

**Draft resolutions submitted to the Ordinary General Meeting of shareholders of
CD PROJEKT S.A. convened on 28 May 2015**

The Management Board of CD PROJEKT S.A. hereby announces the draft resolutions submitted to the Ordinary General Meeting of Shareholders of CD PROJEKT S.A. which will take place on 28 May 2015. The following documentation can also be found on the Company website at www.cdprojekt.com.

**Resolution No. 1
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
*concerning the election of the General Meeting Chairman***

Pursuant to Art. 409 § 1 and Art. 420 § 2 of the Commercial Company Code the General Meeting of Shareholders hereby nominates Mr./Ms. [] as General Meeting Chairman, with the election having taken place in a secret ballot.

**Resolution No. 2
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
*concerning approval of the General Meeting agenda***

The General Meeting of Shareholders hereby approves the agenda of the General Meeting of Shareholders published on the Company website on 27 April 2015 and in Current Report 6/2015 of 27 April 2015, to wit:

1. Opening of the General Meeting.
2. Election of General Meeting Chairman.
3. Determining that the General Meeting has been validly convened and is empowered to undertake binding decisions.
4. Approval of General Meeting agenda.
5. Discussion concerning the Company's managerial reports, the Company's financial statement and the consolidated financial statement for 2014.
6. Resolution concerning approval of the Company's financial statement of 31 December 2014.
7. Resolution concerning approval of the Management Board report on Company activities in 2014.
8. Resolution concerning the compensation of Company loss in 2014.
9. Resolution concerning the approval of the consolidated financial statement of the CD PROJEKT Capital Group of 31 December 2014 and the corresponding Management Board report on CD PROJEKT Capital Group activities in 2014.

10. Resolution on granting a vote of acceptance to the President of the Management Board, Mr. Adam Kiciński, on account of the performance of his duties between 1 January and 31 December 2014.
11. Resolution on granting a vote of acceptance to the Vice President of the Management Board, Mr. Marcin Iwiński, on account of the performance of his duties between 1 January and 31 December 2014.
12. Resolution on granting a vote of acceptance to the Vice President of the Management Board, Mr. Piotr Nielubowicz, on account of the performance of his duties between 1 January and 31 December 2014.
13. Resolution on granting a vote of acceptance to Mr. Adam Badowski, member of the Management Board, on account of the performance of his duties between 1 January and 31 December 2014.
14. Resolution on granting a vote of acceptance to Mr. Michał Nowakowski, member of the Management Board, on account of the performance of his duties between 1 January and 31 December 2014.
15. Resolution on granting a vote of acceptance to Chairwoman of the Supervisory Board, Ms. Katarzyna Szwarz, on account of the performance of her duties between 1 January and 31 December 2014.
16. Resolution on granting a vote of acceptance to Deputy Chairman of the Supervisory Board, Mr. Cezary Iwański, on account of the performance of his duties between 1 January and 31 December 2014.
17. Resolution on granting a vote of acceptance to Mr. Grzegorz Kujawski, member of the Supervisory Board, on account of the performance of his duties between 1 January and 31 December 2014.
18. Resolution on granting a vote of acceptance to Mr. Maciej Majewski, member of the Supervisory Board, on account of the performance of his duties between 1 January and 31 December 2014.
19. Resolution on granting a vote of acceptance to Mr. Piotr Pągowski, member of the Supervisory Board, on account of the performance of his duties between 1 January and 31 December 2014.
20. Resolution concerning reappointment of Supervisory Board members to a new term.
21. Resolution concerning changes in compensation of Supervisory Board members.
22. Conclusion of the meeting.

