

**Resolutions
of the Extraordinary General Meeting
of 24th November 2016**

**Resolution No. 1
of the Extraordinary General Meeting of AmRest Holdings SE
with its registered seat in Wroclaw,
of 24th November 2016
on the election of the Chairman of the General Meeting**

§ 1

Pursuant to Art. 409 § 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) the General Meeting elects Mr. Dawid Waldemar KSIAŹCZAK as the Chairman of the General Meeting.

§ 2

This resolution comes into force on the day of its adoption.

The resolution was adopted in a secret ballot, 17.114.116 votes were cast “in favor” (100%), 0 votes “against”, 0 votes “abstained”.

A total of 17.114.116 valid votes were cast.

Number of shares under which valid votes were cast: 17.114.116 shares, representing 80.67% of the share capital.

**Resolution No. 2
of the Extraordinary General Meeting of AmRest Holdings SE
with its registered seat in Wroclaw,
of 24th November 2016
on the adoption of the agenda for the General Meeting**

§ 1

The General Meeting resolves to adopt the following agenda for the Meeting:

- 1) Opening of the Extraordinary General Meeting.
- 2) Election of the Chairman of the Extraordinary General Meeting.
- 3) Drawing up the attendance list.
- 4) Determination of the correctness of the procedure used to convene the Extraordinary General Meeting and its capacity to pass resolutions.
- 5) Adoption of the agenda of the Extraordinary General Meeting.

- 6) Adoption of a resolution on the changes in Resolution No. 4 of the Extraordinary General Meeting of 12th August 2015 on the number of the Supervisory Board members.
- 7) Adoption of a resolutions on the revocation of members of the Supervisory Board.
- 8) Adoption of a resolutions on the appointment of members of the Supervisory Board.
- 9) Adoption of a resolution on covering the costs of convening and holding the Extraordinary General Meeting by the Company.
- 10) Closing of the Meeting.

§ 2

This resolution comes into force on the day of its adoption.

The resolution was adopted in an open voting, 17.114.116 votes were cast “in favor” (100%), 0 votes “against”, 0 votes “abstained”.

A total of 17.114.116 valid votes were cast.

Number of shares under which valid votes were cast: 17.114.116 shares, representing 80.67% of the share capital.

Resolution No. 3 of the Extraordinary General Meeting of AmRest Holdings SE with its registered seat in Wrocław, of 24th November 2016 on the adjournment at the General Meeting

§1

Acting under Art. 408 § 2 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 European Company (SE), Extraordinary General Meeting resolves to adjourn today’s Meeting and resume it on 12th December 2016 at 9am.

§2

This resolution comes into force at the moment of its adoption.

The resolution was adopted in an open voting, 14.648.125 votes were cast “in favor” (85.59%), 0 votes “against”, 2.465.991 votes “abstained” (14.41%).

A total of 17.114.116 valid votes were cast.

Number of shares under which valid votes were cast: 17.114.116 shares, representing 80.67% of the share capital.