



Issued by: ARCUS S.A.
Issued on: 23 June 2015

Subject: Resolutions adopted by the Ordinary General Meeting of ARCUS S.A. Company's Shareholders

Current report no 11/2015

Legal basis: Article 56.1.2 of the Act on Public Offering – Current and Periodic Information

Report content:

The Management Board of ARCUS S.A. ('the Company') hereby publishes enclosed the content of Resolutions adopted by the Ordinary General Meeting of Shareholders held on 23 June 2015 ('OGM'). The Ordinary General Meeting of Shareholders considered all items of planned agenda. No objections were raised as to the Ordinary General Meeting's Resolutions.

Detailed Legal basis:

Par. 38.1.7, 8, 9 of the Regulation of the Minister of Finance of 19 February 2009 on current and periodic information to be published by issuers of securities and on conditions of recognition of information required under non-member state law regulations as equivalent (Journal of Laws No. 33 item 259 as amended)

Attachments:

1. Content of Draft Resolutions to be presented at the Ordinary General Meeting of ARCUS S.A. Company's Shareholders

Point 2 of the Agenda:

Resolution No 1
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the appointment of a Chairperson of the Ordinary General Meeting of Shareholders

The Ordinary General Meeting of ARCUS S.A. Shareholders hereby resolves to appoint Ms. Sylwia Staszewska-Lisiak as a Chairperson of the Ordinary General Meeting of the Company's Shareholders.

After the voting, Mr Michał Czeredys stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously in a secret ballot with 4,850,000 votes for, no votes against and no abstentions.

Point 4 of the Agenda:

Resolution No 2
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the adoption of the Agenda

The Ordinary General Meeting of Shareholders of ARCUS S.A. hereby resolves to adopt the Agenda of the Ordinary General Meeting of Shareholders in wording consistent with the Agenda announced in the notice of this General Meeting published by the Company on 18 May 2015 in the current report No 4/2015 and on www.arcus.pl website.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in an open ballot** with 4,850,000 votes for, no votes against and no abstentions.*

Due to the fact that during the General Meeting, the electronic system for voting and votes counting was used, the Chairman proposed not to appoint the vote counting committee and adopt the following resolution:

Resolution No 3
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the non-appointment of the vote counting committee

The Ordinary General Meeting of Shareholders of ARCUS S.A. with its registered office in Warsaw hereby resolves not to appoint the vote counting committee for this General Meeting.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in an open ballot** with 4,850,000 votes for, no votes against and no abstentions.*

Point 5 of the Agenda:

Resolution No 4
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015

on the approval of the Supervisory Board's report on the results of the assessment of the Company's separate financial statement for the year ended 31 December 2014 and the
**Management Board's
report on Company's activities in 2014**

The Ordinary General Meeting of Shareholders of ARCUS S.A. hereby resolves to approve the Supervisory Board's report on the results of the assessment of the Company's separate financial statement for the year ended 31 December 2014 and the Management Board's report on Company's activities in 2014.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in an open ballot** with 4,850,000 votes for, no votes against and no abstentions.*

Point 6 of the Agenda:

**Resolution No 5
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2014
on the approval of the Supervisory Board's report on the results of the assessment of ARCUS
S.A. Capital Group's consolidated financial statement for the year ended 31 December 2014
and the Management Board's
report on ARCUS S.A. Capital Group's activities in 2014**

The Ordinary General Meeting of Shareholders of ARCUS S.A. hereby resolves to approve the Supervisory Board's report on the results of the assessment of ARCUS S.A. Capital Group's consolidated financial statement for the year ended 31 December 2014 and the Management Board's report on ARCUS S.A. Capital Group's activities in 2014.

After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously in an open ballot with 4,850,000 votes for, no votes against and no abstentions.

Point 7 of the Agenda:

**Resolution no 6
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the approval of the Supervisory Board's report on the results of the assessment of its
activities in 2014**

The Ordinary General Meeting of Shareholders of ARCUS S.A. hereby resolves to approve the Supervisory Board's report on the results of the assessment of its activities in 2014.

After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously in an open ballot with 4,850,000 votes for, no votes against and no abstentions.

Point 8 of the Agenda:

**Resolution No 7
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the approval of the Supervisory Board's reports regarding the assessment of the Company's
and the Capital Group's position in 2014**

The Ordinary General Meeting of Shareholders of ARCUS S.A. hereby resolves as follows:

Par. 1

The Supervisory Board's report regarding the assessment of the Company's position in 2014 is approved.

Par. 2

The Supervisory Board's report regarding the assessment of ARCUS S.A. Capital Group's position in 2014 is approved.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in an open ballot** with 4,850,000 votes for, no votes against and no abstentions.*

Point 9 of the Agenda:

Resolution No 8
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the approval of the Company's Management Board's report on Company's and ARCUS S.A.
Capital Group's activities in 2014

The Ordinary General Meeting of Shareholders of ARCUS S.A. hereby resolves as follows:

Par. 1

The Company's Management Board's report on Company's activities in the financial year ended 31 December 2014 is approved.

