#### RULES OF PROCEEDINGS OF THE GENERAL MEETING OF ACTION S.A.

#### § 1 [General provisions and definitions]

- 1. This document defines the detailed procedures and rules of summoning and conducting sessions of the General Meeting of ACTION S.A.
- 2. The following terms are used in the Rules:
- a) Rules of Proceedings, or Rules, which shall mean this document, upon its approval by a resolution passed by the General Meeting,
- b) Company, which shall mean ACTION S.A., whose registered office is in Warsaw,
- c) Articles of Association, which shall mean the Articles of Association of ACTION S.A.
- d) General Meeting, which shall mean the General Meeting of Shareholders of ACTION S.A.
- e) Supervisory Board, which shall mean the Supervisory Board of ACTION S.A.
- f) Independent Member of the Supervisory Board, which shall mean a Member of the ACTION S.A.'s Supervisory Board who meets the specific requirements set forth by the Articles of Association and has been designated in compliance with the provisions of these Rules,
- g) Management Board, which shall mean the Management Board (board of directors) of ACTION S.A.
- h) Shareholder, which shall mean a holder of ACTION S.A. shares.
- i) Qualified Participant of General Meeting, or Qualified Participant a Shareholder or any other individual entitled to participate in the General Meeting under the applicable laws,
- j) Representative a person authorised to represent the Qualified Participant under the applicable laws,
- k) Participant a Qualified Participant of the General Meeting or their Representative.
- 3. All communication sent to the Company in electronic form (including all notices, requests, motions, demands or representations submitted using electronic means of communication) must be sent by electronic mail (email) at the Company's email address published at its website or included in the General Meeting notice. The Management Board may specify alternative terms of electronic communication with the Company, which in such an event shall be specified in the respective General Meeting notice. While contacting the Company using electronic means of communication, Shareholders must do so in the manner and within the time limits compliant with the applicable laws, having consideration for the fact that the representatives of the Company who are responsible for handling email submitted to the Company's email address are exclusively able to read incoming mail on business days between 10.00 AM and 4.00 PM.
- 4. The Company shall not be liable for any consequences of anyone's inability to contact it using electronic means of communication if such inability is caused by factors beyond the Company's control.

#### § 2 [Summoning General Meeting]

- 1. The General Meeting shall be summoned as an ordinary (annual) or an extraordinary meeting.
- 2. The Annual General Meeting of the Company is called by the Management Board of the Company. Should the Management Board fail to summon the Annual General Meeting within the time frame required by the Commercial Companies Code, it may be summoned by the Supervisory Board.

- 3. An Extraordinary General Meeting of the Company is summoned by the Management Board of the Company. An Extraordinary General Meeting may also be summoned by the Supervisory Board, should the latter deem it necessary, or by Shareholders who represent at least half of the Company's share capital or at least half of the total number of votes. In such a case, the chairperson of such a General Meeting shall be designated by Shareholders.
- 4. A Shareholder or Shareholders representing at least one twentieth of the Company's share capital or the Supervisory Board (without resorting to its right to call up an Extraordinary General Meeting on its own) may request that the Management Board summon an Extraordinary General Meeting and include specific matters in its agenda. In such a case, the date of the Extraordinary General Meeting should be announced within two weeks from the date of submitting such a request in writing or in electronic form.
- 5. An Extraordinary General Meeting may be summoned by Shareholders who have been authorised to do so by the Court of Registration and have previously exercised their right referred to in Article 4 to request an Extraordinary General Meeting to no avail. The chairperson of such a meeting shall be designated by the Court of Registration.
- 6. A Shareholder or Shareholders who represent at least one twentieth of the Company's share capital may request that specific matters be included in the agenda of the nearest General Meeting. In order to be valid, such a request must be submitted to the Management Board not later than in 21 days prior to the announced date of the General Meeting and must include a rationale for or a draft resolution related to the agenda item proposed. The request may be submitted in electronic form. If such a request meets the requirements of the law and the respective provisions of these Rules, the Management Board shall announce the changes to the agenda not later than in eighteen days prior to the announced date of the General Meeting. The changes shall be announced in the manner appropriate for the General Meeting notice.
- 7. Should a request referred to in Article 6 be submitted after the expiry of the relevant time limit, it shall be understood as a request to put specific matters on the agenda of the General Meeting following the nearest one.
- 8. A Shareholder or Shareholders who represent at least one twentieth of the share capital may propose resolutions regarding matters that have already been included in the agenda of the General Meeting or which are to be included in it, by submitting them in writing or using electronic means of communication prior to the announced date of the General Meeting. All such submissions that comply with the applicable laws and relevant provisions of these Rules shall be published by the Company without delay on its corporate website.
- 9. The rights referred to in Article 6 and 8 may also be exercised by the Supervisory Board.
- 10. If the applicable laws, the Articles of Association and the Rules grant specific parties the following rights:
- a) the right to summon a General Meeting,
- b) the right to request summoning a General Meeting and including specific matters in its agenda,
- c) the right to request that specific matters be put in the agenda of the nearest General Meeting,
- d) the right to propose draft resolutions on matters that have already been included in the agenda of the General Meeting or which are to be included in it,
- e) the right to submit other requests or motions with regard to the rights of the Qualified Participants,
- such parties may exercise those rights in writing, and in cases specified by applicable laws and these Rules, also by electronic means of communication.
- 11. The Company shall take appropriate steps in order to determine the identity of specific parties who take actions listed in Article 10 and to verify their rights. Consequently:

- a) should the movers choose to exercise any of their rights referred to Article 10 in written form, they must submit their motion to the Company (at its address at ul. Dawidowska 10, Zamienie, 05-500 Piaseczno, Poland) in writing together with the attachments required (signed by the individuals authorised to submit them) as well as with original documents or their copies (certified by the movers to be true copies of originals) which duly prove their identity and the rights held. The mover should also provide their mailing address, their contact email address and telephone number;
- b) should the movers choose to exercise any of their rights listed in Article 10 in electronic form (using electronic means of communication), provided applicable laws permit it, they must submit scans of signed motions and the attachments required, as well as documents that duly prove their identity and the rights which their exercise, as PDF (Portable Document Format) files, to the Company's email address referred to in Section §1 Article 3 of these Rules. The mover should also provide their mailing address, their contact email address and telephone number.
- c) a representative of the Company shall be authorised to contact the mover to confirm their identity and validate the rights of the latter and to notify them about all deficiencies of documentation, if any, in order to allow them to rectify those. The mover shall be notified about any missing documents within 3 business days from the date of receipt of their motion. As soon as they supplement them, their motion shall continue to be processed by the Management Board, unless it is not allowed due to expiry of the relevant time limits imposed by the applicable laws.
- 12. Motions, their attachments and the accompanying documents and information referred to in Article 11 letter a) and b) should be submitted to the Company in the Polish language (if their translation is required, it must be a sworn translation).
- 13. The documents (their copies or scans in PDF format) referred to in Article 11 letters a) and b) shall include without limitation:
- a) a personal identity card, a passport or other document which allows identifying the mover beyond doubt (for natural persons),
- b) a copy of the mover's entry in the relevant register (for organisations),
- c) a document which confirms the mover's authority to use the rights exercised by the motion, unless the Company is able to confirm it based on the list of Qualified Shareholders or the list used as the basis to prepare it, in line with the applicable law.
- 14. A General Meeting whose agenda includes certain matters upon request of the duly authorized bodies or which has been summoned upon such a request may only be cancelled upon the requesting parties' consent. In other cases, the General Meeting may be cancelled if there is a special obstacle (force majeure) that prevents it from taking place or if it is obviously unsubstantiated. The General Meeting is cancelled in the same manner as it has been summoned, in a way that minimises the negative impact of cancelling it for the Company and its Shareholders, and under no circumstances later than in one week before the date planned. The date of the General Meeting may be changed following the same procedure as the one used to cancel it, even if the agenda proposed does not change.

#### § 3 [Venue of General Meeting]

General Meetings shall be held at the Company's registered office or in Zamienie in the commune of Lesznowola.

