

NOTARIAL DEED

On the seventeenth day of May of two thousand and twelve (17-05-2012) in building No. 16 (sixteen) at ul. Przedwiośnie in Krakow, Katarzyna Gruszczyńska, Notary Public running a Public Notary's Office in Krakow at ul. Karmelicka No. 68 (sixty-eight), participated in the Ordinary General Meeting of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna with its registered seat in Krakow (**the "Company"**) at: 30-633 Krakow, Walerego Sławka street No. 3A (three "A"), having an ID number (Regon) 351243328 and a tax ID number (NIP) 6771753870, entered into the Register of Businesses of the National Court Register for Krakow – Śródmieście, XI Economic Division of the National Court Register under KRS No. 0000136768 and drafted these:

MINUTES

OF THE ORDINARY GENERAL MEETING

of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow

- I. The Ordinary General Meeting of the Company was opened by the Vice Chairman of the Supervisory Board of the Company, Mr. Tomasz Polończyk, who acknowledged that for the present day, that is for the seventeenth day of May of two thousand and twelve (17-05-2012) at 12:00 (twelve) at the Wilga Hotel located at Przedwiośnie street No. 16 (sixteen) in Krakow, was convened this Ordinary General Meeting of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna with its registered seat in Krakow (**the "Meeting"**), however at 12:20 (at twelve hours and twenty minutes) Mr. Tomasz Polończyk announced that due to technical problems the Meeting will start at 12:45 (twelve hours and forty-five minutes). At 12:45 (twelve hours and forty-five minutes) Mr. Tomasz Polończyk informed that technical problems have been removed and the Meeting can be started.

Next, Mr. Tomasz Polończyk announced that:

- 1) pursuant to Art. 409 § 1 of the Code of Commercial Companies and § 13 sec. 1 of the Rules and Regulations of the General Meeting of Shareholders he was opening the General Meeting of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna with its registered seat in Krakow, convened pursuant to Art. 399 § 1 of the Code of Commercial Companies in connection with Art. 395 of the Code of Commercial Companies and point XXVI of the Company's Articles of Association,
- 2) the session was broadcast via Internet and that the course of the Meeting was recorded in order to be published on the Company's website. This fact satisfies the Code of Best Practice for WSE Listed Companies adopted by an applicable resolution.
- 3) during the Meeting, voting would be executed using an electronic voting system.
- 4) according to the attendance there were Shareholders holding 1,500,000 (one million five hundred thousand) votes present in the room.

The Chairman of the Supervisory Board of the Company proposed the election of the Ballot Committee waiving the secrecy of voting on that matter, pursuant to Art. 420. § 3 of the Code of Commercial Companies.

- II. The following persons were proposed as members of the Ballot Committee: Tomasz

Polończyk – as a chairman of the committee, Bogusław Ożóg and Marek Jędra – as members.”.

Resolution No. 1
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012

on election of the Ballot-Counting Committee

“The Ordinary General Meeting of the Company under the business name: “QUANTUM SOFTWARE” Spółka Akcyjna with its registered office in Krakow elects the Ballot Committee composed of: Tomasz Polończyk – Chairman, Bogusław Ożóg and Marek Jędra – Members.”.

The above resolution was adopted unanimously by open ballot with 1,430,868 (one million four hundred thirty thousand eight hundred sixty-eight) votes “for” and with no votes “against” and “abstained”. The shareholders who were candidates to the Ballot Committee did not participate in the voting.

- III. As part of the execution of the next item of the agenda, Mr. Tomasz Hatala was proposed as a candidate for the Chairman of the Meeting.
Mr. Tomasz Hatala agreed to candidate.

Resolution No. 2
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012

on appointment of the Chairperson of the Meeting

"§ 1

Pursuant to Art. 409 §1 of the Commercial Companies Code, the Ordinary General Meeting of the Company resolves to appoint Mr Tomasz Antoni Hatala, son of Julian and Alina, residing at 30-347 Krakow, Kapelanka street, No. 1A apartment 25, using only the name Tomasz, with ID number (Pesel) 66051605731, the identity of whom was acknowledged by a notary based on presented ID card No.: ASV 858008 valid until 18 June 2020 to be the Chairman of the Ordinary General Meeting (**the “Chairman of the Meeting”**).

