

The Management Board hereby presents draft resolutions, along with appendices thereto, to be discussed by the Shareholders' Meeting, of material importance for the adopted resolutions, which have not been previously disclosed to general public under art. 56 sec. 1 item 1 of the Public Offering Act [ustawa o ofercie publicznej].

RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
dated 30th June 2017
on the election of the Chairperson of the Ordinary General Shareholders' Meeting

Article 1

The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby elects as the Chairperson of the Meeting.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

Chairperson shall be elected during the Shareholders' Meeting, pursuant to art. 409 sec. 1 of the Code of Commercial Companies [Kodeks spółek handlowych] and sec. 5 item 2 of the Rules of Procedure of General Shareholders' Meetings of INTERSPORT Polska S.A.

The Chairperson of the Shareholders' Meeting needs to be elected in order to ensure that the meeting is duly conducted.

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RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
dated 30th June 2017
on the election of the Ballot Counting Committee

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby elects the following persons to form the Ballot Counting Committee:

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Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ballot Counting Committee shall be elected during the Shareholders' Meeting, pursuant to sec. 8 of the Rules of Procedure of General Shareholders' Meetings of INTERSPORT Polska S.A. The Ballot Counting Committee needs to be appointed in order to ensure that the meeting is duly conducted.

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RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
dated 30th June 2017
on the adoption of the agenda of the Ordinary General Shareholders' Meeting

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby adopts the following Meeting Agenda:

- 1. Opening of the General Shareholders' Meeting.**
- 2. Election of the Chairperson of the General Shareholders' Meeting.**
- 3. Declaring that the General Shareholders' Meeting has been duly convened and is capable of adopting valid and binding resolutions.**
- 4. Election of the Ballot Counting Committee.**
- 5. Adoption of the Agenda.**
- 6. Discussion on the 2016 Management Board Report on the Company's operations.**
- 7. Discussion on the 2016 Company's financial statements.**
- 8. Becoming acquainted with the opinion and report of the statutory auditor concerning the audit of the Company's 2016 financial statements.**
- 9. Becoming acquainted with the Supervisory Board's report on the assessment of the 2016 Management Board's Report on the Company's operations and on the assessment of the Company's 2016 financial statements as regards their compliance with the books, source documents and actual situation, and becoming acquainted with the Management Board's request as regards covering of the loss.**
- 10. Supervisory Board's presentation of:**
 - a. summary assessment of the Company's situation**
 - b. Supervisory Board's report on its activities,**
 - c. assessment of the Company's compliance with disclosure obligations concerning application of corporate governance principles,**
 - d. assessment of the rationality of the Company's policy referred to in recommendation I.R.2 of 2016 Good Practices Applicable to Companies Listed on the Warsaw Stock Exchange (GPW).**
- 11. Adopting resolutions on:**
 - a. approval of the 2016 Management Board's Report on the Company's operations and of the Company's 2016 financial statements,**
 - b. grating discharge to the members of the Management Board for 2016,**

- c. grating discharge to the members of the Supervisory Board for 2016,
- d. covering the 2016 loss.
- 12. Adopting resolutions on the election of the members of the Management Board.
- 13. Adopting resolutions on changes in the composition of the Supervisory Board.
- 14. Adopting resolutions on the modification of the Company's financial and tax year and on amending the Company's Articles of Association
- 15. Adopting resolutions on establishing consolidated text of the Articles of Association
- 16. Motions.
- 17. Closing of the Meeting.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ordinary General Shareholders' Meeting adopts resolutions in the wording proposed by the Management Board in the notice convening the Ordinary General Shareholders' Meeting, pursuant to art. 402¹ of the Code of Commercial Companies.

The meeting agenda needs to be approved in order to ensure that the General Shareholders' Meeting is duly conducted.

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RESOLUTION NO.

OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING OF INTERSPORT POLSKA SPÓŁKA AKCYJNA dated 30th June 2017

**on the approval of the 2016 Management Board's Report on the Company's operations and
of the Company's 2016 financial statements,**

Article 1

**"The Ordinary General Shareholders' Meeting hereby approves the 2016 financial statements
and the 2016 Management Board's Report on the Company's operations.**

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ordinary General Shareholders' Meeting approves the Management Board's Report and financial statements, pursuant to art. 395 sec. 2 item 1 of the Code of Commercial Companies.

