

**XXXII ORDINARY GENERAL MEETING OF mBank S.A.  
RESULTS OF THE VOTING**

In accordance with the wording of Art. 421 § 4 of the Commercial Companies Code, mBank S.A. hereby informs on the results of the voting over the resolutions presented to the XXXII Ordinary General Meeting of mBank S.A., which took place on 28 March 2019, in the company's registered office.

Resolution regarding appointment of the Chairman of the Meeting

Number of shares from which valid votes were given	37 138 679
Percentage of these shares in the share capital	87,72 %
Total number of valid votes	37 138 679
Number of votes "for"	37 138 679
Number of votes "against"	none
Number of votes "abstaining"	none
Objections filed	none

Resolution regarding appointment of Vote Counting Commission

Number of shares from which valid votes were given	37 138 679
Percentage of these shares in the share capital	87,72 %
Total number of valid votes	37 138 679
Number of votes "for"	37 138 679
Number of votes "against"	none
Number of votes "abstaining"	none
Objections filed	none

Resolution No 1 regarding approval of the Management Board Report on the Business of mBank Group, including the Management Board Report on the Business of mBank S.A., for 2018

Number of shares from which valid votes were given	37 138 679
Percentage of these shares in the share capital	87,72 %
Total number of valid votes	37 138 679
Number of votes "for"	37 082 772
Number of votes "against"	2
Number of votes "abstaining"	55 905
Objections filed	1

Resolution No 2 regarding approval of the Financial Statements of mBank S.A. for 2018

Number of shares from which valid votes were given	37 138 779
Percentage of these shares in the share capital	87,72 %
Total number of valid votes	37 138 779
Number of votes "for"	37 082 873
Number of votes "against"	1
Number of votes "abstaining"	55 905
Objections filed	1

Resolution No 3 regarding division of the 2018 net profit

Number of shares from which valid votes were given	37 138 779
Percentage of these shares in the share capital	87,72 %
Total number of valid votes	37 138 779
Number of votes “for”	37 138 779
Number of votes “against”	none
Number of votes “abstaining”	none
Objections filed	none

Resolutions No 4-10 regarding votes of discharge of duties for Members of the Management Board of mBank S.A.

Number of shares from which valid votes were given	37 138 778
Percentage of these shares in the share capital	87,72 %
Total number of valid votes	37 138 778
Number of votes “for”	37 075 438
Number of votes “against”	7 435
Number of votes “abstaining”	55 905
Objections filed	none

Resolution No 11 regarding approval of election to the Supervisory Board, on the basis of § 19 section 3 of the By-laws of mBank S.A.

Number of shares from which valid votes were given	37 138 778
Percentage of these shares in the share capital	87,72 %
Total number of valid votes	37 138 778
Number of votes “for”	37 074 900
Number of votes “against”	63 878
Number of votes “abstaining”	none
Objections filed	none

Resolutions No 12-24 regarding votes of discharge of duties for Members of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	37 138 778
Percentage of these shares in the share capital	87,72 %
Total number of valid votes	37 138 778
Number of votes “for”	37 075 438
Number of votes “against”	7 435
Number of votes “abstaining”	55 905
Objections filed	none

Resolution No 25 regarding approval of the Consolidated Financial Statements of mBank Group for 2018

Number of shares from which valid votes were given	37 138 778
Percentage of these shares in the share capital	87,72 %

Total number of valid votes	37 138 778
Number of votes “for”	37 082 872
Number of votes “against”	1
Number of votes “abstaining”	55 905
Objections filed	1

Resolution No 26 regarding amendments to the By-laws of mBank S.A.

Number of shares from which valid votes were given	37 138 777
Percentage of these shares in the share capital	87,72 %
Total number of valid votes	37 138 777
Number of votes “for”	35 110 097
Number of votes “against”	none
Number of votes “abstaining”	2 028 680
Objections filed	none

Resolution No 27 regarding stance of shareholders of mBank S.A. concerning appraisal of functioning of remuneration policy regarding members of the Management Board and persons holding key positions at mBank S.A.

Number of shares from which valid votes were given	37 138 777
Percentage of these shares in the share capital	87,72 %
Total number of valid votes	37 138 777
Number of votes “for”	34 973 733
Number of votes “against”	128 125
Number of votes “abstaining”	2 036 919
Objections filed	none

Resolution No 28 regarding approval of the “Policy on the assessment of qualifications (suitability) of members of the supervisory body, management body and key functions holders in mBank S.A.”

Number of shares from which valid votes were given	37 138 777
Percentage of these shares in the share capital	87,72 %
Total number of valid votes	37 138 777
Number of votes “for”	37 138 777
Number of votes “against”	none
Number of votes “abstaining”	none
Objections filed	none

Resolutions No 29-40 regarding assessment of suitability of members of the Supervisory Board

Number of shares from which valid votes were given	37 138 777
Percentage of these shares in the share capital	87,72 %
Total number of valid votes	37 138 777
Number of votes “for”	37 138 777
Number of votes “against”	none
Number of votes “abstaining”	none
Objections filed	none

