

Resolution No. 10/2013 of the Supervisory Board

of INPRO SA with its registered office in Gdańsk

of 15 May 2013

- on the approval of the report of the Supervisory Board for 2012

§1

The Supervisory Board unanimously adopted the report of the Supervisory Board of INPRO Spółka Akcyjna with its registered office in Gdańsk for 2012 constituting appendix No. 1 to this resolution.

The resolution was adopted unanimously in open voting.

Jerzy Glanc _____

Krzysztof Gąsak _____

Szymon Lewiński _____

Robert Maraszek _____

Wojciech Stefaniak _____

**REPORT
OF THE SUPERVISORY BOARD OF INPRO SPÓŁKA AKCYJNA IN GDAŃSK FOR 2012**

1. In the reporting period from 1/1/2012 to 31/12/2012 the Supervisory Board of INPRO S.A. with its registered office in Gdańsk acted on the basis of the provisions of the Commercial Companies Code, the Statutes of INPRO S.A. and the By-Laws of the Supervisory Board of INPRO S.A. The Supervisory Board is responsible for and authorised to exercise constant supervision over the Company's activity in all its aspects. In accordance with Article 382 § 3 of the Commercial Companies Code, the duties of the Supervisory Board shall include evaluating the Company's financial statements and the report of the Management of the Company's activity with regard to their conformity with the books and documents, as well as the actual state of affairs, and proposals of the Management Board concerning the division of profits or the financing of losses as well as submitting to the General Assembly annual written reports on the results of such evaluation.

2. The following was the composition of the Supervisory Board in 2012:

Jerzy Glanc	-	Chairman of the Supervisory Board
Krzysztof Gąsak	-	Vice-Chairman of the Supervisory Board
Robert Maraszek	-	Secretary of the Supervisory Board
Szymon Lewiński	-	Member of the Supervisory Board
Wojciech Stefaniak	-	Member of the Supervisory Board

In accordance with §10 items 11 and 12 of the Company's Statutes, the Supervisory Board shall be composed of members who meet the independence requirement, these being Mr Jerzy Glanc and Mr Krzysztof Gąsak.

The Supervisory Board was not composed of any committees in 2012. In relation to the fact that the Supervisory Board consists of five members at present, the activity of the committees is entrusted to the Board as a whole, and the necessary powers to carry out the tasks rest with Board members, including Krzysztof Gąsak and Jerzy Glanc. Internal audit is within the competence of Krzysztof Gąsak, a member of the Supervisory Board, who has skills in the area of accounting and financial revision.

3. In 2012 the Supervisory Board of INPRO S.A. held five sessions on the following days:

15 March, 20 April, 9 July, 14 September and 19 December. During those sessions, the Management Board was each time represented by its President, Piotr Stefaniak, who presented the current economic situation of the Company, the progress of the current projects and the plans regarding new projects at each session.

4. In 2012 the Supervisory Board of INPRO S.A. adopted eighteen resolutions on the following subjects:

- 1/2012 expression of consent to credit security,
- 2/2012 on the financial statements of INPRO SA for 2011,
- 3/2012 on the consolidated financial statements for 2011,
- 4/2012 on the report of the Management Board of the activity of the INPRO SA Capital Group for 2011,

- 5/2012 on the report of the Management Board of activity for 2011,
 - 6/2012 on the evaluation of the Company's situation in 2011,
 - 7/2012 approving the report of the Supervisory Board for 2011,
 - 8/2012 on the expression of consent to the division of profit and to the payment of the dividend for 2011,
 - 9/2012 on the opinion on the acknowledgement of the fulfilment of duties by all the members of the Management Board,
 - 10/2012 on the withdrawal by the Supervisory Board from giving an opinion on the acknowledgement of the fulfilment of duties by the members of the Supervisory Board,
 - 11/2012 on the opinion on the "Remuneration Report,"
 - 12/2012 on the positive opinion on the resolutions of the Ordinary General Assembly,
 - 13/2012 expression of consent to the transfer of real estate by establishing separate ownership titles to the premises and their sale; the project: Chmielna Park in Gdańsk, Chmielna street,
 - 14/2012 expression of consent to additional remuneration for INPRO MANAGMENT,
 - 15/2012 expression of consent to the transfer of real estate by establishing separate ownership titles to the premises and their sale; the project: Czwarty Żagiel in Gdańsk, Olsztyńska street,
 - 16/2012 on the selection of the statutory auditor, Audytorium Biegli Rewidenci Grabowski, Pigoń Sp. partnerska, for 2013
 - 17/2012 approval of the conclusion of an annexe to the agreement with Hotel Mikołajki,
 - 18/2012 approval of the sale of the shares of Rugby Prefabrykaty Sp. z o.o.
5. While self-assessing its activity, the Supervisory Board notes that its rights and duties are described in the By-Laws of the Supervisory Board. In the period covered by the report, the members of the Supervisory Board obtained from the Management Board, on the day-to-day basis, reliable information on the Company's financial situation, on projects being implemented by the Company and on proposed projects. While performing its duties, the Supervisory Board obtained information necessary for the performance of those duties from the documents and information submitted by the Management Board. The Supervisory Board ascertains that the cooperation with the Management Board of INPRO S.A. was smooth, and any matters submitted to the Supervisory Board were addressed at sessions in a manner which did not disturb the work of the Company's Management Board. The work of the Supervisory Board was carried out efficiently with the participation of all its Members. The various acts undertaken by the Supervisory Board are reflected in the minutes of the sessions, which are kept in the Company's registered office. All the sessions were convened in the manner complying with the By-Laws of the Supervisory Board, therefore it was capable of adopting resolutions at each of those sessions. In the opinion of its members, the Supervisory Board of INPRO S.A. fulfilled all its duties following from the provisions of law, the Company's Statutes and by-laws correctly.
6. This report was made in conformity with the requirements of § 10 item 9 point h of the Statutes of INPRO Spółka Akcyjna.

Jerzy Glanc - Chairman of the Supervisory Board

Krzysztof Gąsak - Vice-Chairman of the Supervisory Board

Robert Maraszek - Secretary of the Supervisory Board

Szymon Lewiński - Member of the Supervisory Board

Wojciech Stefaniak - Member of the Supervisory Board

Gdańsk, 15 May 2013