

Draft Resolutions for the Ordinary General Meeting of Shareholders of ACTION S.A. due to convene on 22.05.2014:

RESOLUTION No. 1

of the Ordinary General Meeting of the Shareholders of
the Company operating under the business name of ACTION Spółka Akcyjna
dated 22.05.2014

on appointing the Chairperson of the Meeting

Acting pursuant to Article 409 (1) of the Commercial Companies Code, the Ordinary General Meeting hereby resolves to appoint as Chairperson of the General Meeting.

RESOLUTION No. 2

of the Ordinary General Meeting of the Shareholders of
the Company operating under the business name of ACTION Spółka Akcyjna
dated 22.05.2014

on adopting the agenda

Acting pursuant to Article 9 (1b) and (2) of the Rules of Procedure of the General Meeting of the company ACTION S.A. – the Ordinary General Meeting hereby resolves to adopt the agenda in the wording presented in the notice on convening the General Meeting published on the Company's website www.action.pl2014 and in current report no. .../2014 of 2014.

RESOLUTION No. 3

of the Ordinary General Meeting of the Shareholders of
the Company operating under the business name of ACTION Spółka Akcyjna
dated 22.05.2014

on approving the Management Report for the Company for financial year 2013

Acting pursuant to Article 395 (1) and (2) (1) of the Commercial Companies Code, the Ordinary General Meeting of ACTION S.A. ("**Company**") hereby resolves the following:

To approve the Directors' Report on the Company's operations for financial year 2013 covering the period from 1 January 2013 to 31 December 2013.

RESOLUTION No. 4

of the Ordinary General Meeting of the Shareholders of
the Company operating under the business name of ACTION Spółka Akcyjna
dated 22.05.2014

on approving the Company's financial statements for financial year 2013

Acting pursuant to Article 395 (1) and (2) (1) of the Commercial Companies Code, the Ordinary General Meeting of ACTION S.A. ("**Company**") hereby resolves the following:

To approve the Company's financial statements for financial year 2013 covering the period from 1 January 2013 to 31 December 2013.

RESOLUTION No. 5

of the Ordinary General Meeting of the Shareholders of
the Company operating under the business name of ACTION Spółka Akcyjna
dated 22.05.2014

on approving the Supervisory Board's results report on the review of the Management Board's report, the Financial Statements, the Management Board's proposal and information regarding profit distribution and the evaluation of the Company's position for financial year 2013

Acting pursuant to Article 395 (1) and (5) of the Commercial Companies Code, the Ordinary General Meeting of ACTION S.A. ("**Company**") hereby resolves the following:

To approve the Supervisory Board's report on the results of the assessment of the Management Report, financial statements, and the Management Board's motion and information on the distribution of profit and assessment of the Company's standing for financial year 2013 covering the period from 1 January 2013 to 31 December 2013.

RESOLUTION No. 6

of the Ordinary General Meeting of the Shareholders of
the Company operating under the business name of ACTION Spółka Akcyjna
dated 22.05.2014

**on approving the consolidated financial statements of the ACTION S.A. Capital Group for financial year
2013**

Acting pursuant to Article 395 (1) and (5) of the Commercial Companies Code, the Ordinary General Meeting of ACTION S.A. ("**Company**") hereby resolves the following:

To approve the consolidated financial statements of the ACTION S.A. Capital Group for financial year 2013 covering the period from 1 January 2013 to 31 December 2013.

RESOLUTION No. 7

of the Ordinary General Meeting of the Shareholders of
the Company operating under the business name of ACTION Spółka Akcyjna
dated 22.05.2014

on approving the Management Report for the ACTION S.A. Capital Group for financial year 2013

Acting pursuant to Article 395 (1) and (5) of the Commercial Companies Code, the Ordinary General Meeting of ACTION S.A. ("**Company**") hereby resolves the following:

To approve the Management Board's Report on the operations of the ACTION S.A. Capital Group for financial year 2013 covering the period from 1 January 2013 to 31 December 2013.