§2

The Resolution shall become effective upon its adoption.”

The above resolution was taken by secret ballot with: the valid votes was cast from 721,819 (seven hundred twenty-one thousand eight hundred nineteen) shares accounting for 48.75% (forty-eight and seventy-five hundredths percent) in share capital, number of valid votes is 1,443,638 (one million four hundred forty-three thousand six hundred thirty-eight), number of votes “for” 1,443,638 (one million four hundred forty-three thousand six hundred thirty-eight), “against” and “abstained” votes were not cast. No objections were raised.

- IV. Then the Chairman of the Meeting stated that as a fulfilment of formalities the Management Board of the Company had provided an expert in commercial law, that is an expert,

Mr. Marcin Buczkowski.

Moreover, the Chairman of the Meeting stated that according to the attendance list, 750,000 (seven hundred fifty thousand) shares were represented on the Meeting, that was 1,500,000 (one million five hundred thousand) votes and 67.24% (sixty-seven and twenty-four hundredths percent) votes in the share capital of the Company and 50.65% (fifty and sixty-five hundredths percent) in the share capital. At the same time, he informed that the attendance list would be available throughout the Meeting and would be updated in accordance with the changes in the number of participants of the Meeting.

Then the Chairman of the Meeting stated that the Meeting was held within the statutory period of 6 (six) months from the closing of the fiscal year of the Company, pursuant to Art. 395 § 1 of the Code of Commercial Companies and point XXIII item 2 of the Company's Articles of Association, the Meeting was announced in a current report No. 10/2012 of 17 April 2012. Pursuant to Art. 407 § 1 of the Code of Commercial Companies and § 10 point 1 of the Rules and Regulations of the General Meeting of Shareholders, the list of shareholders entitled to participate in the Meeting was signed by the Management Board of the Company and laid out in the Company's registered office for three working days prior to the Meeting. Pursuant to Art. 70 point 2 of the Act on Public Offering, on 11 May 2012, the Management Board of the Company submitted the list of shareholders entitled to participate in the General Meeting of the Company to the Polish Financial Supervision Authority. Pursuant to Art. 395 § 4 of the Code of Commercial Companies and Art. 68 of the Accounting Act, the following was provided to the shareholders for 15 (fifteen) days prior to the Meeting:

- (i) the Management Report for the Quantum Software Capital Group for 2011;
- (ii) the financial statements for 2011,
- (iii) Report of the Supervisory Board,
- (iv) Report and opinion of a Certified Auditor for 2011.

The Management Board also provided applicable reports containing the agenda along with draft resolutions to be adopted on this Meeting. A certified auditor, members of the management board and the supervisory board also participate in the Meeting, which satisfies the requirements resulting from the Code of Best Practice for WSE Listed Companies.

Therefore the Chairman of the Meeting stated that the Meeting had been convened properly and that the Management Board of the Company had fulfilled all the requirements resulting from the provisions of law and the Code of Best Practice for WSE Listed Companies. Therefore the Meeting was able to adopt valid resolutions.

The Chairman of the meeting read out the agenda:

1. *Opening of the Ordinary General Meeting of Shareholders.*
2. *Appointment of the Ballot-Counting Committee.*
3. *Appointment of the Chairperson of the Ordinary General Meeting of Shareholders.*
4. *Confirmation of correct convening of the Ordinary General Meeting of Shareholders and its capacity to adopt resolutions.*
5. *Adoption of the agenda.*
6. *Review and adoption of the Management Report on the Company's Operations and of the Company's financial statements for the year 2011.*
7. *Review and adoption of the Management Report on the Group's Operations and of the Consolidated financial statements for the year 2011.*
8. *Adoption of a resolution concerning the distribution of profit for 2011.*
9. *Acknowledgement of the fulfillment of duties by members of the Management Board in*

the year 2011;

