

Resolutions passed by the Extraordinary General Meeting on December 15th 2016

“Resolution No. 1
of the Extraordinary General Meeting
of Inter Cars Spółka Akcyjna
held on December 15th 2016
to appoint the Chairperson of the General Meeting

The General Meeting of Inter Cars S.A. of Warsaw hereby resolves to appoint Marek Maciąg as the Chairperson of the General Meeting.”

The resolution was adopted by secret ballot. All votes cast in the exercise of the voting rights attached to the 7,154,516 shares participating in the vote (which represented 50.50% of the Company's share capital, comprising a total of 14,168,100 shares) were valid. Accordingly, the total number of valid votes cast was 7,154,516, with 7,154,516 votes in favour of the resolution, no votes against, no abstentions and no objections by dissenting shareholders.

Resolution No. 2
of the Extraordinary General Meeting
of Inter Cars Spółka Akcyjna
held on December 15th 2016
to approve the agenda for the General Meeting

The Extraordinary General Meeting of Inter Cars S.A. of Warsaw hereby approves the proposed agenda of the Extraordinary General Meeting.”

The resolution was adopted by open ballot. All votes cast in the exercise of the voting rights attached to the 7,154,516 shares participating in the vote (which represented 50.50% of the Company's share capital, comprising a total of 14,168,100 shares) were valid. Accordingly, the total number of valid votes cast was 7,154,516, with 7,154,516 votes in favour of the resolution, no votes against, no abstentions and no objections by dissenting shareholders.

Resolution No. 3
of the Extraordinary General Meeting
INTER CARS Spółka Akcyjna
held on December 15th 2016

to grant consent to the creating of financial and registered pledges over shares in Inter Cars Marketing Services sp. z o.o.

Section 1

The Extraordinary General Meeting of Inter Cars S.A. of Warsaw (the “Company”), acting pursuant to Art. 393 in conjunction with Art. 398 of the Commercial Companies Code, as well as pursuant to Art. 16.4.11) of the Company's Articles of Association, hereby resolves to approve the encumbrance of all shares held by the Company in the share capital of Inter Cars Marketing Services sp. z o.o. of Warsaw (KRS 0000385181) with financial and registered pledges to secure claims that may arise from or under the Credit Facility Agreement of November 14th 2016 entered into, among others, by the Company as the borrower, pursuant to a pledge agreement to be concluded by the Company, as the pledgor, with a financial institution designated from among the lenders as the pledgee.

Section 2

This Resolution shall come into force as of its date.”

The resolution was adopted by open ballot. All votes cast in the exercise of the voting rights attached to the 7,154,516 shares participating in the vote (which represented 50.50% of the Company's share capital, comprising a total of 14,168,100 shares) were valid. Accordingly, the total number of valid votes cast was 7,154,516, with 7,142,374 votes in favour of the resolution, 12,142 votes against the resolution and no abstentions; no objections were raised against the Resolution.