#### § 4 [Participants of General Meeting]

- 1. A General Meeting may be attended by Qualified Participants or their Representatives.
- 2. Each General Meeting should be attended by the Members of the Supervisory Board and the Management Board. Should the agenda of an Annual or an Extraordinary General Meeting include the Company's financial matters, the session should be attended by a state certified auditor. Any absence of a Member of the Management Board or of the Supervisory Board at the

General Meeting must be justified and its substantiation should be presented at the General Meeting.

- 3. Within their competence and the scope required to resolve the matters discussed by the General Meeting, members of the Supervisory Board and of the Management Board and the Company's state certified auditor should provide explanations and information to the participants of the General Meeting.
- 4. A General Meeting may be attended by:
- a) a notary public responsible for taking the minutes of the General Meeting, throughout the entire duration of the General Meeting;
- b) providers of services in the field of preparing and conducting General Meetings;
- c) directors, managers and other staff of the Company or of its subsidiaries who have been invited by the Management Board, during the discussion of the points of the agenda which pertain to issues within the scope of responsibilities of such individuals;
- d) experts invited by the party which summoned the General Meeting, during the discussion of the points of the agenda which pertain to issues that are subject to such experts' assessment or evaluation, or during the discussion on other points of the agenda upon permission granted by the Shareholders representing a simple majority of votes;
- e) representatives of the press and media upon permission granted by the Shareholders who represent a simple majority of votes during the discussion of specific points of the agenda or throughout the entire session;
- f) other persons, upon permission granted by the Shareholders who represent an absolute majority of votes present at the General Meeting, may participate in the General Meeting session during the discussion of specific points of the agenda or throughout the entire session.

#### § 5 [Representation at General Meeting. Power of proxy in electronic form.]

- 1. Each Qualified Participant may participate in the General Meeting and exercise their right to vote either in person or through a proxy. The proxy may exercise all rights of the Shareholder at the General Meeting, unless the content of their proxy letter stipulates otherwise. A proxy may grant the proxy authority to a further proxy, if the content of their proxy letter stipulates so. A proxy may represent multiple Shareholders and vote differently for each of them on the basis of shares of each such Shareholder. A Shareholder who holds shares on more than one share account may authorise separate proxies to exercise their rights attached to their shares for each such account separately.
- 2. The authority of a proxy at a General Meeting may be delegated to a member of the Management Board or the Company's employee. If the proxy who attends the General Meeting of the Company is a member of the management board or the supervisory board, a liquidator or an employee of the Company or a member of the governing bodies or an employee of the Company's subsidiary:
- a) their proxy authority entitles them to represent their authorising Shareholders at one General Meeting only,
- b) the proxy must disclose to their authorising Shareholder all circumstances that indicate an existing or potential conflict of interest,
- c) the proxy authority may not be delegated to any further proxies,
- d) the proxy must vote in line with instructions provided by their authorising Shareholder.
- 3. The proxy authority should be granted in writing or in electronic form.
- 4. The Shareholder who grants the proxy authority should notify the Company about it in sufficient time in advance for it to verify the identity and the relevant rights of the notifying (authorising) party and the identity of the proxy and the validity of their authority.

- 5. If the proxy authority is granted in writing, it should be submitted to the Company in original along with the relevant information and documents (or their copies) referred to in Articles 11 a), 12 and 13 of Section §2 of these Rules.
- 6. If the proxy authority is granted using electronic means of communication, along with a notice on granting it, the authorising Shareholder should also submit a PDF file containing a scan of the signed letter of proxy, as well as the relevant information and documents (or their copies) referring to the authorising Shareholder, as referred to in Articles 11 a), 12 and 13 of Section §2 of these Rules.
- 7. The letter of proxy should specify:
- a) the identity of the proxy, by specifying their first name and surname, place of residence, type and number of their identity document;
- b) date of issue of letter of proxy, the details and a signature of its issuer;
- c) identification of the General Meeting which the proxy authority is granted for,
- d) scope of authority, including all its limitations and instructions (if any).
- 8. Should the notification on granting proxy authority, the documents attached to it or the letter or proxy reveal any deficiencies, the Management Board shall inform the notifying party about them in due course, as specified in Article 11 c) of Section §2 of these Rules.
- 9. At the General Meeting, the proxy should present the original letter of proxy, if granted to them in writing, or its printout, if issued in electronic form, as well as a document that can prove their identity. If the documents referred to in Section §2 Article 13 of these Rules have not been submitted before the General Meeting, they should be submitted by the proxy together with their letter of proxy.
- 10. The above mentioned rules also apply to revoking a proxy and to establishing further proxies.
- 11. The Company publishes proxy voting forms at its corporate website. The use of those forms is not obligatory.