- 10. Review and adoption of the Supervisory Board's report on its activities in 2011 and of the Supervisory Board's report on the evaluation of the Company's financial statements.*
- 11. Acknowledgement of the fulfillment of duties by members of the Supervisory Board in 2011;*
- 12. Adoption of a resolution concerning dismissal of a member of the Supervisory Board.*
- 13. Adoption of the resolutions on approving the Supervisory Board's performance of their duties in the period between 1 January and 17 May 2012.*
- 14. Adoption of a resolution concerning appointment of a new member of the Supervisory Board.*
- 15. Adoption of a resolution concerning changes in the the method of remunerating the Supervisory Board members.*
- 16. Adoption of a resolution concerning entrusting the Audit Committee's tasks to the Supervisory Board.*
- 17. Adoption of the resolution to amend the Company's Articles of Association.*
- 18. Adopting a resolution on authorising the Supervisory Board to amend the Rules of the Managerial Stock Option Programme.*
- 19. Closing of the General Meeting of Shareholders.*

**Resolution No. 3
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012
on adoption of the agenda**

"§ 1

The Ordinary General Meeting of the Company approves the agenda of the Ordinary General Meeting of the Company in the wording published in accordance with Art. 402¹ of the Code of Commercial Companies in the form of the Company's current report No. 10/2012 of 18 April 2011.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by open ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,500,000 (one million five hundred thousand), "against" and "abstained" votes were not cast. No objections were raised.

- V.** Moving on to the next item of the agenda, that is: to the review and approval of the Management Report on the Company's Operations and of the Company financial statements for the year 2011.

The Chairman of the Meeting stated that the competence of the General Meeting results from Art. 393 point 1 of the Code of Commercial Companies and Art. 395 § 2 point 1 of the Code of Commercial Companies and point XXVI point 1 of the Company's Articles of Association. The appropriate materials were provided in the manner discussed at the beginning of the Meeting.

**Resolution No. 4
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna with
its registered office in Krakow of 17 May 2012**

on approval of the Management Report on the Company's Operations
and of the Company financial statements for the year 2011

"Pursuant to Art. 393 point 1 of the Code of Commercial Companies, Art. 53 par. 1 of the Accounting Act of 29 September 1994 (consolidated text: Journal of Laws 2002, No. 76, item 694 as amended) and Art. XXVI point 1 of the Company's Articles of Association, the Ordinary General Meeting of the Company, having examined the Management Report on the Company's Operations and the Company financial statements for the year 2011, resolves as follows:

§1

1. The Management Report on the Company's Operations for the year 2011 is approved.
2. The financial statement of the Company "QUANTUM SOFTWARE" Spółka Akcyjna with its registered office in Krakow for the financial year from 1 January 2011 to 31 December 2011 is approved, including the Company's balance sheet drawn up as at 31 December 2011, reporting on the side of assets and liabilities the amount of PLN 18,900,536.44 (eighteen million nine hundred thousand five hundred thirty-six zloty and forty-four grosz), the profit and loss account for 2011 closed with the net profit in the amount of PLN 519,013.38 (five hundred nineteen thousand thirteen zloty and thirty-eight grosz), notes to the accounts (in the form of an annual RS report) and the list of changes in equity in 2011, reporting an increase in the equity by PLN 555,470.03 (five hundred fifty-five thousand four hundred seventy zloty and three grosz) and the cash flow account for 2011, reporting a decrease of net cash assets by PLN 1,247,804.73 (one million two hundred forty-seven thousand eight hundred four zloty and seventy-three grosz).

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by open ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,500,000 (one million five hundred thousand), "against" and "abstained" votes were not cast. No objections were raised.

**Resolution No. 5
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012**

on approval of the Management Report on the Capital Group's Operations
and of the Consolidated financial statements for the year 2011

"Pursuant to Art. 63c par. 4 of the Accounting Act of 29 September 1994 (consolidated text: Journal of Laws 2002, No. 76, item 694 as amended), the Ordinary General Meeting of the Company, having examined the Management Report on the Capital Group's Operations and the Consolidated financial statements for the year 2011, resolves as follows:

§1

1. The Management Report on the Capital Group's Operations for the year 2011 is approved.
2. The financial statement of the Capital Group for the financial year from 1 January 2011 to 31 December 2011 is approved, including the Capital Group's balance sheet drawn up as at 31 December 2011, reporting on the side of assets and liabilities the amount of PLN 19,610,991.23 (nineteen million six hundred ten thousand nine hundred ninety-one zloty and twenty-three grosz), the profit and loss account for 2011 closed with the net loss in the amount of PLN 332,348.36 (three hundred thirty-two thousand three hundred forty-eight zloty and thirty-six grosz), notes to the accounts (in the form of an annual RS_2011 report) and the list of changes in equity in 2011, reporting an increase in equity by PLN 246,438.36 (two hundred forty-six thousand four hundred thirty-eight zloty and thirty-six grosz) and the cash flow account for 2011, reporting decrease of net cash assets by PLN 1,140,001.97 (one million one hundred forty thousand one zloty and ninety-seven grosz). —

§2

The Resolution shall become effective on the date of its adoption.”

