of the Ordinary General Meeting of Bank Millennium S.A. dated 31 March 2017 in the matter of election of the Chairperson of the General Meeting

Pursuant to art. 409 § 1 of the Code of Commercial Companies and § 5 and 6 of the By-laws of the General Shareholders' Meeting of Bank Millennium S.A., the Ordinary General Meeting appoints Mr Marek Furtek as Chairperson of the Ordinary General Meeting.

Number of shares, under which valid votes were cast: 909 662 739 shares, which constitute 74.99% of share capital.

Total number of valid votes cast: 909 662 739 including:

- For: 909 662 739,

- Against: 0, - Abstained: 0.

RESOLUTION No. 2

of the Ordinary General Meeting of Bank Millennium S.A.of 31 March 2017 in the matter of approving for the financial year 2016: the Bank's financial statement and Management Board's report on activity of the Bank

Pursuant to art. 393 point 1, art. 395 § 2 point 1 of the Code of Commercial Companies and § 8 sect. 1 point 1 of the Bank's Articles of Association, the Ordinary General Meeting resolves as follows:

§ 1

The Ordinary General Meeting approves:

- 1/ the audited financial statement of Bank Millennium S.A. for 2016, containing:
 - a/ the income statement for the period from 1 January to 31 December 2016, showing net profit in the amount of PLN 652 651 thousand;
 - b/ total comprehensive income statement for the period from 1 January to 31 December 2016, showing income in the amount of PLN 449 423 thousand;
 - c/ balance sheet prepared as at 31 December 2016, which on the side of assets as well as liabilities and equity shows the amount of PLN 68 394 601 thousand;
 - d/ statement on changes in equity for the period from 1 January to 31 December 2016;
 - e/ cash flow statement for the period from 1 January to 31 December 2016, showing an decrease of net cash balance by the amount of PLN 1 469 172 thousand;
 - f/ accounting policies as well as notes to the financial statement;
- 2/ Management Board's report on activity of Bank Millennium S.A. in 2016;

§ 2

The Resolution shall come into force on the day of adoption.

Number of shares, under which valid votes were cast: 909 662 739 shares, which constitute 74.99% of share capital.

Total number of valid votes cast: 909 662 739 including:

- For: 909 662 739,

Against: 0,Abstained: 0.

RESOLUTION No. 3

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of approving the Supervisory Board report on activity in the year of 2016 and assessment of the remuneration policy in the Bank

Pursuant to art. 382 § 3 of the Code of Commercial Companies and § 9 and § 17 sect. 3 of the Bank's Articles of Association as well as in connection with requirements of the "Principles of corporate governance

for supervised institutions", adopted by the Polish Financial Supervision Authority on 22 July 2014 ("Principles") and "Good practices of the companies listed at the WSE 2016", adopted by the Supervisory Board of the WSE on 13 October 2015 ("Good Practices"), the Ordinary General Meeting resolves as follows:

§ 1

The Ordinary General Meeting:

- I. approves the Supervisory Board ("Board") report on activity in 2016 covering:
- 1. Summary of activities of the Board in 2016 and its committees: Audit Committee, Personnel Committee, Strategic Committee and Committee for Risk Matters, with self-assessment of the work of the Board, pursuant to the principle II.Z.10.2. of "Good practices of the companies listed at the WSE 2016".
- 2. Report on assessment of functioning of the remuneration policy in the Bank, pursuant to § 28 item 3 and 4 the Principles.
- 3. Assessment of application of the Principles, pursuant to § 27 of the Principles and assessment of performance of the disclosure duties, pursuant to principle II.Z.10.3. of Good Practices.
- 4. Report on assessment of reasonableness of sponsoring, charitable or other activity of similar character, conducted by the Bank, pursuant to principle II.Z.10.4. of Good Practices.
- 5. Report on assessment of the Management Board reports on activity of Bank Millennium S.A. and Bank Millennium S.A. Capital Group as well as financial statements of Bank Millennium S.A. and Bank Millennium S.A. Capital Group for the financial year 2016, as well as the Management Board's motion regarding distribution of profits for the financial year 2016, pursuant to art. 382 § 3 of the Code of Commercial Companies.
- Concise assessment of the Bank's situation in the year 2016, including assessment of performance of the internal control system, the risk management system, compliance and function of the internal audit, pursuant to principle II.Z.10.1. of Good practices.
- II. concludes, pursuant to requirements of Principles, based on information contained in the report of the Management Board on the Bank's activity in 2016 and on the assessment contained in the Supervisory Board report, mentioned in § 1 item I hereof, that the remuneration policy applied in the Bank contributes to the development and security of the Bank's activity.

§ 2

The Resolution shall come into force on the day of adoption.

Number of shares, under which valid votes were cast: 909 662 739 shares, which constitute 74.99% of share capital.

Total number of valid votes cast: 909 662 739 including:

- For: 909 662 738,

- Against: 1,

- Abstained: 0.

