

RULES AND REGULATIONS
of the General Meeting of MURAPOL S.A. (MURAPOL JSC)

Article 1
General Provisions

- 1.1 The General Meeting holds debates according to the provisions of the Code of Commercial Proprietorships and Companies, the Articles of Association of the Company, these Rules and Regulations and the Code of Best Practice for WSE Listed Companies to the extent that the Company has adopted these practices.
- 1.2 These Rules and Regulations set out the principles for the proceedings and adoption of resolutions adopted by the General Meeting of Shareholders.
- 1.3 The Rules and Regulations are adopted by the General Meeting of Shareholders.
- 1.4 The Rules and Regulations of the General Assembly are available in the registered office of the Company and on its website.

Article 2
Glossary

- 2.1 **‘Code of Commercial Proprietorships and Companies’, ‘CCPC’** - The Commercial Proprietorships Companies Code Act of 15 September 2000 (Journal of Laws No. 94, item 1037 as amended);
- 2.2 **‘Act on Public Offering’** – The Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005. (Journal of Laws No. 184, item 1539 as amended);
- 2.3 **‘Act on Trading’** – The Act on Trading in Financial Instruments of 29 July 2005 (Journal of Laws No. 183, item 1538 as amended);
- 2.4 **‘Company’** - MURAPOL S.A;
- 2.5 **‘Shareholder’** - a shareholder of MURAPOL S.A. or any other person authorised to participate in the General Meeting and exercise voting rights;
- 2.6 **‘General Meeting’, ‘Meeting’** - General Meeting of Shareholders of MURAPOL S.A;
- 2.7 **‘Ordinary General Meeting’** - Ordinary General Meeting of Shareholders of MURAPOL S.A;
- 2.8 **‘Chairperson of the General Meeting’** - Chairperson of the General Meeting of MURAPOL S.A;
- 2.9 **‘Supervisory Board’** - Supervisory Board of MURAPOL S.A;
- 2.10 **‘Management Board’** - Management Board of MURAPOL S.A;
- 2.11 **‘Independent Member of the Supervisory Board’** - a member of the Supervisory Board of MURAPOL S.A. who meets the criteria set out in the Act of 11 May 2017. (Journal of Laws of 2017,

item 1089 as amended) on statutory auditors, audit companies and public supervision and the guidelines contained in par. 2.3 of the document of the 'Best Practice for WSE Listed Companies 2021' enclosed as an appendix to the Resolution No. 13/1834/2021 of the Supervisory Board of the Warsaw Stock Exchange of 29 March 2021, or as specified in other regulations in force on the date of election of the Independent Member concerning the independence criteria required from the independent members of supervisory boards of listed companies. The Independent Members must also not have any actual and significant relationship with a shareholder holding at least 5% of the total number of votes in the Company;

- 2.12 **'Record Date'** - a uniform day for all Shareholders on which the right to participate in a General Meeting is determined, which falls sixteen days before the General Meeting;
- 2.13 **'Correspondence Address of the Company'** - the electronic mail address specified by the Management Board on the website for the communication of the Shareholders with the Company, including the sending of:
 - 2.13.1 information on the granting and revocation of a power of attorney to attend the Meeting, together with the data necessary to identify the Shareholder and his/her authorised representative(s);
 - 2.13.2 request to convene the General Meeting together with documents signed by the Shareholder with an electronic signature or scans of documents in .pdf format on the basis of which the Management Board may take appropriate action;
 - 2.13.3 request that certain matters be placed on the agenda of the Shareholders Meeting, together with documents signed by the Shareholder with an electronic signature or scans of documents in .pdf format on the basis of which the Management Board may take the relevant actions.
- 2.14 **'Good Practices of WSE Listed Companies'** - regulations contained in the document: 'Good Practices of Companies Listed on the WSE 2021', constituting an annex to Resolution No. 13/1834/2021 of the Board of the Warsaw Stock Exchange of 29 March 2021;
- 2.15 **'Rules and Regulations'** - these Rules and Regulations of the General Meeting of MURAPOL S.A.;
- 2.16 **'NDS'** - the National Depository of Securities JSC (Krajowy Depozyt Papierów Wartościowych S.A.).