The above resolution was taken by open ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes “for” 1,500,000 (one million five hundred thousand), “against” and “abstained” votes were not cast. No objections were raised.

**Resolution No. 6
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012**

on distribution of the Company's profit for 2011

"§ 1

Pursuant to the Article 395 § 2 point 2 of the Code of Commercial Companies, the Ordinary General Meeting of Shareholders, having considered the opinion of the Supervisory Board, containing the assessment of the motion of the Management Board regarding the distribution of profit of the Company shown in the financial statements of the Company for the year 2011, decides to allocate the profit of the Company to the payment of dividend.

Therefore, the Ordinary General Meeting of Shareholders of the Company decides that the dividend will be paid to the shareholders in accordance with the following principles:

1. The dividend will be distributed to all shares of the Company of series A, B, C and D, that is 1,480,757 (one million four hundred eighty thousand seven hundred fifty-seven) shares.
2. The dividend is PLN 0.35 (thirty-five grosz) per share.
3. The total amount of dividend is PLN 518,264.95 (five hundred eighteen thousand two hundred sixty-four zloty and ninety-five grosz).
4. The difference between the net profit and the dividend, resulting from the necessary rounding and amounts to PLN 748.43 (seven hundred forty-eight zloty and forty-three grosz) will be allocated to the supplementary capital.
5. The list of shareholders entitled to a dividend is established at 11 June 2012 (the dividend day).
6. The dividend payment day is established at 25 June 2012.

§2

The Resolution shall become effective on the date of its adoption.”

The above resolution was taken by open ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,500,000 (one million five hundred thousand), "against" and "abstained" votes were not cast. No objections were raised.

**Resolution No. 7
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012**

on the acknowledgement of the fulfillment of duties by a member of the Management Board
performed in the financial year 2011

"The Ordinary General Meeting of the Company pursuant to Art. 393 point 1 and Art. 395 §2 point 3 of the Code of Commercial Companies resolves as follows:

§1

The Ordinary General Meeting of the Company acknowledges the performance of duties by the member of the Board, Tomasz Hatala, acting as the President of the Board in the financial year 2011. -----

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by secret ballot with: the valid votes was cast from 721,819 (seven hundred twenty-one thousand eight hundred nineteen) shares accounting for 48.74% (forty-eight and seventy-five hundredths percent) in share capital, number of valid votes is 1,443,638 (one million four hundred forty-three thousand six hundred thirty-eight), number of votes "for" 1,443,638 (one million four hundred forty-three thousand six hundred thirty-eight), "against" and "abstained" votes were not cast. No objections were raised. Pursuant to Art. 413 of the Code of Commercial Companies, Mr. Tomasz Hatala, a shareholder of the Company did not participate in the voting holding 56,362 (fifty-six thousand three hundred sixty-two) votes. -----

**Resolution No. 8
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012**

on the acknowledgement of the fulfillment of duties by
a member of the Management Board performed in the financial year 2011

"The Ordinary General Meeting of the Company pursuant to Art. 393 point 1 and Art. 395 § 2 point 3 of the Code of Commercial Companies resolves as follows:

§1

The Ordinary General Meeting of the Company acknowledges the performance of duties by the member of the Board, Bogusław Ożóg, acting as the Vice President of the Board in the financial year 2011.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by secret ballot with: the valid votes was cast from 730,850 (seven hundred thirty thousand eight hundred fifty) shares accounting for 49.35% (forty-nine and thirty-five hundredths percent) in share capital, number of valid votes is 1,461,700 (one million four hundred sixty-one thousand seven hundred), number of votes "for" 1,461,700 (one million four hundred sixty-one thousand seven hundred), "against" and "abstained" votes were not cast. No objections were raised. Pursuant to Art. 413 of the Code of Commercial Companies, Mr. Bogusław Ożóg did not participate in the voting holding 38,300 (thirty-eight thousand three hundred) votes.

