

The election of the Returning Committee shall take place at the General Assembly of Shareholders pursuant to art. 8 of the Regulations of the General Assembly of Shareholders of INTERSPORT Polska S.A. The election of the Returning Committee is necessary to ensure proper course of the General Assembly.

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**RESOLUTION NO ...
OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018
concerning approval of the agenda of the General Assembly**

§ 1

„The General Assembly of INTERSPORT Polska joint-stock company accepts the following agenda of the Assembly.

- Opening of the General Assembly of Shareholders.
- Election of the Chairman of the Assembly.
- Stating the correctness of convening the General Assembly and its ability to pass valid resolutions.
- Election of the Returning Committee.
- Approval of the agenda of the Assembly.
- Evaluation of the Company's Management Board's Report on the Company's activity in the financial year 2017.
- Evaluation of the financial statement of the Company for the financial year 2017.
- Consideration of the auditor's opinion and report on auditing the Company's financial statement for the financial year 2017.
- Introduction to the report of the Supervisory Board on the review of the Management Board's report on the Company's activities in the turnover year 2017 and the evaluation of the Company's financial statement for the turnover year 2017 in the scope of the consistency thereof with books and documents as well as the factual circumstances and the request of the Company's Management Board to cover up the loss.
- Presentation by the Company's Supervisory Board of:
 - a concise evaluation of the Company's situation
 - a report on the activity of the Supervisory Board
 - evaluation of the manner the Company has fulfilled its duties concerning notification on the implementation of corporate governance policies,
 - evaluation of the rationality of the Company's policies referred to in the recommendation I.R.2 of Good Practices of WSE 2017 listed companies.
- Adoption of resolutions on:
 - approval of the Management Board's report on the Company's activities for the financial year 2017 and the Company's financial report for the financial year 2017.
 - giving the vote of approval for execution of responsibilities in 2017 to the members of the Management Board.
 - giving the vote of approval for execution of responsibilities in 2017 to the members of the Supervisory Board.
 - covering up the loss for the turnover year 2017.

- Adoption of a resolution concerning election of a new member of the Supervisory Board
- Any other business.
- Closing of the General Assembly.

§ 2

The resolution takes effect immediately”.

Justification to the Draft of the Resolution.

Ordinary General Assembly of Shareholders adopts the agenda determined by the Management Board in the announcement on convening the Ordinary Assembly of Shareholders, pursuant to art. 402¹ of the Code of Commercial Companies.

Adopting the agenda of the General Assembly is necessary to ensure proper course of the General Assembly.

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RESOLUTION NO
OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018
Concerning approval of the report of the Management Board on the activities
of the Company for financial year 2017
and the financial statement
for financial year 2017

§ 1

„The General Assembly of Shareholders approves the financial statement for the year 2017 as well as the report of the Management Board on the activities of the Company for 2017.”

§ 2

The resolution takes effect immediately”.

Justification to the Draft of the Resolution no 4

Ordinary General Assembly of Shareholders approves the report of the Management Board and the financial statement pursuant to art. 395 §1 clause 1 of the Code of Commercial Companies. Approval of the financial statement of INTERSPORT Polska S.A. and the Management Board’s report for 2017 is correct due to the consistency thereof with the documents and accounting books of the Company as well as actual state, the fact that was confirmed by the audit of the financial statement and the opinion issued in effect of the audit.

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RESOLUTION NO ...
OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018
Concerning giving the vote of approval for execution of responsibilities in 2017 to a Member
of the Management Board

§ 1

„Ordinary General Assembly of Shareholders of the company operating under the name INTERSPORT Polska Joint Stock Company based in Cholerzyn passed the resolution on granting the acknowledgement of the fulfillment of duties to Mr. Artur Mikołajko the President of the Management Board of the Company for the whole period of his office in the financial year 2017.

§ 2

The resolution takes effect immediately”.

Justification to the Draft of the Resolution.

Ordinary General Assembly of Shareholders gives the vote of approval to members of the Company’s governing bodies pursuant to art. 395 §2 clause 3 of the Code of Commercial Companies.

