of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding: election of the Chairman of the General Meeting.----

Pursuant to art. 409 § 1 of the Code of Commercial Companies and Partnerships, Annual General Shareholders' Meeting of Comarch S.A. with its registered office in Krakow, elects Mr. Paweł Prokop a Chairman of the Annual Meeting.----

of the General Shareholders' Meeting of Comarch S.A. dated the $24^{\rm th}$ of June, 2015

regarding: removing from the agenda of the meeting the point regarding the
election of the Returns Committee
General Shareholders' Meeting of Comarch S.A. decides to remove from agenda of the meeting the point regarding the election of Returns Committee
There were 9,724,132 valid votes from 2,730,532 shares, which constituted
33.57% of the share capital. The resolution was passed with 9,724,132 votes
for", no votes "against" and no votes for "refrained"

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding: passing of meeting agenda
The Ordinary General Shareholders' Meeting of Comarch S.A. approves the presented agenda
There were 9,724,132 valid votes from 2,730,532 shares, which constituted
33.57% of the share capital. The resolution was passed with 9,724,132 votes
"for", no votes "against" and no votes for "refrained"

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding the approval of Comarch S.A.'s financial statement for the fiscal year 1.01.2014 - 31.12.2014------

§ 1.

General Meeting approves the financial statement for the fiscal year 1 January 2014 -31 December 2014 which consists of:

- 1) Introduction to the financial statement;
- 2) the balance sheet as of 31 December 2014, which shows total assets and liabilities of PLN 1,041,911 thousand;
- 3) the income statement for the period from 1 January 2014 to 31 December 2014 which shows a net profit of PLN 41,049 thousand;
- 4) the statement of changes in equity for the period from 1 January 2014 to 31 December 2014 showing an increase in equity of PLN 16,043 thousand;
- 5) the cash flow statement for the period from 1 January 2014 to 31 December 2014, which shows an increase in the state of cash and cash equivalents of PLN 42,766 thousand;
- 6) additional information and commentary.

§ 2.

This resolution comes into force on the date it is passed.-----

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding the approval of the report of the Management Board regarding Comarch S.A.'s activities for the fiscal year 1.01.2014 - 31.12.2014. ------

§ 1.

General Shareholder's Meeting approves the report of the Management Board regarding activities of the company for the fiscal year 1 January 2014 -31 December 2014.-----

§ 2.

This resolution comes into force on the date it is passed.-----

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding the approval of the consolidated financial statement for the fiscal year 1.01.2014 - 31.12.2014.-----

Acting on the basis of art. 393 pt. 1 and art. 395 § 2 pt. 1 of the Code of Commercial Companies and Partnerships, art. 63c section 4 of the Act on Accounting and art. 15 pt. 1) of the company's Articles of Association, General Meeting resolves the following:------

§ 1.

General Meeting approves the consolidated financial statement for the fiscal year 1 January 2014 -31 December 2014 which consists of:

- 1) the consolidated balance sheet as of 31 December 2014, which shows total assets and liabilities of PLN 1,216,555 thousand;
- 2) the consolidated income statement for the period from 1 January 2014 to 31 December 2014 which shows capital group's net profit of PLN 68,896 thousand;
- 3) the total income statement for the period from 1 January 2014 to 31 December 2014 which shows total income in the amount of PLN 73,158 thousand;
- 4) the statement of changes in consolidated equity showing an increase in equity of PLN 62,982 thousand;
- 5) the consolidated cash flow statement which shows an increase in the state of net cash and cash equivalents of PLN 64,796 thousand, for the period from 1 January 2014 to 31 December 2014;
- 6) additional information and annotations.

§ 2.

This resolution comes into force on the date it is passed.----

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding the approval of the report of the Management Board regarding Comarch Capital Group's activities for the fiscal year 1.01.2014 - 31.12.2014.------

Acting on the basis of art. 393 pt. 1 and art. 395 § 2 pt. 1 of the Code of Commercial Companies and Partnerships and art. 15 pt. 1) of the company's Articles of Association, General Meeting resolves the following:-

§ 1.

General Shareholder's Meeting approves the report of the Management Board regarding activities of Comarch Capital Group for the fiscal year 1 January 2014 - 31 December 2014.-----

§ 2.