Article 3

Right to Participate in the General Meeting

- 3.1 Persons who are the Shareholders on the Record Date have the right to participate in the General Meeting.
- 3.2 In case where the Shareholder is a legal entity or is represented by an attorney in fact, the participation of the Shareholder's representative shall require a documentation of the right to act on behalf of the Shareholder in a proper manner. A copy of the power of attorney granted in writing shall be included in the book of minutes. A written document confirming the right to represent a Shareholder at the General Meeting shall be presumed to be in conformity with the law, unless its authenticity or validity *prima facie* raises doubts of the representatives of the Company (upon entering into the attendance list) or the Chairman of the General Meeting. In case where the

Shareholder is a legal person, the document necessary to prove the accurateness of representation is a copy of an up-to-date copy from the relevant register in which the legal person is registered.

- 3.3 The power of attorney to exercise the right to vote may be granted in the electronic form, provided that:
- 3.3.1 the Company posts on its website a form of a power of attorney, which should be filled in accurately - the Company has the right to identify the Shareholder and the attorney in fact by verifying the data provided by the Shareholder in the form - these actions should be proportional to the purpose
 - 3.3.2 the use of the form by the Shareholder is not obligatory, but the issued power of attorney must contain at least the elements, which are included in the form;
 - 3.3.3 information on the granting or revoking a power of attorney, together with the power of attorney, must be sent by the Shareholder to the Correspondence Address of the Company within the period preceding the closing of the list of participants in the General Meeting, which is drawn up on the date of the General Meeting is held prior to its commencement and must precede the application for entry into the list of participants made by the attorney in fact;
 - 3.3.4 for the purposes of confirming the authenticity of the power of attorney, it is recommended that the Shareholder provide the attorney in fact with a printed copy of the information referred to in par. 3.3.3 of the Rules and Regulations.
 - 3.3.5 the printout of the power of attorney granted in the electronic form is enclosed to the attendance list drawn up prior to the commencement of the Shareholder Meeting and then is enclosed to the notarized minutes of the Shareholder Meeting.
- 3.4 In case of doubts as to the accuracy of the granting of the power of attorney, the Company should ensure that the attorney in fact has the opportunity to review the documents sent to the Correspondence Address of the Company by the Shareholder granting the power of attorney.

Article 4

Registration of Participants at the General Meeting

- 4.1 The list of persons entitled from shares and pledgees and users with the rights to participate in the General Meeting of the Company shall be determined by the Company on the basis of the list prepared by the NDS.
- 4.2 Upon the request of a person entitled from shares of the Company submitted not earlier than after the announcement of the convening of the General Meeting and not later than on the first business day after the Registration Date, the entity maintaining the securities account shall issue a personal certificate of the right to participate in the General Meeting.
- 4.3 The list of persons entitled to participate in the General Meeting, signed by the Management Board, containing the surnames and forenames or companies (names) of those entitled, their place of residence (registered office), the number, type and amounts of shares and the number of votes to which they are entitled, shall be displayed at the premises of the Management Board for three business days prior to the holding of the General Meeting. A natural person may provide an address

for service instead of the place of residence.

- 4.4 The Shareholder may inspect the List of Eligible Persons at the premises of the Management Board and request a copy of the List of Eligible Persons against a reimbursement of the cost of drawing up the copy.
- 4.5 The Shareholder may request that the List of Eligible Persons be sent to him/her free of charge by e-mail, stating the address to which the list should be serviced.
- 4.6 In case where the request referred to in par. 4.4. and par. 4.5. is submitted, the Company may request from the Shareholder a proof of a fact of being the Shareholder - the proof of that fact is in particular the certificate of the right to participate in the Shareholder Meeting or the deposit certificate not outdated than the date of convening the Shareholder Meeting, which may be sent in the form of the scans in .pdf format by the electronic mail to the Correspondence Address of the Company. Half an hour prior to a commencement of the General Meeting, the registration of the participants in the General Meeting shall commence through the signing by the Shareholders and their attorneys in fact of an attendance list (hereinafter the 'Attendance List'), including a list of the Shareholders of the Company drawn up on the basis of the List of Eligible Shareholders, listing the number of shares that each of those entitled to participate in the General Meeting holds and the votes to which they are entitled.
- 4.7 In case where the Shareholder is not entered into the List of Eligible Persons, but holds a registered certificate of the right to participate in the Shareholder Meeting issued by the entity maintaining the Shareholder's securities account not earlier than after the announcement of the convening of the Shareholder Meeting and not later than on the first business day after the Record Date, the Company is obliged to allow that Shareholder to participate in the Shareholder Meeting.
- 4.8 In case where the Shareholder is entered in the List of Eligible Persons, the Company is not entitled to request from the latter a registered certificate of the right to participate in the General Meeting.
- 4.9 The form of the power of attorney granted is irrelevant to the application of technical voting methods - all participants in the General Meeting are bound by the same rules adopted for voting methods as set out in Article 10 of these Rules and Regulations.

