

## **Candidates to the Supervisory Board of TP S.A.**

Due to the fact that five TP S.A. Supervisory Board members' mandates would expire at the Annual General Assembly of TP S.A. scheduled for April 12, 2012 (four mandates expire with the end of term of office and one who was earlier appointed by the Supervisory Board pursuant to Article 19 item 2 of the Company's Articles of Association), on April 4, 2012, France Telecom ("FT") informed TP S.A. that it intends to propose the following persons as candidates for TP S.A. Supervisory Board Members at the Assembly: Ms. Henryka Bochniarz as an independent candidate, Mr. Andrzej K. Koźmiński as an independent candidate, Mr. Sławomir Lachowski as an independent candidate, Ms. Marie-Christine Lambert as a candidate representing FT, Mr. Wiesław Rozłucki as an independent candidate.

### **Resumes**

#### **Henryka Bochniarz Ph.D.**

Ms. Henryka Bochniarz was born in 1947. Graduated from the Foreign Trade Faculty of the Warsaw School of Economics (Szkola Główna Handlowa, former SGPiS) in 1971. She received her Ph.D. in economics from the Foreign Trade Research Institute (IKC), and also became a certified advisor in management. She was awarded with the Fulbright scholarship and spent two years doing research and lecturing at the University of Minnesota (1985-87). She was the Minister of Industry and Trade in Jan Krzysztof Bielecki's government in 1991. She was a presidential candidate in 2005.

Vice-Chairperson of the Corporate Governance Forum Best Practices Committee at the Warsaw Stock Exchange. Co-founder of the Nike Literary Award for the Best Book of the Year. Holder of the Kisiel Prize for independent thinking and entrepreneurship and the Andrzej Bączkowski Award for particular contribution to the development of social dialogue in Poland and action over political divisions. Decorated with the Commander's Cross of the Order of Polonia Restituta and with the Japanese Order of the Rising Sun (Gold and Silver Star).

Since January 1999 she has been the president of Polish Confederation of Private Employers Lewiatan, the largest organisation of private employers in Poland. She is Vice-President of BUSINESSEUROPE, the largest employers' organisation in Europe. Member of the Enterprise Policy Group at the European Commission, advising on economic policy of the European Union. Vice-Chairperson of the Tripartite Committee for Social and Economic Issues. President of Boeing Central & Eastern Europe. Chairperson of the joint Polish-Japanese Economic Committee facilitating development of the Polish-Japanese economic co-operation.

Ms. Bochniarz is currently a member of the supervisory board of Aviva, the Kozminski University.

The activities of Ms. Henryka Bochniarz outside TP S.A. are not competitive to the activities of TP S.A.

#### **Sławomir Lachowski**

Born in 1958. Graduate of the Foreign Trade Faculty of the Warsaw School of Economics (Szkola Główna Handlowa, former SGPiS). He studied economics in Mainz and Zurich. In 1983-1990, he worked on the system transformation issues in the Economic Development Institute, where he worked with prof. Leszek Balcerowicz.

He runs his own consultancy, Centrum Analiz Ekonomicznych (Economic Analyses Centre), between 1987 and 1992. From 1993 to 1998 he worked for the Powszechny Bank Gospodarczy w Łodzi as its management board member for restructuring and later as its first vice-president. In 1998-2000, vice-president of the PKO BP management board responsible for retail banking. In May 2000, he started working for BRE Bank, where he built from scratch mBank, the first internet bank in Poland and Central and Eastern Europe, as well as MultiBank, a financial institution for middle class and small business. He chaired the management board of BRE Bank from 2004 to 2008. At the moment he is acting as a strategy consultant. He penned numerous articles and books on management.

He is chairing the supervisory boards of Meritum Bank, Best SA and PayTel SA, and is sitting as member on the supervisory boards of Redan SA, Comp SA.

The activities of Mr. Sławomir Lachowski outside of TP S.A. are not competitive to the activities of TP S.A.

**Andrzej Koźmiński**

Chairman of TP S.A. Supervisory Board, Independent Member

Professor Andrzej K. Koźmiński, born in 1941, the founder and the first Rector (1993-2011) and now the President of Kozminski University, chairman of the Board of Trustees of KU, the President of the Board of the International Business School in Warsaw. He is a corresponding member of the Polish Academy of Sciences.

