

Resolution No. 1
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011
on election of the Ballot-Counting Committee

"The Ordinary General Meeting of "QUANTUM SOFTWARE" Spółka Akcyjna with its registered office in Kraków hereby elects the Ballot-Counting Committee consisting of [____]-the chairperson, [____] and [____]".

Resolution No. 2
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011
on the appointment of the Meeting's Chairperson

"§ 1

Acting pursuant to Article 409 (1) of the Polish Commercial Companies Code, the Ordinary General Meeting hereby resolves to appoint Mr. [____] as Chairperson of the Ordinary General Meeting.

§ 2

The Resolution shall become effective upon its adoption".

Resolution No. 3
of the Ordinary General Meeting
of Quantum Software S.A. with its registered office in Kraków
held on 30 June 2011
on the adoption of the agenda

The Ordinary General Meeting has adopted as follows:

"§ 1

The Ordinary General Meeting approves the agenda in the wording in accordance with Article 402¹ of the Polish Commercial Companies Code in the form of Company's current report no. [____], dated [____].

§ 2

The Resolution shall become effective upon its adoption".

Resolution No. 4
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011

on approval of the Management Report on company activities
and the Company's financial statements for 2010

"Acting pursuant to Article 393 (1) of the Polish Commercial Companies Code and Article 53 (1) of the Polish Accounting Act of September 29th, 1994 (consolidated text: J.L. of 2002, No. 76, item 694 as amended), and point XXVI.1 of the Articles of Association, the Ordinary General Meeting upon reviewing the Management Report on Company's activities and the consolidated financial statements for 2010 has resolved as follows:

"§ 1

1. The Management Report on Company's activities for 2010 is approved.
2. The financial statements of Quantum software S.A. with its registered office in Kraków for the financial year from 1 January 2010 to 31 December 2010 is approved, including the Company's balance sheet drawn up as at 31 December 2010, showing assets and liabilities amounting to PLN 18,583,219.57, the income statement for 2010 closed with the net loss of PLN 1,061,858.76, additional notes (in the form of an annual R report) and the statement of changes in equity in 2010 showing a decrease in equity by PLN 1,014,931.58 as well as the cash flow statement for 2010, showing an increase in net cash by PLN 331,553.12.

§ 2

The Resolution shall become effective upon its adoption".

**Resolution No. 5
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011**

on approval of the Management Report on Capital Group's activities
and the consolidated financial statements of the Capital Group for 2010

Pursuant to Article 63c (4) of the Polish Accounting Act of September 29th, 1994 (consolidated text: J.L. of 2002, No. 76, item 694 as amended) the Ordinary General Meeting upon reviewing the Management Report on Capital Group's activities and the consolidated financial statements of the Capital Group for 2010 has resolved as follows:

"§1

1. The Management Report on Capital Group's activities for 2010 is approved.
2. The consolidated financial statements of the Capital Group for the financial year from 1 January 2010 to 31 December 2010 is approved, including the Capital Group's balance sheet drawn up as at 31 December 2010, showing assets and liabilities amounting to PLN 19,666,398.93, the income statement for 2010 closed with the net loss of PLN 1,132,172.18, additional notes (in the form of an annual SA-RS_2010 report) and the statement of changes in equity in 2010 showing a decrease in equity by PLN 1,055,221.19 as well as the cash flow statement for 2010, showing a decrease in net cash by PLN 143,198.16.

§ 2

The Resolution shall become effective upon its adoption".

Resolution No. 6
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011
on covering the Company's loss for the year 2010

"§ 1

Pursuant to Art. 395 (2) (2) of the Polish Commercial Companies Code, the Ordinary General Meeting, having considered the Supervisory Board's opinion on the Management Board's motion regarding the manner of covering the Company's loss shown in the Company's financial statements for 2010, resolves to cover the Company's loss for 2010 in the total amount of PLN 1,061,858.76 (one million and sixty-one thousand eight hundred and fifty-eight 76/100) in full from the supplementary capital of the Company.

§ 2

The Resolution shall become effective upon its adoption".

Resolution No. 7
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011

on granting acknowledgement of fulfilment of duties by a member of the Management Board in the financial year between 01.01.2010 and 31.12.2010.

Acting in accordance with Article 393 (2) and Article 395 (2) (3) of the Polish Commercial Companies Code, the Ordinary General Meeting of Quantum software S.A. has adopted as follows:

"§1

The Ordinary General Meeting grants acknowledgement of fulfilment of duties in the financial year between 01.01.2010 and 31.12.2010 by Mr. Tomasz Hatala, a member of the Management Board holding a position of the President of the Board between 01.01.2010 and 31.12.2010.

§2

The Resolution shall become effective upon its adoption".

