

**XXX 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 XXIX Ordinary General Meeting of mBank S.A., which took place on 30 March 2017 in the company's registered office.

Resolution regarding appointment of the Chairman of the Meeting

Number of shares from which valid votes were given	36 864 362
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 362
Number of votes "for"	34 956 102
Number of votes "against"	none
Number of votes "abstaining"	1 908 260
Objections filed	none

Resolution regarding appointment of Vote Counting Commission

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes "for"	34 956 202
Number of votes "against"	none
Number of votes "abstaining"	1 908 260
Objections filed	none

Resolution regarding a change in the order of voting (of the points on the agenda)

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes "for"	33 082 997
Number of votes "against"	none
Number of votes "abstaining"	3 781 465
Objections filed	none

Resolution No 1 regarding approval of the Management Board Report on the Business of mBank S.A. for 2016 and the Financial Statements of mBank S.A. for 2016

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes "for"	36 849 319
Number of votes "against"	none
Number of votes "abstaining"	15 143
Objections filed	none

Resolution No 2 regarding division of the 2016 net profit

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 864 462
Number of votes “against”	none
Number of votes “abstaining”	none
Objections filed	none

Resolution No 3 regarding division of the undivided profits from previous years

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 864 462
Number of votes “against”	none
Number of votes “abstaining”	none
Objections filed	none

Resolutions No 4-11 regarding vote of discharge of duties for Members of the Management Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 842 405
Number of votes “against”	6 914
Number of votes “abstaining”	15 143
Objections filed	none

Resolution No 12 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	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	34 971 864
Number of votes “against”	1 892 598
Number of votes “abstaining”	none
Objections filed	none

Resolution No 13 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	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	34 971 864

Number of votes “against”	1 892 598
Number of votes “abstaining”	none
Objections filed	none

Resolution No 14 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 857 548
Number of votes “against”	6 914
Number of votes “abstaining”	none
Objections filed	none

Resolution No 15 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 857 548
Number of votes “against”	6 914
Number of votes “abstaining”	none
Objections filed	none

Resolution No 16 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 857 548
Number of votes “against”	6 914
Number of votes “abstaining”	none
Objections filed	none

Resolution No 17 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 857 548
Number of votes “against”	6 914
Number of votes “abstaining”	none
Objections filed	none

Resolution No 18 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 857 548
Number of votes “against”	6 914
Number of votes “abstaining”	none
Objections filed	none

Resolution nr 19 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 857 548
Number of votes “against”	6 914
Number of votes “abstaining”	none
Objections filed	none

Resolution No 20 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 859 221
Number of votes “against”	5 241
Number of votes “abstaining”	none
Objections filed	none

Resolution No 21 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 859 221
Number of votes “against”	5 241
Number of votes “abstaining”	none
Objections filed	none

Resolution No 22 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %

Total number of valid votes	36 864 462
Number of votes “for”	36 857 548
Number of votes “against”	6 914
Number of votes “abstaining”	none
Objections filed	none

Resolution No 23 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 857 548
Number of votes “against”	6 914
Number of votes “abstaining”	none
Objections filed	none

Resolution No 24 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 859 221
Number of votes “against”	5 241
Number of votes “abstaining”	none
Objections filed	none

Resolution No 25 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 857 548
Number of votes “against”	6 914
Number of votes “abstaining”	none
Objections filed	none

Resolution No 26 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 857 548
Number of votes “against”	6 914
Number of votes “abstaining”	none
Objections filed	none

Resolution No 27 regarding vote of discharge of duties for a Member of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 857 548
Number of votes “against”	6 914
Number of votes “abstaining”	none
Objections filed	none

Resolutions no 28-29 regarding vote of discharge of duties for Members of the Management Board of mWealth Management S.A. – a company partially taken over by mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 842 405
Number of votes “against”	6 914
Number of votes “abstaining”	15 143
Objections filed	none

Resolutions no 30-34 regarding vote of discharge of duties for Members of the Supervisory Board of mWealth Management S.A. – a company partially taken over by mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 842 405
Number of votes “against”	6 914
Number of votes “abstaining”	15 143
Objections filed	none

Resolutions no 35-38 regarding vote of discharge of duties for Members of the Management Board of Dom Maklerski mBanku S.A. – a company partially taken over by mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 842 405
Number of votes “against”	6 914
Number of votes “abstaining”	15 143
Objections filed	none

Resolutions no 39-43 regarding vote of discharge of duties for Members of the Supervisory Board of Dom Maklerski mBanku S.A. – a company partially taken over by mBank S.A.

Number of shares from which valid votes were given	36 864 462
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Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 842 405
Number of votes “against”	6 914
Number of votes “abstaining”	15 143
Objections filed	none

Resolution No 44 regarding approval of the Management Board Report on the Business of mBank Group for 2016 and the Consolidated Financial Statements of mBank Group for 2016

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 849 319
Number of votes “against”	none
Number of votes “abstaining”	15 143
Objections filed	none

Resolution No 45 regarding amendments to the By-laws of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	36 445 462
Number of votes “against”	none
Number of votes “abstaining”	419 000
Objections filed	none

Resolution No 46 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	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	34 893 125
Number of votes “against”	62 327
Number of votes “abstaining”	1 909 010
Objections filed	none

Resolution No 47 regarding appointment of the Statutory Auditor to audit the Financial Statements of mBank S.A. and mBank Group for 2017

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	33 999 899
Number of votes “against”	1 196 235

Number of votes “abstaining”	1 668 328
Objections filed	none

Resolution No 48 regarding specifying a number of members of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	34 553 528
Number of votes “against”	1 198 401
Number of votes “abstaining”	1 112 533
Objections filed	none

Resolution No 49 regarding election of Members of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	35 244 471
Number of votes “against”	1 200 241
Number of votes “abstaining”	419 750
Objections filed	none

Resolution No 50 regarding rules of remuneration of the Members of the Supervisory Board of the mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	32 162 927
Number of votes “against”	2 374 274
Number of votes “abstaining”	2 327 261
Objections filed	none

Resolution No 51 regarding amendments to the By-laws of mBank S.A. and authorization of the Management Board of mBank S.A. to increase the share capital of mBank S.A. within the limits of the authorized capital with the possibility to divest current shareholders of the preemptive right in whole or in part upon the consent of the Supervisory Board of mBank S.A.

Number of shares from which valid votes were given	36 864 462
Percentage of these shares in the share capital	87,19 %
Total number of valid votes	36 864 462
Number of votes “for”	31 583 675
Number of votes “against”	3 622 721
Number of votes “abstaining”	1 658 066
Objections filed	none