## § 6 [Registration of Participants of General Meeting, list of attendance]

- 1. The Participants who have arrived at the General Meeting shall confirm their presence by personally signing the list of attendance made available at the entrance to the General Meeting conference room, and shall collect a magnetic voting card or another document used for voting. Before signing the list of attendance, each Participant must present a document which confirms their identity.
- 2. Representatives, including without limitation proxies, referred to Section §5 of these Rules, should sign the list if attendance with their first name and surname next to the name of their authorising Shareholder.
- 3. The list of attendance, which includes:
- a) the name (first name and surname or the business name) of each Participant, and if the Participant is represented by a Representative, the Representative's first name and surname and indication of the basis for their representation;
- b) reference to the document used to verify the identity of the Participant;
- c) number and type of shares held by the Qualified Participant and the number of votes they represent,

shall be prepared by the Company, which shall also be responsible for employing staff responsible for the technical support of the procedure of signing the list by the Participants of the General Meeting.

- 4. The participants of the General Meeting shall personally place their signatures under their details included in the list of attendance.
- 5. In the course of the General Meeting the list of attendance shall be available to all its participants.
- 6. The Chairperson of the General Meeting shall sign the list of participants of the General Meeting each time it is updated.
- 7. The list of attendance is subject to verification against the list of Qualified Participants drafted by the Company based on a list prepared and submitted to the Company by National Depository of Securities (Krajowy Depozyt Papierów Wartościowych S.A, or KDPW) in Warsaw, in line with the applicable laws.
- 8. Upon request by Shareholders who hold one tenth of the Company's share capital represented at the General Meeting, the list of attendance shall be examined by a special committee of at least three members, whereas the movers are allowed to choose one of them.
- 9. The committee referred to in Article 8 may pass a resolution on permitting or excluding participation of a specific individual in the General Meeting. In order to be adopted, such a resolution must be passed by an absolute majority of committee members. If the individual excluded on such grounds demands it, the General Meeting shall reconsider his or her presence at the session. A resolution on that matter shall be passed by a secret ballot upon an absolute majority of votes. The individual excluded by the committee's resolution from participating in the General Meeting may not take vote in such a ballot.
- 10. Should the committee referred to in Article 8 not be established, steps aimed at checking the list of attendance shall be taken by the Chairperson of the General Meeting. Should the Chairperson identify valid grounds for excluding an attendee from participating in the General Meeting, they shall notify the latter about it, and such an attendee may demand that their participation in the session be reconsidered. The two last sentences of Article 9 shall apply as appropriate.

## § 7 [Opening General Meeting]

- 1. The General Meeting session shall be opened by the Chairperson of the Supervisory Board, and in the event of their absence, by their Deputy or other member of the Supervisory Board authorised by the Chairperson. Next, the Chairperson of the General Meeting is elected from among the Qualified Participants. The Chairperson shall be responsible for managing the session further, subject to the provisions of Section §2 Articles 3 and 5.
- 2. Should the individuals referred to in Article 1 above not be present at the General Meeting, its session shall be opened by a Shareholder present at the General Meeting who holds the highest number of votes or by an individual representing such a present Shareholder.
- 3. The person who opens the General Meeting may make all kinds of organisational decisions necessary to start the General Meeting. In particular, they should cause a prompt election of the Chairperson of the General Meeting, refraining from any other formal or content-related solutions.

