Resolution No. 34

of the Extraordinary General Meeting of LSI SOFTWARE S.A.

on the election of a Chairperson of the General Meeting

Par. 1

Acting under Art. 409.1 of the Commercial Companies Code, the General Meeting of LSI Software S.A. hereby resolves to appoint Mr./Mrs. _____ as a Chairperson of the General Meeting.

Par. 2

The Resolution shall come into force on the day of its adoption

Resolution No. 35

of the Extraordinary General Meeting of LSI SOFTWARE S.A.

on the adoption of the Agenda

Par. 1

The General Meeting of LSI Software S.A. hereby resolves to adopt the Agenda of the Extraordinary General Meeting of the Company in the following wording published on the Company's website and via ESPI System (Electronic System for Disclosure of Information) on 1 July 2011:

1. Opening of the Extraordinary General Meeting.
2. Election of the Chairman of the Extraordinary General Meeting.
3. Statement that the Extraordinary General Meeting has been properly convened and is able to adopt resolutions.
4. Approval of the EGM Agenda.
5. Appointment of the Scrutiny Commission.

6. Adoption of the Resolutions on changes to the composition of the Supervisory Board.
7. Adoption of the Resolution on amendments to the Company's Articles of Association.
8. Closing the Extraordinary General Meeting.

Par. 2

The Resolution shall come into force on the day of its adoption

Resolution No. 36

of the Extraordinary General Meeting of LSI SOFTWARE S.A.

on the appointment of members of the

Scrutiny Committee of the Extraordinary General Meeting

Par. 1

The General Meeting of LSI Software S.A. hereby resolves to appoint the following persons to the composition of the Scrutiny Committee

1. _____
2. _____
3. _____

Par. 2

The Resolution shall come into force on the day of its adoption

Resolution No. 37

of the Extraordinary General Meeting of LSI SOFTWARE S.A.

on the dismissal of a Member of the Supervisory Board

Par. 1

Pursuant to Art. 385.1 of the Commercial Companies Code and in accordance with Par. 19.1 of the Articles of Association of the Company, the General Meeting of LSI Software S.A. hereby resolves to dismiss _____ from the composition of the Company's Supervisory Board.

Par. 2

The Resolution shall come into force on the day of its adoption

Resolution No. 38

of the Extraordinary General Meeting of LSI SOFTWARE S.A.

on the appointment of a Member of the Supervisory Board

Par. 1

Pursuant to Art. 385.1 of the Commercial Companies Code and in accordance with Par. 19.1 of the Articles of Association of the Company, the General Meeting of LSI Software S.A. hereby resolves to appoint _____ to the composition of the Company's Supervisory Board.

Par. 2

The Resolution shall come into force on the day of its adoption

Resolution No. 39

of the Extraordinary General Meeting of LSI SOFTWARE S.A.

on the amendments to the Company's Articles of Association

Acting under Art. 430.1 and Art. 444 of the Commercial Companies Code, the General Meeting of LSI Software S.A. with its registered office in Łódź (hereinafter 'the Company') hereby resolves as follows:

Par. 1

The Company's Articles of Association shall be amended by replacing the current wording of Par. 11a with the following wording:

1. The Management Board of the Company shall be authorized, to increase the share capital of the Company within the authorized capital by an amount not exceeding PLN 2,445,000 (two million four hundred and forty five thousand) through the issue not more that 2 445 000 (two million four hundred and forty five thousand) new shares of nominal value equal to PLN 1 (one) each, by way of one or several increases of the share capital within the limits determined above.

2. The authorization for the Management Board to increase the share capital of the Company within the authorized capital shall be granted for the period of three years, that shall be valid until 28 July 2014.

3. While exercising the authorization to increase the share capital within the authorized capital, the Management Board of the Company shall be authorized to determine the issue price of new shares as well as to issue the shares to be taken up in exchange for cash and in-kind contributions, excluding the requirement to obtain the consent of the Supervisory Board.

4. The Management Board shall be authorized to issue subscription warrants (as referred to in Art. 453.2 of the Commercial Companies Code) in order to increase the share capital of the Company within the authorized capital, providing that the subscription right is exercisable not later than at the end of the period as referred to in point 2 above.

5. All shareholders shall be entitled to subscribe for pre-emptive rights attached to shares issued by way of increase of the Company's share capital within the authorized capital as well as for subscription warrants as referred to in point 3 above.

6. Unless the provisions of the Commercial Companies Code provide otherwise, the Management Board of the Company shall be authorized to decide on all issues associated with the increase of the Company's share capital within the authorized capital. The Management Board shall be particularly authorized to:
a. decide on the issue of new shares of the Company by way of private or public offering;
b. decide on all issues regarding each admission and introduction to exchange trading of the securities issued by the Company, including the Company's shares and other securities.

Par. 2

Due to amendments to the wording of Par. 11a, the Extraordinary General Meeting hereby resolves to adopt the consolidated text of the Company's Articles of Association in the wording published in the Annex No 1 to the Resolution hereof.

Par. 3

The Resolution shall come into force on the day of its adoption and shall be binding as of the day of the registration in the register.

JUSTIFICATION

The amendments to the Company's Articles of Association as regards the authorization for the Management Board to increase the share capital within the authorized capital are associated with the expiration of the current authorization. The expiration of previous authorization arises from the end of a three-year period determined in Par. 11a of the Articles of Association in its current wording. In accordance with the provisions of the Commercial Companies Code the authorization for the Management Board to increase the share capital within the authorized capital may be granted for the period not longer than three years. Therefore, the proposed amendment is aimed at maintaining the existing solutions regarding the authorized capital.

In the Management Board's opinion the maintenance of the Management Board's authorization to issue new shares within the authorized capital is in the interest of the Company. This instrument allows the Board to react flexibly to the capital needs of the Company and allows acquisitions by issuing new shares. For the same reason the authorization includes the possibility to issue subscription warrants, which are the instrument for achieving the above objectives. In connection with the amendment to the Articles of Association, the adoption of consolidated text of the Articles of Association by the General Meeting shall be justified.

In accordance with the provisions of the *Best Practices of WSE Listed Companies*, the draft resolutions No 34-36/2011 of the Extraordinary General Meeting of LSI Software S.A. convened for 28 July 2011 do not require the justification as they are the resolutions on organizational and formal matters. These resolutions are typical resolutions adopted during the General Meeting in accordance with Art. 395.2 of the Commercial Companies Code.