

EXTRAORDINARY GENERAL ASSEMBLY

**FORM
TO EXERCISE VOTING RIGHTS THROUGH A PROXY**

Concerns exercising voting rights through a proxy during the Extraordinary General Assembly of Kredyt Inkaso S.A. with the registered office in Warsaw, ul. Domaniewska 39, 02-672 Warsaw, convened for 30 November 2015 in Warsaw, 39A Domaniewska Street, entrance A, V FLOOR.

I. INFORMATION ON THE SHAREHOLDER:

(*surname and last name of Shareholder*)

address: _____

PESEL/REGON/KRS: _____

II. INFORMATION ON THE PROXY:

A. _____

(*surname and last name of Proxy*)

address: _____

PESEL/REGON/KRS: _____

B. _____

(*surname and last name of a person representing Proxy*)

address: _____

PESEL: _____

_____, _____ 2015
(*place*) (date)

(*Shareholder's signature*)



Kredyt Inkaso S.A.

Kredyt Inkaso S.A.; Warszawa 02-672; ul. Domaniewska 39 Kapitał zakładowy: 12 936 509 zł, wpłacony w całości. Oznaczenie sądu: Sąd Rejonowy dla m.st. Warszawy w Warszawie, XIII Wydział Gospodarczy KRS, KRS: 0000270672, NIP: 922-254-40-99, REGON: 951078572

EXTRAORDINARY GENERAL ASSEMBLY

III. CASTING VOTES ON RESOLUTIONS:

**RESOLUTION No. .../2015
 of the Extraordinary General Assembly of
 the company under the business name Kredyt Inkaso Spółka Akcyjna
 with its registered office in Warsaw
 dated 30 November 2015**

on election of the Chairman of the General Assembly

Pursuant to article 409 § 1 and article 420 § 2 of the Commercial Companies Code and § 4 section 3 of the Regulations of the General Assembly, the Extraordinary General Assembly, adopts the following:

§ 1

The Extraordinary General Assembly of “Kredyt Inkaso” S.A. choses to elect as the Chairman of the Company’s Extraordinary General Assembly.

§ 2

The resolution shall enter into force as of the date of its adoption.

<input type="radio"/> In favor	<input type="radio"/> Against <input type="radio"/> Placing objections	<input type="radio"/> Abstaining
Number of shares:	Number of shares:	Number of shares:

_____, _____ 2015
 (place) (date)

 (Proxy’s signature)

SHAREHOLDER’S INSTRUCTION FOR THE PROXY:

.....

_____, _____ 2015



Kredyt Inkaso S.A.

Zobowiązani do skuteczności

Biuro w Warszawie:

a. ul. Domaniewska 39 02-672 Warszawa

t. +48 22 212 57 00, f. +48 22 212 57 57

(place)

(date)

(Shareholder's signature)



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KREDYT INKASO
GRUPA KAPITAŁOWA

spółka
notowana na
GPW

Kredyt Inkaso S.A.

Kredyt Inkaso S.A.; Warszawa 02-672; ul. Domaniewska 39 Kapitał zakładowy: 12 936 509 zł, wpłacony w całości. Oznaczenie sądu: Sąd Rejonowy dla m.st. Warszawy w Warszawie, XIII Wydział Gospodarczy KRS, KRS: 0000270672, NIP: 922-254-40-99, REGON: 951078572

RESOLUTION No. .../2015
of the Extraordinary General Assembly of
the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 30 November 2015

on election of the members of the Vote Counting Commission.

Pursuant to § 7 section 1 of the Regulations of the General Assembly, the Extraordinary Ordinary General Assembly adopts the following:

§ 1

The Extraordinary General Assembly of Kredyt Inkaso S.A. choses to elect the following persons as the members of the Vote Counting Commission:

-
-
-

§ 2

The resolution comes into effect as of the date of its adoption.

○ In favor	○ Against ○ Placing objections	○ Abstaining
Number of shares:	Number of shares:	Number of shares:

_____, _____ 2015
 (place) (date)

 (Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

_____, _____ 2015
 (place) (date)

 (Shareholder's signature)



Kredyt Inkaso S.A.

