

**Resolution No 9/XIX/2013
of the T.C. Dębica S.A. Supervisory Board
dated May 8, 2013**

**Re: Examination of the Company's financial reports as of 2012 and submitting a report
on the examination results to the General Shareholders' Meeting**

§ 1

Under Article 382, Paragraph 3 of the Polish Commercial Companies Code, the Supervisory Board of T.C. Dębica S.A. (the Company) has examined the following documents approved by the Company's Management Board on April 29, 2013 and audited by the Company's auditors:

1. Balance Sheet as of December 31, 2012;
2. Income and Loss Account for the year 2012, from January 1 to December 31;
3. Cash Flow Report for the year 2012, from January 1 to December 31;
4. Comparison of changes in equity for the year 2012, from January 1, to December 31;
5. Additional Information and explanations;
6. The Management Board's Report on the Company's Activities in 2012.

The Supervisory Board hereby states that the aforementioned documents are compliant with the books and records of the Company and true to the actual state of the Company in the financial year 2012.

§ 2

Under article 382, Paragraph 3 of the Polish Commercial Companies Code, The Company's Supervisory Board has resolved to submit to the Company's General Shareholders' Meeting a report on the results of its examination of the documents as specified in Paragraph 1 of this resolution.

Results of voting :

8 in favor 0 against 0 abstaining



Michel Rzonzez
Chairman of the Supervisory Board
T.C. Debica S.A.

**Resolution No 10/XIX/2013
of the T.C. Dębica S.A. Supervisory Board
dated May 8, 2013**

Re: Assessment of the Management Board's motion concerning distribution of the 2012 profits.

§ 1

Under article 382, Paragraph 3 of the Polish Commercial Companies Code, the Supervisory Board of T.C. Dębica S.A. (the Company) has assessed the Management Board's motions concerning distribution of the 2012 profits and dividend payment - as adopted by the Company's Management Board on April 29, 2013.

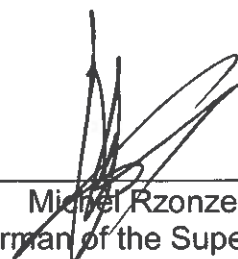
The Company's Supervisory Board hereby recommends that Shareholders of the Company's Ordinary General Shareholders' Meeting adopt these motions.

§ 2

Under article 382, Paragraph 3 of the Polish Commercial Companies Code, The Company's Supervisory Board has resolved to submit to the General Shareholders' Meeting a report on the results of its assessment of the Management Board's motions — as specified in Paragraph 1 above.

Results of voting:

8 "in favor" 0 "against" 0 "abstaining"



Michał Rzonczef
Chairman of the Supervisory Board
T.C. Dębica S.A.

**Resolution No 11/XIX/2013
of the T.C. Dębica S.A. Supervisory Board
dated May 8, 2013**

**concerning : Report of the Supervisory Board on its operations in the turnover
year 2012**

The Supervisory Board of T.C. Dębica S.A. ("the Company") accepts the following report of the Supervisory Board concerning its operation as the Supervisory Board in the turnover year 2012:

REPORT OF THE SUPERVISORY BOARD OF T.C. DĘBICA S.A.

on its operation in the period from 1st January 2012 to 31st December 2012

The period from 1st January 2012 to the General Shareholders Meeting, i.e. June 4th 2012, constituted the XVIII term of office of the Supervisory Board, which in that period acted in the following composition:

Mr. Michel Rzonzef	-	Chairman
Mr. Philippe Degeer	-	Deputy Chairman
Mr. Maciej Mataczyński	-	Secretary
Mr. Ronald Archer	-	Member
Mr. Dominikus Golsong	-	Member
Mr. Aleksander Ferenc	-	Member
Mr. Raimondo Eggink	-	Member
Mr. Piotr Wójcik	-	Member

Based on the ruling of § 14 in connection with § 10 pos. 2 of Company's Statute, on the date of 4th June 2012 the XVIII term of office of the Supervisory Board has elapsed and the Ordinary General Shareholders Meeting passed a resolution for the Supervisory Board to

constitute of 8 members in the XIX term of office and appointed members of Supervisory Board for that term of office of the following composition:

Mr. Michel Rzonzef

Mr. Philippe Degeer

Mr. Ronald Archer

Mr. Dominikus Golsong

Mr. Maciej Mataczyński

Mr. Raimondo Eggink *

Mr. Przemyslaw Cieszynski *

Mrs. Renata Hadała**

On June 4, 2012 the Supervisory Board of the XIX term of office was constituted and elected the Chairman, the Deputy Chairman and the Secretary of the Supervisory Board. The following members assumed these functions:

Mr. Michel Rzonzef	-	Chairman
Mr. Philippe Degeer	-	Deputy Chairman
Mr. Maciej Mataczyński	-	Secretary

During turnover year 2012 four meetings of the Supervisory Board were held (on the dates of: 5th march, 8th May, 4th June, 4th October, one written voting (on 15th March 2012), in result of which 15 resolutions in total were passed.