Par. 2

The Company's Management Board's report on ARCUS S.A Capital Group's activities in the financial year ended 31 December 2014 is approved.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in an open ballot** with 4,850,000 votes for, no votes against and no abstentions.*

Point 10 of the Agenda:

Resolution No 9

of the Ordinary General Meeting of Shareholders of ARCUS S.A.

with its registered office in Warsaw

of 23 June 2015

on the approval of the Company's separate financial statement and ARCUS S.A. Capital Group's consolidated financial statement for the financial year ended 31 December 2014

The Ordinary General Meeting of Shareholders of ARCUS S.A. Company hereby resolves as follows:

Par. 1

The separate financial statement of the Company for the financial year ended 31 December 2013, including: balance sheet as at 31 December 2014 with total assets of PLN 105 373 592.40 (in words: one hundred and five million three hundred and seventy three thousand five hundred and ninety two zloty and forty grosz), profit and loss account for the period of 1 January 2014 - 31 December 2014 with net sales revenues of PLN 126 324 594.26 (in words: one hundred and twenty six million three hundred and twenty four thousand five hundred and ninety four zloty and twenty six grosz) and net loss of PLN 3 957 729.25 (in

words: three million nine hundred and fifty seven thousand seven hundred and twenty nine zloty and twenty five grosz), is approved.

Par. 2

The consolidated financial statement of ARCUS S.A. Capital Group for the financial year ended 31 December 2014, including: balance sheet as at 31 December 2014 with total assets of PLN 97 378 434.93 (in words: ninety seven million three hundred seventy eight thousand four hundred and thirty four zloty and forty ninety three grosz), profit and loss account for the period of 1 January 2014 - 31 December 2014 with net sales revenues of PLN 170 010 425.32 (in words: one hundred seventy million ten thousand four hundred and twenty five zloty and thirty two grosz) and net loss of PLN 12 719 041.57 (in words: twelve million seven hundred and nineteen thousand and forty one zloty and fifty seven grosz), is approved.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in an open ballot** with 4,850,000 votes for, no votes against and no abstentions.*

Point 11 of the Agenda:

**Resolution No 10
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the approval of the Supervisory Board's report on the assessment of the Management
Board's proposal concerning covering a loss for the year ended 31 December 2014**

The Ordinary General Meeting of Shareholders of ARCUS S.A. hereby resolves to approve the Supervisory Board's report on the assessment of the Management Board's proposal concerning covering a loss for the year ended 31 December 2014.

After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously in an open ballot with 4,850,000 votes for, no votes against and no abstentions.

Point 12 of the Agenda:

**Resolution No 11
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on covering a loss for the financial year 2014, ended 31 December 2014**

The Ordinary General Meeting of the Company's Shareholders, in accordance with the Management Board's proposal, hereby resolves to cover a net loss for the year 2014 with the Company's reserve capital.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in an open ballot** with 4,850,000 votes for, no votes against and no abstentions.*

Point 13 of the Agenda:

**Resolution No 12
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on granting a vote of acceptance to the President of the Company's Management Board for the
discharge of his duties**

The Ordinary General Meeting of the Company's Shareholders hereby resolves to grant a vote of acceptance to Mr. Michał Czeredys for the discharge of his President of the Management Board duties in the financial year ended 31 December 2014.

After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously in a secret ballot with 4,850,000 votes for, no votes against and no abstentions.

Resolution No 13
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on granting a vote of acceptance to the Vice-President of the Company's Management Board
for the discharge of his duties

The Ordinary General Meeting of the Company's Shareholders hereby resolves to grant a vote of acceptance to Mr. Marek Multan for the discharge of his Vice-President of the Management Board duties in the financial year ended 31 December 2014.

After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously in a secret ballot with 4,850,000 votes for, no votes against and no abstentions.

Resolution No 14
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on granting a vote of acceptance to the Chairman of the Company's Supervisory Board for the
discharge of his duties

The Ordinary General Meeting of the Company's Shareholders hereby resolves to grant a vote of acceptance to Mr. Marek Czeredys for the discharge of his Chairman of the Supervisory Board duties in the financial year ended 31 December 2014.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in a secret ballot** with 4,850,000 votes for, no votes against and no abstentions.*

Resolution No 15
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015

on granting a vote of acceptance to the Member of the Company's Supervisory Board for the discharge of his duties

The Ordinary General Meeting of the Company's Shareholders hereby resolves to grant a vote of acceptance to Mr. Michał Słoniewski for the discharge of his Member of the Supervisory Board duties in the financial year ended 31 December 2014.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in a secret ballot** with 4,850,000 votes for, no votes against and no abstentions.*

Resolution No 16
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015

on granting a vote of acceptance to the Member of the Company's Supervisory Board for the discharge of his duties

