

**Draft resolutions of the General Meeting of FEERUM S.A.
convened for 28 June 2013 at 9.00
at the registered office of the Company in Chojnów at 6 Okrzei Street.**

**Ad. point 2 of the agenda
"Resolution No. 1**

Based on Article. 409 § 1 of the Code of Commercial Companies, the General Meeting elects you [...] as
the Chairman / Chairman of the Ordinary General Meeting of FEERUM S.A. "

**Ad. point 4 of the agenda
"Resolution No. 2**

Based on Article. 409 § 1 of the Code of Commercial Companies, the General Meeting elects you [...] as
the Chairman / Chairman of the Ordinary General Meeting of FEERUM S.A. "

**Ad. point 5 of the agenda
"Resolution No. 3**

In connection with § 25 of the Regulations of the General Meeting, the General Meeting hereby approves
the announced agenda. "

**Ad. point 6 of the agenda
"Resolution No. 4**

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1i art. 395 § 2 point 1 of
the Code of Commercial Companies, after considering the Management Board report on the activities of
FEERUM S.A. and the Company's financial statements for the year ended 31 December 2012, approves
the Management Board's report on the Company's operations and the financial statements of FEERUM
S.A. including:

- 1) the balance sheet prepared as at December 31, 2012, which shows an amount of PLN 87,926 thousand
on the side of assets and liabilities (in words: eighty-seven million, nine hundred and twenty-six thousand
zlotys),
- 2) profit and loss account for the period from January 1, 2012 to December 31, 2012, showing a net profit
in the amount of PLN 8,122 thousand (in words: eight million one hundred and twenty-two thousand
zlotys),
- 3) the statement of comprehensive income for the period from January 1, 2012 to December 31, 2012,
showing total comprehensive income in the amount of PLN 8,122 thousand (in words: eight million one
hundred and twenty-two thousand zlotys),
- 4) a statement of changes in equity for the period from January 1, 2012 to December 31, 2012, showing an
increase in equity of PLN 29.133 thousand (in words: twenty nine million one hundred thirty three
thousand zlotys),
- 5) cash flow statement for the period from January 1, 2012 to December 31, 2012, showing an increase in

cash by PLN 5,290 thousand (in words: five million two hundred and ninety thousand zlotys),
6) additional information, including information about the adopted accounting policy and other explanatory information.

Ad. point 7 of the agenda
"Resolution No. 5

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 395 § 5 of the Code of Commercial Companies, after considering the Management Board's report on the operations of the FEERUM SA Capital Group. and consolidated financial statements of the FEERUM SA Capital Group. for the year ended December 31, 2012, approves the Management Board report on the operations of the FEERUM SA Capital Group. and consolidated financial statements of the FEERUM SA Capital Group including:

- 1) consolidated balance sheet prepared as at 31 December 2012, which shows an amount of PLN 87,740 thousand on the side of assets and liabilities (in words: eighty-seven million seven hundred and forty thousand zlotys)
- 2) consolidated profit and loss account for the period from January 1, 2012 to December 31, 2012, showing a net profit of PLN 8,120 thousand (in words: eight million one hundred and twenty thousand zlotys)
- 3) the consolidated statement of comprehensive income for the period from January 1, 2012 to December 31, 2011, showing total comprehensive income in the amount of PLN 8,120 thousand (in words: eight million one hundred and twenty thousand zlotys)
- 4) consolidated statement of changes in equity for the period from January 1, 2012 to December 31, 2012, showing an increase in equity of PLN 29.131 thousand (in words: twenty nine million one hundred and thirty one thousand zlotys),
- 5) consolidated cash flow statement for the period from January 1, 2012 to December 31, 2012, showing an increase in cash by PLN 5309 thousand (in words: five million three hundred and nine thousand zlotys),
- 6) additional information, including information about the adopted accounting policy and other explanatory information.

