

**RESOLUTION No. /2014
of the Annual General Meeting
of Powszechna Kasa Oszczędności
Bank Polski Spółka Akcyjna
of 26 June 2014**

on approving the consolidated financial statements of the PKO Bank Polski SA Group for the year ended 31 December 2013

Pursuant to Article 395 § 5 of the Commercial Companies Code, the Annual General Meeting adopts the following:

§ 1.

The Annual General Meeting approves the consolidated financial statements of the PKO Bank Polski SA Group for the year ended 31 December 2013, composed of:

- 1) consolidated profit and loss account for the period from 1 January 2013 to 31 December 2013, reporting a net profit attributable to the parent company in the amount of PLN 3 229 793k;
- 2) consolidated total income statements;
- 3) consolidated statements of financial position as of 31 December 2013, reporting assets and total liabilities and equity amounting to PLN 199 231 110k;
- 4) consolidated statements of changes in equity;
- 5) consolidated statements of cash flow, showing a decrease in net cash in the period between 1 January 2013 and 31 December 2013 by PLN 3 610 893k.;
- 6) notes to the consolidated financial statements.

§ 2.

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

Rationale

to the draft resolution on approving the consolidated financial statements of the PKO Bank Polski SA Group for the year ended 31 December 2013

Pursuant to Article 395 § 5 of the Commercial Companies Code, the annual general meeting shall examine and approve financial statements of the capital group within the meaning of the provisions on accounting.

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.