Resolution No. 8
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011

on granting acknowledgement of fulfilment of duties by a member of the Management Board in the financial year between 01.01.2010 and 31.12.2010.

Acting in accordance with Article 393 (2) and Article 395 (2) (3) of the Polish Commercial Companies Code, the Ordinary General Meeting of Quantum software S.A. has adopted as follows:

"§1

The Ordinary General Meeting grants acknowledgement of fulfilment of duties between 01.01.2010 and 31.12.2010 by Mr. Bogusław Ożóg, a member of the Management Board holding a position of the Vice-President of the Board between 01.01.2010 and 31.12.2010.

§2

The Resolution shall become effective upon its adoption".

**Resolution No. 9
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011**

on granting acknowledgement of fulfilment of duties by a member of the Management Board in the financial year between 01.01.2010 and 31.12.2010.

Acting in accordance with Article 393 (2) and Article 395 (2) (3) of the Polish Commercial Companies Code, the Ordinary General Meeting of Quantum software S.A. has adopted as follows:

"§1

The Ordinary General Meeting grants acknowledgement of fulfilment of duties between 01.01.2010 and 31.12.2010 by Mr. Marek Jędra, a member of the Management Board holding a position of the Vice-President of the Board between 01.01.2010 and 31.12.2010.

§2

The Resolution shall become effective upon its adoption".

**Resolution No. 10
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011**

on granting acknowledgement of fulfilment of duties by a member of the Management Board in the financial year between 01.01.2010 and 31.12.2010.

Acting in accordance with Article 393 (2) and Article 395 (2) (3) of the Polish Commercial Companies Code, the Ordinary General Meeting of Quantum software S.A. has adopted as follows:

"§1

The Ordinary General Meeting grants acknowledgement of fulfilment of duties between 01.01.2010 and 31.12.2010 by Mr. Tomasz Mních, a member of the Management Board holding a position of a Member of the Board in the financial year between 01.01.2010 and 31.12.2010.

§2

The Resolution shall become effective upon its adoption".

**Resolution No. 11
of the Ordinary General Meeting**

**of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011**

on approval of the Report on activities of the Supervisory Board in 2010
and the report of the Supervisory Board on the evaluation of the company's financial reports for
the financial year between 01.01.2010 and 31.12.2010.

"Acting in accordance with the Articles of Association, the Ordinary General Meeting of Quantum software S.A. has adopted as follows:

"§1

The Ordinary General Meeting approves the Report on activities of the Supervisory Board for the financial year between 01.01.2010 and 31.12.2010 and the report of the Supervisory Board on the evaluation of the company's financial reports for the financial year between 01.01.2010 and 31.12.2010, and the Management report for the period between 01.01.2010 and 31.12.2010.

§2

The Resolution shall become effective upon its adoption".

**Resolution No. 12
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011**

on granting acknowledgement of fulfilment of duties by a member of the Supervisory Board in the
financial between 01.01.2010 and 31.12.2010.

Acting in accordance with Article 393 (2) and Article 395 (2) (3) of the Polish Commercial Companies Code the Ordinary General Meeting of Quantum software S.A. has adopted as follows:

"§1

The Ordinary General Meeting grants acknowledgement of fulfilment of duties by Mr. Leopold Kutyla, a member of the Supervisory Board holding a position of the President of the Supervisory Board, in the financial year between 01.01.2010 and 31.12.2010.

§2

The Resolution shall become effective upon its adoption".

**Resolution No. 13
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011**

on granting acknowledgement of fulfilment of duties by a member of the Supervisory Board in
the financial between 01.01.2010 and 31.12.2010.

Acting in accordance with Article 393 (2) and Article 395 (2) (3) of the Polish Commercial Companies Code, the Ordinary General Meeting of Quantum software S.A. has adopted as follows:

"§1

The Ordinary General Meeting grants acknowledgement of fulfilment of duties by Mr. Tomasz Polończyk, a member of the Supervisory Board holding a position of the Vice-President of the Supervisory Board, in the financial year between 01.01.2010 and 31.12.2010.

§2

The Resolution shall become effective upon its adoption".

**Resolution No. 14
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011**

on granting acknowledgement of fulfilment of duties by a member of the Supervisory Board in the financial between 01.01.2010 and 31.12.2010.

Acting in accordance with Article 393 (2) and Article 395 (2) (3) of the Polish Commercial Companies Code the Ordinary General Meeting of Quantum software S.A. has adopted as follows:

"§1

The Ordinary General Meeting grants acknowledgement of fulfilment of duties by Mr. Jerzy Majewski, a member of the Supervisory Board holding a position of a member of the Supervisory Board, in the financial year between 01.01.2010 and 31.12.2010.

§2

The Resolution shall become effective upon its adoption".