The approval of 2016 financial statements of INTERSPORT Polska S.A. and of the 2016 Management Board's Report on the Company's operations is duly granted due to the compliance of the same with relevant documents and books of the Company as well as with actual situation, which is confirmed by the audit of the financial statement performed by a statutory auditor and evidenced in the opinion issued by the said statutory auditor.

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RESOLUTION NO.
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
dated 30th June 2017
on grating discharge to a member of the Management Board for 2016

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby adopts a resolution on grating discharge to Artur Mikołajko acting as the President of the Management Board, for the whole period of holding the function in the financial year 2016.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ordinary General Shareholders' Meeting grants discharge to the members of the Company's governing bodies pursuant to art. 395 sec. 2 item 3 of the Code of Commercial Companies.

Granting discharge to the member of the Company's Management Board for 2016 is justified by adequate performance of his duties.

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RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
dated 30th June 2017
on grating discharge to a member of the Management Board for 2016

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby adopts a resolution on grating discharge to Sławomir Gil, acting as the Vice President of the Management Board, for the whole period of holding the function in the financial year 2016.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ordinary General Shareholders' Meeting grants discharge to the members of the Company's governing bodies pursuant to art. 395 sec. 2 item 3 of the Code of Commercial Companies.

Granting discharge to the member of the Company's Management Board for 2016 is justified by adequate performance of his duties.

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RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
dated 30th June 2017
on grating discharge to a member of the Supervisory Board for 2016

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby adopts a resolution on grating discharge to Artur Olender, being a member of the Supervisory Board, for the whole period of holding the function in the financial year 2016.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ordinary General Shareholders' Meeting grants discharge to the members of the Company's governing bodies pursuant to art. 395 sec. 2 item 3 of the Code of Commercial Companies.

Granting discharge to the member of the Supervisory Board for 2016 is justified by adequate performance of his duties.

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RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
dated 30th June 2017
on grating discharge to a member of the Supervisory Board for 2016

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby adopts a resolution on grating discharge to Beata Mikołajko, being a member of the Supervisory Board, for the whole period of holding the function in the financial year 2016.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ordinary General Shareholders' Meeting grants discharge to the members of the Company's governing bodies pursuant to art. 395 sec. 2 item 3 of the Code of Commercial Companies.

Granting discharge to the member of the Supervisory Board for 2016 is justified by adequate performance of her duties.

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RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
dated 30th June 2017
on grating discharge to a member of the Supervisory Board for 2016

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby adopts a resolution on grating discharge to Dorota Radwańska, being a member of the Supervisory Board, for the whole period of holding the function in the financial year 2016.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ordinary General Shareholders' Meeting grants discharge to the members of the Company's governing bodies pursuant to art. 395 sec. 2 item 3 of the Code of Commercial Companies.

Granting discharge to the member of the Supervisory Board for 2016 is justified by adequate performance of her duties.

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RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
dated 30th June 2017
on grating discharge to a member of the Supervisory Board for 2016

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby adopts a resolution on grating discharge to Łukasz Gil, being a member of the Supervisory Board, for the whole period of holding the function in the financial year 2016.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ordinary General Shareholders' Meeting grants discharge to the members of the Company's governing bodies pursuant to art. 395 sec. 2 item 3 of the Code of Commercial Companies.

Granting discharge to the member of the Supervisory Board for 2016 is justified by adequate performance of his duties.

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RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
dated 30th June 2017
on grating discharge to a member of the Supervisory Board for 2016

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby adopts a resolution on grating discharge to Mathias Boenke, being a member of the Supervisory Board, for the whole period of holding the function in the financial year 2016.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ordinary General Shareholders' Meeting grants discharge to the members of the Company's governing bodies pursuant to art. 395 sec. 2 item 3 of the Code of Commercial Companies.

Granting discharge to the member of the Supervisory Board for 2016 is justified by adequate performance of his duties.

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RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
dated 30th June 2017
on grating discharge to a member of the Supervisory Board for 2016

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby adopts a resolution on grating discharge to Piotr Dygas, being a member of the Supervisory Board, for the whole period of holding the function in the financial year 2016.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ordinary General Shareholders' Meeting grants discharge to the members of the Company's governing bodies pursuant to art. 395 sec. 2 item 3 of the Code of Commercial Companies.