**Resolution No. 9
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012**

on the acknowledgement of the fulfillment of duties by
a member of the Management Board performed in the financial year 2011

"The Ordinary General Meeting of the Company pursuant to Art. 393 point 1 and Art. 395 § 2 point 3 of the Code of Commercial Companies resolves as follows:

§1

The Ordinary General Meeting of the Company acknowledges the performance of duties by the member of the Board, Marek Jędra, acting as the Vice President of the Board in the financial year 2011.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by secret ballot with: the valid votes was cast from 743,616 (seven hundred forty-three thousand six hundred sixteen) shares accounting for 50.21% (fifty and twenty-one hundredths percent) in share capital, number of valid votes is 1,487,232 (one million four hundred eighty-seven thousand two hundred thirty-two), number of votes "for" 1,487,232 (one million four hundred eighty-seven thousand two hundred thirty-two), "against" and "abstained" votes were not cast. No objections were raised. Pursuant to Art. 413 of the Code of Commercial Companies, Mr. Marek Jędra did not participate in the voting holding 12,768 (twelve thousand seven hundred sixty-eight) votes.

**Resolution No. 10
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna with
its registered office in Krakow of 17 May 2012**

on the acknowledgement of the fulfillment of duties by
a member of the Management Board performed in the financial year 2011

"The Ordinary General Meeting of the Company pursuant to Art. 393 point 1 and Art. 395 §2 point 3 of the Code of Commercial Companies resolves as follows:

§1

The Ordinary General Meeting of the Company acknowledges the performance of duties by the member of the Board, Tomasz Mnich, acting as the Member of the Board in the financial year 2011.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by secret ballot with: the valid votes was cast from 747,352 (seven hundred forty-seven thousand three hundred fifty-two) shares accounting for 50.47% (fifty and forty-seven hundredths percent) in share capital, number of valid votes is 1,494,704 (one million four hundred ninety-four thousand seven hundred four), number of votes "for" 1,494,704 (one million four hundred ninety-four thousand seven hundred four), "against" and "abstained" votes were not cast. No objections were raised. Pursuant to Art. 413 of the Code of Commercial Companies, Mr. Tomasz Mnich did not participate in the voting holding 5,296 (five thousand two hundred ninety-six) votes.

The Chairman of the Meeting asked the Vice President of the Supervisory Board, Tomasz Polończyk, to present the Company Supervisory Board's report and ordered further voting.

**Resolution No. 11
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012**

on approval of the Supervisory Board's report on its activities in 2011 and of the Supervisory Board's report on the evaluation of the Company's financial statements for the financial year 2011

"Pursuant to the Company's Articles of Association, the General Meeting of Quantum Software S.A. resolves as follows:

§1

The Ordinary General Meeting of the Company approves the Supervisory Board's report for the financial year from 1 January 2011 to 31 December 2011 as well as the report on the evaluation of the Company's financial statement for the financial year from 1 January 2011 to 31 December 2011 carried out by the Supervisory Board and the analysis of the Board's report for the period of 1 January 2011 to 31 December 2011.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by open ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,500,000 (one million five hundred thousand), "against" and "abstained" votes were not cast. No objections were raised.

**Resolution No. 12
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012**

on the acknowledgement of the fulfillment of duties by a member of the Supervisory Board performed in the financial year 2011

"The Ordinary General Meeting of the Company pursuant to Art. 393 point 1 and Art. 395 §2 point 3 of the Code of Commercial Companies resolves as follows:

§1

The Ordinary General Meeting of the Company acknowledges the performance of duties by the member of the Supervisory Board, Leopold Kutyla, acting as the President of the Supervisory Board in the financial year 2011.

§2

The Resolution shall become effective on the date of its adoption.”

The above resolution was taken by secret ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes “for” 1,500,000 (one million five hundred thousand), “against” and “abstained” votes were not cast. No objections were raised.