The Ordinary General Meeting of the Company's Shareholders hereby resolves to grant a vote of acceptance to Mr. Sławomir Jakszuk for the discharge of his Member of the Supervisory Board duties in the financial year ended 31 December 2014.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in a secret ballot** with 4,850,000 votes for, no votes against and no abstentions.*

Resolution No 17
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on granting a vote of acceptance to the Member of the Company's Supervisory Board for the
discharge of his duties

The Ordinary General Meeting of the Company's Shareholders hereby resolves to grant a vote of acceptance to Mr. Tomasz Pelc for the discharge of his Member of the Supervisory Board duties in the financial year ended 31 December 2014.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in a secret ballot** with 4,850,000 votes for, no votes against and no abstentions.*

Resolution No 18
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on granting a vote of acceptance to the Member of the Company's Supervisory Board for the
discharge of her duties

The Ordinary General Meeting of the Company's Shareholders hereby resolves to grant a vote of acceptance to Ms. Jolanta Grus for the discharge of her Member of the Supervisory Board duties in the financial year ended 31 December 2014.

After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously in a secret ballot with 4,850,000 votes for, no votes against and no abstentions.

Point 14 of the Agenda:

The Chairperson asked the assembled to propose the candidates for the members of the Supervisory Board for the next three-year term. The following candidates have been presented:

- 1) Mr. Marek Czeredys,
- 2) Mr. Tomasz Franciszek Pelc,
- 3) Mr. Tomasz Konewka,
- 4) Mr. Krzysztof Franciszek Przybył,
- 5) Mr. Bogusław Wasilewko,
- 6) Mr. Lech Lechowski.

The Chairman stated that the above-mentioned persons have given their consent for the nomination. No other nominations were presented.

Resolution No 19
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the appointment of a Member of a Supervisory Board
for a subsequent three-year term of office

Par. 1

The Ordinary General Meeting of the Company's Shareholders hereby resolves to appoint Mr. Marek Czeredys a Chairman of the Supervisory Board.

Par. 2

The Resolution shall come into force upon its adoption.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in a secret ballot** with 4,850,000 votes for, no votes against and no abstentions.*

**Resolution No 20
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the appointment of a Member of a Supervisory Board
for a subsequent three-year term of office**

Par. 1

The Ordinary General Meeting of the Company's Shareholders hereby resolves to appoint Mr. Tomasz Franciszek Pelc to the composition of the Supervisory Board.

Par. 2

The Resolution shall come into force upon its adoption.

After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's

share capital. The Resolution has been adopted unanimously in a secret ballot with 4,850,000 votes for, no votes against and no abstentions.

Resolution No 21
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the appointment of a Member of a Supervisory Board
for a subsequent three-year term of office

Par. 1

The Ordinary General Meeting of the Company's Shareholders hereby resolves to appoint Mr. Tomasz Konewka to the composition of the Supervisory Board.

Par. 2

The Resolution shall come into force upon its adoption.

After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously in a secret ballot with 4,850,000 votes for, no votes against and no abstentions.

Resolution No 22
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the appointment of a Member of a Supervisory Board
for a subsequent three-year term of office

Par. 1

The Ordinary General Meeting of the Company's Shareholders hereby resolves to appoint Mr. Tomasz Franciszek Przybył to the composition of the Supervisory Board.

Par. 2

The Resolution shall come into force upon its adoption.

*After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously **in a secret ballot** with 4,850,000 votes for, no votes against and no abstentions.*

**Resolution No 23
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the appointment of a Member of a Supervisory Board
for a subsequent three-year term of office**

Par. 1

The Ordinary General Meeting of the Company's Shareholders hereby resolves to appoint Mr. Bogusław Wasilewko to the composition of the Supervisory Board.

Par. 2

The Resolution shall come into force upon its adoption.

After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's

share capital. The Resolution has been adopted unanimously in a secret ballot with 4,850,000 votes for, no votes against and no abstentions.

Resolution No 24
of the Ordinary General Meeting of Shareholders of ARCUS S.A.
with its registered office in Warsaw
of 23 June 2015
on the appointment of a Member of a Supervisory Board
for a subsequent three-year term of office

Par. 1

The Ordinary General Meeting of the Company's Shareholders hereby resolves to appoint Mr. Lech Lechowski to the composition of the Supervisory Board.

Par. 2

The Resolution shall come into force upon its adoption.

After the voting, the Chairperson of the General Meeting stated that 4,850,000 valid votes attached to 4,850,000 shares have been casted, which accounts for 66.26% of the Company's share capital. The Resolution has been adopted unanimously in a secret ballot with 4,850,000 votes for, no votes against and no abstentions.

Point 15 and 16 of the Agenda:

Due to the fact that all items of the agenda had been discussed, the Chairperson closed this Ordinary General Meeting and enclosed the list of attendance to the minutes of the OGM.