**Resolution No. 3
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
*concerning approval of the Company's financial statement of 31 December 2014***

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 1 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The financial statement of CD PROJEKT S.A. of 31 December 2014, comprising the items listed below, is hereby approved:

1. Statement of financial position of 31 December 2014, with total assets valued at 208 817 865.94 PLN,
2. Profit and loss account for the period between 1 January and 31 December 2014, showing a net loss of 12 406 936.75 PLN,
3. Statement of comprehensive income for the period between 1 January and 31 December 2014 showing an aggregate net loss of 12 406 936.75 PLN,
4. Cash flow statement for the period between 1 January and 31 December 2014 showing a decrease in monetary assets by 7 055 177.51 PLN,
5. Statement of changes in equity showing a decrease in equity by 11 680 259.01 PLN,
6. Other supplementary information and clarifications.

§ 2

The resolution enters into force on the day of its adoption.

Resolution No. 4
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
concerning approval of the Management Board report on Company activities for the period between 1 January and 31 December 2014

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 1 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Management Board report on Company activities for the period between 1 January and 31 December 2014 is hereby approved.

§ 2

The resolution enters into force on the day of its adoption.

Resolution No. 5
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
concerning compensation of Company loss for 2014

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 2 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The net loss sustained in 2014 in the amount of 12 406 936.75 PLN will be compensated from profits obtained in the following years.

§ 2

The resolution enters into force on the day of its adoption.

**Resolution No. 6
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
*concerning approval of the consolidated financial statement of the CD PROJEKT
capital group of 31 December 2014
and the Management Board report on the activities of the CD PROJEKT capital
group in the period between 1 January and 31 December 2014***

Pursuant to Art. 395 § 5 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The financial statement of the CD PROJEKT Capital Group of 31 December 2014, comprising the items listed below, is hereby approved:

1. Statement of financial position of 31 December 2014, with total assets valued at 208 817 865.94 PLN,
 2. Profit and loss account for the period between 1 January and 31 December 2014, showing a net loss of 12 406 936.75 PLN,
 3. Statement of comprehensive income for the period between 1 January and 31 December 2014 showing an aggregate net loss of 12 406 936.75 PLN,
 4. Cash flow statement for the period between 1 January and 31 December 2014 showing a decrease in monetary assets by 7 055 177.51 PLN,
 5. Statement of changes in equity showing a decrease in equity by 11 680 259.01 PLN,
 6. Other supplementary information and clarifications.
2. The report on the activities of the CD PROJEKT Capital Group in the period between 1 January and 31 December 2014 is hereby approved.

§ 2

The resolution enters into force on the day of its adoption.

**Resolution No. 7
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
*on granting a vote of acceptance to the President of the Management Board, Mr.
Adam Kiciński, on account of the performance of his duties between 1 January and
31 December 2014***

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Ordinary General Meeting hereby grants a vote of acceptance to the President of the Management Board, Mr. Adam Kiciński, on account of the performance of his duties between 1 January and 31 December 2014.

§ 2

The resolution enters into force on the day of its adoption.

Resolution No. 8
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
on granting a vote of acceptance to the Vice President of the Management Board,
Mr. Marcin Iwiński, on account of the performance of his duties between 1 January
and 31 December 2014

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Ordinary General Meeting hereby grants a vote of acceptance to the Vice President of the Management Board, Mr. Marcin Iwiński, on account of the performance of his duties between 1 January and 31 December 2014.

§ 2

The resolution enters into force on the day of its adoption.

Resolution No. 9
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
on granting a vote of acceptance to the Vice President of the Management Board, Mr.
Piotr Nielubowicz, on account of the performance of his duties between 1 January
and 31 December 2014

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Ordinary General Meeting hereby grants a vote of acceptance to the Vice President of the Management Board, Mr. Piotr Nielubowicz, on account of the performance of his duties between 1 January and 31 December 2014.

§ 2

The resolution enters into force on the day of its adoption.

**Resolution No. 10
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
*on granting a vote of acceptance to Mr. Adam Badowski, member of the
Management Board, on account of the performance of his duties between 1 January
and 31 December 2014***

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Ordinary General Meeting hereby grants a vote of acceptance to Mr. Adam Badowski, member of the Management Board, on account of the performance of his duties between 1 January and 31 December 2014.