**Resolution No. 13
of the Ordinary General Meeting
of the Company under the business name: “QUANTUM SOFTWARE” Spółka Akcyjna with
its registered office in Krakow
of 17 May 2012**

on the acknowledgement of the fulfillment of duties by a member of the Supervisory Board
performed in the financial year 2011

“The Ordinary General Meeting of the Company pursuant to Art. 393 point 1 and Art. 395 §2 point 3 of the Code of Commercial Companies resolves as follows:

§1

The Ordinary General Meeting of the Company acknowledges the performance of duties by the member of the Supervisory Board, Tomasz Polończyk, acting as the Vice President of the Supervisory Board in the financial year 2011.

§2

The Resolution shall become effective on the date of its adoption.”

The above resolution was taken by secret ballot with: the valid votes was cast from 743,616 (seven hundred forty-three thousand six hundred sixteen) shares accounting for 50.21% (fifty and twenty-one hundredths percent) in share capital, number of valid votes is 1,487,232 (one million four hundred eighty-seven thousand two hundred thirty-two), number of votes “for” 1,487,232 (one million four hundred eighty-seven thousand two hundred thirty-two), “against” and “abstained” votes were not cast. No objections were raised. Pursuant to Art. 413 of the Code of Commercial Companies, Mr. Tomasz Polończyk did not participate in the voting holding 12,768 (twelve thousand seven hundred sixty-eight) votes.

**Resolution No. 14
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012**

on the acknowledgement of the fulfillment of duties by a member of the Supervisory Board
performed in the financial year 2011

“The Ordinary General Meeting of the Company pursuant to Art. 393 point 1 and Art. 395 §2 point 3 of the Code of Commercial Companies resolves as follows:

§1

The Ordinary General Meeting of the Company acknowledges the performance of duties by the member of the Supervisory Board, Jerzy Majewski, acting as the Member of the Supervisory Board in the financial year 2011.

§2

The Resolution shall become effective on the date of its adoption.”

The above resolution was taken by secret ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five

hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,494,704 (one million four hundred ninety-four thousand seven hundred four), number of votes "against" 5,296 (five thousand two hundred ninety-six), "abstained" votes were not cast. No objections were raised.

Resolution No. 15
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012

on the acknowledgement of the fulfillment of duties by a member of the Supervisory Board
performed in the financial year 2011

"The Ordinary General Meeting of the Company pursuant to Art. 393 point 1 and Art. 395 §2 point 3 of the Code of Commercial Companies resolves as follows:

§1

The Ordinary General Meeting of the Company acknowledges the performance of duties by the member of the Supervisory Board, Anna Nadolska, acting as the Member of the Supervisory Board in the financial year 2011.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by secret ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,500,000 (one million five hundred thousand), "against" and "abstained" votes were not cast. No objections were raised.

Resolution No. 16
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012

on the acknowledgement of the fulfillment of duties by a member of the Supervisory Board
performed in the financial year 2011

"The Ordinary General Meeting of the Company pursuant to Art. 393 point 1 and Art. 395 §2 point 3 of the Code of Commercial Companies resolves as follows:

§1

The Ordinary General Meeting of the Company acknowledges the performance of duties by the member of the Supervisory Board, Henryk Gaertner, acting as the Member of the Supervisory Board in the financial year 2011.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by secret ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,500,000 (one million five hundred thousand), "against" and "abstained" votes were not cast. No objections were raised.

Then the Chairman of the Meeting informed that the Company had received a request from Quantum Assets Sp. z o o concerning proposals of resolutions within points No. 12, 13 and 14 of the agenda. Quantum Assets Sp. z o o as a member representing at least one twentieth of the

share capital was entitled to propose draft resolutions to the published agenda. Additionally, the Chairman of the Meeting informed that the Company had also received a resignation of Mrs. Anna Nadolska from the position of the Member of the Supervisory Board. The Company had issued appropriate current reports on this matter, i.e. reports No. 12, 13/2012 of 14 May 2012 and report No. 14/2012 of 15 May 2012.

Next, the Chairman of the Meeting ordered voting on further resolutions.

Resolution No. 17
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012

concerning dismissal of a member of the Supervisory Board

"The Ordinary General Meeting of the Company pursuant to Art. 385 §1 of the Code of Commercial Companies resolves as follows:

§1

The General Meeting of Shareholders dismisses Mr. Jerzy Majewski from the position of a member of the Supervisory Board.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by secret ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,476,336 (one million four hundred seventy-six thousand three hundred thirty-six), "against" votes were not cast, number of votes "abstained" 23,664 (twenty-three thousand six hundred sixty-four). No objections were raised.

