

**VOTE BY PROXY  
FORM**

This form refers to voting by proxy at the Ordinary General Meeting of ING Bank Śląski S.A. whose registered office is in Katowice, at ul. Sokolska 34, to be held in the Company's registered office in Katowice on 19 April 2013.

**I. SHAREHOLDER'S DETAILS:**

\_\_\_\_\_  
*(first and last name/ business name of Shareholder)*

address: \_\_\_\_\_

National Identification Number/ Business Identification Number/ National Court Register Number (PESEL/REGON/KRS): \_\_\_\_\_

**II. PROXY DETAILS:**

A. \_\_\_\_\_  
*(first and last name/ business name of Proxy)*

Address: \_\_\_\_\_

National Identification Number/ Business Identification Number/ National Court Register Number (PESEL/REGON/KRS): \_\_\_\_\_

B. \_\_\_\_\_  
*(first and last name of Proxy representative)*

Address: \_\_\_\_\_

National Identification Number (PESEL): \_\_\_\_\_

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(signature of Shareholder)*

**III. VOTING ON RESOLUTION:**

Draft

**Resolution No ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Approving the Annual Financial Statements of ING Bank Śląski S.A.  
for the Period Started on 1 January 2012 and Ended on 31 December 2012.**

Pursuant to Article 395 §2 item 1 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended) and Article 53, Section 1 of the Accounting Act of 29 September 1994 (for consolidated text see: Journal of Laws of 2002 No. 76, item 694, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby approve:

- 1/ the profit and loss account for the period started 1 January 2012 and ended 31 December 2012, with net profit of PLN 757,824,088.76 [in words: seven hundred and fifty-seven million eight hundred and twenty-four thousand eighty-eight zlotys and seventy-six grosz],
- 2/ the statement on total income for the period started 1 January 2012 and ended 31 December 2012, with total net income of PLN 1,636,890,299.28 [in words: one billion six hundred and thirty-six million eight hundred and ninety thousand two hundred and ninety-nine zlotys and twenty-eight grosz],
- 3/ the statement on financial standing made as at 31 December 2012, with total assets and liabilities of PLN 75,159,178,002.23 [in words: seventy-five billion one hundred and fifty-nine million one hundred and seventy-eight thousand two zlotys and twenty-three grosz],
- 4/ the statement of changes in equity for the year 2012 with an increase in equity of PLN 1,647,404,783.25 [in words: one billion six hundred and forty-seven million four hundred and four thousand seven hundred and eighty-three zlotys and twenty-five grosz],
- 5/ the cash flow statement with an increase in net cash during the accounting year 2012 amounting to PLN 2,743,039,263.35 [in words: two billion seven hundred and forty-three million thirty-nine thousand two hundred and sixty-three zlotys and thirty-five grosz],
- 6/ accounting policies and additional explanatory notes.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(signature of Proxy)*

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\* - delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(Signature of Shareholder)*

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Approving the Management Board’s Report on the Operations of ING Bank Śląski S.A. in the year 2012, including Report on Observance of Corporate Governance Rules.**

Pursuant to Article 395 §2 item 1 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby approve the Management Board’s Report on the Operations of ING Bank Śląski S.A. in the year 2012.

At the same time, acting pursuant to §18 item 3) of the *Charter of ING Bank Śląski S.A.*, the General Meeting hereby approve the content of the ING Bank Śląski S.A. Management Board’s Report on Observance of Corporate Governance Rules in 2012, which has been developed in keeping with the requirements set forth in Resolution no. 1013/2007 of the WSE S.A. Management Board dated 11 December 2007 and § 91 section 5 item 4) of the Minister of Finance Ordinance of 19 February 2009 on current and periodic information published by issuers of securities and the conditions for regarding information required by the law of a non-member state as equivalent (Journal of Laws No. 33, item 259, as amended). The abovementioned report is a separate part of the Management Board’s Report on the Bank’s Operations in 2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(signature of Proxy)

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\* - delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

**Resolution No ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Approving the Annual Consolidated Financial Statements of the Capital Group of ING Bank Śląski S.A. for the Period Started 1 January 2012 and Ended 31 December 2012.**

Pursuant to Article 395 §5 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended) and Article 63c Section 4 of the Accounting Act of 29 September 1994 (for consolidated text see: Journal of Laws of 2002 No. 76, item 694, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby approve:

- 1/ the consolidated profit and loss account for the period started 1 January 2012 and ended 31 December 2012, with net profit attributable to the shareholders of the dominant entity of PLN 832,337,307.09 [in words: eight hundred and thirty-two million three hundred and thirty-seven thousand three hundred and seven zlotys and nine grosz],
- 2/ the consolidated statement on total income for the period started 1 January 2012 and ended 31 December 2012, with total net income attributable to shareholders of the dominant entity of PLN 1,715,545,252.06 [in words: one billion seven hundred and fifteen million five hundred and forty-five thousand two hundred and fifty-two zlotys and six grosz],
- 3/ the consolidated statement on financial standing made as at 31 December 2012, with total assets and liabilities of PLN 78,266,836,426.87 [in words: seventy-eight billion two hundred and sixty-six million eight hundred and thirty-six thousand four hundred and twenty-six zlotys and eighty-seven grosz],
- 4/ the statement of changes in consolidated equity for the year 2012 with an increase in consolidated equity of PLN 1,720,175,811.44 [in words: one billion seven hundred and twenty million one hundred and seventy-five thousand eight hundred and eleven zlotys and forty-four grosz],
- 5/ the consolidated cash flow statement with an increase in net cash during the accounting year 2012 amounting to PLN 2,703,872,367.34 [in words: two billion seven hundred and three million eight hundred and seventy-two thousand three hundred and sixty-seven zlotys and thirty-four grosz],
- 6/ accounting policies and additional explanatory notes.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(signature of Proxy)*



