

FORM
Voting by proxy

Proxy:

acting on behalf of

Shareholder:

at the General Meeting of Getin Noble Bank S.A. with its registered office in Warsaw on:
09 May 2017

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. I/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on election of the Chairperson of the General Meeting

§1.

On the basis of Article 409 § 1 of the Polish Code of Commercial Companies and Partnerships (Journal of Laws 2000 No. 94, item 1037 later amended) ("Code of Commercial Companies and Partnerships") the Annual General Meeting hereby elects Mr./Ms. Chairperson of the General Meeting.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. II/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on adoption of the Agenda of the General Meeting

§1.

The Annual General Meeting hereby adopts the Agenda, determined and published on the Company's website on 11 April 2017, as follows:

1. To open the Meeting.
2. To elect the Chairperson.
3. To acknowledge that the Meeting has been convened properly and has the power to adopt resolutions.
4. To adopt the Agenda of the Meeting.
5. To adopt a resolution to consider and approve the Management Board's report on the activities of Getin Noble Bank S.A. Capital Group and Getin Noble Bank S.A. in the financial year 2016.
6. To adopt a resolution to consider and approve Getin Noble Bank's financial statements for the financial year 2016.
7. To adopt a resolution to consider and approve Getin Noble Bank S.A. Capital Group's consolidated financial statements for the financial year 2016.
8. To adopt a resolution to consider and approve the Supervisory Board's report for the financial year 2016 and the Supervisory Board's brief assessment of the situation of Getin Noble Bank S.A.
9. To adopt a resolution to allocate profit for the financial year 2016.
10. To adopt resolutions to acknowledge fulfillment of duties by the members of the Management Board of Getin Noble Bank S.A. in the financial year 2016.
11. To adopt resolutions to acknowledge fulfillment of duties by the members of the Supervisory Board of Getin Noble Bank S.A. in the financial year 2016.
12. To adopt a resolution to appoint new members of the Supervisory Board.
13. To adopt a resolution to exclude preemptive rights to B series shares issued on the basis of a resolution of the Management Board regarding the increase of the initial capital of the Company within the limits of the target capital by private subscription.
14. To adopt a resolution on amendments to the Articles of Association of Getin Noble Bank S.A.
15. To close the Meeting.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p><i>No. of shares:</i></p> <p>.....</p> <p><i>No. of votes:</i></p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p><i>No. of shares:</i></p> <p>.....</p> <p><i>No. of votes:</i></p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p><i>No. of shares:</i></p> <p>.....</p> <p><i>No. of votes:</i></p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. III/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on consideration and approval of the Management Board's report on the activities of Getin Noble Bank S.A. Capital Group and Getin Noble Bank S.A. in the financial year 2016

On the basis of Article 393(1), Article 395(5)(2)(1) and Article 395(5) of the Code of Commercial Companies and Partnerships the Annual General Meeting adopts as follows:

§1.

The Annual General Meeting of Getin Noble Bank S.A. after considering "The Management Board's report on the activities of Getin Noble Bank S.A. Capital Group and Getin Noble Bank S.A. in the financial year 2016" hereby approves the above Report.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p><i>No. of shares:</i></p> <p>.....</p> <p><i>No. of votes:</i></p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p><i>No. of shares:</i></p> <p>.....</p> <p><i>No. of votes:</i></p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p><i>No. of shares:</i></p> <p>.....</p> <p><i>No. of votes:</i></p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. IV/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

**on consideration and approval of Getin Noble Bank S.A. financial statements
for the financial year 2016**

On the basis of Article 393(1) and Article 395(2)(1) of the Code of Commercial Companies and Partnerships the Annual General Meeting adopts as follows:

§1.

