

**Draft resolutions of the Extraordinary General Meeting of Alior Bank S.A. convened for  
21 April 2017.**

*Re: item 2 of the Agenda*

**Resolution No. 1/2017  
of the Extraordinary General Meeting  
of Alior Bank Spółka Akcyjna  
held on 21 April 2017**

**On: The election of the Chairperson of the Extraordinary General Meeting.**

The Extraordinary General Meeting of Alior Bank S.A., with its registered office in Warsaw (the “**Bank**”), acting pursuant to Article 409§ 1 of the Act dated 15 September 2000, the Commercial Companies Code (the “**CCC**”), and § 16 section 1 of the Bank’s statute resolves as follows:

§ 1

The Extraordinary General Meeting hereby elects \_\_\_\_\_ as the Chairperson of the Meeting.

§ 2

The Resolution shall enter into force on the date of its adoption.

*Re: item 4 of the Agenda*

**Resolution No. 2/2017  
of the Extraordinary General Meeting  
of Alior Bank Spółka Akcyjna  
held on 21 April 2017**

**On: adoption of the Agenda**

§ 1

The Extraordinary General Meeting hereby adopts the following Agenda:

1. Opening of the Extraordinary General Meeting.
2. Election of the Chairperson of the Extraordinary General Meeting.
3. Acknowledgement that the Extraordinary General Meeting has been convened appropriately and is capable of adopting resolutions.
4. Adoption of the agenda.
5. Adoption of the resolutions to change the composition of the Supervisory Board.
6. Adoption of a resolution covering the costs of convening and holding the Extraordinary General Meeting
7. Closing of the Extraordinary General Meeting.

§ 2

The Resolution shall enter into force on the date of its adoption.

*Re: item 5 of the Agenda*

**Resolution No. .../2017  
of the Extraordinary General Meeting  
of Alior Bank Spółka Akcyjna  
held on 21 April 2017**

**On: changes in the composition of the Supervisory Board of the Bank.**

§ 1

Pursuant to article 385 § 1 of the Code of Commercial Companies and § 18 item 1 of the Bank's Articles of Association, the Extraordinary General Meeting of the Bank's Shareholders hereby references \_\_\_\_\_ from the composition of the Supervisory Board of the Bank.

§ 2

The Resolution shall enter into force on the date of its adoption.

**Resolution No. .../2017  
of the Extraordinary General Meeting  
of Alior Bank Spółka Akcyjna  
held on 21 April 2017**

**On: changes in the composition of the Supervisory Board of the Bank.**

§ 1

Pursuant to article 385 § 1 of the Code of Commercial Companies and § 18 item 1 of the Bank's Articles of Association, the Extraordinary General Meeting of the Bank's Shareholders hereby appoints \_\_\_\_\_ as a member of the Supervisory Board of the Bank.

§ 2

The Resolution shall enter into force on the date of its adoption.

*Re: item 6 of the Agenda*

**Resolution No. .../2017  
of the Extraordinary General Meeting  
of Alior Bank Spółka Akcyjna  
held on 21 April 2017**

**On: covering the costs of convening and holding the Extraordinary General Meeting**

§ 1

The Extraordinary General Meeting of the Bank., acting pursuant to Article 400 § 4 of Commercial Companies Code, hereby decides that the costs of convening and holding the Extraordinary General Meeting shall be borne by Alior Bank S.A.

§ 2

The Resolution shall enter into force on the date of its adoption.