RESOLUTION No. 4

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of approving for the financial year 2016: the financial statement of the Bank Millennium S.A. Capital Group as well as the Management Board report on the activity of the Bank Millennium S.A. Capital Group

Pursuant to art. 395 § 5 of the Code of Commercial Companies, the Ordinary General Meeting resolves as follows:

§ 1

The Ordinary General Meeting approves:

1/ the audited financial statements of the Bank Millennium S.A. Capital Group for the year 2016, containing: a/ the consolidated income statement for the period from 1 January to 31 December 2016, showing net profit in the amount of PLN 701 252 thousand;

b/ consolidated total comprehensive income statement for the period from 1 January to 31 December 2016, showing income in the amount of PLN 498 040 thousand;

- c/ consolidated balance sheet prepared as at 31 December 2016, which on the side of assets as well as liabilities and equity shows the amount of PLN 68 792 787 thousand;
- d/ statement on changes in consolidated equity for the period from 1 January to 31 December 2016;
- e/ consolidated cash flow statement for the period from 1 January to 31 December 2016, showing a decrease of net cash balance by the amount of PLN 1 469 172 thousand;
- f/ accounting policies as well as notes to the consolidated financial statement;
- 2/ Management Board report on the activity of the Bank Millennium S.A. Capital Group in 2016.

§ 2

The Resolution shall come into force on the day of adoption.

Number of shares, under which valid votes were cast: 909 662 739 shares, which constitute 74.99% of share capital.

Total number of valid votes cast: 909 662 739 including:

- For: 909 662 739,

Against: 0,Abstained: 0.

RESOLUTION No. 5

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of distributing of profit for the financial year 2016

Pursuant to art. 395 § 2 item 2 and art. 347 of the Code of Commercial Companies and § 8 art. 1 item 2, § 36 and § 37 of the Bank's Articles of Association, the Ordinary General Meeting resolves as follows:

- 1. To allocate the Bank's net profit for the financial year ending on December 31, 2016 in the amount of PLN 652 651 155,79 for reserve capital.
- 2. The Resolution shall come into force as of the day of its adoption.

Number of shares, under which valid votes were cast: 909 662 739 shares, which constitute 74.99% of share capital.

Total number of valid votes cast: 909 662 739 including:

- For: 909 662 739,

- Against: 0, - Abstained: 0.

RESOLUTION No. 6

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Mr Joao Nuno Lima Bras Jorge - Chairman of the Management Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Joao Nuno Lima Bras Jorge - Chairman of the Management Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 909 655 245,

Against: 0,Abstained: 0.

of the Ordinary General Meeting of Bank Millennium S.A.of 31 March 2017 in the matter of discharging Mr Fernando Maria Cardoso Rodrigues Bicho – Deputy Chairman of the Management Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Fernando Maria Cardoso Rodrigues Bicho – Deputy Chairman of the Management Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 908 819 455,

- Against: 0,

- Abstained: 835 790.

RESOLUTION No. 8

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Mr Michał Gajewski – Member of the Management Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Michal Gajewski – Member of the Management Board from the performance of the duties for the period from 1.01.2016 to 13.05.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 909 655 245,

- Against: 0, - Abstained: 0.

RESOLUTION No. 9

of the Ordinary General Meeting of Bank Millennium S.A.of 31 March 2017 in the matter of discharging Mr Wojciech Haase – Member of the Management Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Wojciech Haase – Member of the Management Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 908 819 455,

- Against: 0,

- Abstained: 835 790.

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Mr Andrzej Gliński – Member of the Management Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Andrzej Gliński – Member of the Management Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 909 655 245,

Against: 0,Abstained: 0.

RESOLUTION No. 11

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Ms Maria Jose Henriques Barreto De Matos De Campos – Member of the Management Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Ms Maria Jose Henriques Barreto De Matos De Campos – Member of the Management Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

For: 899 016 832,Against: 9 878 609,Abstained: 759 804.

RESOLUTION No. 12

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Mr Wojciech Rybak – Member of the Management Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Wojciech Rybak – Member of the Management Board from the performance of the duties for the period from 6.06.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 909 655 245,

- Against: 0, - Abstained: 0.

of the Ordinary General Meeting of Bank Millennium S.A.of 31 March 2017 in the matter of discharging Mr Bogusław Kott - Chairman of the Supervisory Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Bogusław Kott - Chairman of the Supervisory Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

For: 909 655 245,Against: 0,Abstained: 10.

RESOLUTION No. 14

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Mr Nuno Manuel da Silva Amado – Deputy Chairman of the Supervisory Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Nuno Manuel da Silva Amado – Deputy Chairman of the Supervisory Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

For: 909 655 245,Against: 0,Abstained: 0.

RESOLUTION No. 15

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Mr Dariusz Rosati – Deputy Chairman and Secretary of the Supervisory Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Dariusz Rosati – Deputy Chairman and Secretary of the Supervisory Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 909 655 245, - Against: 0,

- Abstained: 0.

of the Ordinary General Meeting of Bank Millennium S.A.of 31 March 2017 in the matter of discharging Ms Julianna Boniuk-Gorzelańczyk – Member of the Supervisory Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Ms Julianna Boniuk-Gorzelańczyk – Member of the Supervisory Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 909 655 245,

Against: 0,Abstained: 0.