Resolution No. 18
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012

on the acknowledgement of the fulfillment of duties by a member of the Supervisory Board
performed in the period between 1 January 2012 and 17 May 2012.

"The Ordinary General Meeting of the Company pursuant to Art. 393 point 1 and Art. 395 §2 point 3 of the Code of Commercial Companies resolves as follows:

§1

The Ordinary General Meeting of the Company acknowledges the performance of duties by the member of the Supervisory Board, Anna Nadolska, acting as the Member of the Supervisory Board in the period between 1 January 2012 and 17 May 2012.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by secret ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,476,336 (one million four hundred seventy-six thousand three hundred thirty-six), number of votes "against" 23,664 (twenty-three thousand six hundred sixty-four), "abstained" votes were not cast. No objections were raised.

Resolution No. 19
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012

on the acknowledgement of the fulfillment of duties by a member of the Supervisory Board
performed in the period between 1 January 2012 and 17 May 2012.

"The Ordinary General Meeting of the Company pursuant to Art. 393 point 1 and Art. 395 §2 point 3 of the Code of Commercial Companies resolves as follows:

§1

The Ordinary General Meeting of the Company acknowledges the performance of duties by the member of the Supervisory Board, Jerzy Majewski, acting as the Member of the Supervisory Board in the period between 1 January 2012 and 17 May 2012.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by secret ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,471,040 (one million four hundred seventy-one thousand forty), number of votes "against" 28,960 (twenty-eight thousand nine hundred sixty), "abstained" votes were not cast. No objections were raised.

Resolution No. 20
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012

on appointment of a member of the Supervisory Board

"The Ordinary General Meeting of the Company pursuant to Art. 385 §1 of the Code of Commercial Companies resolves as follows:

§1

The General Meeting of Shareholders appoints Mr. Piotr Nadolski to be a member of the Supervisory Board.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by secret ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,476,336 (one million four hundred seventy-six thousand three hundred thirty-six), "against" votes were not cast, number of votes "abstained" 23,664 (twenty-three thousand six hundred sixty-four). No objections were raised.

Resolution No. 21
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012

on appointment of a member of the Supervisory Board

"The Ordinary General Meeting of the Company pursuant to Art. 385 §1 of the Code of Commercial Companies resolves as follows:

§1

The General Meeting of Shareholders appoints Mr. Andrzej Ruciński to be a member of the Supervisory Board.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by secret ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,476,336 (one million four hundred seventy-six thousand three hundred thirty-six), number of votes "against" 23,664 (twenty-three thousand six hundred sixty-four), "abstained" votes were not cast. No objections were raised.

**Resolution No. 22
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012**

concerning changes in the the method of remunerating the Supervisory Board members

"The Ordinary General Meeting of the Company pursuant to Art. 392 §1 of the Code of Commercial Companies resolves as follows:

§1

The General Meeting determines a new remuneration for the members of the Supervisory Board which will amount to PLN 2,000.00 (two thousand zloty) gross for participation in each meeting of the Board.

§2

The Resolution shall become effective on the date of its adoption."

The above resolution was taken by secret ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes "for" 1,463,568 (one million four hundred sixty-three thousand five hundred sixty-eight), number of votes "against" 23,664 (twenty-three thousand six hundred sixty-four), number of votes "abstained" 12,768 (twelve thousand seven hundred sixty-eight). No objections were raised.

**Resolution No. 23
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012**

concerning entrusting the audit committee's tasks to the Supervisory Board.

"The Ordinary General Meeting of the Company pursuant to Art. 86 sec. 3 of the act of 7 May 2009 on Statutory Auditors and their Governing Council, Entities Authorised to Audit Financial Statements and Public Supervision hereby entrusts the audit committee's tasks

to the Supervisory Board of the Company.”

The above resolution was taken by secret ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes “for” 1,500,000 (one million five hundred thousand), “against” and “abstained” votes were not cast. No objections were raised.