Giving the vote of approval to a member of the Company’s Management Board for execution of responsibilities in 2017 is justified due to the proper execution of his responsibilities.

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RESOLUTION NO

**OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018**

**Concerning giving the vote of approval for execution of responsibilities in 2017 to a Member
of the Management Board**

§ 1

„Ordinary General Assembly of Shareholders of the company operating under the name INTERSPORT Polska Joint Stock Company based in Cholerzyn passed the resolution on granting the acknowledgement of the fulfillment of duties to Mr. **Sławomir Gil**, Vice President of the Management Board of the Company for the whole period of his office in the financial year 2017.

§ 2

The resolution takes effect immediately”.

Justification to the Draft of the Resolution

Ordinary General Assembly of Shareholders gives the vote of approval to members of the Company’s governing bodies pursuant to art. 395 §2 clause 3 of the Code of Commercial Companies.

Giving the vote of approval to a member of the Company’s Management Board for execution of responsibilities in 2017 is justified due to the proper execution of his responsibilities.

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RESOLUTION NO ...

**OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018**

Concerning giving the vote of approval for execution of responsibilities in 2017 to a Member of the Supervisory Board

§ 1

„Ordinary General Assembly of Shareholders of the company operating under the name INTERSPORT Polska Joint Stock Company based in Choleryn passed the resolution on granting the acknowledgement of the fulfillment of duties to Mr. **Artur Olender** the Chairman of the Supervisory Board of the Company for the whole period of his office in the financial year 2017.

§ 2

The resolution takes effect immediately”.

Justification to the Draft of the Resolution.

Ordinary Assembly of Shareholders gives the vote of approval to members of the Company’s governing bodies pursuant to art. 395 §2 clause 3 of the Code of Commercial Companies. Giving the vote of approval to a member of the Company’s Supervisory Board for execution of responsibilities in 2017 is justified due to the proper execution of his responsibilities.

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**RESOLUTION NO ...
OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018**

Concerning giving the vote of approval for execution of responsibilities in 2017 to a Member of the Supervisory Board

§ 1

„Ordinary General Assembly of Shareholders of the company operating under the name INTERSPORT Polska Joint Stock Company based in Choleryn passed the resolution on granting the acknowledgement of the fulfillment of duties to Ms. **Beata Mikołajko**, a Member of the Supervisory Board of the Company for the whole period of her office in the financial year 2017.

§ 2

The resolution takes effect immediately”.

Justification to the Draft of the Resolution.

Ordinary General Assembly of Shareholders gives the vote of approval to members of the Company’s governing bodies pursuant to art. 395 §2 clause 3 of the Code of Commercial Companies. Giving the vote of approval to a member of the Company’s Supervisory Board for execution of responsibilities in 2017 is justified due to the proper execution of her responsibilities.

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**RESOLUTION NO ...
OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018**

Concerning giving the vote of approval for execution of responsibilities in 2017 to a Member of the Supervisory Board

§ 1

„Ordinary General Assembly of Shareholders of the company operating under the name INTERSPORT Polska Joint Stock Company based in Choleryn passed the resolution on granting

Justification to the Draft of the Resolution.

Ordinary General Assembly of Shareholders gives the vote of approval to members of the Company's governing bodies pursuant to art. 395 §2 clause 3 of the Code of Commercial Companies.

Giving the vote of approval to a member of the Company's Supervisory Board for execution of responsibilities in 2017 is justified due to the proper execution of his responsibilities.

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**RESOLUTION NO ...
OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018**

Concerning giving the vote of approval for execution of responsibilities in 2017 to a Member of the Supervisory Board

§ 1

„Ordinary General Assembly of Shareholders of the company operating under the name INTERSPORT Polska Joint Stock Company based in Choleryn passed the resolution on granting the acknowledgement of the fulfillment of duties to Mr. Piotr Dygas, a Member of the Supervisory Board of the Company for the whole period of his office in the financial year 2017.

§ 2

The resolution takes effect immediately”.

Justification to the Draft of the Resolution.

Ordinary General Assembly of Shareholders gives the vote of approval to members of the Company's governing bodies pursuant to art. 395 §2 clause 3 of the Code of Commercial Companies.

