

Resolutions adopted by the Ordinary General Shareholders Meeting on

11.06.2013. "Resolution No. 1

The Ordinary General Shareholders Meeting of Inter Cars S. A. with its registered seat in Warsaw decides to appoint Wojciech Józef Olewniczak as Chairman of the General Meeting."

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 2

The Ordinary General Shareholders Meeting of Inter Cars S.A. based in Warsaw decides to adopt the presented agenda."

The resolution was adopted in open ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 3

The Ordinary General Shareholders Meeting of the company under the business name Inter Cars S.A., seated in Warsaw, approves the Board of Directors' statement of the Company's operations in 2012.

The resolution was adopted in open ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 4

The Ordinary General Shareholders Meeting of the company under the business name Inter Cars S.A., seated in Warsaw, approves the Board of Directors' statement of operations of the Inter Cars S.A. Capital Group in 2012.

The resolution was adopted in open ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 5

The Ordinary Meeting of Shareholders of Inter Cars S.A., having its registered seat in Warsaw, hereby approves the Company's financial statements for the financial year 2012, in particular:

1. Balance sheet of the Company drawn up as at 31 December 2012, which presents the total balance of assets, equity and liabilities in the amount of PLN 1,484,993,000 (one billion four hundred eighty-four million nine hundred and ninety-three thousand Polish zlotys);
2. The Balance Sheet prepared as at 31 December 2012, showing total assets and liabilities of PLN 72,501,000 (say seventy-two million and five hundred and one thousand Polish zlotys);

3. The Statement of Changes in the Share Capital for the financial year from 01 January 2012 to 31 December 2012, showing an increase in the share capital of PLN 68,251,000 (say: sixty-ne million two hundred and fifty-one thousand Polish zlotys);
4. Cash flow statement for the financial year from 01 January to 31 December 2012, which presents decrease in net cash by the amount of PLN 5,357,000 (five million three hundred and fifty-seven thousand Polish zlotys);
5. The additional information including the introduction and additional information and explanations.”

The resolution was adopted in open ballot, with addition that in favour of the Resolution 9,058,850 votes were vast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 6

The Ordinary General Shareholders Meeting of the company under the business name Inter Cars S.A., based in Warsaw, approves the consolidated statement of the Inter Cars S.A. Capital Group for the financial year 2012, in particular:

1/Consolidated balance sheet of the Inter Cars S.A. Corporate Group drawn up as at 31 December 2012, which presents the total balance of assets, equity and liabilities in the amount of PLN 1,548,391,000 (one billion five hundred and forty-eight million three hundred and ninety-one thousand Polish zlotys);

2/ Consolidated income statement of the Inter Cars S.A. Capital Group for the financial year from 1 January to 31 December 2012, which presents net profit in the amount of PLN 100,175,000 (one hundred million one hundred and seventy-five thousand Polish zlotys);

3/Statement of changes in consolidated equity of the Inter Cars S.A. Capital Group for the financial year from 1 January to 31 December 2012, which presents increase in equity by the amount of PLN 92,296,000 (ninety-two million two hundred and ninety-six thousand Polish zlotys);

4/Consolidated cash flow statement of the Inter Cars S.A. Corporate Group for the financial year from 1 January to 31 December 2012, which presents a decrease in net cash by the amount of PLN 23,748,000 (twenty-three million seven hundred and forty-eight thousand Polish zlotys);

5/ The additional information including the introduction to the consolidated financial statement and additional information and explanations.

The resolution was adopted in open ballot, with addition that in favour of the Resolution 9,058,850 votes were vast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 7

The Ordinary Meeting of Shareholders of Inter Cars S.A., having its registered seat in Warsaw, having considered the opinion of the Supervisory Board on the Management Board's report, hereby decides that the entire net profit of PLN 72,501,000 generated in 2012 shall be paid towards the supplementary capital.

The resolution was adopted in open ballot, with addition that in favour of the Resolution 9,058,850 votes were vast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 8

The Ordinary General Meeting of Inter Cars S.A., with its registered seat in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Robert Kierzek for performance of his obligations as President of the Company's Board of Directors and in 2012."

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 9

The Ordinary General Meeting of Inter Cars S.A., with its registered seat in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Krzysztof Teofil Oleksowicz for performance of his obligations as Member of the Company's Board of Directors and in 2012."

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 4,576,579 votes were cast, 4,576,579 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 32.30% of the share capital. All votes cast were valid, i.e. the total number of valid votes was 4,576,579. There were no votes against or abstaining votes. No objections were raised against the Resolution, whereas Mr Krzysztof Teofil Oleksowicz did not take part in the voting, pursuant to article 413 of Code of Commercial Companies.

"Resolution no. 10

The Ordinary General Meeting of Inter Cars S.A., with its registered seat in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Krzysztof Soszyński for performance of his obligations as Member of the Company's Board of Directors and in 2012."

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 11

The Ordinary General Meeting of Inter Cars S.A., with its registered seat in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Wojciech Milewski for performance of his obligations as Member of the Company's Board of Directors and in 2012."

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 12

The Ordinary General Meeting of Inter Cars S.A., with its registered seat in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Witold Franciszek Kmiecniak for performance of his obligations as Member of the Company's Board of Directors and in 2012."

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 13

The Ordinary General Meeting of Inter Cars S.A., with its registered seat in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Piotr Józef Kraska for performance of his obligations as Member of the Company's Board of Directors and in 2012."

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 14

The Ordinary General Meeting of Inter Cars S.A., with its registered seat in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Andrzej Oliszewski for performance of his obligations as President of the Company's Supervisory Board and in 2012."

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 7,706,850 votes were cast, 7,706,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 54.40% of the share capital. All votes cast were valid, i.e. the total number of valid votes was 7,706,850. There were no votes against or abstaining votes. No objections were raised against the Resolution, whereas Mr Andrzej Oliszewski did not take part in the voting, pursuant to article 413 of Code of Commercial Companies.

"Resolution no. 15

The Ordinary General Meeting of Inter Cars S.A., with its registered seat in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Jacek Marek Klimczak for performance of his obligations as Member of the Company's Supervisory Board and in 2012."

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 16

The Ordinary General Meeting of Inter Cars S.A., with its registered seat in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Michał Marczak for performance of his obligations as Member of the Company's Supervisory Board and in 2012."

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 17

The Ordinary General Meeting of Inter Cars S.A., with its registered seat in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Maciej Oleksowicz for performance of his obligations as Member of the Company's Supervisory Board and in 2012."

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast,

i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 18

The Ordinary General Meeting of Inter Cars S.A., with its registered seat in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Piotr Zbigniew Płoszajski for performance of his obligations as Member of the Company's Supervisory Board and in 2012.”

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,058,850 votes were cast, 9,058,850 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 63.94% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,058,850 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

Due to the depletion of presented agenda, the Chairman closed the Ordinary General Meeting.