Ad. point 8 of the agenda
"Resolution No. 6

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 382 § 3 and art. 395 § 5 of the Code of Commercial Companies and in accordance with the principle of III.1.1 of "Best Practices of WSE Listed Companies", after considering adopted by the Supervisory Board of the Company: results of the assessment of the Management Board's report on the Company's operations in 2012, the financial statements of the Company for the financial year 2012, the consolidated financial statements of the FEERUM SA Capital Group for the financial year 2012 and the Management Board's motion regarding the distribution of profit and assessment of the Company's situation in 2012 constituting an attachment to this resolution. "

Ad. point 9 of the agenda
"Resolution No. 7

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 395 § 2 point 2 of the Code of Commercial Companies, decides to allocate the net profit of FEERUM S.A. for the financial year 2012 in the amount of PLN 8,122 thousand (in words: eight million one hundred and twenty two thousand) for supplementary capital and coverage of losses from previous years in the amount of PLN 1,911 thousand (in words: one million nine hundred and eleven thousand zlotys) from the supplementary capital of FEERUM S.A. Proposal by the FEERUM SA Management Board regarding the distribution of net profit for 2012 and coverage of losses from previous years is attached to this resolution. "

Ad. point 10 of the agenda

"Resolution No. 8

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 3 of the Code of Commercial Companies, grants Daniel Janusz discharge in respect of his duties as the President of the Management Board of FEERUM S.A. in 2012."

" Resolution No. 9

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 3 of the Code of Commercial Companies, grants Mieczysław Mielkowski discharge in respect of his duties as a Member of the Management Board of FEERUM S.A. in 2012."

" Resolution No. 10

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges the fulfillment of duties of a Member of the FEERUM SA Management Board by Piotr Wieleśnik for the period from June 27, 2012 to December 31, 2012. "

" Resolution No. 11

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 item 3 of the Code of Commercial Companies, grants Jacek Wardzyko discharge in respect of his duties as a Member of the Management Board of FEERUM S.A. for the period from 1st January 2012 to 27 June 2012 "

" Resolution No. 12

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 3 of the Code of Commercial Companies, grants Robert Wiśniewski discharge in respect of his duties as a Member of the FEERUM SA Management Board. for the period from 1st January 2012 to 27 June 2012 "

Ad. point 11 of the agenda

"Resolution No. 13

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 3 of the Code of Commercial Companies, grants discharge to Magdalena Łabudzka-Janusz for the performance of his duties as a Chairman of the Supervisory Board of FEERUM S.A. in 2012.."

" Resolution No. 14

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 3 of the Code of Commercial Companies, grants discharge to Maciej Łabudzki for the performance of his duties as a Member of the Supervisory Board of FEERUM S.A. in the period from January 1, 2012 to 5

October 2012. "

"Resolution no. 15

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 3 of the Code of Commercial Companies, grants Małgorzata Adamowicz discharge in respect of her duties as a Member of the Supervisory Board of FEERUM S.A. in the period from January 1, 2012 to October 5, 2012. "

"Resolution no. 16

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfillment of duties of the Vice-President of the Supervisory Board of FEERUM SA by Maciej Kowalski. from October 5, 2012 to December 31, 2012. "

"Resolution no. 17

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 3 of the Code of Commercial Companies hereby acknowledges the fulfillment of duties of the Secretary of the Supervisory Board of FEERUM SA by Henryk Chojnacki. from October 5, 2012 to December 31, 2012. "

"Resolution no. 18

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfillment of duties of the Member of the Supervisory Board of FEERUM SA by Maciej Janusz. from October 5, 2012 to December 31, 2012. "

"Resolution no. 19

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 item 3 of the Code of Commercial Companies, grants to Jakub Marcinowski discharge in respect of his duties as a Member of the Supervisory Board of FEERUM S.A. from October 5, 2012 to December 31, 2012. "

Ad. point 12 of the agenda

"Resolution no. 20

Based on Article. 385 § 1 of the Code of Commercial Companies and § 15 item 3 The Extraordinary General Meeting of the "FEERUM" S.A. based in Chojnów, decides to dismiss Mr. Henryk Chojnacki from the Supervisory Board member.