The Annual General Meeting of Getin Noble Bank S.A. after consideration of Getin Noble Bank S.A. financial statements for the financial year 2016 hereby approves Getin Noble Bank S.A. unit financial statements for the financial year 2016 containing as follows:

- 1) profit and loss statements for the period starting on 1 January 2016 and ending on 31 December 2016, which shows net profit of PLN 109,003 thousand,
- 2) statements on the total revenue for the period starting on 1 January 2016 and ending on 31 December 2016, which show total net revenue of PLN 44,745 thousand,
- 3) statements on the financial situation as at 31 December 2016, which assets and liabilities equal PLN 66 878 359 thousand,
- 4) statements on the changes in equity for the period starting on 1 January 2016 and ending on 31 December 2016, which shows the net increase in equity at PLN 44,745 thousand,
- 5) cash flow statements for the period starting on 1 January 2016 and ending on 31 December 2016, which shows the net decrease of cash at PLN 418,117 thousand,
- 6) accounting principles and additional information ("attached financial statements").

§ 2

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p><i>No. of shares:</i></p> <p><i>No. of votes:</i></p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p><i>No. of shares:</i></p> <p><i>No. of votes:</i></p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p><i>No. of shares:</i></p> <p><i>No. of votes:</i></p>

Shareholder:.....

Proxy:.....

**Resolution No. V/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

**on consideration and approval of Getin Noble Bank S.A. Capital Group financial statements
for the financial year 2016**

On the basis of Article 395(5) of the Code of Commercial Companies and Partnerships the Annual General Meeting adopts as follows:

§1.

The Annual General Meeting of Getin Noble Bank S.A. after consideration of Getin Noble Bank S.A. Capital Group consolidated financial statements for the financial year 2016 hereby approves Getin Noble Bank S.A. Capital Group consolidated financial statements for the financial year 2016 containing as follows:

- 1) consolidated profit and loss statements for the period starting on 1 January 2016 and ending on 31 December 2016, which shows net profit of PLN 38,648 thousand,
- 2) consolidated statements on the total revenue for the period starting on 1 January 2016 and ending on 31 December 2016, which show total net revenue of PLN 102,771 thousand,
- 3) consolidated statements on the financial situation as at 31 December 2016, which assets and liabilities equal PLN 66,517,146 thousand,
- 4) consolidated statements on the changes in equity for the period starting on 1 January 2016 and ending on 31 December 2016, which shows the net increase in equity at PLN 49,411 thousand,
- 5) consolidated cash flow statements for the period starting on 1 January 2016 and ending on 31 December 2016, which shows the net decrease of cash at PLN 278,786 thousand,
- 6) accounting principles and additional information ("attached financial statements").

§ 2

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. VI/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on consideration and approval of the “Report of the Supervisory Board of Getin Noble Bank S.A. for the financial year 2016 together with a brief assessment of the situation of the Company” containing the assessment of the Management Board’s report on Getin Noble Bank S.A. activities and Getin Noble Bank S.A. financial statements for the financial year 2016

On the basis of Article 382(3) of the Code of Commercial Companies and Partnerships and Article 10(3)(6) of the Articles of Association of the Company as well as in connection with the requirements resulting from the “Corporate Governance Principles for Supervised Institutions” adopted by the Polish Financial Supervision Authority dated 22 July 2014 (“Principles”) and “Best Practices of GPW Listed Companies 2016” adopted by the GPW Supervisory Board dated 13 October 2015 (“Best Practices”), the Annual General Meeting adopts as follows:

§1.

The Annual General Meeting of Getin Noble Bank S.A. hereby approves the “Report of the Supervisory Board of Getin Noble Bank S.A. for the financial year 2016 together with a brief assessment of the situation of the Company” including:

- 1) the summary of the activities of the Supervisory Board in the financial year 2016 and its committees as well as the assessment of the Management Board’s report on Getin Noble Bank S.A. activities and Getin Noble Bank S.A. financial statements and Getin Noble Bank S.A. Capital Group financial statements for the financial year 2016 and the assessment of the Management Board’s motion regarding distribution of profit;
- 2) the assessment of applying Principles and way of fulfillment of obligations imposed on the Bank according to the Best Practices including the assessment of the situation of the Company with the consideration of the assessment of internal control system, risk management system, compliance and internal audit function.

