

**Resolution No. ...
of XXVIII Ordinary General Meeting
of mBank S.A.**
Draft

Re.: Division of the 2014 net profit

Pursuant to § 11 letter b) of the By-laws of mBank S.A., it is resolved as follows:

§ 1

The net profit earned by the Bank in 2014, amounting to PLN 1 174 096 218, shall be allocated:

1. in the amount of PLN 50.000.000,00 to the general banking risk reserve,
2. in the amount of PLN 406.523.549,00 to the supplementary capital,

The remaining part of profit in the amount of PLN 717.572.669,00 is left undivided.

§ 2

This Resolution shall come into force on the date of its adoption.