**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(Signature of Shareholder)*

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Approving the Management Board’s Report on the Operations of the Capital Group of ING Bank Śląski S.A. in the Year 2012.**

Pursuant to Article 395 §5 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby approve the Management Board’s Report on the Operations of the Capital Group of ING Bank Śląski S.A. in 2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(signature of Proxy)

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the President of the Bank Management Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge fulfilment of duties by

Ms. Małgorzata Kołakowska – President of the Management Board

between 01.01.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(signature of Proxy)

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

Draft

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the Vice-President of the Bank Management Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge the fulfilment of duties by

Mr. Mirosław Boda – Vice-President of the Management Board

between 01.01.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(signature of Proxy)

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(Signature of Shareholder)*

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the Vice-President of the Bank Management Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge the fulfilment of duties by

Mr. Michał Bolesławski – Vice-President of the Management Board

between 01.01.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(signature of Proxy)*



**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the Vice-President of the Bank Management Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge the fulfilment of duties by

Mr. Ignacio Juliá Vilar – Vice-President of the Management Board

between 01.02.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(signature of Proxy)

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the Vice-President of the Bank Management Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge the fulfilment of duties by

Ms. Justyna Kesler – Vice-President of the Management Board

between 01.01.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(signature of Proxy)

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(Signature of Shareholder)*

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the Vice-President of the Bank Management Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge the fulfilment of duties by

Mr. Oscar Edward Swan – Vice-President of the Management Board

between 01.01.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(signature of Proxy)

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the Chair of the Supervisory Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge the fulfilment of duties by

Ms. Anna Fornalczyk – Chair of the Supervisory Board

between 01.01.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(signature of Proxy)*



**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the Deputy Chair of the Supervisory Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge the fulfilment of duties by

Mr. Brunon Bartkiewicz – Deputy Chair of the Supervisory Board

between 01.01.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(signature of Proxy)*

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the Secretary of the Supervisory Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge the fulfilment of duties by

Mr. Wojciech Popiołek – Secretary of the Supervisory Board

between 01.01.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(signature of Proxy)

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(Signature of Shareholder)*

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the Member of the Supervisory Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge the fulfilment of duties by

Mr. Roland Boekhout – Member of the Supervisory Board

between 01.01.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(signature of Proxy)*

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the Member of the Supervisory Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge the fulfilment of duties by

Mr. Ralph Hamers – Member of the Supervisory Board

between 01.01.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(signature of Proxy)



**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the Member of the Supervisory Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge the fulfilment of duties by

Mr. Nicolaas Cornelis Jue – Member of the Supervisory Board

between 01.01.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(signature of Proxy)

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Acknowledgement of Fulfilment of Duties by the Member of the Supervisory Board in the Year 2012.**

Pursuant to Article 395 §2 item 3 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby acknowledge the fulfilment of duties by

Mr. Mirosław Kośmider – Member of the Supervisory Board

between 01.01.2012 and 31.12.2012.

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
*(place) (date)*

\_\_\_\_\_  
*(signature of Proxy)*

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

**Resolution No. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: Distribution of Profit for the Year 2012.**

Pursuant to Article 395 §2 item 2 of the Commercial Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037, as amended), the General Meeting of ING Bank Śląski Spółka Akcyjna hereby approve the distribution of profit of ING Bank Śląski S.A. for the year 2012 in accordance with the following specification:

	in PLN
1. gross profit	940,580,037.20
2. fiscal charges	182,755,948.44
3. net profit	757,824,088.76
a) reserve capital	707,824,088.76
b) general risk reserve	50,000,000.00

<input type="checkbox"/> For	<input type="checkbox"/> Against <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(signature of Proxy)

**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)

**Resolution no. ...  
of the Ordinary General Meeting  
of ING Bank Śląski Spółka Akcyjna of 19 April 2013**

**on: An Amendment to the Charter of ING Bank Śląski S.A.**

Pursuant to Article 430 §1 of the Commercial Companies Code Act of 15 September 2000 (Polish Journal of Laws: Dz. U. No. 94, item 1037 as amended) of General Meeting of ING Bank Śląski Spółka Akcyjna resolve on the following amendment to the Charter of the Bank:

In §45 of the Charter, Section 2 shall be deleted as well as the numbering in Section 1.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Dissenting opinion	<input type="checkbox"/> Abstain
Number of shares:	Number of shares:	Number of shares:

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(signature of Proxy)



**SHAREHOLDER'S INSTRUCTION FOR PROXY:**

- at the proxy's discretion, or\*
- in line with the following principles\*:

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\*- delete as appropriate

\_\_\_\_\_, \_\_\_\_\_ 2013  
(place) (date)

\_\_\_\_\_  
(Signature of Shareholder)