Warsaw, 10 January 2013

Resolutions adopted by the Annual General Meeting of Sygnity on 10 January 2013

The Management Board of Sygnity S.A. having its registered office in Warsaw (“Sygnity”, “the Company”) hereby informs that the Annual General Meeting of Sygnity held on 10 January 2013, represented by 4,254,942 valid votes of 4,254,942 shares, constituting 35.7972% of the Sygnity share capital, has passed the following resolutions:

Resolution no. 1
dated 10 January 2013
of the Annual General Meeting of Sygnity Spółka Akcyjna

on approving the report of the Management Board and the Company financial statement for the financial year ended 30 September 2012

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 1 of the Code of Commercial Companies, the Annual General Meeting hereby approves:

- the report of the Management Board on the Company business in the financial year ended 30 September 2012, and
- the Company financial statement for the financial year ended 30 September 2012, including the balance sheet as at 30 September 2012, showing the total assets and liabilities of PLN 419,626,000 and the profit and loss account for the period from 1 January 2011 to 30 September 2012, showing the net loss on PLN 12,046,000 and the total loss of PLN 12,060,000.

Voting results:
Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.
Total number of valid votes: 4,254,942, of which:
4,254,942 votes “for”,
0 votes “against” and
0 “abstaining” votes
Resolution no. 2

dated 10 January 2013

of the Annual General Meeting of Sygnity Spółka Akcyjna

on approving the report of the Management Board on the business of the Company Capital Group and consolidated financial statement of the Company Capital Group for the financial year ended 30 September 2012

The Annual General Meeting approves:

- the report of the Management Board on the business of the Company Capital Group in the financial year ended 30 September 2012, and
- consolidated financial statement of the Company Capital Group for the financial year ended 30 September 2012, including the consolidated balance sheet as at 30 September 2012 showing the total assets and liabilities of PLN 398,401,000 and the consolidated statements of total income for the period from 1 January 2011 to 30 September 2012 showing the net loss of PLN 11,452,000 and the total loss of PLN 11,414,000.

Voting results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

4,254,942 votes “for”,

0 votes “against” and

0 “abstaining” votes

Resolution no. 3

dated 10 January 2013

of the Annual General Meeting of Sygnity Spółka Akcyjna

on approving the report of the Supervisory Board for the financial year ended 30 September 2012 on the evaluation of reports of the Management Board on the business of the Company and Sygnity Capital Group, financial statements of the Company and Sygnity Capital Group for the financial year ended 30 September 2012, as well as concise evaluation of internal control system and risk management system significant for the Company and the Management Board’s motion on the coverage of loss for the financial year ended 30 September 2012
The Annual General Meeting approves the report of the Supervisory Board for the financial year ended 30 September 2012 on the evaluation of reports of the Management Board on the business of the Company and Sygnity Capital Group, financial statements of the Company and Sygnity Capital Group for the financial year ended 30 September 2012, as well as concise evaluation of internal control system and risk management system significant for the Company and the Management Board’s motion on the coverage of loss for the financial year ended 30 September 2012.

Voting results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

4,254,942 votes “for”,

0 votes “against” and

0 “abstaining” votes

Resolution no. 4
dated 10 January 2013
of the Annual General Meeting of Sygnity Spółka Akcyjna

on the coverage of loss for the financial year ended on 30 September 2012

Pursuant to Article 395 § 2 point 2 of the Code of Commercial Companies, the loss for the financial year ended 30 September 2012 is covered in such a way that the net loss of PLN 12,046,000 will be covered by the profit generated in subsequent years.

Voting results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

4,254,942 votes “for”,

0 votes “against” and

0 “abstaining” votes

Resolution no. 5
dated 10 January 2013
of the Annual General Meeting of Sygnity Spółka Akcyjna
Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Janusz R. Guy in the Company Management Board during the financial year ended 30 September 2012, of which:

- for the period from 10 July 2012 to 12 September 2012, i.e. for the period of acting in the Company Management Board, as a member of the Company Supervisory Board delegated to the Company Management Board by the Supervisory Board, pursuant to the resolution of the Company Supervisory Board of 10 July 2012 (pursuant to Article 383 of the Code of Commercial Companies),

- for the period from 12 September 2012 to 30 September 2012, i.e. for the period of acting as the President of the Company Management Board.