**Resolution No. 15
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011**

on granting acknowledgement of fulfilment of duties by a member of the Supervisory Board in the financial between 01.01.2010 and 31.12.2010.

Acting in accordance with Article 393 (1) and Article 395 (2) (3) of the Polish Commercial Companies Code the Ordinary General Meeting of Quantum software S.A. has adopted as follows:

"§1

The Ordinary General Meeting grants acknowledgement of fulfilment of duties by Ms. Anna Nadolska, a member of the Supervisory Board holding a position of a member of the Supervisory Board, in the financial year between 01.01.2010 and 31.12.2010.

§2

The Resolution shall become effective upon its adoption".

**Resolution No. 16
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011**

on granting acknowledgement of fulfilment of duties by a member of the Supervisory Board in the financial between 01.01.2010 and 31.12.2010.

Acting in accordance with Article 393 (1) and Article 395 (2) (3) of the Polish Commercial Companies Code the Ordinary General Meeting of Quantum software S.A.has adopted as follows:

"§1

The Ordinary General Meeting grants acknowledgement of fulfilment of duties by Mr. Henryk Gaertner, a member of the Supervisory Board holding a position of a member of the Supervisory Board, in the financial year between 01.01.2010 and 31.12.2010.

§2

The Resolution shall become effective upon its adoption".

**Resolution No. 17
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011**

on amendment of the Company's Articles of Association to the amount of the share capital and the contingent share capital increase

"§1

The Ordinary General Meeting of Quantum software SA, in connection with taking a part of Company's D-Series Shares by Authorised Persons under the Executive Options Programme and the Management Board statement on precise determination of the share capital of the Company has decided to adapt the Articles of Association of the Company to the actual amount of the share capital and the amount of the contingent share capital increase:

- (i) point X of the Articles of Association has its current wording as follows:

The Company's share capital shall be PLN 735,000.00 (seven hundred and thirty-five thousand) and shall be divided into:

- *750,000 (seven hundred and fifty thousand) of A-series registered shares with a par value of PLN 0.50 (zero złoty and fifty groszy) each, numbered from 1 to 750,000,*

- 250,000 (two hundred and fifty thousand) of bearer B-series shares with a par value of PLN 0.50 (zero zloty and fifty groszy) each, numbered from 1 to 250,000;
- 470,000 (four hundred and seventy thousand) of bearer C-series shares with a par value of PLN 0.50 (zero zloty and fifty groszy) each, numbered from 1 to 470,000;

shall read as follows:

The Company's share capital shall be PLN 740,378.50 (seven hundred and forty thousand three hundred and seventy-eight 50/100) and shall be divided into:

- 750,000 (seven hundred and fifty thousand) of A-series registered shares with a par value of PLN 0.50 (zero zloty and fifty groszy) each, numbered from 1 to 750,000,
- 250,000 (two hundred and fifty thousand) of bearer B-series shares with a par value of PLN 0.50 (zero zloty and fifty groszy) each, numbered from 1 to 250,000;
- 470,000 (four hundred and seventy thousand) of bearer C-series shares with a par value of PLN 0.50 (zero zloty and fifty groszy) each, numbered from 1 to 470,000;
- 10,757 (ten thousand seven hundred and fifty-seven) of bearer D-series shares with a par value of PLN 0.50 (zero zloty and fifty groszy) each, numbered from 1 to 10,757.

(ii) point XI.1 of the Articles of Association with its current wording as follows:

1. The Company's contingent share capital shall amount to not more than PLN 22,050.00 (twenty-two thousand and fifty 00/100) and shall be divided into not more than 44,100 (forty-four thousand one hundred) D-series ordinary bearer shares with a par value of PLN 0.50 (fifty groszy) each.

shall read as follows:

1. The Company's contingent share capital shall amount to not more than PLN 16,671.50 (sixteen thousand six hundred and seventy-one 50/100) and shall be divided into not more than 33,343 (thirty-three thousand three hundred and forty-three D-series ordinary bearer shares with a par value of PLN 0.50 (fifty groszy) each.

(iii) Section 4 shall be added to point XII and it shall read as follows:

4. Bearer D-series shares numbered from 1 to 10,757 are ordinary shares.

**Resolution No. 18
of the Ordinary General Meeting
of "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Kraków
held on 30 June 2011**

on authorising the Company's Supervisory Board to change the regulations concerning manager options programme.

In relation to resolutions no. 18, 19 and 20 of the Ordinary General Meeting held on 17 June 2008, the Ordinary General Meeting authorises the Company's Supervisory Board to amend the Manager Options Regulations by extending the duration of the Programme until 2012 without increasing the number of subscription warrants and shares offered to its participants.

§2

The Resolution shall become effective upon its adoption".