



**WESTA ISIC S.A.**

**Société anonyme**

**Registered office: 412F, route d'Esch, L-2086 Luxembourg**

**R.C.S. Luxembourg: B 150.326**

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**Minutes of the Extraordinary General Meeting of WESTA ISIC S.A.  
(hereinafter – the Company) held at the Company's registered office  
on February 27, 2013**

The Meeting was opened at 15.00 Central European Time (CET).

**Chairwoman :** Noëlle PICCIONE

**Secretary :** Vinciane DARCHE

**Ballot-judge :** Pierre MESTDAGH

The Chairwoman declared and the Meeting noted that:

- it appeared from the main register kept at the registered office of the Company and the Branch Register kept by Bank Zachodni WBK S. A. produced to the Meeting together with proxy duly filed within the statutory period that 33.100.000 shares out of 44.133.333 shares were represented;
- the notice of the Meeting was published according to the legal requirements in the “Memorial C”, official gazette of the Grand Duchy of Luxembourg “ and in the Luxemburg daily newspaper “Luxemburger Wort” on January 26, 2013 and February 4, 2013 as evidenced by the documents presented to the Meeting and published on ESPI report system in Poland on January 26, 2013;
- in order to attend the present Meeting, the shares represented complied with the legal and statutory requirements;
- the present Meeting was therefore regularly convened and has the legal power to act on the items 1 to 6 inclusive of the agenda;
- The Chairwoman refers to the agenda as published in the “Memorial C” and the “Luxemburger Wort”.

**AGENDA**

1. Termination of the mandate of the Statutory Auditor (réviseur d'Entreprises agréé), Deloitte Audit S. à r.l., having its registered office in L- 2220 Luxembourg, 560, rue de Neudorf and appointment of Baker Tilly Luxembourg Audit S.A.R.L., having its registered office in L-1511 Luxembourg, 119, Avenue de la Faïencerie.
2. Acceptance of the resignation of Mr. Christoph Kossmann, B Director, and appointment of new B Directors.
3. Transfer of the registered office from 412F, route d'Esch, L-2086 Luxembourg to 65, boulevard Grande-Duchesse Charlotte L-1331 Luxembourg.
4. Appointment of the members of audit committee.
5. Adoption of the remuneration policy of the Company.
6. Miscellaneous.

1 | | 6



The Meeting deliberated on each of the agenda items and proceeded to a vote on each of them as follows:

1. Termination of the mandate of the Statutory Auditor (réviseur d'Entreprises agréé), Deloitte Audit S. à r. l., having its registered office in L- 2220 Luxembourg, 560, rue de Neudorf and appointment of Baker Tilly Luxembourg Audit S.A.R.L., having its registered office in L-1511 Luxembourg, 119, Avenue de la Faïencerie.

The Chairwoman proposed to terminate the mandate of the Statutory Auditor (réviseur d'Entreprises agréé), Deloitte Audit S. à r. l., having its registered office in L- 2220 Luxembourg, 560, rue de Neudorf and to appoint Baker Tilly Luxembourg Audit S.A.R.L., having its registered office in L-1511 Luxembourg, 119, Avenue de la Faïencerie as the Statutory Auditor (réviseur d'Entreprises agréé) of the Company for the year ended December 31, 2012 with the term of the office of the Statutory Auditor (réviseur d'Entreprises agréé) until the Annual General Meeting of 2013.

FOR: 33.100.000

AGAINST:-

ABSTAINING:-

2. Acceptance of the resignation of Mr. Christoph Kossmann, B Director, and appointment of new B Directors.

The Chairwoman proposed to accept the resignation of Mr. Christoph Kossmann, B Director in respect of the proper performance of his duties till the present Extraordinary General Meeting, to grant special discharge to the B Director for the period from January 1<sup>st</sup> 2012 until the present meeting and to appoint his successors:

Mr. Eriks Martinovskis, B Director, professional residence address: 65, boulevard Grande-Duchesse Charlotte L-1331 Luxembourg;

Mr. Frank Pletsch, B Director, professional residence address: 65, boulevard Grande-Duchesse Charlotte L-1331 Luxembourg.

The mandate of the appointees will lapse at the Annual General Meeting of the year 2018 or until their successors have been duly elected.

FOR: 33.100.000

AGAINST:-

ABSTAINING:-

3. Transfer of the registered office from 412F, route d'Esch, L-2086 Luxembourg to 65, boulevard Grande-Duchesse Charlotte L-1331 Luxembourg.

The Chairwoman proposed to approve the transfer of the registered office from L-2086 Luxembourg, 412F, route d'Esch to 65, boulevard Grande-Duchesse Charlotte L-1331 Luxembourg as from February 27, 2013.

FOR: 33.100.000

AGAINST:-

ABSTAINING:-

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4. Appointment of the members of audit committee.

The Chairwoman proposed to appoint Dmytriy Nikitin, A Director and Lyubov Krechmanska, C Director as members of the audit committee. The mandate of the appointees will lapse at the Annual General Meeting of the year 2018 or until their successors have been duly elected.

FOR: 33.100.000

AGAINST:-

ABSTAINING:-

5. Adoption of the remuneration policy of the Company.

The Chairwoman proposed to approve the rate of remuneration of Lyubov Krechmanska, C Director, for the period starting from 01.01.2013 to 31.12.2013 at the gross total amount of Euro 12,000.00 (twelve thousand euro), which will be paid in December 2013.

FOR: 33.100.000


AGAINST:-

ABSTAINING:-

The Chairwoman noted that resolutions 1 to 5 inclusive had been approved.

There being no further business to come before the Meeting, the Chairwoman closed the Meeting at 16 p.m.

Luxembourg, February 27, 2013

  
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**P. MESTDAGH**  
Ballot-judge

  
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**V. DARCHE**  
Secretary

  
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**N. PICCIONE**  
Chairwoman