

Resolutions adopted by the Ordinary General Meeting on 11.05.2011. "Resolution

No. 1

The Ordinary General Meeting of Inter Cars S. A. based in Warsaw decides to appoint Wojciech Józef Olewniczak to Chairman of the General Meeting."

The resolution was adopted by secret ballot, with addition that in favour of the Resolution 9,390,788 votes were cast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 2

The Ordinary General Meeting of Inter Cars S.A. based in Warsaw decides to adopt the presented agenda."

The resolution was adopted in open ballot, with addition that in favour of the Resolution 9,390,788 votes were cast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 3

The Ordinary General Meeting of the company **under** the business name Inter Cars S.A., based in Warsaw, approves the Board of Directors' statement of the Company's operations in 2010.

The resolution was adopted in open ballot, with addition that in favour of the Resolution 9,390,788 votes were cast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 4

The Ordinary General Meeting of the company under the business name Inter Cars S.A., based in Warsaw, approves the Board of Directors' statement of operations of the Inter Cars S.A. Capital Group in 2010. The resolution was adopted in open ballot, with addition that in favour of the Resolution 9,390,788 votes were cast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 5

The Ordinary General Meeting of the company under the business name "Inter Cars" S.A. based in Warsaw approves the financial statement of the Company for the financial year 2010, in particular:

1/Balance sheet of the Company drawn up as at 31 December 2010, which presents the total balance of assets, equity and liabilities in the amount of PLN 1,277,225,000.00 (one billion two hundred seventy-seven million two hundred and twenty-five thousand Polish zloty);

2/Income statement for the period from 01 January 2010 to 31 December 2010, which presents net profit in the amount of PLN 46,004,000.00 (forty-six million and four thousand Polish zloty); 3/Statement of changes in equity for financial year from 01 January to 31 December 2010, which presents increase in equity by the amount of PLN 44,904,000.00 (forty-four million nine hundred and four thousand Polish zloty);

4/Cash flow statement for the financial year from 01 January to 31 December 2010, which presents increase in net cash by the amount of PLN 2,332,000.00 (two million three hundred and thirty-two thousand Polish zloty);

5/ The additional information including the introduction and additional information and explanations.

The resolution was adopted in open ballot, with addition that in favour of the Resolution 9,390,788 votes were cast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 6

The Ordinary General Meeting of the company under the business name Inter Cars S.A., based in Warsaw, approves the consolidated statement of the Inter Cars S.A. Corporate Group for the financial year 2010, in particular:

1/Consolidated balance sheet of the Inter Cars S.A. Corporate Group drawn up as at 31 December 2010, which presents the total balance of assets, equity and liabilities in the amount of PLN 1,322,301,000.00 (one billion three hundred two million twenty-three hundred and one thousand Polish zloty);

2) Consolidated income statement of the Inter Cars S.A. Corporate Group for the financial year from 1 January to 31 December 2010, which presents net profit in the amount of PLN 63,683,000.00 (sixty-three million six hundred and eighty-three thousand Polish zloty);

3/Statement of changes in consolidated equity of the Inter Cars S.A. Corporate Group for the financial year from 1 January to 31 December 2010, which presents increase in equity by the amount of PLN 59,644,000.00 (fifty-nine million six hundred and forty-four thousand Polish zloty);

4/Consolidated cash flow statement of the Inter Cars S.A. Corporate Group for the financial year from 1 January to 31 December 2010, which presents increase in net cash by the amount of PLN 7,424,000.00 (seven million four hundred and twenty-four thousand Polish zloty);

5/ The additional information including the introduction to the consolidated financial statement and additional information and explanations.

The resolution was adopted in open ballot, with addition that in favour of the Resolution 9,390,788 votes were cast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 7

The Ordinary General Meeting of the company under the business name Inter Cars S.A., based in Warsaw, considering assessment of the Board of Directors' request made by the Supervisory Board decides that net profit worked out in 2010 in the amount of PLN 46,004,000.00 (forty-six million and four thousand Polish zloty) will be fully allocated for supplementary capital of the Company."

The resolution was adopted in open ballot, with addition that in favour of the Resolution 9,390,788 votes were cast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 8

The Ordinary General Meeting of Inter Cars S.A., based in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Robert Kierzek for performance of his obligations as the Company's President of the Board of Directors in 2010.

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,390,788 votes were cast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 9

The Ordinary General Meeting of Inter Cars S.A., based in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Krzysztof Teofil Oleksowicz for performance of his obligations as member of the Company's Board of Directors and in 2010.

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 4,708,517 votes were cast, 4,708,517 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 33.23% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 4,708,517,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed, but in the voting did not take part shareholder of Krzysztof Teofil Oleksowicz pursuant to Art. 413 of the Code of Commercial Companies.

"Resolution no. 10

The Ordinary General Meeting of Inter Cars S.A., based in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Krzysztof Soszyński for performance of his obligations as member of the Company's Board of Directors and in 2010.

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,390,788 votes were cast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 11

The Ordinary General Meeting of Inter Cars S.A., based in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Wojciech Milewski for performance of his obligations as member of the Company's Board of Directors and in 2010.

The resolution was adopted by secret ballot, with addition that in favour of the Resolution 9,390,788 votes were cast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 12

The Ordinary General Meeting of Inter Cars S.A., based in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Piotr Kraska for performance of his obligations as member of the Company's Board of Directors and in 2010.

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,390,788 votes were cast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 13

The Ordinary General Meeting of Inter Cars S.A., based in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Wojciech Milewski for performance of his obligations as member of the Chairman of Supervisory Board and in 2010.

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 7,888,418 votes were cast, 7,888,418 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 55.67% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed, but in the vote did not participate shareholder Andrzej Oliszewski due to the content of the art. 413 of the Code of Commercial Companies.

"Resolution no. 14

The Ordinary General Meeting of Inter Cars S.A., based in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mrs Jolanta Oleksowicz Bugajewska for performance of his obligations as member of the member of Supervisory Board and in 2010.

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,390,788 votes were vast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 15

The Ordinary General Meeting of Inter Cars S.A., based in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Jacek Klimczak Milewski for performance of his obligations as member of the Chairman of Michał Marczak Board and in 2010.

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,390,788 votes were vast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 16

The Ordinary General Meeting of Inter Cars S.A., based in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Michał Marczak for performance of his obligations as member of the Chairman of Michał Marczak Board and in 2010.

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,390,788 votes were vast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 17

The Ordinary General Meeting of Inter Cars S.A., based in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Maciej Oleksowicz for performance of his obligations as member of the Chairman of Michał Marczak Board and in 2010.

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,390,788 votes were vast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

"Resolution no. 18

The Ordinary General Meeting of Inter Cars S.A., based in Warsaw, pursuant to Article 395 § 2 item 3 of the Code of Commercial Companies grants the vote of approval to Mr. Piotr Ploszajski for performance of his obligations as member of the Chairman of Michał Marczak Board and in 2010.

The resolution was adopted in secret ballot, with addition that in favour of the Resolution 9,390,788 votes were vast, 9,390,788 shares from among total 14,168,100 of shares in the initial capital of the Company took part in the ballot, i.e. 66.28% of the initial capital, from among all shares taking part in the ballot valid votes were cast, i.e. total 9,390,788 valid votes, no votes against or abstaining were cast, against the Resolution no objections were filed.

Due to the depletion of presented agenda, the Chairman closed the Ordinary General Meeting.