In 1981-1987 he was the Dean of the Management Faculty of the University of Warsaw and in 1991-1996 headed the International Management Centre of the University of Warsaw. In 1990-1996 prof. Koźmiński lectured at the University of California, Los Angeles, and in 1982 - 1989 at the University of Orlean, France. He has been a Visiting Professor at numerous renowned universities abroad.

Prof. Koźmiński has published over 350 scientific papers on organization and management in Poland and abroad, including 39 books. His recent books published in English include: "Catching Up", "Organizational and Management Change in the Ex-Socialist Block", "Organizational Communication and Management", "Strategies For Central and Eastern Europe" (with George Yip), and "Three Faces of Leadership: Manager, Artist, Priest"(with Mary Jo Hatch and Monika Kostera).

Prof. Koźmiński is an elected member of the International Academy of Management, of Academie Europeane and Academie des Commerciales in Paris, as well as of the Scientific Society of Warsaw. He was a Deputy President of the Central and the East European Management Development Association, he was a member of the Board of the European Foundation for Management Development based in Brussels and a member of the International Committee of the American Association of Collegiate Schools of Business. He is a member of the Presidium of the Organization and Management Sciences Committee of the Polish Academy of Sciences and a member of the President's of the Republic of Poland Advisory Council for Education and Scientific Research.

Also, he is a Chairman of the Supervisory Board of Telekomunikacja Polska SA and a member of the Supervisory Board of Millennium Bank.

The activities of Andrzej K. Koźmiński outside TP S.A. are not competitive to the activities of TP SA.

**Wiesław Rozłucki, Ph.D.**

Independent Member of TP S.A. Supervisory Board, Member of Remuneration Committee

Mr. Wiesław Rozłucki, born in 1947, graduated from the Warsaw School of Economics (SGPiS) - Foreign Trade Faculty. He was conferred the PhD Degree in Economic Geography. Between 1973 and 1989, Mr Rozłucki was a research worker at the Institute of Geography and Spatial Organisation, Polish Academy of Sciences (PAN), and subsequently, Secretary of the Polish Committee of the International Geographical Union.

Since 1990, he was responsible for privatisation, first as an advisor to the Minister of Finance, then as Director of the Capital Markets Development Department in the Ministry of Privatisation. Between 1991 and 1994, Mr. Rozłucki was a member of the Polish Securities Commission.

From 1991 to 2006, he was President of the Management Board of the Warsaw Stock Exchange as well as Chairman of the Supervisory Board of the National Depository for Securities. In the 1990s, Mr. Rozłucki was a member of the Economic Development Council to President of the Republic of Poland. He was also a member of the government bodies of the World Federation of Exchanges (WFE) and the Federation of European Securities Exchanges (FESE) as well as a member of the Market Participants Consultative Panel of the Committee of European Securities Regulators (CESR).

Currently, Mr. Rozłucki is a Supervisory Board member of: Bank BPH SA, TVN SA, WASKO S.A. and the Foundation for Capital Market Education as well as the Good Practices Committee established in 2001. He is Chairman of the Programming Board of the Polish Institute of Directors and of the Harvard Business Review Polska. He provides consulting services. Mr. Wiesław Rozłucki was honoured with Polish Commander Cross with the Star of the Order of Rebirth of Poland and L'Ordre National du Merite.

Since 2011, he is the Chairman of the Committee for the Economic Prize of the President of the Republic of Poland.

The activities of Mr. Wiesław Rożucki outside TP S.A. are not competitive to the activities of TP S.A.

**Marie-Christine Lambert**

Member of TP S.A. Supervisory Board, Member of Audit Committee

Ms. Marie-Christine Lambert has been the Group Controller of France Telecom Group since November 2008. She is reporting to the Chief Executive Officer Delegate of France Telecom Group; her previous position was Group Controller for the French Operations.

Having occupied positions in Finance during several years in different sectors of activity like industry, IT and telecommunications, she joined the France Telecom Group in 1992 as Central Director of Telesystèmes, a subsidiary of the Group in the field of IT services. Then she became the Chief Financial Officer for mobile activities of Orange, a position she held for France (between 1997 and 2003) and afterwards for the whole Group (between 2003 and 2006).

Ms. Marie-Christine Lambert, born in 1953, is a graduate of the Superior School of Commerce (ESC) of Dijon.

The activities of Ms. Marie-Christine Lambert outside TP S.A. are not competitive to the activities of TP S.A.