



Procedure approved with
resolution no. 22
of Ordinary General Meeting
of ING Bank Śląski S.A.
dated April 08, 2010

PROCEDURE
FOR DIVIDEND PAYOUT

§1

The decision on the dividend payout to Shareholders of ING Bank Śląski S.A. shall be taken by the General Meeting.

§2

1. Should the General Meeting pass a resolution approving dividend payout, the Bank as a public company shall make a public announcement of such resolution.
2. The resolution shall set out the following:
 - 1) The dividend amount per 1 share,
 - 2) The record date, that is the date on which the shareholders acquire right to dividend,
 - 3) The payout date.
3. Eligible Shareholders shall have to inquire about the dividend payout by themselves. The Bank shall notify Shareholders about the potential dividend payout on the following website: <http://www.ingbank.pl>.

§3

1. The form of dividend payout shall differ depending on the place of share deposit.
2. The Shareholders who on the date of establishing their right to a dividend hold:
 - 1) shares deposited in a securities account maintained by the Brokerage House of ING Securities S.A. in Warsaw or other brokerage house, receive an automated payment on that account on the payment date,
 - 2) shares not verified and deposited in the account of the Issue Sponsor at the Brokerage House of ING Securities S.A., receive the dividend in the following manner:
 - a) should the shareholder decide that the dividend is to be transferred to a designated bank account or investment account, the dividend amount is made at a written request of the shareholder filed in a branch of ING Bank Śląski S.A.; the shareholder's details and signature need to be affirmed as genuine by an employee of the branch of ING Bank Śląski S.A., or
 - b) should the shareholder decide that the dividend is to be sent by a mail order at the registered or actual address of the shareholder's residence, as indicated by the shareholder, the dividend is disbursed at the written request of the shareholder sent to the Issue Sponsor Team at: Zespół Sponsora Emisji ING Securities S.A. 40-086 Katowice, ul. Sokolska 34.
3. In the case referred to under item 2) a) the Shareholder may indicate that they wish to make a standing order request. The dividend shall be paid out in the manner defined in the standing order request until the request is revoked or amended. When selecting the standing order for dividend payout, the Shareholder should file a new request should there be any change in the data contained in the previous request.
4. Should the shareholder make a request referred to in item 2 a) and does not indicate that it should be a standing order request or should the shareholder make a request referred to in item 2 b), then such a request should be treated as a one-off request which means that it should be filed in each case whenever the General Meeting takes a decision concerning dividend payout.
5. In the case referred to in item 2 a) the Shareholder shall visit a bank branch and produce the following documents:
 - 1) Identity card,
 - 2) Original or a Xerox copy of the depository receipt to confirm their shareholding.At the bank branch, the Shareholder shall also present a written request for dividend payout, which shall include the following details:
 - 1) First and last name,
 - 2) National identification number (PESEL),
 - 3) Registered address of residence or actual address of residence,
 - 4) Number of depository receipt,
 - 5) Number of ING Bank Śląski S.A. shares,
 - 6) Number of investment or personal account to which the dividend is to be transferred.



6. In the case referred to under item 2) b) the Shareholder shall provide the following details:
 - 1) First and last name,
 - 2) National identification number (PESEL),
 - 3) Registered address of residence or actual address of residence,
 - 4) Number of deposit certificate,
 - 5) Number of ING Bank Śląski S.A. shares.

§4

This Procedure shall come into effect as of April 8, 2010 and shall remain in effect until amended or revoked by the General Meeting.