Article 5

Participation of Persons Other than the Shareholders in the Proceedings of the General Meeting

- 5.1 The members of the Management Board and the Supervisory Board shall attend the General Meeting, either at the venue of the meeting or by means of bilateral electronic communication in real time, in such a composition as to be able to express themselves on the matters on the agenda of the General Meeting and to provide substantive answers to the questions asked during the General Meeting.
- 5.2 The members of the Management Board or the Supervisory Board whose mandates have expired prior to the date of the Ordinary General Meeting, the subject matter of which is the acknowledgement of the fulfilment of duties, have the right to participate in the Ordinary General Meeting, review copies of the report of the Management Board on the activities of the Company, the financial statements, the report of the Supervisory Board on its activities, the auditor's opinion and submit written opinions on them, if they submit to the Management Board of the Company a written

request to exercise these rights at least one week prior to the General Meeting.

- 5.3 Furthermore, the General Meeting may be attended by:
- 5.3.1 the notary taking the minutes of the General Meeting - during the entire General Meeting (also with an employee of the notary's office, if requested by the latter);
 - 5.3.2 directors, managers and other employees of the Company or the subsidiaries of the Company invited by the Management Board - during the consideration of the agenda item concerning the aspects within the scope of responsibility of these persons;
 - 5.3.3 the experts appointed by the body convening the Shareholders Meeting, or by the Management Board - during the consideration of the agenda item concerning the aspects subject to experts' evaluation, or - upon the consent of the Chairman of the Shareholders Meeting - during the consideration of other agenda items;
 - 5.3.4 the media representatives;
 - 5.3.5 other persons - with the consent of the Chairperson of the General Meeting - during the consideration of specific items on the agenda or the entire General Meeting.
- 5.4 The persons listed in this article are not participants of the Shareholders Meeting, who are subject to registration and entry into the List of Attendance and do not hold the right to vote.

Article 6

Convening the General Meeting

- 6.1 The General Meeting is convened by the authorized corporate bodies or persons whose authority arises from the provisions of the law or the Articles of Association.
- 6.2 The General Meeting is convened at a venue and time facilitating the widest circle of the Shareholders to participate in the Meeting. To this end, the Company also makes efforts to ensure that the cancellation of the General Meeting, changing the date or ordering a break in the session take place only in the justified cases, and that they do not prevent or restrict the shareholders from exercising their right to participate in the General Meeting.
- 6.3 The request to convene the Shareholder Meeting and place certain matters on its agenda, submitted by the authorised entities, should be justified.
- 6.4 Upon receiving a request to convene the General Meeting of Shareholders from an authorised entity, the Management Board shall convene a General Meeting on the date indicated in the request, unless holding the Meeting on that date encounters significant obstacles or is for other objective reasons impossible. In such a situation, the General Meeting of Shareholders is convened for the closest date making it possible for the Meeting to decide on the matters put on its agenda.
- 6.5 In case where the Extraordinary Meeting of Shareholders is convened by the Shareholders pursuant to Art. 399 §3 of the CCPC or pursuant to a decision of a registry court issued under Art. 400 §3 of the CCPC, the Management Board is obliged to take all actions necessary to organise and conduct the Extraordinary Meeting of Shareholders on the date specified by the Shareholders convening the Extraordinary Meeting of Shareholders.
- 6.6 The draft resolutions proposed to be adopted by the General Meeting of Shareholders and other

important materials should be presented to the Shareholders together with justification and possible opinion of the Supervisory Board prior to the General Meeting of Shareholders, in time allowing them to get acquainted with them and assess them.