§2.

In compliance with the Principles requirements, on the basis of the information included in the Management Board’s report on Getin Noble Bank S.A. activities in the financial year 2016 and the assessment included in the Supervisory Board’s report, the Annual General Meeting of Getin Noble Bank S.A. hereby states that the policy of remuneration applied by the Bank contributes to the development and security of the Bank’s operations.

§3.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder’s Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p><i>No. of shares:</i></p> <p>.....</p> <p><i>No. of votes:</i></p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p><i>No. of shares:</i></p> <p>.....</p> <p><i>No. of votes:</i></p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p><i>No. of shares:</i></p> <p>.....</p> <p><i>No. of votes:</i></p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. VII/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on distribution of profit for the financial year 2016

On the basis of Article 395(2)(2) of the Code of Commercial Companies and Partnerships and on the basis of § 34(1) of the Articles of Association of Getin Noble Bank S.A. and considering the Supervisory Board's assessment of the Management Board's motion the Annual General Meeting adopts as follows:

§1.

The Annual General Meeting of Getin Noble Bank S.A. hereby decides to assign the net profit of Getin Noble Bank S.A. for the financial year 2016 in the amount of PLN 109 003 471,24 (in words: one hundred and nine million three thousand four hundred and seventy-one zloty and twenty-four) to the reserve fund increase.

§ 2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. VIII/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on acknowledgement of fulfillment of duties by Mr. Krzysztof Rosiński

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. acknowledges fulfillment of duties in the financial year 2016 by Mr. Krzysztof Rosiński - the President of the Management Board of Getin Noble Bank S.A. from 01 January 2016 to 31 December 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. IX/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on acknowledgement of fulfillment of duties by Mr. Artur Klimczak

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. acknowledges fulfillment of duties in the financial year 2016 by Mr. Artur Klimczak – the Vice- President of the Management Board of Getin Noble Bank S.A. from 01 January 2016 to 31 December 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
Vote: <input type="checkbox"/> *FOR No. of shares: No. of votes:	Vote: <input type="checkbox"/> *AGAINST No. of shares: No. of votes: <input type="checkbox"/> OBJECTION	Vote: <input type="checkbox"/> *ABSTAIN No. of shares: No. of votes:

Shareholder:.....

Proxy:.....

**Resolution No. X/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on acknowledgement of fulfillment of duties by Mr. Radosław Stefurak

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. acknowledges fulfillment of duties in the financial year 2016 by Mr. Radosław Stefurak - a Member of the Management Board of Getin Noble Bank S.A. from 1 January 2016 to 31 December 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
Vote: <input type="checkbox"/> *FOR No. of shares: No. of votes:	Vote: <input type="checkbox"/> *AGAINST No. of shares: No. of votes: <input type="checkbox"/> OBJECTION	Vote: <input type="checkbox"/> *ABSTAIN No. of shares: No. of votes:

Shareholder:.....

Proxy:.....

**Resolution No. XI/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on acknowledgement of fulfillment of duties by Mr. Karol Karolkiewicz

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. acknowledges fulfillment of duties in the financial year 2016 by Mr. Karol Karolkiewicz - a Member of the Management Board of Getin Noble Bank S.A. from 1 January 2016 to 31 December 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. XII/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on acknowledgement of fulfillment of duties by Mr. Maciej Szczechura

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. acknowledges fulfillment of duties in the financial year 2016 by Mr. Maciej Szczechura - a Member of the Management Board of Getin Noble Bank S.A. from 1 January 2016 to 31 December 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
Vote: <input type="checkbox"/> *FOR No. of shares: No. of votes:	Vote: <input type="checkbox"/> *AGAINST No. of shares: No. of votes: <input type="checkbox"/> OBJECTION	Vote: <input type="checkbox"/> *ABSTAIN No. of shares: No. of votes:

Shareholder:.....

