

FORM **Voting by proxy**

Proxy:

acting on behalf of

Shareholder:

at the General Meeting of LC Corp S.A. with its registered office in Wrocław on:
28 May 2013

The use of this form by the Proxy and Shareholder is not mandatory and is subject to the respective mutual agreement and obligations and the proceedings at the General Meeting. When completed by the Shareholder providing power of attorney to vote at the General Meeting, the form may be used as a voting card for the Proxy; in the case of a secret ballot, the completed form may be used solely as written instructions on the way of voting by the Proxy in such voting and shall be retained by the Proxy. Should the Proxy vote with the form, the form shall be submitted to the Chairperson of the General Meeting at the latest before closing the voting on a resolution that according to the Shareholder's instruction is to be voted on with the form. The Chairperson of the General Meeting shall inform the General Meeting on the votes cast with the form and on this basis the vote shall be included in the overall number of votes cast on the resolution.

The form used in voting shall be attached to the book of minutes.

When votes are counted at the General Meeting with electronic vote counting equipment, this form will not apply and may be solely used as instructions from the Shareholder to the Proxy.

ATTENTION!

*Draft resolutions are presented herebelow. Under each draft resolution there is space for instructions on the way to vote from the Shareholder to the Proxy and columns to tick off the fact that the vote was cast and any objection to voting against a resolution in a specific voting. A vote is cast and an objection made by ticking the appropriate box in the column *. Additionally, if a Proxy casts different votes from different shares within one represented block of shares and one voting, they should insert the number of shares/votes in the relevant field which is dedicated to the specific vote in each voting. An incorrectly completed form or filed without fields ticked off by the Proxy that do not clearly show the Proxy's intention in each voting shall be disregarded in the relevant voting and results thereof. The Company informs that if the Shareholder and the Proxy use this form for voting, the compliance of the vote(s) cast and the relevant instructions will not be verified. The voting or failure to vote by the Proxy will be decisive, also when the behaviour of the Proxy is not compliant with the Shareholder's instructions.*

In order to facilitate the use of the form by the Proxy, each resolution is placed on a separate sheet of paper. The shareholder and the Proxy may use only certain pages of the form, at their discretion.

Resolution No. 1

§ 1.

Pursuant to Art. 409 § 1 of the Code of Commercial Companies and Partnerships, and § 4 i § 5 of LC Corp S.A General Meeting Bylaws, the General Meeting elects Mr./Ms. the Chairperson of the General Meeting.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> * FOR Number of shares: Number of votes:	Cast vote: <input type="checkbox"/> * AGAINST Number of shares: Number of votes: <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> * ABSTAIN FROM VOTING Number of shares: Number of votes:

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

Resolution No. 2

The Ordinary General Shareholders Meeting adopted the following agenda of *the meeting conforming to the announcement published on company's website on 26. April 2013*:

- 1) Opening of the Meeting.
- 2) Appointment of the Chairman of the Meeting.
- 3) Determination of the validity of convening the Ordinary General Shareholders Meeting and its ability to adopt the resolutions.
- 4) Adoption of the agenda of the meeting.
- 5) Presentation of the brief assessment of Company's situation made by the Supervisory Board containing the assessment of the internal control system and system of management of the risk material for the Company, the report from the activity of the Supervisory Board for fiscal year 2012 containing the assessment of the report of the Management Board from Company's activity and the financial statements for fiscal year 2012 and the assessment of the motion of the Management Board regarding the distribution of the profit.
- 6) Adoption of the resolution regarding the approval of the brief assessment of Company's situation made by the Supervisory Board, the report from the activity of the Supervisory Board for fiscal year 2012, assessment of the report of the Management Board from Company's activity and the financial statements for fiscal year 2012 and the assessment of the motion of the Management Board regarding the distribution of the profit for fiscal year 2012.
- 7) Adoption of the resolution regarding the review and approval of the report of the Management Board from Company's activity for fiscal year 2012.
- 8) Adoption of the resolution regarding the review and approval of the financial statements of the Company for fiscal year 2012.
- 9) Adoption of the resolution regarding the review and approval of the report of the Management Board from the activity of Capital Group LC Corp S.A. for fiscal year 2012.
- 10) Adoption of the resolution regarding the review and approval of the consolidated financial statements of Capital Group LC Corp S.A. for fiscal year 2012.
- 11) Adoption of resolutions on the issue of discharging the Management Board members from the fulfilment of duties for fiscal year 2012.
- 12) Adoption of the resolutions on the issue of discharging the Supervisory Board members from the fulfilment of duties for fiscal year 2012.
- 13) Review of the Management Board's motion regarding the distribution of the profit for fiscal year 2012.
- 14) Adoption of resolution regarding changes in the composition of the Supervisory Board.
- 15) Closing the Meeting.