- 6.7 In the event that a given matter is placed on the agenda of the General Meeting of Shareholders upon request of the Shareholder or Shareholders, the Management Board requests to provide a justification of the proposed resolution unless it has been previously presented by the Shareholder or Shareholders. The draft resolutions of the General Meeting in respect of the matters placed on the agenda of the General Meeting should be submitted by the Shareholders no later than 3 days before the General Meeting.
- 6.8 The General Meeting of Shareholders, the agenda of which includes certain matters at the request of authorised entities or which has been convened upon such a request, may be cancelled only with the consent of the applicants. In other cases, the General Meeting may be cancelled if its holding encounters extraordinary obstacles (force majeure) or is obviously objectless.
- 6.9 The General Meeting is cancelled in the same manner as it is convened, ensuring the least possible negative consequences for the Company and the Shareholders, and in any case no later than three weeks before the originally scheduled date. A change in the date of the General Meeting shall be made in the same manner as its cancellation, even if the proposed agenda remains unamended.

Article 7

Proceedings of the General Meeting

- 7.1 The minutes from the proceedings of the General Meeting are taken by a notary, except that:
- 7.1.1 the minutes shall state the accuracy of the convening of the General Meeting and its capacity to adopt resolutions and shall list the resolutions adopted, and for each resolution: the number of shares from which valid votes have been cast, the percentage share of such shares in the share capital, the total number of valid votes, the number of votes 'for', 'against' and 'abstaining' and the objections raised;
- 7.1.2 the minutes shall be appended with the Attendance List with the signatures of the participants in the Shareholders Meeting and the list of Shareholders voting by correspondence or in any other manner using the means of electronic communication;
- 7.1.3 the proofs of convening the Shareholder Meeting shall be enclosed by the Management Board to the book of minutes;
- 7.1.4 an extract from the minutes together with a proof of convening the Shareholder Meeting and copies of powers of attorney granted by Shareholders, the Management Board shall enclose to the book of minutes;
- 7.1.5 the Shareholders may review the book of minutes and request an issuance of copies of resolutions certified by the Management Board;
- 7.1.6 within the time limit of one week from the end of the Shareholder Meeting, the Management Board shall disclose on the website of the Company the results of voting within the scope specified in par. 7.1.1 above; the results of voting shall be available until the expiry of the time limit for appealing against a resolution of the Shareholder Meeting.

- 7.2 The proceedings of the General Meeting shall be opened by the Chairman of the Supervisory Board or another person appointed by the latter. If these persons are absent, the General Meeting shall be opened by the President of the Management Board or another person appointed by the Management Board.
- 7.3 The Chairperson of the General Meeting shall be appointed by the Management Board. In case where the Chairman of the General Meeting of Shareholders is not appointed by the Management Board, the person opening the General Meeting of Shareholders shall forthwith order a secret election of the Chairman of the General Meeting of Shareholders. The person opening the General Meeting of Shareholders shall refrain from making any other substantive or formal decisions.
- 7.4 In case where the Shareholder Meeting is convened pursuant to Art. 399 §3 of the Code of Commercial Proprietorships and Companies, the Shareholders convening the Meeting shall appoint the Chairman of the General Meeting of Shareholders.
- 7.5 Forthwith upon the election of the Chairman of the General Meeting of Shareholders, the latter signs the Attendance List of the participants of the General Meeting of Shareholders, verifies the accuracy of its convening and the ability to adopt resolutions included in the agenda.
- 7.6 The Attendance List signed by the Chairperson of the General Meeting of Shareholders shall be displayed during the Meeting.
- 7.7 Upon request of Shareholders holding one-tenth of the share capital represented at that very Shareholder Meeting, the Attendance List shall be checked by a committee elected for that purpose, composed of at least three persons. The proposers shall be entitled to elect one member of the committee.
- 7.8 Subject to the provisions of Article 9 section 2 of the Rules and Regulations, after confirming that the General Meeting has been duly convened and is capable of adopting resolutions included in the agenda, the Chairman of the General Meeting shall order the election of the Returning Committee.
- 7.9 Upon the election of the Returning Committee, the Chairperson of the Shareholders Meeting shall present the agenda to the meeting and shall proceed voting on its approval.
- 7.10 Upon approving the agenda, the Chairperson of the General Meeting of Shareholders shall conduct the meeting in compliance with the agenda, making it possible for each participant of the General Meeting of Shareholders to express their opinion on matters included in the agenda. During the meeting, the participants of the General Meeting of Shareholders shall have the right to ask questions related to a given item of the agenda to the members of the corporate bodies of the Company who are present at the venue of the meeting or via means of real-time bilateral electronic communication.
- 7.11 Short breaks in the meeting which do not constitute an adjournment of the meeting, ordered in justified cases by the Chairman of the General Meeting, may not be aimed at hindering the Shareholders in exercising their rights.
- 7.12 The voting on procedural matters may only concern issues related to the conduct of the General Meeting.
- 7.13 The Shareholder submitting a motion to the agenda of the Shareholder Meeting, including a motion to abandon a consideration of an issue put in the agenda, should present a justification enabling an

adoption of the resolution with due diligence.

