

**RESOLUTION No. /2015
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 25 June 2015**

on approving the financial statements of PKO Bank Polski S.A. for the year ended 31 December 2014

Pursuant to Article 395 § 2 point 1 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

The Annual General Meeting approves the financial statements of PKO Bank Polski S.A. for the year ended 31 December 2014, composed of:

- 1) the profit and loss account for the period from 1 January 2014 to 31 December 2014, reporting a net profit in the amount of PLN 3 079 471k;
- 2) statement of comprehensive income;
- 3) statement of financial position as of 31 December 2014, reporting assets and total liabilities and equity amounting to PLN 243 760 527k;
- 4) statement of changes in equity;
- 5) statement of cash flow, showing a increase in net cash in the period between 1 January 2014 and 31 December 2014 by PLN 5 408 078k.
- 6) notes to the financial statements.

§ 2.

This resolution shall come into force as of the date of its adoption.

Rationale

to the draft resolution on approving the financial statements of PKO Bank Polski S.A. for the year ended 31 December 2014

Pursuant to Article 395 § 2 point 1 of the Commercial Companies Code, the annual general meeting shall examine and approve the financial statements for the preceding financial year.

In relation to the above the resolution should be considered at the Annual General Meeting.

The resolution has received the approval of the Supervisory Board.