Secret ballot results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

3,694,942 votes “for”,

0 votes “against” and

560,000 “abstaining” votes

Resolution no. 6

dated 10 January 2013

of the Annual General Meeting of Sygnity Spółka Akcyjna

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Arkadiusz Lew-Kiedrowski in the Company Management Board during the financial year ended 30 September 2012.

Secret ballot results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

3,604,942 votes “for”,

560,000 “abstaining” votes
Resolution no. 7

dated 10 January 2013

of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Krzysztof Ducal

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Krzysztof Ducal in the Company Management Board during the financial year ended 30 September 2012.

Secret ballot results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

3,604,942 votes “for”,

0 votes “against” and

650,000 “abstaining” votes

Resolution no. 8

dated 10 January 2013

of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Magdalena Taczanowska

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Ms Magdalena Taczanowska in the Company Management Board during the financial year ended 30 September 2012.

Secret ballot results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.
Total number of valid votes: 4,254,942, of which:

3,604,942 votes “for”,

0 votes “against” and

650,000 “abstaining” votes

Resolution no. 9
dated 10 January 2013
of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Norbert Biedrzycki

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Norbert Biedrzycki in the Company Management Board during the financial year ended 30 September 2012.

Secret ballot results:
Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

2,452,842 votes “for”,

1,152,100 votes “against” and

650,000 “abstaining” votes

Resolution no. 10
dated 10 January 2013
of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Andrzej Paszyński

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Andrzej Paszyński in the Company Management Board during the financial year ended 30 September 2012.

Secret ballot results:
Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.
Resolution no. 11

dated 10 January 2013

dated 10 January 2013

dated 10 January 2013

dated 10 January 2013

of the Annual General Meeting of Sygnity Spółka Akcyjna

of the Annual General Meeting of Sygnity Spółka Akcyjna

of the Annual General Meeting of Sygnity Spółka Akcyjna

of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Ilona Weiss

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Ms Ilona Weiss in the Company Management Board during the financial year ended 30 September 2012.

Secret ballot results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

1,264,218 votes “for”,

2,340,724 votes “against” and

650,000 “abstaining” votes.

This resolution has not been adopted; therefore the General Annual Meeting did not acknowledge the fulfilment of duties by Ilona Weiss in the Company Management Board in the financial year ended 30 September 2012.

Resolution no. 12

dated 10 January 2013

dated 10 January 2013

dated 10 January 2013

dated 10 January 2013

of the Annual General Meeting of Sygnity Spółka Akcyjna

of the Annual General Meeting of Sygnity Spółka Akcyjna

of the Annual General Meeting of Sygnity Spółka Akcyjna

of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Jacek Kseń

...
Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Jacek Kseń in the Company Supervisory Board during the financial year ended 30 September 2012.

Secret ballot results:
Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.
Total number of valid votes: 4,254,942, of which:
4,254,942 votes “for”,
0 votes “against” and
0 “abstaining” votes.

Resolution no. 13
dated 10 January 2013
of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Tomasz Sielicki

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Tomasz Sielicki in the Company Supervisory Board during the financial year ended 30 September 2012.

Secret ballot results:
Number of shares equivalent to valid votes: 3,973,151 – the shares correspond to 33.4264% of the share capital.
Total number of valid votes: 3,973,151, of which:
3,973,151 votes “for”,
0 votes “against” and
0 “abstaining” votes.

Resolution no. 14
dated 10 January 2013
of the Annual General Meeting of Sygnity Spółka Akcyjna
on the acknowledgement of the fulfilment of duties by Piotr Rymaszewski

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Piotr Rymaszewski in the Company Supervisory Board during the financial year ended 30 September 2012.

Secret ballot results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

4,254,942 votes “for”,

0 votes “against” and

0 “abstaining” votes.

Resolution no. 15

dated 10 January 2013

of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Piotr Skrzyński

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Piotr Skrzyński in the Company Supervisory Board during the financial year ended 30 September 2012.

Secret ballot results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

4,254,942 votes “for”,

0 votes “against” and

0 “abstaining” votes.