"Resolution no 21

Based on Article. 385 § 1 of the Code of Commercial Companies and § 15 item 3 The Extraordinary General Meeting of the "FEERUM" S.A. based in Chojnów, decides to appoint Mr Asena Gyczew as a member of the Supervisory Board for a joint three-year term.

"Resolution no 22

Based on Article. 392 § 1 of the Code of Commercial Companies and § 15 item 4 The Extraordinary General Meeting of the "FEERUM" S.A. based in Chojnów, decides to set a monthly remuneration for Mr Asena Gyczew, a member of the Company's Supervisory Board, in the amount of PLN 3,000 (in words: three thousand zlotys).

Attachments:

1. Report on the activities of the Supervisory Board of FEERUM S.A. in year 2012
2. Proposal of the FEERUM SA Management Board to the Ordinary General Meeting regarding the distribution of the Company's net profit for the financial year 2012 and covering losses from previous years.

REPORT ON THE ACTIVITY OF THE SUPERVISORY BOARD FEERUM S.A. IN YEAR 2012

The Supervisory Board presents a report on its activities in the financial year 2012, containing in particular an assessment of the Management Board's report on the activities of FEERUM S.A. ("Company") in the 2012 financial year, the Company's financial statements for the 2012 financial year and the Management Board's motion regarding the distribution of profits generated by the Company in the 2012 financial year and the assessment of the internal control system and risk management system important for the Company.

1. Composition of the Supervisory Board

In the period from January 1, 2012 to October 5, 2012, the following persons were members of the Supervisory Board:

- Magdalena Łabudzka-Janusz — Chairwoman of the Supervisory Board,
- Macieja Łabudzki — Member of the Supervisory Board,
- Małgorzata Adamowicz — Member of the Supervisory Board,

The Company's Supervisory Board as at December 31, 2012 included the following:

- Magdalena Łabudzka-Janusz — Chairwoman of the Supervisory Board,
- Maciej Janusz — Member of the Supervisory Board,
- Henryk Chojnacki — Secretary of the Supervisory Board,
- Jakub Marcinkowski — Member of the Supervisory Board,
- Maciej Kowalski — Vice Chairman of the Supervisory Board,

In 2012, all members of the Supervisory Board were appointed for a joint three-year term on the strength of the resolutions of the General Meeting of the Company adopted on October 5, 2012.

Jakub Marcinkowski and Mr. Henryk Chojnacki were appointed as independent members of the

Supervisory Board, which is the implementation of rule 111.6 of the "Best Practices of WSE Listed Companies", adopted by resolution of the Supervisory Board of the Warsaw Stock Exchange S.A. of July 4, 2007, as amended, according to which at least two members of the Supervisory Board should meet the criteria of being independent from the Company and entities with significant connections with the Company.

In the period from January 1, 2012 to December 31, 2012, Magdalena Łabudzka-Janusz was the chairwoman of the Supervisory Board.

The scope of activity of the Supervisory Board

The Supervisory Board operates on the basis of the provisions of the Code of Commercial Companies, and also on the basis of the Company's Articles of Association and the Regulations of the Company's Supervisory Board of November 7, 2012.

In 2012, the Supervisory Board exercised permanent supervision over the Company's operations in all areas of activity.

The Supervisory Board of the Company also selected Grant Thornton Frąckowiak sp. O.o. sp. k. to audit the financial statements of the Company and the consolidated financial statements for 2012.

In 2012, the Supervisory Board did not carry out audits or investigations, nor did it suspend members of the Management Board of the Company.