## § 8 [Chairperson of General Meeting]

1. The Chairperson of the General Meeting shall be selected from among the participants of the General Meeting whose have been proposed as candidates by Qualified Participants and who have agreed to become candidates. Each Participant may propose one candidate for the chairperson.

- 2. A list of candidates is drawn up by the person who opens the General Meeting.
- 3. The Chairperson of the General Meeting shall be elected by a secret voting. Votes shall be cast for each candidate proposed, and candidates shall be voted for individually, one by one. The person who received the most votes shall become the Chairperson.
- 4. The person who opens the General Meeting shall supervise the voting process aimed to elect the Chairperson of the General Meeting, announce the name of the elected Chairperson of the Management Board and delegate presiding over the session to that person.
- 5. The Chairperson shall manage the Meeting in line with the agenda adopted, applicable law, Good Practices for Companies Traded at the Warsaw Stock Exchange, the Articles of Association and these Rules.
- 6. The tasks of the Chairperson include without limitation:
- a) confirming the legitimacy of the General Meeting,
- b) ensuring correctness and efficiency of the proceedings as well as respecting the law and the interest of all the Shareholders, e.g. by preventing abuse of rights by the participants of the General Meeting and protecting the rights of minority Shareholders;
- c) giving permission to speak;
- d) ensuring that the proceedings do not depart from the subject matter to be discussed;
- e) clarifying procedural doubts;
- f) issuing relevant organisational directions;
- g) directing voting, ensuring the correctness of the voting process, signing documents which state the results of the voting and announcing them;
- h) giving opinions in response to motions tabled by the participants of the General Meeting and if necessary, ordering voting on such motions;
- i) announcing session breaks requested by the Shareholders and adopted with a two thirds' majority of votes cast in favour of such a break.
- 7. The Chairperson may also order organizational session breaks other than those decided by the General Meeting as per Article 408 Section §2 of the Commercial Companies Code, provided such breaks are not intended to hinder the Shareholders from exercising their rights.
- 8. The total duration of the breaks in sessions of the General Meeting referred to in Article 6 letter i) may not exceed 30 days.
- 9. The Chairperson shall not resign without a material reason. They also may not delay signing the General Meeting minutes without a reasonable justification.

## § 9 [Official duties of General Meeting's Chairperson. Adoption of agenda.]

- 1. After being elected, the Chairperson of the General Meeting shall:
- a) confirm the legitimacy of the procedure of summoning the General Meeting, its capability to adopt resolutions on matters included in its agenda based on the set of documents presented by the Board for the purposes of the Meeting and on the list of attendance and the letters of proxy submitted.
- b) direct voting on the agenda of the General Meeting.
- 2. The General Meeting may adopt the agenda as is, change the order of its items or remove one or more items from it. A resolution that directs omitting any item present on the agenda may only be passed if there is a material reason for it. A detailed rationale should be presented for such a motion. Removing an item from the agenda or deciding not to examine a matter listed on the agenda upon a Shareholder's request requires a resolution to be passed by the

General Meeting with a majority of three quarters of votes and a prior consent of all those Shareholders in attendance who were in favour of the matter being put on the agenda.

3. The Chairperson of the General Meeting may not remove items from the agenda by their own discretion, change the order of items of the agenda or introduce matters to the agenda which have not been included in it.

## § 10 [Committees]

- 1. The General Meeting may establish committees to investigate and resolve specific matters.
- 2. Each committee established by the General Meeting must consist of no fewer than three members.
- 3. Committee members are elected from among the Participants of the General Meeting, whereas each Shareholder may propose one candidate.
- 4. Committees are established upon request by Shareholders in possession of one tenth of the Company's share capital represented at the General Meeting, or upon request by its Chairperson.
- 5. In addition to the committee referred to in Section §8 Article 6 of these Rules, the General Meeting may, without limitation, establish a returning committee whose duties shall be as follows:
- a) supervising the correctness of the voting process;
- b) establishing the results of each voting and presenting them to the Chairperson of the General Meeting for announcement;
- c) performing other tasks ordered by the Chairperson of the General Meeting in relation to voting.

