

Financial Supervision Authority

Current Report No. 5 / 2011 - Draft Resolutions of the Ordinary General Meeting of Shareholders

According § 39 Point 1. 3 of the Regulation of the Minister of Finance regarding current and periodic information to be submitted by issuers of securities and conditions for recognizing as equivalent information required by the laws of a non member state, dated 19 February 2009 (Journal of Laws of 2009 No. 33, item 259)

The Board of Directors of Asseco Central Europe, a. s. (hereinafter referred to as the "Company") submit draft resolutions to be discussed at the Ordinary General Meeting of Shareholders convened on 20 April 2011 at 10:00 am to the company's headquarters in Bratislava, which will be held in Room 111-112 of the Company in Bratislava, Trenčianska 56 / A, 821 09, according to the published agenda:

Referring to item 2 of the Meeting Agenda:

**RESOLUTION NO [•]
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF THE COMPANY ASSECO CENTRAL EUROPE, A.S.**

**Election of the General Meeting chairman, minutes
clerk, minutes verifiers and persons authorized to count the votes**

"The Ordinary General Meeting of Shareholders of the company Asseco Central Europe, a.s. elects [•] as Chairman of the General Meeting, [•] as Minutes Clerk, [•] and [•] as Minutes Verifiers, and [•] and [•] as persons to count the votes (scrutineers)."

Referring to item 3 of the Meeting Agenda

**RESOLUTION NO [•]
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF THE COMPANY ASSECO CENTRAL EUROPE, A.S.**

Approval of the Company's annual financial statements for the financial year 2010

"The Ordinary General Meeting of Shareholders of the company Asseco Central Europe, a.s., identification number: 35 760 419, with headquarters Trenčianska 56 / A, 821 09 Bratislava, Slovak Republic, approves annual financial statements for the financial year 2010."

Referring to item 4 of the Meeting Agenda

**RESOLUTION NO [•]
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF THE COMPANY ASSECO CENTRAL EUROPE, A.S.**

**Approval of the Board's report on the business activities of the company for the
financial year 2010**

"The Ordinary General Meeting of Shareholders of the company Asseco Central Europe, a.s., identification number: 35 760 419, with headquarters Trenčianska 56 / A, 821 09 Bratislava, Slovak Republic, approves the Board's report on the business activities of the company for the financial year 2010."

Referring to item 5 of the Meeting Agenda

**RESOLUTION NO [•]
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF THE COMPANY ASSECO CENTRAL EUROPE, A.S.**

Approval of the consolidated financial statements for the financial year 2010

"The Ordinary General Meeting of Shareholders of the company Asseco Central Europe, a.s., identification number: 35 760 419, with headquarters Trenčianska 56 / A, 821 09 Bratislava, Slovak Republic, approves consolidated financial statements for the financial year 2010."

Referring to item 6 of the Meeting Agenda

**RESOLUTION NO [•]
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF THE COMPANY ASSECO CENTRAL EUROPE, A.S.**

**Approval of the Board's report on the business activities of the group for the
financial year 2010**

"The Ordinary General Meeting of Shareholders of the company Asseco Central Europe, a.s., identification number: 35 760 419, with headquarters Trenčianska 56 / A, 821 09 Bratislava, Slovak Republic, approves the Board's report on the business activities of the group for the financial year 2010."

Referring to item 7 of the Meeting Agenda

**RESOLUTION NO [•]
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS**

OF THE COMPANY ASSECO CENTRAL EUROPE, A.S.

Resolution on distribution of profit and payment of dividend for the year 2010

*"The Ordinary General Meeting of Shareholders of the company Asseco Central Europe, a.s., identification number: 35 760 419, with headquarters Trenčianska 56 / A, 821 09 Bratislava, Slovak Republic, approves distribution of profit and payment of dividend for the year 2010 in the amount of EUR **7 006 108,13** (in words: seven million six thousand and one hundred eight euros and thirteen euro cents) as follows:*

- **2 306 908,13 EUR** (in words: two million three hundred six thousand and nine hundred eight euros and thirteen euro cents), to leave in the company and transfer this amount to the account of retained earnings,*
- **4 699 200,00 EUR** (in words: four million six hundred ninety-nine thousand and two hundred euros) will be split between shareholders as dividends, the dividend per share is EUR 0,22 (twenty-two euro cents).*

The Ordinary General Meeting establishes a determining day for exercising the right to dividend 10 May 2011 year (in words: May the tenth two thousand and eleven) and the dividend payment date 24 May 2010 (in words: May the twenty-fourth two thousand and eleven). "

Referring to item 8 of the Meeting Agenda

RESOLUTION NO [•] OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY ASSECO CENTRAL EUROPE, A.S.

Approval of auditor for 2010

"The Ordinary General Meeting of Shareholders of the company Asseco Central Europe, a.s., identification number: 35 760 419, with headquarters Trenčianska 56 / A, 821 09 Bratislava, Slovak Republic, agrees to appoint an auditor Ernst & Young Slovakia, spol. s r. o with headquarters Hodžovo nám. 1 / A, Bratislava, Slovak republic, identification number: 35 840 463, recorded in the Commercial Register District Court Bratislava I, Section: Sro, Entry no. 27004 / B, license no. Skau č. 257 to audit the company Asseco Central Europe, a. s. for the year 2011. "