RESOLUTION No. 8

of the Ordinary General Meeting of the Shareholders of
the Company operating under the business name of ACTION Spółka Akcyjna
dated 22.05.2014

on approving the Supervisory Board's report on the results of the assessment of the Management Report, consolidated financial statements, and the Management Board's motion and information on the distribution of profit and assessment of the ACTION S.A. Capital Group standing for financial year 2013

Acting pursuant to Article 395 (1) and (5) of the Commercial Companies Code, the Ordinary General Meeting of ACTION S.A. ("**Company**") hereby resolves the following:

To approve the Supervisory Board's report on the results of the assessment of the Management Report, consolidated financial statements, and the Management Board's motion and information on the distribution of profit and assessment of the ACTION S.A. Capital Group for financial year 2013 covering the period from 1 January 2013 to 31 December 2013.

RESOLUTION No. 9

of the Ordinary General Meeting of the Shareholders of
the Company operating under the business name of ACTION Spółka Akcyjna
dated 22.05.2014

on the distribution of Company profit for financial year 2013, and establishing the record date and the dividend payment date

Acting pursuant to Article 395 (1) and (2) (2) as well as Article 348 (1) and (3) of the Commercial Companies Code, the Ordinary General Meeting of ACTION S.A. ("**Company**") hereby resolves the following:

1. To approve the distribution of profit for financial year 2013 covering the period from 1 January 2013 to 31 December 2013 in the amount of PLN 62,767,647.73 (in words: sixty-two million, seven hundred and sixty-seven thousand, six hundred and forty-seven zloty, seventy-three groszy) in the following manner:
 - to allocate the amount of PLN 16,610,000 (in words: sixteen million, six hundred and ten thousand zloty), that is the amount of PLN 1 (in words: one zloty) per share for the payment of dividend to the Company's Shareholders,
 - to allocate the amount of PLN 46,157,647.73 (in words: forty-six million, one hundred and fifty-seven thousand, six hundred and forty-seven zloty, seventy-three groszy) for the supplementary capital,
2. To establish the record date on 30 May 2014.
3. To establish the date of the dividend payment on 16 June 2014.

RESOLUTION No. 10

of the Ordinary General Meeting of the Shareholders of
the Company operating under the business name of ACTION Spółka Akcyjna
dated 22.05.2014

on acknowledging the fulfilment of duties by Members of the Management Board in financial year 2013

Acting pursuant to Article 395 (1) and (2) (3) of the Commercial Companies Code, the Ordinary General Meeting of ACTION S.A. ("**Company**") hereby resolves the following:

To grant a vote of acceptance for the discharge of duties during financial year 2013 covering the period from 1 January 2013 to 31 December 2013 to:

- a. Piotr Bieliński, acting as President of the Management Board for this period;
- b. Edward Wojtysiak, acting as Vice-President of the Management Board for this period;
- c. Sławomir Harazin, acting as Vice-President of the Management Board for this period.

RESOLUTION No. 11

of the Ordinary General Meeting of the Shareholders of
the Company operating under the business name of ACTION Spółka Akcyjna
dated 22.05.2014

on acknowledging the fulfilment of duties by Members of the Supervisory Board for financial year 2013

Acting pursuant to Article 395 (1) and (2) (3) of the Commercial Companies Code, the Ordinary General Meeting of ACTION S.A. ("**Company**") hereby resolves the following:

To grant a vote of acceptance for the discharge of duties during financial year 2013 covering the period from 1 January 2013 to 31 December 2013 to:

- a. Iwona Bocianowska, Member of the Supervisory Board acting as Chair of the Supervisory Board for this period;
- b. Łukasz Pawłowski, Member of the Supervisory Board, Vice-Chair of the Supervisory Board, acting in the Supervisory Board for this period until 4 September 2013;
- c. Rafał Antczak, Independent Member of the Supervisory Board, acting in the Supervisory Board for this period until 19 July 2013;
- d. Karol Orzechowski, Independent Member of the Supervisory Board, Vice-Chair of the Supervisory Board, acting in the Supervisory Board for this period until 20 July 2013;

- e. Grażyna Łyko, Independent Member of the Supervisory Board, acting in the Supervisory Board for this period until 22 October 2013;
- f. Marek Jakubowski, Member of the Supervisory Board, acting as Secretary of the Supervisory Board for this period;
- g. Piotr Kosmala, Member of the Supervisory Board.