



Draft resolutions

**OF THE EXTRAORDINARY GENERAL
MEETING OF SHAREHOLDERS**

of Midas Spółka Akcyjna

scheduled for

26 August 2014

Draft 1

**Resolution No. .../2014
of the Extraordinary General Meeting of Shareholders
of Midas Spółka Akcyjna (the “Company”)
of 26 August 2014**

on: appointing the Chairman of the Extraordinary General Meeting

Article 1

Acting pursuant to Article 409 par. 1 of the Commercial Companies Code and Article 29 par. 29.1 of the Company’s Statute, read together with Article 5 par. 3 of the Rules of the General Meeting of the Company, the Extraordinary General Meeting of Shareholders of Midas Spółka Akcyjna hereby resolves to appoint Ms/Mr. as the Chairperson of the Extraordinary General Meeting.

Article 2

This resolution enters into force on the day it is adopted.

Article 3

The resolution was adopted in a vote by secret ballot.

Draft 2

**Resolution No. .../2014
of the Extraordinary General Meeting of Shareholders
of Midas Spółka Akcyjna (the "Company")
of 26 August 2014**

on: appointing the Returning Committee

Article 1

Acting pursuant to Article 7 par. 5 and Article 8 par. 1 of the Rules of the General Meeting of the Company, the Extraordinary General Meeting of Shareholders of Midas Spółka Akcyjna hereby resolves to appoint the following persons as members of the Returning Committee: [...]

Article 2

This resolution enters into force on the day it is adopted.

Article 3

The resolution was adopted in a vote by secret ballot.

Draft 3

**Resolution No. .../2014
of the Extraordinary General Meeting of Shareholders
of Midas Spółka Akcyjna (the "Company")
of 26 August 2014**

on: adopting the agenda for the Extraordinary General Meeting

Article 1

The Extraordinary General Meeting of Shareholders of Midas Spółka Akcyjna hereby resolves to adopt the following agenda for the Extraordinary General Meeting of the Company:

1. Opening of the Extraordinary General Meeting.
2. Electing the Chairman of the Extraordinary General Meeting.
3. Confirming that the Extraordinary General Meeting of Shareholders has been properly convened and is capable of adopting resolutions.
4. Appointing the Returning Committee.
5. Adopting the agenda.
6. Adoption of a resolution on granting consent to the establishment of a limited right *in rem* on the Company's assets.
7. Closing of the Extraordinary General Meeting.

Article 2

This resolution enters into force on the day it is adopted.

Article 3

The resolution was adopted in a vote by public ballot.

Draft 4

**Resolution No. .../2014
of the Extraordinary General Meeting of Shareholders
of Midas Spółka Akcyjna (the "Company")
of 26 August 2014**

**on: granting consent to the establishment of a limited right *in rem* on the
Company's assets**

Article 1

On the basis of Article 393 pt. 3 of the Commercial Companies Code, the Extraordinary General Meeting of Shareholders hereby gives its consent to encumber the Company's assets by establishing a registered pledge on a set of movable items and rights – owned by the Company – encompassing all the Company's movable items owned by it as on the day of signing the registered pledge agreement or acquired by it after the day of signing the registered pledge agreement, and also (a) all patents, trade marks used to mark goods and services, projects, business names, copyrights, project rights, personal rights, inventions, confidential information, know-how and all other intellectual property rights, irrespective of whether or not they are registered, and (b) benefits resulting from all applications and rights to make use of the Company's particular constituents of property and all other transferable property rights of the Company under any title or agreement, to which the Company is entitled on the day of signing the registered pledge agreement and which are acquired by the Company after the day of signing the registered pledge agreement, on terms and conditions and at the discretion of the Management Board of the Company.

Article 2

The Management Board is authorised to perform all legal or factual acts connected with establishing the aforementioned registered pledge.

Article 3

This resolution enters into force on the day it is adopted.

Article 4

The resolution was adopted in a vote by public ballot.