Granting discharge to the member of the Supervisory Board for 2016 is justified by adequate performance of his duties.

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RESOLUTION NO.
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
dated 30th June 2017
on covering the loss incurred in the financial year 2016.

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby resolves that the Company's loss incurred in the year 2016 in the net amount of PLN 8,572,856.55 shall be covered from the Company's reserve capital.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

Pursuant to art. 395 sec. 2 item 2 of the Code of Commercial Companies, the Ordinary General Shareholders' Meeting is authorised to decide on distribution of profit or coverage of loss.

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RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
on the election of a member of the Management Board

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby adopts a resolution on electing as a of the Company's Management Board for a term of office.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

Adoption of the resolution on electing new members of the Management Board is justified by the expiration of the term of office of the present Vice President of the Management Board, Sławomir Gil and the necessity to appoint new member(s) of the Management Board in order to ensure adequate functioning of the Company.

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RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
on the election of a new member of the Supervisory Board

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, hereby adopts a resolution on electing as a member of the Supervisory Board.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ordinary General Shareholders' Meeting appoints members of the Supervisory Board pursuant to art. 385 sec. 1 of the Code of Commercial Companies.

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RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
on the modification of the Company's financial and tax year and on amending the Company's Articles of Association

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, in connection with art. 3 sec. 1 item 9 of the Accounting Act [ustawa o rachunkowości] and pursuant to art. 430 of the Code of Commercial Companies, hereby resolves as follows:

Article 1

- 1. The Company's financial and tax year is hereby so modified that the Company's financial and tax year shall be the period of twelve consecutive calendar months, starting on 1st April of a given calendar year and ending on the 31st March of the subsequent calendar year.**
- 2. Due to the modification of the financial and tax year referred to in sec. 1 above, the Company's financial and tax year starting on the 1st January 2018 shall end on 31st March 2019. The first financial and tax year of the Company defined in accordance with item 1 above shall commence on 1st April 2019 and end on 31st March 2020.**

Article 2

In connection with art. 1 hereof, art. 34 of the Company's Articles of Association is hereby amended to read as follows:

"Article 34

1. The Company's financial and tax year shall be the period of twelve consecutive calendar months, starting on 1st April of a given calendar year and ending on the 31st March of the subsequent calendar year.

2. Due to the modification of the Company's financial and tax year, introduced in compliance with the Resolution of the Ordinary General Shareholders' Meeting dated 30th June 2017 on the modification of the Company's financial and tax year and on amending the Company's Articles of Association, the last Company's financial and tax year defined in accordance with the rules applicable before adoption of the above-mentioned resolution shall end on the 31st December 2017, and the subsequent financial and tax year starting on 1st January 2018 shall end on 31st March 2019. The first financial and tax year of the Company in accordance with new rules shall commence on 1st April 2019 and end on 31st March 2020.

Article 3

The resolution shall come into force upon adoption, with the reservation that the amendments to the Articles of Association made pursuant to this Resolution shall become effective upon registration of the amendments to the Articles of Association by the Registration Court.

Substantiation of the proposed draft resolution.

The purpose of the resolution on the modification of the financial and tax year of the Company and on amending the Articles of Association and adoption of the financial year that starts on 1st April of a given calendar year and ends on 31st March of the subsequent year is to account for the seasonal fluctuations in sales, so that two peak seasons - winter and summer - occur in the same financial year.

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**RESOLUTION NO
OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF INTERSPORT POLSKA SPÓŁKA AKCYJNA
on establishing consolidated text of the Articles of Association**

Article 1

"The Ordinary General Shareholders' Meeting of INTERSPORT Polska Spółka Akcyjna seated in Cholerzyn, in connection with the amendments introduced in the Company's Articles of Association, hereby establishes consolidated version of the Articles of Association, constituting an appendix hereto.

Article 2

The Resolution shall come into force upon adoption."

Substantiation of the proposed draft resolution.

The Ordinary General Shareholders' Meeting is authorised to establish consolidated text of the Articles of Association.

In order to ensure clarity of the Articles of Association it seems reasonable to establish the consolidated text thereof, accounting for amendments introduced in the resolution on the modification of the financial and tax year and on amending the Articles of Association.