Resolution no. 16

dated 10 January 2013
of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Ryszard Wojnowski

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Ryszard Wojnowski in the Company Supervisory Board during the financial year ended 30 September 2012.

Secret ballot results:

Number of shares equivalent to valid votes: 3,891,983 – the shares correspond to 32.7435% of the share capital.

Total number of valid votes: 3,891,983, of which:

3,891,983 votes “for”,

0 votes “against” and

0 “abstaining” votes.

Resolution no. 17
dated 10 January 2013
of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Janusz R. Guy

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Janusz R. Guy in the Company Supervisory Board during the financial year ended 30 September 2012.

Secret ballot results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

3,694,942 votes “for”,

0 votes “against” and

560,000 “abstaining” votes.
Resolution no. 18  
dated 10 January 2013  
of the Annual General Meeting of Sygnity Spółka Akcyjna  

on the acknowledgement of the fulfilment of duties by Tomasz Jędrzejczak

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Tomasz Jędrzejczak in the Company Supervisory Board during the financial year ended 30 September 2012.

Secret ballot results:
Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.
Total number of valid votes: 4,254,942, of which:
4,254,942 votes “for”,
0 votes “against” and
0 “abstaining” votes.

Resolution no. 19  
dated 10 January 2013  
of the Annual General Meeting of Sygnity Spółka Akcyjna  

on the acknowledgement of the fulfilment of duties by Andrzej Retman

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Andrzej Retman in the Company Supervisory Board during the financial year ended 30 September 2012.

Secret ballot results:
Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.
Total number of valid votes: 4,254,942, of which:
4,254,942 votes “for”,
0 votes “against” and
0 “abstaining” votes.
Resolution no. 20

dated 10 January 2013

of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Przemysław Aleksander Schmidt

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Przemysław Aleksander Schmidt in the Company Supervisory Board during the financial year ended 30 September 2012.

Secret ballot results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

4,254,942 votes “for”,

0 votes “against” and

0 “abstaining” votes.

Resolution no. 21

dated 10 January 2013

of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Grzegorz Szymański

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Grzegorz Szymański in the Company Supervisory Board during the financial year ended 30 September 2012.

Secret ballot results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

4,254,942 votes “for”,

0 votes “against” and

0 “abstaining” votes.
Resolution no. 22

dated 10 January 2013

of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Paweł Turno

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Paweł Turno in the Company Supervisory Board during the financial year ended 30 September 2012.

Secret ballot results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

3,973,152 votes “for”,

0 votes “against” and

281,790 “abstaining” votes.

Resolution no. 23

dated 10 January 2013

of the Annual General Meeting of Sygnity Spółka Akcyjna

on the acknowledgement of the fulfilment of duties by Jan Woźniak

Pursuant to Article 393 point 1 in relation to Article 395 § 2 point 3 of the Code of Commercial Companies, the Annual General Meeting of Sygnity S.A. hereby acknowledges the fulfilment of duties by Mr Jan Woźniak in the Company Supervisory Board during the financial year ended 30 September 2012.

Secret ballot results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

4,254,942 votes “for”,

0 votes “against” and

0 “abstaining” votes.
Resolution no. 24

of the Annual General Meeting of Sygnity S.A.

dated 10 January 2013

on the approval of the incentive programme in the financial year 2012 – 2013

The Annual General Meeting of the company under the business name Sygnity S.A. with its registered office in Warsaw (hereinafter “the Company”) hereby decides as follows:

§ 1. [Establishment of the Programme]

1. With a view to:
   1/ creating an incentive mechanism for members of the Management Board of Sygnity motivating them to activities ensuring the Company value growth as well as net profit growth,
   2/ a need for stabilising the management staff,
   3/ rewarding a contribution of members of the Management Board in the Company development and the financial result generated by the Company,

the Annual General Meeting hereby adopts the following incentive programme (hereinafter “the Incentive Programme” or “the Programme”).

2. The Incentive Programme will cover members of the Company Management Board, meeting the criteria laid down in Article 362 § 1 point 2) of the Act of 15 September 2000 – Code of Commercial Companies (Journal of Laws of 2000, No. 94, item 1037 as amended) (hereinafter “the Programme Participants” or “Eligible Persons”) who will be indicated by resolution of the Supervisory Board. The total number of persons covered by the Programme will not exceed 99 (say: ninety-nine).