§ 2.

The resolution shall come into force upon adopting it.

Shareholder's instructions for the Proxy Holder:		
<p>Cast vote:</p> <p><input type="checkbox"/> * FOR</p> <p>Number of shares:</p> <p>Number of votes:</p>	<p>Cast vote:</p> <p><input type="checkbox"/> * AGAINST</p> <p>Number of shares:</p> <p>Number of votes:</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Cast vote:</p> <p><input type="checkbox"/> * ABSTAIN FROM VOTING</p> <p>Number of shares:</p> <p>Number of votes:</p>

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

Resolution No. 3

§ 1

Pursuant to Art. 395 § 2 (3) of the Code of Commercial Companies and Partnerships and § 30 (1) (18) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to approve the Supervisory Board's Report on Performance in financial year 2012 including the assessment of the Management Board's report on the Company's performance and the financial statement for the financial year 2012, as well as the Management Board's proposal made with regard to profit distribution for fiscal year 2012.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> * FOR Number of shares: Number of votes:	Cast vote: <input type="checkbox"/> * AGAINST Number of shares: Number of votes: <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> * ABSTAIN FROM VOTING Number of shares: Number of votes:

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 4

§ 1.

Pursuant to Art. 393 (1) and Art. 395 § 2 (1) of the Code of Commercial Companies and Partnerships and § 30 (1) (1) of the Company's Articles of Association, upon examination of the Management Board's report on the Company's performance for the year 2012, the Ordinary General Meeting of Shareholders resolves to approve the Management Board's report on the Company's performance for the year 2012.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> * FOR <i>Number of shares:</i> <i>Number of votes:</i>	Cast vote: <input type="checkbox"/> * AGAINST <i>Number of shares:</i> <i>Number of votes:</i> <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> * ABSTAIN FROM VOTING <i>Number of shares:</i> <i>Number of votes:</i>

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 5

§ 1

Pursuant to Art. 393 (1) and Art. 395 § 2 (1) of the Code of Commercial Companies and Partnerships and § 30 (1) (1) of the Company's Articles of Association, upon examination of the Company's financial statement for the year 2012, the Ordinary General Meeting of Shareholders resolves to approve the Company's financial statement for the year 2012 including the following documents:

- 1) Balance Sheet as at 31 December 2012 presents assets and liabilities equal to 1,098,025 T PLN (in words: one billion ninety eight million and twenty five thousand PLN).
- 2) Profit and Loss Account for the financial year from 1 January 2012 to 31 December 2012 presents net income of 29,728 T PLN (in words: twenty nine million seven hundred and twenty eight thousand PLN).
- 3) Statement of Changes in Equity for the financial year from 1 January 2012 to 31 December 2012 presents increase in equity by 29,728 T PLN (in words: twenty nine million seven hundred and twenty eight thousand PLN).
- 4) Cash Flow Statement for the period from 1 January 2012 to 31 December 2012 presents increase of cash by the net amount of 32,498 T PLN (in words: thirty two million four hundred and ninety eight thousand PLN).
- 5) Additional information to the financial report - Accounting Policies and notes.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
<p>Cast vote:</p> <p><input type="checkbox"/>* FOR</p> <p>Number of shares:</p> <p>Number of votes:</p>	<p>Cast vote:</p> <p><input type="checkbox"/>* AGAINST</p> <p>Number of shares:</p> <p>Number of votes:</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Cast vote:</p> <p><input type="checkbox"/>* ABSTAIN FROM VOTING</p> <p>Number of shares:</p> <p>Number of votes:</p>

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 6

§ 1

Pursuant to Art. 395 § 5 of the Code of Commercial Companies and Partnerships and § 30 (1) (1) of the Company's Articles of Association, upon examination of the Management Board's report on the performance of LC Corp S.A. Capital Group for the year 2012, the Ordinary General Meeting of Shareholders resolves to approve the Management Board's report on the performance of LC Corp S.A. Capital Group for the year 2012.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> *FOR <i>Number of shares:</i> <i>Number of votes:</i>	Cast vote: <input type="checkbox"/> *AGAINST <i>Number of shares:</i> <i>Number of votes:</i> <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> *ABSTAIN FROM VOTING <i>Number of shares:</i> <i>Number of votes:</i>