**RESOLUTION No. .../2015
 of the Extraordinary General Assembly of
 the company under the business name Kredyt Inkaso Spółka Akcyjna
 with its registered office in Warsaw
 dated 30 November 2015**

on adoption of the agenda

Pursuant § 9 section 1 of the Regulations of the General Assembly, the Ordinary General Assembly adopts the followings:

§ 1

The Ordinary General Assembly resolves to adopt the following agenda:

1. Opening of the General Assembly.
2. Election of the Chairman of the Assembly.
3. Acknowledgement of correctness of conveying the Assembly and its capacity to adopt resolutions.
4. Election of the Returning Committee.
5. Approval of the meeting agenda.
6. Passing the resolution on determining the number of the Supervisory Board.
7. Supplementing the composition of the Supervisory Board.
8. Changes to the composition of the Supervisory Board.
9. Passing the resolution on acceptance/approval of the issue of bonds.
10. Presenting by the Company's Management Board information and recommendations regarding the action strategy in terms of the buyout of bonds issued by the Company with the maturity date until the end of the first six months of 2016 and adopting by the Extraordinary General Assembly the resolution on giving consent to the issue of bonds.
11. Amendments to the Company's articles of association.
12. Closing the debate.

§ 2

The resolution shall enter into force as of the date of its adoption.

○ In favor	○ Against ○ Placing objections	○ Abstaining
Number of shares:	Number of shares:	Number of shares:



Kredyt Inkaso S.A.

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Biuro w Warszawie:
a. ul. Domaniewska 39 02-672 Warszawa
t. +48 22 212 57 00, f. +48 22 212 57 57

_____, _____ 2015
(place) (date)

(Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

_____, _____ 2015
(place) (date)

(Shareholder's signature)



Kredyt Inkaso S.A.

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**RESOLUTION No. .../2015
of the Extraordinary General Assembly of
the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 30 November 2015**

on determining the number of the Supervisory Board of the Company under the business name Kredyt Inkaso Spółka Akcyjna

Acting pursuant to article 15 section 1 of the Regulations of the General Assembly, the Extraordinary General Assembly decides the following:

§ 1

The Extraordinary General Assembly of Kredyt Inkaso S.A. decides to determine the number of the members of the Supervisory Board of Kredyt Inkaso S.A. to be [] persons.

§ 2

The resolution shall enter into force as of the date of its adoption.

<input type="radio"/> In favor	<input type="radio"/> Against <input type="radio"/> Placing objections	<input type="radio"/> Abstaining
Number of shares:	Number of shares:	Number of shares:

_____, _____ 2015
(place) (date)

(Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:



Kredyt Inkaso S.A.

Kredyt Inkaso S.A.; Warszawa 02-672; ul. Domaniewska 39 Kapitał zakładowy: 12 936 509 zł, wpłacony w całości. Oznaczenie sądu: Sąd Rejonowy dla m.st. Warszawy w Warszawie, XIII Wydział Gospodarczy KRS, KRS: 0000270672, NIP: 922-254-40-99, REGON: 951078572

_____, _____ 2015
(place) (date)

(Shareholder's signature)



Kredyt Inkaso S.A.

**RESOLUTION No. .../2015
 of the Extraordinary General Assembly of
 the company under the business name Kredyt Inkaso Spółka Akcyjna
 with its registered office in Warsaw
 dated 30 November 2015**

on: the supplement the composition of the Supervisory Board of the company under the business name Kredyt Inkaso Spółka Akcyjna

Acting pursuant to article 7 section 7 pt.7 of the Statute of Kredyt Inkaso S.A., the Extraordinary General Assembly decides the following

§ 1

The Extraordinary General Assembly of Kredyt Inkaso S.A. decides to appoint the member of the Supervisory Boards Kredyt Inkaso S.A. Mr./Mrs [] holding PESEL no. []

§ 2

The resolution shall come into force as of the date of its adoption.

○ In favor	○ Against ○ Placing objections	○ Abstaining
Number of shares:	Number of shares:	Number of shares:

_____, _____ 2015
 (Place) (date)

 (Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

_____, _____ 2015



Kredyt Inkaso S.A.

Biuro w Warszawie:

a. ul. Domaniewska 39 02-672 Warszawa

t. +48 22 212 57 00, f. +48 22 212 57 57

(place)

(date)

(Shareholder's signature)



FORUM
KAPITAŁY INWESTYCJI

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spółka
notowana na
GPW

Kredyt Inkaso S.A.

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RESOLUTION No. .../2015
of the Extraordinary General Assembly of
the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 30 November 2015

on: the change to the composition of the Supervisory of the company under the business name Kredyt Inkaso Spółka Akcyjna

Acting pursuant to article 7 section 7 pt.7 of the Statute of Kredyt Inkaso S.A., the Extraordinary General Assembly decides the following

§ 1

The Extraordinary General Assembly of Kredyt Inkaso S.A. decides to appoint/dismiss the member of the Supervisory Kredyt Inkaso S.A. Mr./Mrs [] holding PESEL no. []

§ 2

The resolution shall come into force as of the date of its adoption.

○ In favor	○ Against ○ Placing objections	○ Abstaining
Number of shares:	Number of shares:	Number of shares:

_____, _____ 2015
 (Place) (date)

 (Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

_____, _____ 2015
 (place) (date)



Kredyt Inkaso S.A.