# § 11 [Rights and obligations of Participants of General Meeting. Drafts of resolutions and their discussion.]

- 1. The fundamental rights and obligations of the persons entitled to vote include:
- a) exercising the right to vote in an unhindered manner;
- b) submitting motions;
- c) demanding secrecy of voting;
- d) demanding that their objections be recorded in the minutes;
- e) demanding that a written representation be recorded in the minutes;
- f) asking questions to and demanding explanations from members of the Management Board or the Supervisory Board, auditors and experts present at the meeting on matters related to the agenda adopted;
- g) observing the agenda, applicable laws, provisions of the Articles of Association, these Rules and good practices of public companies the Company declared to comply with.
- 2. In addition to the rights specified in Section §2 Article 8 of these Rules, each Shareholder may submit drafts of resolutions on matters included in its agenda.
- 3. In order to ensure efficiency of proceedings during the General Meeting and to protect the rights and interests of all its Participants (particularly in case of meetings with a large number of draft resolutions related to each point of agenda), Shareholders should notify the Chairperson about their intention to submit a draft resolution and provide them with its content not later than upon adoption of the agenda by the General Meeting.

- 4. Had more than one draft resolution been submitted for any single matter on the agenda, the Chairperson shall direct that a list of drafts of resolutions be prepared, which will allow determining the order of their discussion and voting. Drafts of resolutions proposed by the body or by the person who summoned the General Meeting shall be listed first and be followed by other drafts submitted in the order in which they were submitted.
- 5. After each matter included in the agenda has been presented, the Chairperson of the General Meeting shall draw up a list of persons who request the right to speak. The Chairperson shall open the discussion by presenting each matter, particularly by reading out the draft of the relevant resolution or by handing it out to Participants, and shall subsequently give the floor to the speakers in the order of receipt of their requests to speak.
- 5. The Chairperson of the General Meeting shall close the discussion at their discretion.
- 6. The Chairperson of the General Meeting may give the floor to Members of the Management Board, the Supervisory Board or to experts invited at any time. Speeches of those attendees shall not be included in the list of speakers or in their number.

#### § 12 [Adoption of resolutions]

- 1. The General Meeting is capable of passing resolutions regardless of the number of Shareholders in attendance or shares represented by them, unless the provisions of the Commercial Companies' Code or Articles of Association stipulate otherwise.
- 2. The General Meeting shall pass resolutions by ordinary majority of votes of Shareholders in attendance, unless the Articles of Association, these Rules or applicable laws provide for more stringent requirements.
- 3. The Management Board and the Chairperson of General Meeting should word resolutions in a clear and transparent manner so that everybody who disagrees with their gist could appeal against it.
- 4. The procedure of voting on organisational matters may only be used to vote on issues connected with the conduct of the General Meeting. Such voting procedure may not be used for resolutions that may impact the exercise of rights by the Shareholders.
- 5. After the discussion has been closed, the Chairperson shall direct voting on the drafts of resolutions in the order in which they have been listed. Voting shall be held after the draft resolutions have been read out by the Chairperson of the General Meeting or a person designated by them.
- 6. If more than one draft resolution has been submitted for a single matter and in the course of voting conducted in line with Article 5 the specific draft received a majority of votes required to pass it, such a resolution shall be passed in the wording of that draft. In such an event, the remaining drafts of resolutions shall not be voted on.
- 7. Resolutions at General Meetings shall be adopted by in an open voting. Secret voting shall be used for elections or for motions on removal of members of the Company's bodies or liquidators, their liability or personal matters. Secret voting is also ordered if requested by at least one Shareholder present or represented at the General Meeting.
- 8. Results of each voting are announced by the Chairperson after it has ended.
- 9. Shareholders who voted against a resolution are entitled to raising objections. The person who raises an objection against a resolution shall be given an opportunity to provide a brief rationale for their objection.
- 10. Voting by means of correspondence is not allowed.