Proxy:.....

**Resolution No. XIII/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on acknowledgement of fulfillment of duties by Mr. Marcin Dec

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. acknowledges fulfillment of duties in the financial year 2016 by Mr. Marcin Dec - a Member of the Management Board of Getin Noble Bank S.A. from 1 January 2016 to 31 December 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. XIV/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on acknowledgement of fulfillment of duties by Mr. Krzysztof Basiaga

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. acknowledges fulfillment of duties in the financial year 2016 by Mr. Krzysztof Basiaga - a Member of the Management Board of Getin Noble Bank S.A. from 1 January 2016 to 31 December 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. XV/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on non-acknowledgement of fulfillment of duties by Mr. Grzegorz Tracz

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. does not acknowledge fulfillment of duties in the financial year 2016 by Mr. Grzegorz Tracz - a Member of the Management Board of Getin Noble Bank S.A. from 1 January 2016 to 7 June 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. XVI/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on acknowledgement of fulfillment of duties by Mr. Leszek Czarnecki

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. acknowledges fulfillment of duties in the financial year 2016 by Mr. Leszek Czarnecki - the Chairman of the Supervisory Board of Getin Noble Bank S.A. from 1 January 2016 to 31 December 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
Vote: <input type="checkbox"/> *FOR No. of shares: No. of votes:	Vote: <input type="checkbox"/> *AGAINST No. of shares: No. of votes: <input type="checkbox"/> OBJECTION	Vote: <input type="checkbox"/> *ABSTAIN No. of shares: No. of votes:

Shareholder:.....

Proxy:.....

**Resolution No. XVII/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on acknowledgement of fulfillment of duties by Mr. Remigiusz Baliński

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. acknowledges fulfillment of duties in the financial year 2016 by Mr. Remigiusz Baliński the Vice-Chairman of the Supervisory Board of Getin Noble Bank S.A. from 1 January 2016 to 31 December 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. XVIII/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on acknowledgement of fulfillment of duties by Mr. Krzysztof Bielecki

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. acknowledges fulfillment of duties in the financial year 2016 by Mr. Krzysztof Bielecki - a Member of the Supervisory Board of Getin Noble Bank S.A. from 1 January 2016 to 31 December 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. XIX/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on acknowledgement of fulfillment of duties by Mr. Jacek Lisik

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. acknowledges fulfillment of duties in the financial year 2016 by Mr. Jacek Lisik - a Member of the Supervisory Board of Getin Noble Bank S.A. from 1 January 2016 to 31 December 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>No. of votes:</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>No. of votes:</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>No. of votes:</p>

Shareholder:.....

Proxy:.....

**Resolution No. XX/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on acknowledgement of fulfillment of duties by Mr. Mariusz Grendowicz

On the basis of Article 393(1) and Article 395(2)(3) of the Code of Commercial Companies and Partnerships, 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. acknowledges fulfillment of duties in the financial year 2016 by Mr. Mariusz Grendowicz - a Member of the Supervisory Board of Getin Noble Bank S.A. from 12 May 2016 to 31 December 2016.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
Vote: <input type="checkbox"/> *FOR No. of shares: No. of votes:	Vote: <input type="checkbox"/> *AGAINST No. of shares: No. of votes: <input type="checkbox"/> OBJECTION	Vote: <input type="checkbox"/> *ABSTAIN No. of shares: No. of votes:

Shareholder:.....

Proxy:.....

**Resolution No. XXI/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on appointment of a Member of the Supervisory Board of Getin Noble Bank S.A.

On the basis of Article 385(1) of the Code of Commercial Companies and Partnerships and on the basis of Article 6(7)(3) 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 appoints Mr. [•] a Member of the Supervisory Board for the 3-year-term of office.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. XXII/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on appointment of a Member of the Supervisory Board of Getin Noble Bank S.A.