RESOLUTION No. 17

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Mr Miguel de Campos Pereira de Bragança – Member of the Supervisory Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Miguel de Campos Pereira de Bragança – Member of the Supervisory Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 909 655 245,

Against: 0,Abstained: 0.

RESOLUTION No. 18

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Ms Agnieszka Hryniewicz-Bieniek – Member of the Supervisory Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Ms Agnieszka Hryniewicz-Bieniek – Member of the Supervisory Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 909 655 245,

- Against: 0, - Abstained: 0.

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Ms Anna Jakubowski – Member of the Supervisory Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Ms Anna Jakubowski – Member of the Supervisory Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 909 655 245,

Against: 0,Abstained: 0.

RESOLUTION No. 20

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Mr Grzegorz Jędrys – Member of the Supervisory Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Grzegorz Jędrys – Member of the Supervisory Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 909 655 245,

- Against: 0,

- Abstained: 0.

RESOLUTION No. 21

of the Ordinary General Meeting of Bank Millennium S.A.of 31 March 2017 in the matter of discharging Mr David H. Klingensmith – Member of the Supervisory Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr David H. Klingensmith – Member of the Supervisory Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

- For: 909 655 245,

- Against: 0,

- Abstained: 0.

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Mr Andrzej Koźmiński – Member of the Supervisory Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Andrzej Koźmiński – Member of the Supervisory Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

For: 909 655 245,Against: 0,Abstained: 0.

RESOLUTION No. 23

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Mr Miguel Maya Dias Pinheiro – Member of the Supervisory Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Miguel Maya Dias Pinheiro – Member of the Supervisory Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

For: 909 655 245,Against: 0,Abstained: 0.

RESOLUTION No. 24

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of discharging Mr Rui Manuel da Silva Teixeira – Member of the Supervisory Board from the performance of the duties in the financial year 2016

Pursuant to art. 393 item 1, art. 395 § 2 item 3 of the Code of Commercial Companies and § 8 section 1 item 3 of the Bank's Articles of Association, the Ordinary General Meeting discharges Mr Rui Manuel da Silva Teixeira — Member of the Supervisory Board from the performance of the duties for the period from 1.01.2016 to 31.12.2016.

Number of shares, under which valid votes were cast: 909 655 245 shares, which constitute 74.98% of share capital.

Total number of valid votes cast: 909 655 245 including:

For: 909 655 245,Against: 0,Abstained: 0.

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of amendments to the Bank's Articles of Association

Pursuant to art. 430 § 1 of the Code of Commercial Companies and § 8 sect. 2 item 1 of the Articles of Association of Bank Millennium S.A. ("the Bank"), the Ordinary General Meeting resolves as follows:

§ 1

In § 5 of the Articles of Association of the Bank the following changes shall be introduced:

- a) item 11 in sect. 2 shall read:
 - "11) providing trust services and issuing electronic identification means in the meaning of provisions on trust services,";
- b) after item 26) in sect. 2 the full stop shall be replaced with a comma and items 27 and 28 shall be added, reading:
 - "27) providing services of reporting to trade repositories in the meaning of Regulation (EU) No 648/2012 of the European Parliament and of the Council on OTC derivatives, central counterparties and trade repositories, of information about derivative contracts concluded by a counterparty with the Bank,
 - "28) confirming data with use of electronic identification means of the Bank's ICT system, pursuant to provisions of telecommunication law.";
- c) in sect. 6 after the words "The Bank may" a colon shall be put, the following wording will be termed item
 1), the full stop at the end shall be replaced with a comma and item 2) shall be added after it, reading as follows:
 - "2) performing activities involved with confirming ePUAP trusted profile, pursuant to provisions of the Act on digitalisation of activity of entities performing public tasks.".

§ 2

The Bank's Supervisory Board, pursuant to § 17 sect. 2 item 5 of the Bank's Articles of Association, shall define the uniform text of the Articles of Association, reflecting changes made in keeping with § 1 hereof.

§ 3

The Resolution shall come into force on the day of its adoption.

Number of shares, under which valid votes were cast: 909 662 739 shares, which constitute 74.99% of share capital.

Total number of valid votes cast: 909 662 739 including:

- For: 909 662 739,

- Against: 0,

- Abstained: 0.

of the Ordinary General Meeting of Bank Millennium S.A. of 31 March 2017 in the matter of change in the matter of establishing of the number of members of the Supervisory Board

Pursuant to § 12 sect. 1 of the Bank's Articles of Association

§ 1

The Ordinary General Meeting resolves, that the Supervisory Board of the current term of office, ending with the day of effecting of the General Meeting approving the financial report of the Bank for financial year 2017, will consist of 11 members.

§2

The resolution shall come into force as of the moment of adoption.

Number of shares, under which valid votes were cast: 909 662 739 shares, which constitute 74.99% of share capital.

Total number of valid votes cast: 909 662 739 including:

- For: 802 709 751, - Against: 59 451 001, - Abstained: 47 501 987.