Kredyt Inkaso S.A; Warszawa 02-672; ul. Domaniewska 39 Kapitał zakładowy: 12 936 509 zł, wpłacony w całości. Oznaczenie sądu: Sąd Rejonowy dla m.st. Warszawy w Warszawie, XIII Wydział Gospodarczy KRS, KRS: 0000270672, NIP: 922-254-40-99, REGON: 951078572

(Shareholder's signature)



Kredyt Inkaso S.A.

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**RESOLUTION No. /2015
 of the Extraordinary General Assembly of
 the company under the business name Kredyt Inkaso Spółka Akcyjna
 with its registered office in Warsaw
 dated 30 November 2015**

on: acceptance/approval of the planned issue of bonds

Acting pursuant to § 7 section 7 of the Company's Statutes, the following is decided:

§ 1

The Extraordinary General Assembly accepts and approves the planned new issue of bonds for the purposes of refinancing the obligations resulting from bonds issued so far, the maturity of which falls within the period until up to the amount not exceedingPLN.

§ 2

The resolution shall enter into force as of the date of its adoption.

○ In favor	○ Against ○ Placing objections	○ Abstaining
Number of shares:	Number of shares:	Number of shares:

_____, _____ 2015
 (Place) (date)

 (Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

_____, _____ 2015
 (place) (date)

 (Shareholder's signature)



Kredyt Inkaso S.A.

RESOLUTION No. /2015
of the Extraordinary General Assembly of
the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 30 November 2015

on: giving consent to the issue of bonds

The Extraordinary General Assembly adopts the following:

§ 1

1. In view of the lack of possibility of fulfillment by the Supervisory Board the legal and the statutory requirements for passing resolutions, after listening to the information provided by the Management Board of Kredyt Inkaso S.A. and getting familiar with the request of the Management Board to pass the resolution on giving consent to the issue of bonds, the Extraordinary General Assembly is hereby giving its consent to the issue of bonds up to the amount of PLN 80 million.
2. The Extraordinary General Assembly entrusts the Management Board of Kredyt Inkaso S.A. with establishing the terms of the issue of bonds.

§ 2

The resolution shall enter into force as of the date of its passing.

○ In favor	○ Against ○ Placing objections	○ Abstaining
Number of shares:	Number of shares:	Number of shares:

_____, _____ 2015
 (Place) (date)

 (Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

_____, _____ 2015
 (place) (date)

 (Shareholder's signature)



Kredyt Inkaso S.A.

**RESOLUTION No. /2015
of the Extraordinary General Assembly of
the company under the business name Kredyt Inkaso Spółka Akcyjna
with its registered office in Warsaw
dated 30 November 2015**

on: changing the articles of association of the company under the business name Kredyt Inkaso Spółka Akcyjna

Acting pursuant to the article 430 § 1 of the Commercial Companies Code and pursuant to § 7 section 7 pt. 8 of the Company's articles of association, the following is decided:

§ 1

The Extraordinary General Assembly of Kredyt Inkaso S.A. amends the Company's articles of association in such way that: in § 8 section 8a the current text is marked as pt. 1) and a new pt. 2) with the following wording is added:

„In the event when obtaining the consent of the Supervisory Board, referred to in § 8 section 8 pt.4) is not possible due to the lack of capacity of the Supervisory Board to adopt resolutions resulting from insufficient number of members as required by the resolution of the General Assembly or by another circumstance, then giving consent for performing this activity shall belong to the competence of the General Assembly.

§ 2

The Extraordinary General Assembly of Kredyt Inkaso S.A. changes the Company's articles of association in such way that: in § 7 section 7 the new point 14) with the following wording is added:

„giving consents, referred to in § 8 section 8a pt. 2) of the articles of association”.

§ 3

The resolution shall enter into force as of the date of its adoption provided that the amendment to the articles of association of Kredyt Inkaso Spółka Akcyjna performed on its basis is effective as of the day of its entry into the register of entrepreneurs maintained by the National Court Register

<input type="radio"/> In favor	<input type="radio"/> Against <input type="radio"/> Placing objections	<input type="radio"/> Abstaining
Number of shares:	Number of shares:	Number of shares:

_____, _____ 2015



Kredyt Inkaso S.A.

Biuro w Warszawie:
a. ul. Domaniewska 39 02-672 Warszawa
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(Place) (date)

(Proxy's signature)

SHAREHOLDER'S INSTRUCTION FOR THE PROXY:

_____, _____ 2015
(place) (date)

(Shareholder's signature)



FORUM
WALCZY O PRZEMYSŁ

PROCESS

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GRUPA KAPITAŁOWA



Kredyt Inkaso S.A.

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