Giving the vote of approval to a member of the Company's Supervisory Board for execution of responsibilities in 2017 is justified due to the proper execution of his responsibilities.

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**RESOLUTION NO ...
OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018**

Concerning giving the vote of approval for execution of responsibilities in 2017 to a Member of the Supervisory Board

§ 1

„Ordinary General Assembly of Shareholders of the company operating under the name INTERSPORT Polska Joint Stock Company based in Choleryn passed the resolution on granting the acknowledgement of the fulfillment of duties to Mr. Jarosław Krotacz, a Member of the Supervisory Board of the Company for the whole period of his office in the financial year 2017.

§ 2

The resolution takes effect immediately”.

Justification to the Draft of the Resolution.

Ordinary General Assembly of Shareholders gives the vote of approval to members of the Company’s governing bodies pursuant to art. 395 §2 clause 3 of the Code of Commercial Companies.

Giving the vote of approval to a member of the Company’s Supervisory Board for execution of responsibilities in 2017 is justified due to the proper execution of his responsibilities.

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**RESOLUTION NO ...
OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018**

**Concerning giving the vote of approval for execution of responsibilities in 2017 to a Member
of the Supervisory Board**

§ 1

„Ordinary General Assembly of Shareholders of the company operating under the name INTERSPORT Polska Joint Stock Company based in Choleryn passed the resolution on granting the acknowledgement of the fulfillment of duties to Mr. Wojciech Mamak, a Member of the Supervisory Board of the Company for the whole period of his office in the financial year 2017.

§ 2

The resolution takes effect immediately”.

Justification to the Draft of the Resolution.

Ordinary General Assembly of Shareholders gives the vote of approval to members of the Company’s governing bodies pursuant to art. 395 §2 clause 3 of the Code of Commercial Companies.

Giving the vote of approval to a member of the Company’s Supervisory Board for execution of responsibilities in 2017 is justified due to the proper execution of his responsibilities.

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**RESOLUTION NO ...
OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018**

**Concerning giving the vote of approval for execution of responsibilities in 2017 to a Member
of the Supervisory Board**

§ 1

„Ordinary General Assembly of Shareholders of the company operating under the name INTERSPORT Polska Joint Stock Company based in Choleryn passed the resolution on granting the acknowledgement of the fulfillment of duties to Mr. Krzysztof Pieła, a Member of the Supervisory Board of the Company for the whole period of his office in the financial year 2017.

§ 2

The resolution takes effect immediately”.

Justification to the Draft of the Resolution.

Ordinary General Assembly of Shareholders gives the vote of approval to members of the Company’s governing bodies pursuant to art. 395 §2 clause 3 of the Code of Commercial Companies.

Giving the vote of approval to a member of the Company’s Supervisory Board for execution of responsibilities in 2017 is justified due to the proper execution of his responsibilities.

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**RESOLUTION NO ...
OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018
on covering up the loss for the financial year 2017**

§ 1

„The General Assembly of Shareholders under the company INTERSPORT Polska Joint Stock Company with the seat in Cholierzyn hereby decides that the net loss of the Company for the year 2017 amounting to PLN 8,998,743.64 net shall be covered from the supplementary capital of the Company.”

§ 2

The resolution takes effect immediately”.

Justification to the Draft of the Resolution no 13

Pursuant to art. 395 § 2 point 2 of the Code of Commercial Companies the General Assembly is entitled to adopt a resolution on profit distribution or covering up the loss.

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**RESOLUTION NO ...
OF THE GENERAL ASSEMBLY OF SHAREHOLDERS OF INTERSPORT POLSKA
JOINT-STOCK COMPANY
of 20 June 2018
on the election a new member of the Supervisory Board.**

§1

**The General Assembly of Shareholders under the company INTERSPORT Polska Joint Stock Company with the seat in Cholierzyn hereby adopts the resolution on appointing
a new member of the Supervisory Board .**

§2

The resolution takes effect immediately”.

Justification to the Draft of the Resolution.

The General Assembly appoints members of the Supervisory Board pursuant to art. 395 point 2 of the Code of Commercial Companies

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