The average attendance of members at the Supervisory Board meetings in 2012 was 94 %.

Supervision over the Company operations was executed by analysis of presented financial reports and other materials, as well as by verbal explanations by the Management Board members and employees according to Article 382 §1 in connection with § 4 of Polish Commercial Companies Code.

Supervisory Board supervised the activities of the Company and analyzed the economic and financial results on a current basis.

In November 2009 the Supervisory Board established a permanent Audit Committee.

In 2012 a permanent Audit Committee consisted of the following members:

Mr. Ronald Archer

Mr. Philippe Degeer (as from June 4, 2012)

Mr. Maciej Mataczyński

Mr. Aleksander Ferenc (until June, 4 2012)

Mr. Przemysław Cieszyński (as from June 4, 2012 until December, 20 2012)

In the course of the turnover year 2012 the Supervisory Board issued a positive opinion on verified financial result of the Company for 2011: balance sheet, profit and loss account, cash flow report, additional information Management report for operation in 2011. Supervisory Board issued a positive opinion on the proposal of management concerning the distribution of balance profit for 2011 and recommended the dividend payment for 2011.

Based on the evaluation and degree of execution of the Business Plan for 2012, the Supervisory Board assessed the work of Company's Management Board and its individual members.

Considering the macroeconomic environment the Supervisory Board made a positive assessment of Company operation for the whole year 2012.

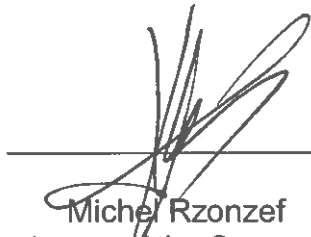
Acting on the basis of the Polish Commercial Company Code, Company's Bylaws and Rules in the composition and period as above, the Supervisory Board T.C. Dębica S.A. fulfilled all obligations contained in the stipulations of the above acts.

* Messrs. Raimondo Eggink and Przemysław Cieszyński resigned from positions of members of the Supervisory Board, effective December, 20 2012. The Supervisory Board on January 7, 2013 co-opted its new members in persons of Messrs. Karl Brocklehurst and Łukasz Rędziniak.

** Pursuant to § 14 pos. 2 of the Company's Statute one representative of the Company's employees is elected to be a Supervisory Board member. **Mrs. Renata Hadała** was elected for the Supervisory Board member of the XIX term of office, in accordance with the Company's Statute and The Employees Election Regulations.

Results of voting :

8 in favor 0 against 0 abstaining



Michel Rzonzeff
Chairman of the Supervisory Board
T.C. Dębica S.A.

**Resolution No 12/XIX/2013
of the T.C. Dębica S.A. Supervisory Board
dated May 8, 2013**

concerning : Assessment of the situation of Tyre Company Dębica S.A

The Supervisory Board presents the General Shareholders Meeting with assessment of situation of the company Tyre Company Dębica S.A. thus executing the ruling III item 1 clause 1 of Good Practices in Public Companies listed at the WSE Code.

Tyre Company Dębica S.A. in year 2012 achieved net profit in the amount of over 93 million PLN against net profit in 2011 being 90.1 million PLN.

This performance is a result of TC Dębica SA' associates drive in the market place, the factory, its other operations as well as benefit from the good cooperation with the Goodyear Corporation in the context of a difficult economic situation and market decline in 2012.

Sales value achieved 2 133,2 million PLN, lower by 8,1 % comparing to the previous period, driven by lower volumes and reflecting the decrease of the market potential.

Export sales based on sales to related entities, constituted 88,8 % of total sales.

Considering the macroeconomic environment the Supervisory Board passes a positive assessment of the Company's situation. Financial risks were monitored and managed, internal control system was functioning effectively and the Company maintained liquidity and financial stability.

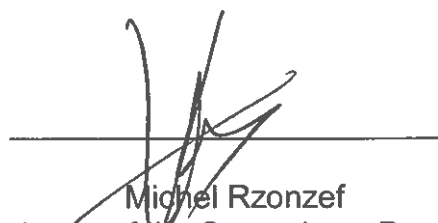
The Company has maintained a safe debt level and generated a positive cash flows.

The Company is a significant exporter of Polish products on markets worldwide, and is one of the largest production plants in Goodyear Corporation. Thanks to continuous modernization of the plant the Company offers interesting and modern products maintaining permanently a position of a leader among tire producers in Poland.

The Supervisory Board evaluates that the Company has undertaken necessary steps in order to support stability and economical development in the current circumstances. The Company possesses potential and is in a position to assure further increase of competitive advantage in the coming years.

Results of voting :

8 "in favor" 0 "against" 0 "abstaining"



Michel Rzonzef
Chairman of the Supervisory Board
T.C. Dębica S.A.