Assessment of the internal control system and risk management system significant for the Company

The Company has an internal control system, which is the responsibility of the Management Board. The internal control system covers the main processes of the Company's operations, where there is a need to establish control mechanisms for monitoring and limiting risks material to the Company. The basic task of this system is to ensure the implementation of the Company's business objectives. The company has and continuously updates the organizational structure in which the reporting, responsibility and authority levels have been clearly defined, which allows to additionally reduce the significant risks associated with running the business. In the opinion of the Supervisory Board, the system of internal control and risk management significant for the Company is at a satisfactory level.

Assessment of the Management Board's report on the Company's operations in the financial year 2012, the Company's financial statements for the 2012 financial year and the Management Board's motion regarding the distribution of profit generated by the Company in financial year 2012 and covering losses from previous years

The Supervisory Board of FEERUM S.A. with its registered office in Chojnów, presents a report on the results of the evaluation of the following reports of the Company for the financial year 2012:

1. Financial statements of the Company;
2. Management Board reports on the Company's operations, and
3. Evaluation of the Management Board's motion regarding the distribution of profit and coverage of losses from previous years.

Ad. 1

The Supervisory Board, after hearing the opinion and the auditor's report on the course and results of the audit of the Company's financial statements for 2012 and after assessing this report, states that the financial statements of the Company for the financial year 2012 were prepared on the basis of properly kept accounting books, it is consistent with to form and content with the applicable law and provide all information relevant to the profitability and financial result assessment in the audited period, as well as the property and financial standing of the Company as at December 31, 2012. In addition, the Supervisory Board states that the Company's financial statements for the year 2012 is compatible with the Company's books and documents as well as with the actual state. In connection with the above, the Supervisory Board

requests the General Meeting to approve the Company's financial statements for the financial year 2012.

Ad. 2

The Supervisory Board, after analyzing and evaluating the Management Board's report on the Company's operations in 2012, states that the Management Board's report on the Company's operations in the financial year 2012 is consistent with the Company's books and documents as well as the actual status. In connection with the above, the Supervisory Board accepts the presented report and applies to the General Meeting for its approval. In addition, the Supervisory Board requests the President of the Management Board - Mr Daniel Janusz and the Member of the Management Board Mr Mieczyslaw Mietelski discharge in respect of their duties in financial year 2012, Members of the Management Board of Mr Jacek Wardzykowi and Mr. Robert Wisniewski discharging from their duties from 1 January 2012 until June 27, 2012 and the Member of the Management Board - Mr. Piotr Wielesik, discharged from performing his duties from June 27, 2012 to December 31, 2012

Ad. 3

The Supervisory Board, taking into account the investment plan of the Company for the years 2013-2014 and after getting acquainted with the motion of the Management Board regarding the allocation of the whole profit for 2012 in the amount of PLN 8.122 thousand. zlotys for supplementary capital and coverage of losses from previous years in the amount of PLN 1,911 thousand from the supplementary capital, it positively opines to it and requests the General Meeting to adopt a resolution regarding the distribution of profit and coverage of losses from previous years in the manner proposed by the Management Board.

Annex to Resolution No. 7

**REQUEST BY THE MANAGEMENT BOARD OF FEERUM S.A. TO THE ORDINARY
GENERALMEETINGS ON THE DIVISION OF NET PROFIT FOR THE YEAR
ROTARY 2012 AND COVER LOSSES FROM CONTINUED YEARS**

The Management Board of FEERUM S.A. asks for allocation of the Company's net profit for the financial year 2012 in the amount of PLN 8,122 thousand (in words: eight million one hundred and twenty two thousand zlotys) to reserve capital and coverage of losses from previous years in the amount of PLN 1,911 thousand (in words: one million nine hundred and eleven thousand zlotys) from the supplementary capital of FEERUM SA

SUBSTANTIATION

The allocation of profit for 2012 to supplementary capital is consistent with the Company's development policy, assuming in 2013-2014 investment expenditure at the level of approximately PLN 34,000,000. in order to: (i) strengthen the sales network and design department, (ii) intensify sales activities on foreign markets, (iii) expand the production base as well as research and development activities carried out in the Company, co-financed from European Union funds. "