

....., ..... (place, date)

**PROXY APPOINTMENT FORM**

**SHAREHOLDER**

Name of the Shareholder: .....

No. and series of the ID or KRS No. / Register No. of the Shareholder: .....

Name of the Issuer of the ID / Name of the Registration Authority: .....

PESEL No. / Tax Identification Number (NIP) of the Shareholder: .....

Address of residence / Address of registered office: .....

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Phone: .....

E-mail: .....

Number of shares of ACTION S.A. represented by the Proxy ..... - in accordance with the registered certificate of the right to participate in the General Meeting issued by:

.....

**hereby appoints as Proxy:**

Name of the Proxy: .....

No. and series of the ID of the Proxy: .....

Name of the Issuer of the Proxy's ID: .....

PESEL No. of the Proxy: .....

Address of residence / Address of registered office: .....

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Phone: .....

E-mail: .....

**to represent the Shareholder and the exercise the right of vote at the Annual General Meeting of ACTION S.A. with registered office in Zamienie convened for 19 June 2024.**

The Proxy shall also be authorized to.....

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Signature of the Shareholder

**RESOLUTION No. 1**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on appointing the Chairperson of the Meeting**

Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 1 on the appointing of the Chairperson of the Meeting, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....

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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 1 on the appointing of the Chairperson of the Meeting.

Text of the instruction \*:.....

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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 2**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on the adopting of the agenda**

Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 2 on the adopting of the agenda, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....  
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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 2 on the adopting of the agenda.

Text of the instruction\*: .....  
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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 3**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on approving the Management Board's report on the operations of the Company and the Capital Group for the financial year 2023**

## Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 3 on approving the Management Board's report on the operations of the Company and the Capital Group for the financial year 2023, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....

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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 3 on approving the Management Board's report on the operations of the Company and the Capital Group for the financial year 2023.

Text of the instruction\*: .....

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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 4**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on approving the Company's financial statements for the financial year 2023**

## Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 4 on approving the Company's financial statements for the financial year 2023, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....

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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 4 on approving the Company's financial statements for the financial year 2023.

Text of the instruction\*:

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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 5**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on approving the consolidated financial statements of the ACTION S.A. Capital Group for the financial year 2023**

Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 5 on approving the consolidated financial statements of the ACTION S.A. Capital Group for the financial year 2023, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....

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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 5 on approving the consolidated financial statements of the ACTION S.A. Capital Group for the financial year 2023.

Text of the instruction \*:.....

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Signature of the Shareholder

\* If no objection/no instructions given, please cross out the dotted lines.

**RESOLUTION No. 6**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on approving the Supervisory Board's report on the results of the assessment of the Management Board's report on the activities of the Company and the Capital Group, the financial statements of the Company and the Capital Group, the Management Board's motion on the distribution of profit, assessment of the situation of the Company and the Capital Group and the activities of the Supervisory Board for the financial year 2023**

Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 6 on approving the of the Supervisory Board's report on the results of the assessment of the Management Board's report on the activities of the Company and the Capital Group, the financial statements of the Company and the Capital Group, the Management Board's motion on the distribution of profit, assessment of the situation of the Company and the Capital Group and the activities of the Supervisory Board for the financial year 2023, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....  
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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 6 on approving the of the Supervisory Board's report on the results of the assessment of the Management Board's report on the activities of the Company and the Capital Group, the financial statements of the Company and the Capital Group, the Management Board's motion on the distribution of profit, assessment of the situation of the Company and the Capital Group and the activities of the Supervisory Board for the financial year 2023.

Text of the instruction \*: .....  
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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 7**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on expressing an opinion on the Supervisory Board's report on remuneration for 2023**

## Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 7 on expressing an opinion on the Supervisory Board's report on remuneration for 2023, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....

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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 7 on expressing an opinion on the Supervisory Board's report on remuneration for 2023.

Text of the instruction \*:.....

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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 8**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on distribution of the Company's profit for the financial year 2023**

## Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 8 on distribution of the Company's profit for the financial year 2023, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....

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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 8 on distribution of the Company's profit for the financial year 2023.

Text of the instruction \*:.....

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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 9**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on granting the Management Board members the vote of acceptance for discharge of duties  
in the financial year 2023**

Voting no. 1 regarding Mr. Piotr Bieliński:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

Voting no. 2 regarding Mr. Sławomir Harazin:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 9 on granting the Management Board members the vote of acceptance for discharge of duties in the financial year 2023, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....  
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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 9 on granting the Management Board members the vote of acceptance for discharge of duties in the financial year 2023.

Text of the instruction \*:.....  
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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 10**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on granting the Supervisory Board members the vote of acceptance for discharge of duties in the financial year  
2023**

Voting no. 1 regarding Mr. Iwona Bocianowska:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

Voting no. 2 regarding Mr. Piotr Chajderowski:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

Voting no. 3 regarding Mr. Krzysztof Kaczmarczyk:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

Voting no. 4 regarding Mr. Marek Jakubowski:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

Voting no. 5 regarding Mr. Adam Świtalski:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 10 on granting the Supervisory Board members the vote of acceptance for discharge of duties in the financial year 2023, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....  
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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 10 on granting the Supervisory Board members the vote of acceptance for discharge of duties in the financial year 2023.

Text of the instruction \*:.....  
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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 11**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on adoption of the Remuneration Policy for members of the Management Board and Supervisory Board of ACTION S.A.**

## Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 11 on adoption of the Remuneration Policy for members of the Management Board and Supervisory Board of ACTION S.A., the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....

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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 11 on adoption of the Remuneration Policy for members of the Management Board and Supervisory Board of ACTION S.A.

Text of the instruction \*:.....

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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 12**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on the redemption of equity shares of the Company**

## Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 12 on the redemption of equity shares of the Company, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....

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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 12 on the redemption of equity shares of the Company.

Text of the instruction \*: .....

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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 13**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on reducing the Company's share capital and amendment the Company's Articles of Association**

Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 13 on reducing the Company's share capital and amendment the Company's Articles of Association, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....  
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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 13 reducing the Company's share capital and amendment the Company's Articles of Association.

Text of the instruction \*:.....  
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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 14**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on authorization of the Company's Management Board to purchase the Company's own shares**

Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 14 on authorization of the Company's Management Board to purchase the Company's own shares, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....  
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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 14 on authorization of the Company's Management Board to purchase the Company's own shares.

Text of the instruction \*: .....  
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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 15**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on creation of reserve capital to finance the purchase of the Company's own shares**

Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 15 on creation of reserve capital to finance the purchase of the Company's own shares, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....

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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 15 on creation of reserve capital to finance the purchase of the Company's own shares.

Text of the instruction \*: .....

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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*

**RESOLUTION No. 16**

of the Annual General Meeting of

the Company trading under the business name: ACTION Spółka Akcyjna

dated 19 June 2024

**on establishing a uniform text of the Company's Articles of Association**

Voting:

- For ..... (number of votes)
- Against ..... (number of votes)
- Abstained ..... (number of votes)

In the event of a vote against Resolution No. 16 on establishing a uniform text of the Company's Articles of Association, the Shareholder may express their objection below with a request to record in the minutes.

Text of the objection\*: .....  
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Instructions concerning the way of voting by proxy on the adoption of Resolution No. 16 on establishing a uniform text of the Company's Articles of Association.

Text of the instruction \*: .....  
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Signature of the Shareholder

*\* If no objection/no instructions given, please cross out the dotted lines.*