§ 2

The resolution enters into force on the day of its adoption.

**Resolution No. 11
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
*on granting a vote of acceptance to Mr. Michał Nowakowski, member of the
Management Board, on account of the performance of his duties between 1 January
and 31 December 2014***

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Ordinary General Meeting hereby grants a vote of acceptance to Mr. Michał Nowakowski, member of the Management Board, on account of the performance of his duties between 1 January and 31 December 2014.

§ 2

The resolution enters into force on the day of its adoption.

**Resolution No. 12
of 28 May 2015**

**of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw**
*on granting a vote of acceptance to the Chairwoman of the Supervisory Board, Ms.
Katarzyna Szwarz, on account of the performance of her duties between 1 January
and 31 December 2014*

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Ordinary General Meeting hereby grants a vote of acceptance to the Chairwoman of the Supervisory Board, Ms. Katarzyna Szwarz, on account of the performance of her duties between 1 January and 31 December 2014.

§ 2

The resolution enters into force on the day of its adoption.

**Resolution No. 13
of 28 May 2015**
**of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw**
*on granting a vote of acceptance to the Deputy Chairman of the Supervisory Board,
Mr. Cezary Iwański, on account of the performance of his duties between 1 January
and 31 December 2014*

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Ordinary General Meeting hereby grants a vote of acceptance to the Deputy Chairman of the Supervisory Board, Mr. Cezary Iwański, on account of the performance of his duties between 1 January and 31 December 2014.

§ 2

The resolution enters into force on the day of its adoption.

**Resolution No. 14
of 28 May 2015**
**of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw**
*on granting a vote of acceptance to Mr. Grzegorz Kujawski, member of the
Supervisory Board, on account of the performance of his duties between 1 January
and 31 December 2014*

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Ordinary General Meeting hereby grants a vote of acceptance to Mr. Grzegorz Kujawski, member of the Supervisory Board, on account of the performance of his duties between 1 January and 31 December 2014.

§ 2

The resolution enters into force on the day of its adoption.

Resolution No. 15
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
on granting a vote of acceptance to Mr. Maciej Majewski, member of the Supervisory Board, on account of the performance of his duties between 1 January and 31 December 2014

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Ordinary General Meeting hereby grants a vote of acceptance to Mr. Maciej Majewski, member of the Supervisory Board, on account of the performance of his duties between 1 January and 31 December 2014.

§ 2

The resolution enters into force on the day of its adoption.

Resolution No. 16
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
on granting a vote of acceptance to Mr. Piotr Pałowski, member of the Supervisory Board, on account of the performance of his duties between 1 January and 31 December 2014

Pursuant to Art. 393 item 1 and Art. 395 § 2 item 3 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Ordinary General Meeting hereby grants a vote of acceptance to Mr. Piotr Pałowski, member of the Supervisory Board, on account of the performance of his duties between 1 January and 31 December 2014.

§ 2

The resolution enters into force on the day of its adoption.

**Resolution No. 17-21
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
*concerning appointment of a Supervisory Board members to a new term***

Pursuant to Art. 385 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Ordinary General Meeting hereby appoints Mr./Ms. [...] to the Supervisory Board for a new term and grants him/her a mandate to discharge the duties of a Supervisory Board member from the date of the General Meeting convened to approve the Company's financial statement for 2014 until the date of the General Meeting convened to approve the Company's financial statement for 2016.

§ 2

The resolution enters into force on the day of its adoption.

**Resolution No. 22
of 28 May 2015
of the Ordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
*concerning changes in compensation of Supervisory Board members***

Pursuant to Art. 392 of the Commercial Company Code the General Meeting has decided the following:

§ 1

The Ordinary General Meeting hereby approves the following compensation scheme for members of the Supervisory Board:

- a) Chairman of the Supervisory Board – 7,000.00 (seven thousand) PLN per month;
- b) Members of the Supervisory Board – 2,000.00 (two thousand) PLN per month.

§ 2

The resolution enters into force on the day of its adoption.