### § 13 [Appointment of Supervisory Board]

1. A Supervisory Board member shall have appropriate educational background, professional and life experience, be a person with high moral standards and be able to allocate enough time

to performing his or her function on the Supervisory Board properly. The candidates for Supervisory Board members shall be proposed along with a detailed rationale that can be used as a basis for an informed decision.

- 2. Independent Members of the Supervisory Board shall be appointed by the General Meeting from amongst candidates proposed by a Shareholder or group of Shareholders who represent not more than 20% of the Company's share capital present at the General Meeting. If no Shareholder entitled to propose a candidate for an Independent Member of the Supervisory Board has exercised the above right, then the candidates for Independent Supervisory Board Members may be proposed by a Shareholder or a group of Shareholders representing more than 20% of share capital present at the General Meeting. If no candidate for the position of an Independent Member of the Supervisory Board has been proposed, then no Independent Member of the Supervisory Board shall be appointed.
- 3. A candidate for an Independent Member of the Supervisory Board may be proposed by any Shareholder who meets the requirements referred to in Article 2 sentence 1 above. Candidates for Independent Members of the Supervisory Board are proposed by entitled Shareholders by means of written proposals submitted to the Chairperson of General Meeting. The proposal of a candidate submitted must be accompanied by a written representation made by the candidate absent from the General Meeting in which the candidate states that they meet the independence criteria stipulated by the Articles of Association and the Good Practices for Companies Traded at the Warsaw Stock Exchange. If the candidate is present at the General Meeting, they shall make such a representation and it is recorded in the minutes.
- 4. Each candidate for a member of the Supervisory Board shall make a representation in which they express their consent to being a candidate and pledge to have no knowledge of any circumstances under which their appointment to the position of a Supervisory Board member would violate the law. Such representation may be made in writing or verbally and shall be recorded in the minutes. A written representation made by the candidate absent from the General Meeting should be submitted by the Shareholder who proposes his or her candidacy.
- 5. Upon request by Shareholders who represent at least one fifth of the Company's share capital, the Supervisory Board should be elected at the nearest General Meeting through voting in separate groups.
- 6. If the Supervisory Board is to be elected through group voting:
- a) the initiative to set up individual groups may exclusively be taken by the Shareholders. One Shareholder may belong to one group only,
- b) minimum shareholding necessary to set up a separate group is the quotient of the number of shares represented at the General Meeting and the number of vacancies on the Supervisory Board to be filled in,
- c) the Shareholders shall notify the Chairperson of the General Meeting about setting up a separate group, and the Chairperson shall determine the number of Supervisory Board members to be elected by such a group,
- d) each group elects their chairperson and their returning committee, responsible for supervising the correctness of the election procedure,
- e) the chairperson of each group shall draw up and sign a list of attendance of their group and subsequently record the names of candidates proposed for members of the Supervisory Board; finally, the chairperson of the group reports the outcome of elections in their group to the Chairperson of General Meeting,
- f) The Chairperson of the General Meeting shall announce the outcome of elections in individual groups and determine the number of vacancies on the Supervisory Board that remain to be filled in,

g) The Shareholders who were not members of any of the groups elect the remaining Supervisory Board members.

## § 14 [Minutes of General Meeting]

- 1. Resolutions of the General Meeting shall be recorded by a notary public.
- 2. The minutes confirm the legitimacy of summoning of the General Meeting and its legal capacity to pass resolutions. They also include the resolutions passed, stating the following details for each of them: number of shares used to cast valid votes, their percentage share in the share capital, total number of valid votes cast, number of votes "for", "against" and "abstained" and objections raised. A Participant of the General Meeting may have their written representation recorded in the Minutes if they request it.
- 3. The minutes are also appended with a list of attendance signed by the Participants of the General Meeting.
- 4. A copy of the minutes, the accompanying evidence of the General Meeting summoned, and the letters of proxy submitted by Shareholders are attached by the Management Board to the book of minutes. Shareholders may view the book of minutes and may request copies of resolutions certified by the Management Board.
- 5. Within a week from the end of the General Meeting, the Company shall publish voting results at its website as per Article 2 above, and they shall remain published at least until the expiry of the period during which objections may be raised to resolutions of the General Meeting.