This resolution comes into force on the date it is passed.-----

of the General Shareholders' Meeting of Comarch S.A. dated the 24^{th} of June, 2015

regarding approving the report of the Board of Supervisors regarding activities of the Board of Supervisors in 2014 and regarding assessment of the company's and Capital Group's situation, the report regarding the audit of the company's financial statement and of the Management Board's report regarding Comarch S.A.'s activities for the fiscal year 1.01.2014 - 31.12.2014, the report regarding the audit of the Capital Group's consolidated financial statement and of the Management Board's report regarding Capital Group's activities for the fiscal year 1.01.2014 - 31.12.2014.------

Acting on the basis of art. 393 pt. 1 and art. 395 § 2 pt. 1 of the Code of Commercial Companies and Partnerships, General Meeting resolves the following:-----

§ 1.

General Shareholder's Meeting approves:

- 1. the report of the Board of Supervisors regarding activities of the Board of Supervisors in 2014 and regarding assessment of the company's and Capital Group's situation,
- 2. the report regarding the audit of the company's financial statement and of the Management Board's report regarding Comarch S.A.'s activities for the fiscal year 1.01.2014 31.12.2014,
- 3. the report regarding the audit of the Capital Group's consolidated financial statement and of the Management Board's report regarding Capital Group's activities for the fiscal year 1.01.2014 31.12.2014.

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This resolution comes into force on the date it is passed.-----

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding distribution of net profit for the fiscal year 1.01.2014 - 31.12.2014.-----

Acting on the basis of art. 395 § 2 pt. 2 of the Code of Commercial Companies and Partnerships, General Meeting resolves the following:-----

§ 1.

General Shareholder's Meeting decides that the earned in the fiscal year 1 January 2014 -31 December 2014 net profit in the amount of PLN 41,048,275.65 (forty-one million forty-eight thousand two hundred and seventy-five zlotys and 65/100) will be passed in whole to supplementary capital.-----

§ 2.

This resolution comes into force on the date it is passed.-----

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding acknowledging the fulfilment of duties in the fiscal year 1.01.2014 - 31.12.2014 by Janusz Filipiak, President of the Management Board.-----

§ 1.

General Meeting acknowledges the fulfilment of duties in the fiscal year 1.01.2014 - 31.12.2014 by Janusz Filipiak, President of the Management Board.-----

§ 2.

This resolution comes into force on the date it is passed.-----

There were 5,259,132 valid votes in the secret voting from 1,837,532 shares, which constituted 22.59% of the share capital. The resolution was passed with 5,259,132 votes "for", no votes "against" and no votes for "refrained", while proxy of shareholder Janusz Filipiak has not been participating in the voting.-

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding acknowledging the fulfilment of duties in the fiscal year
01.01.2014 - 31.12.2014 by Piotr Piątosa, Vice-President of the Management
Board
Acting on the basis of art. 393 pt. 1 and art. 395 § 2 pt. 3 of the
Code of Commercial Companies and Partnerships and art. 15 pt. 3) of the
company's Articles of Association, General Meeting resolves the following:-
§ 1.
General Meeting acknowledges the fulfilment of duties in fiscal year
1.01.2014 - 31.12.2014 by Piotr Piątosa, Vice-President of the Management
Board
§ 2.
This resolution comes into force on the date it is passed
There were 9,724,132 valid votes in the secret voting from 2,730,532 shares,
which constituted 33.57% of the share capital. The resolution was passed with
9,724,132 votes "for", no votes "against" and no votes for "refrained"

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

§ 2.

This resolution comes into force on the date it is passed.-----

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding acknowledging the fulfilment of duties in the fiscal year 01.01.2014 - 31.12.2014 by Zbigniew Rymarczyk, Vice-President of the Management Board.----

Acting on the basis of art. 393 pt. 1 and art. 395 § 2 pt. 3 of the Code of Commercial Companies and Partnerships and art. 15 pt. 3) of the company's Articles of Association, General Meeting resolves the following:-

§ 1.

General Meeting acknowledges the fulfilment of duties in fiscal year 1.01.2014 - 31.12.2014 by Zbigniew Rymarczyk, Vice-President of the Management Board.----

§ 2.

