

Resolution No. 8/2015
of the Supervisory Board of SECO/WARWICK S.A. of Świebodzin
dated April 23rd 2015

concerning: *Examination of and opinion on matters which are to be decided by resolutions of the Company's General Meeting to be held on May 26th 2015*

The Supervisory Board of SECO/WARWICK S.A., acting on the basis of Section 3.2.b) of the Rules of Procedure for the Supervisory Board of SECO/WARWICK S.A. and Section III.1.3) of the Code of Best Practice for WSE Listed Companies, resolves as follows:

Section 1

The Supervisory Board of SECO/WARWICK S.A. has examined the matters which are to be decided by resolutions of the Company's General Meeting to be held on May 26th 2015, included in the following agenda:

1. Opening of the Annual General Meeting.
2. Appointment of the Chair of the Annual General Meeting.
3. Confirmation that the Annual General Meeting has been properly convened and has the capacity to pass resolutions in accordance with the Company's Articles of Association and the Commercial Companies Code.
4. Election of the Ballot Counting Committee.
5. Adoption of the agenda.
6. Presentation by the Management Board of the following documents: the Directors' Reports on the Company's and the SECO/WARWICK Group's operations in the financial year 2014, the Company's financial statements for the financial year 2014, the consolidated financial statements of the SECO/WARWICK Group for the financial year 2014, and the Management Board's proposal regarding the net loss coverage for 2014.
7. Presentation by the Supervisory Board of the report on its activities in 2014 along with an assessment of the Directors' Report on the Company's operations in the financial year 2014, the Company's financial statements for the financial year 2014, and the Management Board's proposal regarding the net loss coverage for 2014.
8. Examination of the Directors' Report on the Company's operations, the Company's financial statements for the financial year 2014 and the proposal regarding the net loss coverage for 2014, as well as of the Directors' Report on the SECO/WARWICK Group's operations and the consolidated financial statements of the SECO/WARWICK Group for the financial year 2014.
9. Examination of the Supervisory Board's report on assessment of the Directors' Report on the Company's operations and the Company's financial statements for the financial year 2014 with regard to their consistency with the relevant accounting records and evidence, as well as with the facts, and of the Management Board's proposal regarding the net loss coverage for 2014.
10. Adoption of a resolution to approve the Company's financial statements for the financial year 2014.

11. Adoption of a resolution to approve the Directors' Report on the Company's operations in the financial year 2014.
12. Adoption of a resolution to approve the Directors' Report on the SECO/WARWICK Group's operations and the consolidated financial statements of the SECO/WARWICK Group for the financial year 2014.
13. Adoption of resolutions to grant discharge to members of the Company's Management Board in respect of their performance of duties in the financial year 2014.
14. Adoption of resolutions to grant discharge to members of the Company's Supervisory Board in respect of their performance of duties in the financial year 2014.
15. Adoption of a resolution concerning the net loss coverage for the period from January 1st 2014 to December 31st 2014.
16. Adoption of a resolution on determining the number of members of the Supervisory Board for a new term of office.
17. Adoption of a resolution on removing the existing members of the Supervisory Board and appointing Supervisory Board members for a new term of office.
18. Adoption of a resolution on determining the amount of remuneration for members of the Supervisory Board.
19. The Management Board's notification of acquisition of the Company's own shares pursuant to Art. 363.1 of the Commercial Companies Code, and adoption of a resolution acknowledging the Management Board's notification of the acquisition of the Company's own shares, submitted pursuant to Art. 363.1 of the Commercial Companies Code.
20. Miscellaneous.
21. Closing of the Annual General Meeting.

Section 2

The Supervisory Board of SECO/WARWICK S.A. gives an approving opinion on the matters which are to be decided by resolutions of the Company's General Meeting to be held on May 26th 2015, as set forth in the agenda referred to in Section 1 hereof and the draft resolutions of the General Meeting attached as an appendix hereto.

Section 3

This Resolution shall become effective as of its date.

The Resolution was passed by an open ballot.

Number of Supervisory Board members in attendance: _____

Votes in favour of the resolution: _____

Votes against the resolution: _____

Abstentions: _____