

Warsaw, 3 June 2016

To:

**Ordinary General Meeting of Shareholders  
IPOPEMA Securities S.A.**

**MOTION OF THE MANAGEMENT BOARD OF IPOPEMA SECURITIES S.A.  
ON THE DISTRIBUTION OF PROFITS FOR 2015**

The Management Board of IPOPEMA Securities S.A. ("Company") proposes to the Ordinary General Meeting of Shareholders the following distribution of net profits generated in the financial year ending on 31 December 2015:

- all profits generated in the financial year, amounting to PLN 3,493,000 (PLN 3,492,819.18) to be distributed as dividend;
- list of shareholders entitled to receive the dividend to be determined as at 8 July 2016;
- dividend payment date to be scheduled for 27 July 2016.

GROUNDS

The profit distribution proposed herein is consistent with the Company's long-term policy and the Management Board's intention, expressed in previous years, to allocate a significant part of the generated profits for shareholders' dividends. For the purposes hereof, the Management Board has relied on, without limitation, the position paper by the Polish Financial Supervision Authority ("Authority") on the principles of the dividend policy of brokerage houses, finding that IPOPEMA Securities has met all the criteria set out therein to enable the distribution of 100% of its net profits generated in 2015. On the basis of the said recommendation of the Authority, the Management Board also expects no potential additional capital requirements within the next 12 months. In particular, the profit distribution proposed above will not reduce the Company's own funds to a degree which would significantly increase the potential risk of the Company failing to meet the capital adequacy requirements. Moreover, having examined the Company's cash flows and cash reserves, the Management Board has found that despite recent weaker financial results, the distribution will not significantly affect the security of the Company's operations or its ability to meet its ongoing needs in the period stated above.

The suggested dividend record and payment dates have been set taking into account the deadlines laid down in the Regulations of the National Securities Depository (Krajowy Depozyt Papierów Wartościowych S.A.).

*Management Board of IPOPEMA Securities S.A.*