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 7

§ 1

Pursuant to Art. 63c (4) of the Accounting Act and Art. 395 § 2 (1) of the Code of Commercial Companies and Partnerships and § 30 (1) (1) of the Company's Articles of Association, upon examination of the consolidated financial statement of LC Corp S.A. Capital Group for the year 2012, the Ordinary General Meeting of Shareholders resolves to approve the consolidated financial statement of LC Corp S.A. Capital Group for the year 2012 that comprises:

- 1) Consolidated Balance Sheet as at 31 December 2012 presents assets and liabilities equal to 1,670,397 T PLN (in words: one billion six hundred and seventy million three hundred and ninety seven thousand PLN),
- 2) Consolidated Profit and Loss Account for the financial year from 1 January 2012 to 31 December 2012 presents net income of 70,654 T PLN (in words: seventy million six hundred and fifty four thousand PLN),
- 3) Consolidated Statement of Changes in Equity for the financial year 2012 from 1 January 2012 to 31 December 2012 presents increase in equity by 45,654 T PLN (in words: forty five million six hundred and fifty four thousand PLN),
- 4) Consolidated Cash Flow Statement for the period from 1 January 2012 to 31 December 2012 presents increase of cash by the net amount of 7,188 T PLN (in words: seven million one hundred and eighty eight thousand PLN),
- 5) Additional information to the consolidated financial report - Accounting Policies and notes.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> * FOR <i>Number of shares:</i> <i>Number of votes:</i>	Cast vote: <input type="checkbox"/> * AGAINST <i>Number of shares:</i> <i>Number of votes:</i> <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> * ABSTAIN FROM VOTING <i>Number of shares:</i> <i>Number of votes:</i>

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 8

§ 1

Pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Code of Commercial Companies and Partnerships and § 30 (1) (4) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to grant a vote of acceptance in fiscal year 2012 to Mr. **Dariusz Niedośpiał** – President of the Management Board – confirming discharge of his duties for the period from 1 January 2012 to 31 December 2012.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> *FOR <i>Number of shares:</i> <i>Number of votes:</i>	Cast vote: <input type="checkbox"/> *AGAINST <i>Number of shares:</i> <i>Number of votes:</i> <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> *ABSTAIN FROM VOTING <i>Number of shares:</i> <i>Number of votes:</i>

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 9

§ 1

Pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Code of Commercial Companies and Partnerships and § 30 (1) (4) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to grant a vote of acceptance in fiscal year 2012 to Ms. **Joanna Jaskolska** – Vice President of the Management Board – confirming discharge of his duties for the period from 1 January 2012 to 31 December 2012.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> *FOR <i>Number of shares:</i> <i>Number of votes:</i>	Cast vote: <input type="checkbox"/> *AGAINST <i>Number of shares:</i> <i>Number of votes:</i> <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> *ABSTAIN FROM VOTING <i>Number of shares:</i> <i>Number of votes:</i>

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 10

§ 1

Pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Code of Commercial Companies and Partnerships and § 30 (1) (4) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to grant a vote of acceptance in fiscal year 2012 to Mr. **Tomasz Wróbel** – Member of the Management Board – confirming discharge of her duties for the period from 1 January 2012 to 31 December 2012.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> *FOR <i>Number of shares:</i> <i>Number of votes:</i>	Cast vote: <input type="checkbox"/> *AGAINST <i>Number of shares:</i> <i>Number of votes:</i> <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> *ABSTAIN FROM VOTING <i>Number of shares:</i> <i>Number of votes:</i>

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 11

§ 1

Pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Code of Commercial Companies and Partnerships and § 30 (1) (4) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to grant a vote of acceptance in fiscal year 2012 to Mr. **Mirosław Kujawski** – Member of the Management Board – confirming discharge of his duties for the period from 1 January 2012 to 31 December 2012.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> * FOR Number of shares: Number of votes:	Cast vote: <input type="checkbox"/> * AGAINST Number of shares: Number of votes: <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> * ABSTAIN FROM VOTING Number of shares: Number of votes:

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 12

§ 1

Pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Code of Commercial Companies and Partnerships and § 30 (1) (4) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to grant a vote of acceptance in fiscal year 2012 to Mr. **Leszek Czarnecki** – Chairman of the Management Board – confirming discharge of his duties for the period from 1 January 2012 to 31 December 2012.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> *FOR Number of shares: Number of votes:	Cast vote: <input type="checkbox"/> *AGAINST Number of shares: Number of votes: <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> *ABSTAIN FROM VOTING Number of shares: Number of votes:

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 13

§ 1

Pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Code of Commercial Companies and Partnerships and § 30 (1) (4) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to grant a vote of acceptance in fiscal year 2012 to Mr. **Andrzej Błażejowski** – Vice-Chairman of the Supervisory Board – confirming discharge of his duties for the period from 1 January 2012 to 31 December 2012.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> * FOR Number of shares: Number of votes:	Cast vote: <input type="checkbox"/> * AGAINST Number of shares: Number of votes: <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> * ABSTAIN FROM VOTING Number of shares: Number of votes:

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 14

§ 1

Pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Code of Commercial Companies and Partnerships and § 30 (1) (4) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to grant a vote of acceptance in fiscal year 2012 to Mr. **Ludwik Czarnecki** – Member of the Supervisory Board – confirming discharge of his duties for the period from 1 January 2012 to 31 December 2012.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> *FOR Number of shares: Number of votes:	Cast vote: <input type="checkbox"/> *AGAINST Number of shares: Number of votes: <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> *ABSTAIN FROM VOTING Number of shares: Number of votes:

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 15

§ 1

Pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Code of Commercial Companies and Partnerships and § 30 (1) (4) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to grant a vote of acceptance in fiscal year 2012 to Mr. **Remigiusz Baliński**– Member of the Supervisory Board – confirming discharge of his duties for the period from 1 January 2012 to 31 December 2012.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> * FOR Number of shares: Number of votes:	Cast vote: <input type="checkbox"/> * AGAINST Number of shares: Number of votes: <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> * ABSTAIN FROM VOTING Number of shares: Number of votes:

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 16

§ 1

Pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Code of Commercial Companies and Partnerships and § 30 (1) (4) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders resolves to grant a vote of acceptance in fiscal year 2012 to Mr. **Zbigniew Dorenda** – Member of the Supervisory Board – confirming discharge of his duties for the period from 1 January 2012 to 31 December 2012.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> *FOR <i>Number of shares:</i> <i>Number of votes:</i>	Cast vote: <input type="checkbox"/> *AGAINST <i>Number of shares:</i> <i>Number of votes:</i> <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> *ABSTAIN FROM VOTING <i>Number of shares:</i> <i>Number of votes:</i>

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 17

§ 1

Pursuant to the Art. 393 (1) and Art. 395 § 2 (2) of the Code of Commercial Companies and Partnerships and to § 30 (1) (2) of the Company's Articles of Association the Ordinary General Meeting of Shareholders, taking into account the Company's Financial Statement, resolves to dedicate the profit generated by the Company in 2012 amounting to 29,728 T PLN (in words: twenty nine million seven hundred and twenty eight thousand PLN), the amount in full zlotys: PLN 29,727,945.15 (in words: twenty nine million seven hundred and twenty seven thousand nine hundred and forty five 15/100 PLN) entirely to the supplementary capital.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> * FOR <i>Number of shares:</i> <i>Number of votes:</i>	Cast vote: <input type="checkbox"/> * AGAINST <i>Number of shares:</i> <i>Number of votes:</i> <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> * ABSTAIN FROM VOTING <i>Number of shares:</i> <i>Number of votes:</i>

Shareholder:.....
signature(s)

Proxy Holder:.....

Resolution No. 18

§ 1

Pursuant to article 385 § 1 of the Commercial Companies Code and § 15 of the Rules of the General Shareholders Meeting of LC Corp S.A. and pursuant to § 30 section 1 point 13 and § 18 section 4 of the Company's Charter, the Ordinary General Shareholders Meeting appoints to the composition of the Company's Supervisory Board Mrs./Mr.

§ 2.

The resolution takes effect on the day of its adoption.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> * FOR Number of shares: Number of votes:	Cast vote: <input type="checkbox"/> * AGAINST Number of shares: Number of votes: <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> * ABSTAIN FROM VOTING Number of shares: Number of votes:

Shareholder:.....
signature(s)

Proxy Holder:.....