- 7.14 Upon request of a participant of the General Meeting of Shareholders, written statements of the latter are permitted to the minutes.
- 7.15 When the agenda is covered, the Chairperson of the General Meeting closes the General Meeting.
- 7.16 The Company ensures that the General Meeting is broadcast in real time to the public.

Article 8

Chairperson of the General Meeting

- 8.1 The Chairman of the General Meeting may be: the Shareholder or attorney in fact of the latter (representative), member of the corporate body of the Company.
- 8.2. The Chairperson of the General Meeting of Shareholders shall not, without a valid reason, resign from the office held, nor delay the signing of the minutes of the General Meeting of Shareholders without a valid reason.
- 8.3. The duties and powers of the Chairman of the General Meeting of Shareholders include in particular:
 - 8.3.1 conducting the proceedings of the meeting in an efficient manner and in accordance with the agreed agenda and the provisions of law, the Articles of Association of the Company and these Rules and Regulations,
 - 8.3.2 granting, as well as revoking, the right to speak to a participant of the Shareholder Meeting who speaks on a subject matter not included in the request to grant the right to speak, exceeds the agenda of the Shareholder Meeting or whose speech infringes the law provisions or the applicable principles of community life,
 - 8.3.3 ordering voting, ensuring that it proceeds properly and announcing the results,
 - 8.3.4 ordering voting on the adoption of a resolution on a break in the General Meeting of Shareholders - a resolution in this matter requires two thirds of the votes present; ordering a short technical or rest break by the Chairperson within the same day of the proceedings of the General Meeting of Shareholders shall not require a voting,
 - 8.3.5 resolving doubts related to the matters in respect of the Rules and Regulations, if necessary, upon consulting the persons mentioned in the following section.
- 8.4. The Chairman of the General Meeting of Shareholders shall have the right to consult a notary, members of the authorities of the Company and experts, including legal advisors invited by the Management Board of the Company.
- 8.5. Upon request of the Shareholder, the Chairperson of the General Meeting of Shareholders shall accept the Shareholder's written statement into the minutes.

Article 9

Returning Committee

- 9.1 The Returning Committee shall consist of three members unless the General Meeting decides otherwise.
- 9.2 In case where the Shareholder Meeting is serviced by means of an electronic vote counting system,

the Returning Committee is not appointed.

- 9.3 The members of the Returning Committee are elected from among the participants of the Shareholder Meeting; each Shareholder may propose one candidate.
- 9.4 The members of the Returning Committee are elected by the Shareholder Meeting in a secret voting, unless the Shareholder Meeting passes a resolution on waiving the secrecy of the voting, voting for each candidate in turn. The Returning Committee shall be composed of persons for whom the largest number of votes has been cast.
- 9.5 The members of the Returning Committee may elect the Chairman and the Secretary from among them.
- 9.6 The responsibility of the Returning Committee consists in:
 - 9.6.1 supervising the proper conduct of voting at the General Meeting,
 - 9.6.2 issuing new ballot papers upon a return of the previously issued ones - in the event when a Shareholder expresses a desire to vote differently from each of the shares held, pursuant to Art. 411³ of the Code of Commercial Proprietorships and Companies,
 - 9.6.3 counting the votes - in the event that voting is not conducted with the use of an electronic voting and vote counting system,
 - 9.6.4 informing the Chairman of the General Meeting of Shareholders of the results of voting.

