

Wrocław, 8 May 2014

**To: Shareholders' Meeting  
and Management Board of  
AMREST HOLDINGS SE  
with its registered office in Wrocław**

**DECLARATION  
of a Candidate to the Supervisory Board of AmRest Holdings SE**

I, the undersigned, Henry J. McGovern, hereby declare that:

1. I consent to be a candidate to the Supervisory Board of AmRest Holdings SE, with its registered office in Wrocław,
2. I have full capacity to enter into legal transactions,
3. I am not in the Register of Insolvent Debtors and no prohibition on holding office as a member of a supervisory board has been issued against me on the basis of Art. 373 of the Bankruptcy and Recovery Proceedings Law of 28 February 2003 (consolidated text: Journal of Laws 2012, item 1112, as amended),
4. I do not hold the positions referred to in Art. 1 and Art. 2 of the Act on Restrictions on the Conduct of Economic Activity by Persons Holding Public Office of 21 August 1997 (consolidated text: Journal of Laws, 2006, No. 216, item 1584, as amended),
5. I have not been convicted under a legally final judgment for the offences referred to in chapters XXXIII - XXXVII of the Criminal Code (offences against: protection of information, credibility of documents, properly, commerce, trading in money and securities) or in Art. 585, Art. 587, Art.590 and Art. 591 of the Commercial Companies Code.

Furthermore, with respect to other activity carried out outside the enterprise of AmRest Holdings SE, with an indication of whether it competes with that company, and information on whether I participate in a competitor as a partner in a civil law partnership or partnership or as a member of an authority of a capital company or participate in any other competitor that is a legal person as a member of an authority; I declare that I lease to subsidiaries of AmRest Holdings SE a few properties and I do not carry any competitive activity to AmRest Holdings SE.

At the same time, I undertake to notify the Management Board of AMREST HOLDINGS SE of the occurrence of any events affecting the content of this declaration within seven days of such events occurring.



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Henry J. McGovern