This resolution comes into force on the date it is passed.-----

of the General Shareholders' Meeting of Comarch S.A. dated the $24^{\rm th}$ of June, 2015

regarding acknowledging the fulfilment of duties in the fiscal year 01.01.2014 - 31.12.2014 by Piotr Reichert, Vice-President of the Management Board
Acting on the basis of art. 393 pt. 1 and art. 395 § 2 pt. 3 of the Code of Commercial Companies and Partnerships and art. 15 pt. 3) of the company's Articles of Association, General Meeting resolves the following:
§ 1. General Meeting acknowledges the fulfilment of duties in fiscal year 1.01.2014 - 31.12.2014 by Piotr Reichert, Vice-President of the Management Board
§ 2. This resolution comes into force on the date it is passed
There were 9,724,132 valid votes in the secret voting from 2,730,532 shares, which constituted 33.57% of the share capital. The resolution was passed with 9,724,132 votes "for", no votes "against" and no votes for "refrained"

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding acknowledging the fulfilment of duties in the fiscal year
01.01.2014 - 31.12.2014 by Marcin Warwas, Vice-President of the
Management Board
Acting on the basis of art. 393 pt. 1 and art. 395 § 2 pt. 3 of the Code of Commercial Companies and Partnerships and art. 15 pt. 3) of the company's Articles of Association, General Meeting resolves the following:
§ 1.
General Meeting acknowledges the fulfilment of duties in fiscal year
1.01.2014 - 31.12.2014 by Marcin Warwas, Vice-President of the
Management Board
§ 2.
This resolution comes into force on the date it is passed
There were 9,724,132 valid votes in the secret voting from 2,730,532 shares, which constituted 33.57% of the share capital. The resolution was passed with 9,724,132 votes "for", no votes "against" and no votes for "refrained"

of the General Shareholders' Meeting of Comarch S.A. dated the $24^{\rm th}$ of June, 2015

regarding acknowledging the fulfilment of duties in the fiscal year
1.01.2014-31.12.2014 by Elżbieta Filipiak, Chairman of the Board of
Supervisors
Acting on the basis of art. 393 pt. 1 and art. 395 § 2 pt. 3 of the Code of
Commercial Companies and Partnerships and art. 15 pt. 3) of the company's
Articles of Association, General Meeting resolves the following:
<i>§ 1.</i>
General Meeting acknowledges the fulfilment of duties in the fiscal year
1.01.2014 - 31.12.2014 by Elżbieta Filipiak, Chairman of the Board of
Supervisors
§ 2.
This resolution comes into force on the date it is passed
There were 5,494,132 valid votes in the secret voting from 1,884,532 shares,
which constituted 23.17% of the share capital. The resolution was passed with
5,494,132 votes "for", no votes "against" and no votes for "refrained", while

proxy of shareholder Elżbieta Filipiak has not been participating in the

voting.----

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

of the General Shareholders' Meeting of Comarch S.A. dated the $24^{\rm th}$ of June, 2015

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding acknowledging the fulfilment of duties in the fiscal year 01.01.2014 - 31.12.2014 by Anna Pruska, Member of the Board of Supervisors
Acting on the basis of art. 393 pt. 1 and art. 395 § 2 pt. 3 of the Code of Commercial Companies and Partnerships and art. 15 pt. 3) of the company's Articles of Association, General Meeting resolves the following:
§ 1.
General Meeting acknowledges the fulfilment of duties in the fiscal year 01.01.2014 - 31.12.2014 by Anna Pruska, Member of the Board of Supervisors
§ 2.
This resolution comes into force on the date it is passed
There were 9,724,132 valid votes in the secret voting from 2,730,532 shares, which constituted 33.57% of the share capital. The resolution was passed with 9,724,132 votes "for", no votes "against" and no votes for "refrained"

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

of the General Shareholders' Meeting of Comarch S.A. dated the 24th of June, 2015

regarding appointment of the Vice-President of the Management Board.---
Acting on the basis of art. 15 pt. 9 of the company's Articles of Association,
General Meeting resolves the following:------
§ 1.

General Meeting appoints Andrzej Przewięźlikowski to a post of the VicePresident of the Management Board.-----
§ 2.

This resolution comes into force on the date it is passed.-----
There were 9,724,132 valid votes in the secret voting from 2,730,532 shares,
which constituted 33.57% of the share capital. The resolution was passed with
9,724,132 votes "for", no votes "against" and no votes for "refrained".-------

of the General Shareholders' Meeting of Comarch S.A. dated the 24^{th} of June, 2015