

Draft resolution submitted on May 7th, 2015 by WP Holdings VII B.V., concerning the item 12 of AmRest AGM agenda ("Adoption of a resolution regarding revocation and appointment of the Supervisory Board members"):

**Resolution .....**  
**of the Annual General Meeting of AmRest Holdings SE (the "Company")**  
**with its registered seat in Wrocław,**  
**of 19 May 2015**  
**on revocation and appointment of the Supervisory Board members**

Pursuant to art. 385§1 of the Code of Commercial Companies with regards to art. 9 and art. 53 of the Council Regulation (EC) No. 2157/2001 of 8th October 2001 on the Statute for a European Company (SE) and § 9(3) of the Company's Statute and Resolution no. 12 of the Annual General Meeting of the Company of 30 June 2010 on fixing the number of Supervisory Board members, the General Meeting resolves to:

- 1) revoke Mr. Joseph P. Landy from the Supervisory Board of the Company;
- 2) appoint Mr. Joseph P. Landy as a member of the Company's Supervisory Board for a new 5-year term.

The resolution comes into force on the day of the adoption.