

A draft resolution to the point of 11 the announced agenda.

**Resolution  
of the Ordinary General Meeting  
of TOYA S.A. with its registered head office in Wrocław  
dated 28 May 2015  
regarding appropriation of net profit for financial year 2014.**

**Section 1**

Pursuant to the article 395 § 2 point 2 of the Commercial Companies Code and §26 point 1 letter b of the Articles of Association of TOYA S.A. the Ordinary General Meeting of TOYA S.A. decides to appropriate the net profit for year 2014 in the amount of PLN 24,392,612.98 (in words: twenty four million three hundred ninety two thousand six hundred twelve zloty and ninety eight grosz) in the following manner:

- allocate PLN 14,847,919.36 (fourteen million eight hundred forty seven thousand nine hundred nineteen and thirty six grosz) for dividend payment to Company's shareholders which constitutes PLN 0,19 (nineteen grosz) for one share,
- allocate the remaining amount of PLN 9,544,693.62 (nine million five hundred forty four thousands six hundred ninety three and sixty two grosz) to supplementary capital.

**Section 2**

Dividend day is set for 28 May 2015.

**Section 3**

Pay-out date is set for 30 July 2015.

**Section 4**

The Resolution comes into force as of the day when it was adopted.