3. The Incentive Programme will be implemented for the financial year ending 30 September 2013 (“the Financial Year” or “the Programme Implementation Year”).

§ 2. [Rules of Programme implementation]

1. The Programme Participants will have the right to purchase from the Company or the entity indicated by the Company not more than 150,000 (say: one hundred and fifty thousand) Company shares (hereinafter “Options”). One Option will entitle to purchase one ordinary bearer share of the Company (hereinafter “the Share”) at PLN 15.00 (say: fifteen zloty) per one Share. The entitled person will have a chance to exercise Options after having met the terms and conditions laid down in this resolution.

2. The Entitled Persons will have an opportunity to exercise Options provided that the Company shows the net profit of at least PLN 15,000,000 (say: fifteen million zloty) in the financial statement of the Company Capital Group, approved by the General Annual Meeting, for the Financial Year (hereinafter “the General Condition”).

The net profit will be determined without considering the effects of financial results not related to normal operation of the Company, including in particular: the result of revaluation of current and future equity, result of fixed assets sale, financial effects of apparent transactions and all expenses related to the implementation and launch of this Programme.

3. A condition to implement the Programme within its entire scope is the purchase by the Company up to 150,000 shares, including 87,996 shares purchased by the Company so far under terms and conditions specified in resolution no. 26 of the Annual General Meeting dated 30 June 2011, including all the amendments introduced to this resolution. At the same time, the General Annual Meeting decides to allocate 87,996 shares purchased so far pursuant to resolution no. 26 of the General Annual Meeting dated 30 June 2011 to the execution of this Programme.
If, within 3 (three) months from the date of approval of the consolidated financial statement of the Company Capital Group for the financial year by the General Annual Meeting, the Company purchases fewer than 150,000 shares, including 87,996 shares purchased by the Company so far, the Programme will be executed exclusively in the part corresponding to the number of shares actually purchased and held by the Company. In this case, the Participants of the Programme will have the right to exercise a smaller number of Options, in proportion to a parity resulting from the number of Options granted by the Supervisory Board for the benefit of all Programme Participants in accordance with § 3 (1) point 2.

4. Upon consent of the Supervisory Board, the Management Board may withdraw from the implementation of or withhold the Incentive Programme in its entirety or part during the Programme duration.

5. If, as a result of withdrawal from the introduction of the Incentive Programme or after having implemented the Programme, the Company is left with shares unsold for the benefit of the Programme Participants, the Management Board may dispose them at its discretion, in a manner being the most economically profitable for the Company.

§ 3 [Granting and exercise of Options]

1. By 31 March 2013, the Company Supervisory Board:
   1/ will draw up a list of the Programme Participants;
   2/ define the number of Options granted to each Programme Participant;

   - but if the Company is left with Options not granted to the benefit of the Programme Participant or with Options referred to in paragraph 7 below, then during the Financial Year the Supervisory Board may adopt a decision on placing a new person on the list of the Programme Participants and granting the remaining Options to that person.

2. Within 3 (three) months from the date of approval of the consolidated financial statement of the Company Capital Group for the Financial Year by the General Annual Meeting, the Supervisory Board:
   1/ will decide, based on the opinion of the certified auditor regarding the audit of the consolidated financial statement for the Programme Implementation Year whether the General Condition of the Option exercise has been met. If the General Condition has not been met, the Supervisory Board will decide, by way of resolution, on a failure to have met the condition of the Option exercise;
   2/ will decide whether a given Programme Participant has lost the Option, pursuant to § 3 (5) and (6);
   3/ will determine the number of Options subject to the exercise by particular Entitled Persons;
   4/ will submit an offer to the Programme Participants to purchase Shares as part of the Option exercise.

3. An Entitled Person may exercise the Option, i.e. accept the offer of purchasing the Shares by 30 September 2016, subject to the fact that if the Programme Participant, of any reason, is no longer authorised to be the member of the Company Management Board, the purchasing offer will expire within 6 (six) months from the date of termination of the member of the Management Board function exercised by the Entitled Person. Detailed terms and conditions of the exercise of Options by the Programme Participants will be defined by the Supervisory Board in the Regulations of the Incentive Programme.

