall read as follows:

"k) purchasing and selling foreign exchange,"

**2)** the following provisions marked as Letters **q), r) and s)** shall be added:

"q) intermediating within the scope of personal insurance, including life insurance,"

"r) rendering certification services under the regulations governing electronic signatures, except for issuing qualified certificates used by the Bank with regard to actions to which it is a party,"

"s) intermediating with residents making money transfers abroad and settlements with non-residents in Poland."

The General Meeting of Shareholders authorizes the Supervisory Board to agree upon the restated unified text of the Statute.