On the basis of Article 385(1) of the Code of Commercial Companies and Partnerships and on the basis of Article 6(7)(3) 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 appoints Mr. [•] a Member of the Supervisory Board for the 3-year-term of office.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. XXIII/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on appointment of a Member of the Supervisory Board of Getin Noble Bank S.A.

On the basis of Article 385(1) of the Code of Commercial Companies and Partnerships and on the basis of Article 6(7)(3) 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 appoints Mr. [•] a Member of the Supervisory Board for the 3-year-term of office.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. XXIV/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on appointment of a Member of the Supervisory Board of Getin Noble Bank S.A.

On the basis of Article 385(1) of the Code of Commercial Companies and Partnerships and on the basis of Article 6(7)(3) 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 appoints Mr. [•] a Member of the Supervisory Board for the 3-year-term of office.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>.....</p> <p>No. of votes:</p> <p>.....</p>

Shareholder:.....

Proxy:.....

**Resolution No. XXV/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on appointment of a Member of the Supervisory Board of Getin Noble Bank S.A.

On the basis of Article 385(1) of the Code of Commercial Companies and Partnerships and on the basis of Article 6(7)(3) 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 appoints Mr. [•] a Member of the Supervisory Board for the 3-year-term of office.

§2.

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p><i>No. of shares:</i></p> <p><i>No. of votes:</i></p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p><i>No. of shares:</i></p> <p><i>No. of votes:</i></p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p><i>No. of shares:</i></p> <p><i>No. of votes:</i></p>

Shareholder:.....

Proxy:.....

**Resolution No. XXVI/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

on exclusion of preemptive rights to B series shares issued on the basis of a resolution of the Management Board regarding the increase of the initial capital of the Company within the limits of the target capital by private subscription

§1

After considering the written opinion of the Management Board dated 11 April 2017 as presented below, according to Article 433(2) of the Polish Commercial Code of Companies and Partnerships justifying the exclusion of pre-emptive rights, the Annual General Meeting hereby deprives the shareholders of pre-emptive rights to B series shares issued on the basis of a resolution of the Management Board dated 11 April 2017, Register No. A 13061/2017 regarding the increase of the initial capital of the Company within the limits of the target capital by private subscription, in whole.

§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 in connection with the increase of the initial capital of the Company within the limits of the target capital made on the basis of a resolution of the Management Board dated 11 April 2017, Register No. A 13061/2017. The above shall follow entering the share capital increase to the register of entrepreneurs of the National Court Register according to Article 430(1) of the Polish Code of Commercial Companies and Partnerships.

§3

The resolution comes into force on the day of its adoption.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p>No. of shares:</p> <p>No. of votes:</p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p>No. of shares:</p> <p>No. of votes:</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p>No. of shares:</p> <p>No. of votes:</p>

Shareholder:.....

Proxy:.....

**Resolution No. XXVII/09/05/2017
of the Annual General Meeting of Getin Noble Bank S.A.
dated 09 May 2017**

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. in Article 4(3) new point 23 is added as follows:
"23) render non-brokerage investment advisory services"

II. Article 18(2) shall be read as follows:

"2. Appointment of the President of the Management Board of the Bank as well appointment of a Management Board Member supervising risk management essential for the Bank's activities as well as entrusting existing Member of the Management Board with a function of a Management Board Member supervising risk management essential for the Bank's activities shall require consent of the Polish Financial Supervision Activity".

§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 the proposed amendments.

Instruction for Shareholder's Proxy:		
<p>Vote:</p> <p><input type="checkbox"/> *FOR</p> <p><i>No. of shares:</i></p> <p><i>No. of votes:</i></p>	<p>Vote:</p> <p><input type="checkbox"/> *AGAINST</p> <p><i>No. of shares:</i></p> <p><i>No. of votes:</i></p> <p><input type="checkbox"/> OBJECTION</p>	<p>Vote:</p> <p><input type="checkbox"/> *ABSTAIN</p> <p><i>No. of shares:</i></p> <p><i>No. of votes:</i></p>

Shareholder:.....

Proxy:.....