Resolution No. 24
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow
of 17 May 2012
on amending the Company's Articles of Association

"§ 1

The Ordinary General Meeting of the Company resolves to change the Company's Articles of Association and add the following indents in point IX of the Company's Articles of Association:

- „- finance lease - 64.91 .Z",
- and
- „- Other forms of lending - 64.92.Z".

§2

The Resolution shall become effective on the date of its adoption.”

The above resolution was taken by open ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes “for” 1,500,000 (one million five hundred thousand), “against” and “abstained” votes were not cast. No objections were raised.

Resolution No. 25
of the Ordinary General Meeting
of the Company under the business name: "QUANTUM SOFTWARE" Spółka Akcyjna
with its registered office in Krakow of 17 May 2012
on authorising the Supervisory Board to amend the Rules of the Managerial Stock Option Programme.

"§ 1

The Ordinary General Meeting of the Company, in connection with the resolution No. 18, resolution No. 19 and resolution No. 20 of the Ordinary General Meeting of the Company of 17 June 2008, authorises the Supervisory Board to amend the Rules of the Managerial Stock Option Programme by extending the validity term of the Managerial Stock Option Programme to 2013 without increasing the number of subscription warrants and shares offered to the participants of the Managerial Stock Option Programme.

§2

The Resolution shall become effective on the date of its adoption.”

The above resolution was taken by open ballot with: the valid votes was cast from 750,000 (seven hundred fifty thousand) shares accounting for 50.65% (fifty and sixty-five hundredths percent) in share capital, number of valid votes is 1,500,000 (one million five hundred thousand), number of votes “for” 1,500,000 (one million five hundred thousand), “against” and “abstained” votes were not cast. No objections were raised.

- VI.** Following the exhaustion of the agenda and without any other business the Chairman closed the Meeting.
- VII.** The attendance list from the Meeting is attached to these minutes.
- VIII.** Costs of these minutes will be borne by the Company under the name: "QUANTUM SOFTWARE" Spółka Akcyjna with its registered office in Krakow at: 30-633 Kraków, Walerego Sławka street No. 3A (Regon: 351243328) (NIP: 677-17-53-870).
- IX.** Fees collected:
- remuneration of a notary public following §§ 9 and 17 of the Ordinance of the Minister of Justice of 28 June 2004 (Journal of Laws No. 148 item 1564 as amended) in the amount of: PLN 1,400.00.
 - tax on goods and services pursuant to art. 41 of the act of 11 March 2004 (Journal of Laws No. 54 item 535) at the rate of 23% in the amount of PLN 322.00.
- The total amount collected is: PLN 1,722.00 (one thousand seven hundred twenty-two zloty).
- This act was read out, adopted and signed on the eighteenth day of May of two thousand and twelve (18-05-2012) at this Notary's Office.

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Quantum software S.A.

**LIST OF SHAREHOLDERS AUTHORISED TO PARTICIPATE IN THE GENERAL MEETING
on 17 May 2012**

Item.	First name and surname or name	No. of shares	Number of votes	Signature
1	Bogusław Ożóg	19,150	38,300	
2	Marek Jędra	6,384	12,768	
3	Quantum Assets Sp. z o.o.	675,421	1,350,842	
4	Robert Dykacz	11,832	23,664	
5	Tomasz Hatała	28,181	56,362	
6	Tomasz Mnich	2,648	5,296	
7	Tomasz Polończyk	6,384	12,768	
		Page total	750,000	1,500,000
		Brought forward		
		Carried forward	750,000	1,500,000

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The original document contain signatures
of the Chairman of the Meeting and the notary.

PUBLIC NOTARY'S OFFICE IN KRAKOW, UL. KARMELICKA 68
Katarzyna Gruszczyńska, Wojciech Gruszczyński
NOTARIUSZE SPÓŁKA CYWILNA

Repertory A No. 5398/2012.

Extract issued to the Company.

Amount of PLN 80.00 collected as a remuneration of a notary public following § 12 of the Ordinance of the Minister of Justice of 28 June 2004 (Journal of Laws No. 148 item 1564) and amount of PLN 18.40 collected as tax on goods and services at the rate of 23%, pursuant to art. 41 of the act of 11 March 2004 (Journal of Laws No. 54 item 535).

PLN 98.40 (ninety-eight zloty and forty grosz) collected in total. Kraków, the eighteenth day of May of two thousand and twelve (18-05-2012).