

**PROXY STATEMENT
TO PARTICIPATE IN THE ORDINARY
SHAREHOLDER MEETING OF DINO POLSKA S.A.
WITH ITS REGISTERED OFFICE IN KROTOSZYN
AND EXERCISE THE VOTING RIGHTS**

HELD BY A SHAREHOLDER (NATURAL PERSON):

First and last name: _____

Number and series of personal identity card: _____

Social insurance (PESEL) number: _____

Taxpayer ID (NIP) number: _____

Number of shares held in DINO POLSKA S.A.: _____

Shareholder's residential address:

Street and residence number: _____

Country, city and postal code: _____

E-mail contact: _____

Telephone contact: _____

hereinafter "Shareholder"

SHAREHOLDER (OTHER THAN A NATURAL PERSON):

Name: _____

Name of register and number: _____

Statistical (REGON) number: _____

Taxpayer ID (NIP) number: _____

Number of shares held in DINO POLSKA S.A.: _____

Address of the Shareholder's registered office:

Street and residence number: _____

Country, city and postal code: _____

E-mail contact: _____

Telephone contact: _____

hereinafter "Shareholder"

PROXY (NATURAL PERSON):

First and last name: _____

Number and series of personal identity card: _____

Social insurance (PESEL) number: _____

Taxpayer ID (NIP) number: _____

Residential address:

Street and residence number: _____

Country, city and postal code: _____

Contact data: _____

hereinafter "Proxy"

PROXY (OTHER THAN A NATURAL PERSON):

Name: _____

Name of register and number: _____

Statistical (REGON) number: _____

Taxpayer ID (NIP) number: _____

Address of the registered office:

Street and residence number: _____

Country, city and postal code: _____

Contact data: _____

hereinafter "Proxy"

I / We*, the undersigned, acting as a Shareholder(s)* of DINO POLSKA S.A. with its registered office in Krotoszyn (hereinafter "Company"), hereby authorize the Proxy to represent the Shareholder at the Company's Ordinary Shareholder Meeting convened to be held on 21 May 2018 at 11:00 a.m.

The Proxy is authorized to exercise all the Shareholder's rights stemming from the shares held by the Shareholder during the Ordinary Shareholder Meeting of DINO POLSKA S.A. specified above, and in particular, to take part in the Shareholder Meeting and take the floor during its course, to sign the record of attendance and exercise voting rights on behalf of the Shareholder.

This proxy statement is valid until the date of completion of the Company's Ordinary Shareholder Meeting Company that has been convened to be held on 21 May 2018 at 11:00 a.m.

The Proxy may / may not extend further proxy statements.

Remarks:

- 1) number of shares from which voting rights will be exercised: _____
- 2) Shareholder's telephone number and e-mail address and the Proxy's telephone number and e-mail address by which the Company will be able to communicate with the Shareholder and the Proxy for the purpose of checking the validity of the proxy statement extended in electronic form and identifying the Shareholder and the Proxy

a) for the Shareholder:

b) for the Proxy:

3) date and venue in which the Shareholder Meeting has been convened:

date, place and signature of the shareholder or persons representing the Shareholder

(*cross out what is unnecessary)

ADDITIONAL INFORMATION FOR THE SHAREHOLDER

IDENTIFICATION OF THE SHAREHOLDER

To identify a Shareholder extending a proxy statement, the following documents should be attached to this proxy statement:

a) in respect of a Shareholder who is a natural person:

copy of his/her personal identification card, passport or some other official document confirming the identity of the Shareholder;

b) in respect of a Shareholder who is not a natural person:

copy of an excerpt from the appropriate register (e.g. KRS) or of some other document confirming the authorization held by a natural person (or natural persons) to represent the Shareholder at the Shareholder Meeting (e.g. an uninterrupted series of proxy statements).

In the event that there are doubts concerning the authenticity of the copies of the documents enumerated above, the Company's Management Board reserves the right to insist that the Proxy produce the following when drawing up the record of attendance:

a) in respect of a Shareholder who is a natural person:

copy confirmed as being compliant with the original by a notary or some other entity authorized to confirm compliance with the original of a personal identity card, passport or some other official document confirming the identity of a Shareholder;

b) in respect of a Shareholder who is not a natural person:

original or copy confirmed as being compliant with the original by a notary or some other entity authorized to confirm compliance with the original of an excerpt from the appropriate register (e.g. KRS) or of some other document confirming the authorization held by a

natural person (or natural persons) to represent the Shareholder at the Shareholder Meeting (e.g. an uninterrupted series of proxy statements).

IDENTIFICATION OF THE PROXY

To identify a proxy the Company's Management Board reserves the right to insist that the proxy produce the following when drawing up the record of attendance:

a) in respect of a Proxy who is a natural person:

personal identification card, passport or some other official document confirming the identity of the Proxy;

b) in respect of a Shareholder who is not a natural person:

original or copy confirmed as being compliant with the original by a notary or some other entity authorized to confirm compliance with the original of an excerpt from the appropriate register (e.g. KRS) or of some other document confirming the authorization held by a natural person (or natural persons) to represent the Shareholder at the Shareholder Meeting (e.g. an uninterrupted series of proxy statements).

The Company's Management Board would like to stipulate that if there are discrepancies between a Shareholder's data presented in the Proxy Statement and the data on the list of shareholders prepared on the basis of the list obtained from the entity running the securities depository (Krajowy Depozyt Papierów Wartościowych S.A. with registered offices in Warsaw) and conveyed to the Company in accordance with art. 406³ of CCC, a Shareholder may not be permitted to participate in the Company's Shareholder Meeting.

At the same time, the Company's Management Board indicates that the Company does not impose an obligation of extending proxy statements on this form.