



Draft resolutions

**THE EXTRAORDINARY GENERAL
MEETING OF SHAREHOLDERS**

Midas Spółka Akcyjna

scheduled for

12 December 2013

Draft 1

**Resolution No. .../2013
of the Extraordinary General Meeting of Shareholders
of Midas Spółka Akcyjna (the "Company")
of 12 December 2013**

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. .../2013
of the Extraordinary General Meeting of Shareholders
of Midas Spółka Akcyjna (the "Company")
of 12 December 2013**

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. .../2013
of the Extraordinary General Meeting of Shareholders
of Midas Spółka Akcyjna (the "Company")
of 12 December 2013**

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. Appointing members of the Supervisory Board of the Company for a new term of office.
7. Establishing the amount of remuneration due to the Company's Supervisory Board members for their service during the new term of office.
8. 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. .../2013
of the Extraordinary General Meeting of Shareholders
of Midas Spółka Akcyjna (the "Company")
of 12 December 2013**

on: appointing a member of the Supervisory Board of the Company

Article 1

Acting pursuant to Article 385 par. 1 of the Commercial Companies Code read together with Article 16 par. 16.1 and Article 16 par. 16.2 of the Company's Statute, the Extraordinary General Meeting of Shareholders of Midas Spółka Akcyjna hereby appoints Ms/Mr (...) as a Member of the Supervisory Board of the Company, for a new term of office of the Supervisory Board commencing on 14 December 2013.

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 5

**Resolution No. .../2013
of the Extraordinary General Meeting of Shareholders
of Midas Spółka Akcyjna (the "Company")
of 12 December 2013**

**on: awarding remuneration to members of the Company's Supervisory Board
for their service.**

Acting pursuant to Article 392 par. 1 of the Commercial Companies Code and Article 22 of the Company's Statute, the Extraordinary General Meeting of the Company hereby resolves as follows:

Article 1

The remuneration of members of the Company's Supervisory Board is agreed to be as follows:

- I. the remuneration of the Chairman of the Supervisory Board is PLN [...] (..... zlotys) gross,
- II. the remuneration of a Member of the Supervisory Board other than the Chairman of the Supervisory Board is PLN [...] (..... zlotys) gross.

Article 2

The remuneration set forth in Article 1 is earned for participation in each meeting of the Company's Supervisory Board.

Article 3

The remuneration set forth herein applies as of the day on which the resolution enters into force.

Article 4

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

Article 5

The resolution was adopted in a vote by public ballot.