

**Resolution No. XXVII/18/04/2016
of the Annual General Meeting of Getin Noble Bank S.A.
dated 18 April 2016**

on amendments to the Articles of Association of the Company

On the basis of Article 430(1) of the Code of Commercial Companies and Partnerships and on the basis of Article 6(7)(1) of the Articles of Association of Getin Noble Bank S.A., the Annual General Meeting of Getin Noble Bank S.A. hereby adopts as follows:

§1.

The Annual General Meeting of Getin Noble Bank S.A. hereby amends the Articles of Association of Getin Noble Bank S.A. as follows:

I. Article 4¹ is added in the following wording:

„§4¹ The Bank may perform activities connected with filing applications by electronic mail using data transmission system for establishment of children's benefits and sending to the Social Insurance Institution, upon client's request, data necessary for certification in order to create user account in the system provided by the Social Insurance Institution”

II. in Article 10(3) new point 12 is added in the following wording:

„12) considering and giving recommendations as well as making assessments within the whistleblowing.”

III. in Article 22(1) new point 3 is added and the Article 22(1) shall be read as follows:

“The following persons are entitled to make declarations regarding the Bank's property rights and obligations on behalf of the Bank and to sign documents on behalf of the Bank:

- 1) two Members of the Management Board acting jointly, or*
- 2) one Member of the Management Board acting jointly with a proxy, or*
- 3) one Member of the Management Board acting jointly with a power of attorney holder, acting within the authorization”;*

IV. Article 22(3) shall be read as follows:

“3. A power of general proxy is granted only as a joint one, i.e. its holder may only act jointly with at least one other authorized person”.

§2.

On the basis of Article 430(5) of the Annual General Meeting hereby authorizes the Supervisory Board to set the adopt the uniform text of the amended Articles of Association of the Company.

§3.

The resolution comes into force on the day of its adoption whereas the amendments to the Articles of Association adopted by this Resolution come into force according to Article 430(1) of the Polish Commercial Code of Companies and Partnerships on the date the amendments are entered into the register of entrepreneurs of the National Court Register upon prior consent of the Polish Financial Supervision Authority to



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the proposed amendments. Amendments to the Articles of Association of the Bank pointed in §1 point I of this Resolution do not require consent of the Polish Financial Supervision Authority.