4. Subject to paragraph 3, if the Options are not exercised by 30 September 2016 under terms and conditions specified by the Regulations of the Incentive Programme, the offer of purchasing the Shares submitted by the Company will expire.

5. The Entitled Person will lose the Options, if by 30 September 2013 the agreement between the Programme Participant and the Company, under which the Programme Participant performed the work or services for the Company is terminated by the Company, pursuant to Article 52 § 1 of the Act of 26 June 1974 Labour Code (Journal of Laws of 1998, No. 21, item 94 as amended) or due to reasons attributable to the Programme Participant not being an employee, equivalent to the circumstances laid down in Article 52 § 1 of the Act of 26 June 1974 Labour Code (Journal of Laws of 1998, No. 21, item 94 as amended).
6. If the agreement between the Programme Participant and the Company is terminated by the Company due to other reasons than those referred to in paragraph 5 or by the Programme Participant as a result of infringement of employee rights of the Programme Participant, the Programme Participant will be authorised to exercise Options in the number proportionate to the period of employment in the Programme Implementation Year, but if the calculated number of Options is fractional, the number of Options will be rounded down to the nearest integer.

7. The Supervisory Board declares, by way of resolution, the loss of Options by the Entitled Person. In such a case, the Supervisory Board may take the following decision regarding the Options that the Programme Participant has lost the right to:

1/ decision on a distribution of Options between the remaining Programme Participants,

2/ decision on including a new person in the Incentive Programme,

3/ decision on a distribution of Options between the remaining Programme Participants and granting Options to a new person,

4/ decision on the expiry of Options.

§ 4. [Regulations]

The General Annual Meeting of Shareholders hereby authorises and obliges the Company Supervisory Board to determine the Regulations of the Incentive Programme defining detailed rules, modes, dates as well as terms and conditions along with other issues necessary to proper implementation of the Programme, considering the rules specified in this Resolution and provisions of law, including the provisions of the Commission Regulation (EC) no. 2273/2003 of 22 December 2003 implementing Directive 2003/6/EC of the European Parliament and the Council as regards exemptions for buy-back programmes and stabilisation of financial instruments.

§ 5. [Final provisions]

The Resolution shall enter into force on the date of adoption thereof.

Voting results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

3,044,942 votes “for”,

1,210,000 votes “against” and

0 “abstaining” votes.

Resolution no. 25

of the Annual General Meeting of Sygnity S.A.

dated 10 January 2013

on the amendment of Resolution No. 26 dated 30 June 2011 on the adoption of the programme of purchasing own shares of the Company and determining terms and conditions of their purchase

§ 1
The Annual General Meeting of the Company, with regard to a withdrawal from the execution of the incentive programme adopted by resolution no. 25 of the Annual General Meeting dated 30 June 2011 and with a view to implementing a new incentive programme adopted by resolution no. 24 of the Annual General Meeting dated 10 January 2013, decides to amend the initial clause of Resolution No. 26 dated 30 June 2011 on the adoption of the programme of purchasing own shares of the Company and determining terms and conditions of their purchase to read as follows:

“The Annual General Meeting of the Company, with a view to implementing the Incentive Programme adopted by the Annual General Meeting by resolution no. 25 dated 30 June 2011 and the Incentive Programme adopted by the Annual General Meeting by resolution no. 24 dated 10 January 2013, acting pursuant to Article 393 point 6) of the Code of Commercial Companies and Article 362 § 1 point 8) of the Code of Commercial Companies hereby decides as follows:”

§ 2

The remaining part of Resolution No. 26 dated 30 June 2011 shall remain unchanged.

Voting results:

Number of shares equivalent to valid votes: 4,254,942 – the shares correspond to 35.7972% of the share capital.

Total number of valid votes: 4,254,942, of which:

3,044,942 votes “for”,

1,210,000 votes “against” and

0 “abstaining” votes.

*Legal basis: § 38 (1) point 7 of the Ordinance of the Minister of Finance of 19 February 2009 on current and periodic information to be published by issuers of securities and the conditions for recognizing information required by the laws of a non-member state as equivalent (Journal of Laws of 2009, No. 33, item 259)*