Article 10

Voting

- 10.1 The voting is open. The voting shall be secret in the cases provided for by the law, the Articles of Association or at the request of a participant of the Shareholders Meeting.
- 10.2 The voting may be conducted with or without the use of an electronic voting and vote counting system.
- 10.3 In the event of voting without the use of an electronic voting and vote-counting system, the Company shall be obliged to prepare an adequate number of ballot papers for each Shareholder. The ballot paper in a secret voting shall contain the number of votes to which the Shareholder is entitled.
- 10.4 The participation in the voting takes place by casting a vote 'for', 'against' or 'abstain'. If a participant of the Shareholder Meeting fails to cast a vote in any of the said manners, the participant's vote is not taken into account when calculating the results of such voting.
- 10.5 The order of voting in separate groups shall be decided by the Chairperson of the Shareholders Meeting, who orders voting in a given group. The votes cast in a group shall be counted using the electronic system or by the Returning Committee and the results shall be announced by the Chairman of the Shareholders Meeting.
- 10.6 Prior to each voting, the Chairperson of the Shareholder Meeting should enable the Shareholders who wish to exercise the option to vote differently from each of the shares held, pursuant to Article 411³ of the Code of Commercial Proprietorships and Companies, to exercise such right by obliging the Returning Committee to issue new ballot papers in place of the ones issued so far.

- 10.7 Upon each voting, the Chairperson of the Shareholder Meeting shall make it possible for the Shareholders participating in the voting and those voting against it to raise an objection and ensure that the objection is recorded by a notary.
- 10.8 The Chairperson of the General Meeting shall give the objecting person the opportunity to briefly justify the objection of the latter.

Article 11

Specific Voting Rules Related to Best Practices in WSE Listed Companies

- 11.1 A resolution of the General Meeting on a matter of shares with the subscription rights should specify the issue price or the mechanism for determining it or oblige the body authorised to do so to determine it before the date of subscription rights, within a time limit enabling an investment decision to be taken. A resolution on a new share issue excluding subscription rights, which at the same time grants the subscription right to subscribe for new issue shares to selected shareholders or other entities, may be adopted if at least the following conditions are met:
- 11.1.1 the company has a reasonable, economically justifiable need to raise capital urgently, or the issue of shares is connected with reasonable, economically justifiable transactions, such as, but not limited to, a merger with or an acquisition of another company, or the shares are to be taken up under an incentive scheme adopted by the company;
 - 11.1.2 the persons to whom the prior right is applied, shall be identified according to objective general criteria,
 - 11.1.3 the share purchase price shall be in reasonable relation to the current quotation of the shares of that company or shall be determined as a result of a market process of the development of the demand book.
- 11.2 The company should endeavour to distribute its profit by paying out dividends. It is possible to retain all the profit in the company if any of the following reasons apply:
- 11.2.1 the amount of this profit is minimal and consequently the dividend would be insignificant in relation to the value of the shares;
 - 11.2.2 the company has uncovered losses from the previous years and the profit is intended to reduce them;
 - 11.2.3 the company justifies that the appropriation of profit for investment shall bring tangible benefits to the shareholders;
 - 11.2.4 the company has not generated funds to enable the payment of dividends;
 - 11.2.5 the payment of dividends would materially increase the risk of breaching covenants arising from loan agreements or bond issue conditions binding the company
 - 11.2.6 retaining earnings in the company is consistent with the recommendation of the institution supervising the company by virtue of carrying out a particular type of activity.

Article 12

Elections

- 12.1 The elections are held by secret voting unless otherwise provided by the law provisions.
- 12.2 Each shareholder participating in the General Meeting has the right to propose candidates for each elective function, in particular, the shareholder may propose himself/herself.
- 12.3 The voting takes place on each candidacy separately.
- 12.4 Each candidate for a member of the Supervisory Board shall submit a statement in which the latter agrees to be a candidate and assures that he/she is not aware of any circumstances which would cause his/her election as a member of the Supervisory Board to infringe the law provisions. Such statements may be made in the written or oral form to the minutes. A written statement of a candidate who is not present at the General Meeting shall be submitted via the Shareholder proposing his/her candidacy.
- 12.5 In case where the subject matter of the General Meeting is to be the appointment to the Supervisory Board or the appointment of the Supervisory Board of a new term of office, candidates for members of the Supervisory Board should be submitted within the timeframe allowing the Shareholders present at the General Meeting to make decisions with due discernment, but not later than 3 days before the General Meeting. The candidacies, together with the complete materials concerning them, should be posted forthwith on the website of the Company.

Article 13

Election of the Supervisory Board by Group Voting

- 13.1 The election of the Supervisory Board by group voting shall be conducted in the situations specified in the law provisions.
- 13.2 Prior to the voting in groups, the Chairperson of the General Meeting shall instruct the participants of the Meeting on the content of the law provisions in force, in particular on the number of votes per share in the case of preference.
- 13.3 The Shareholders forming a separate group shall report its creation to the Chairperson of the Shareholder Meeting, indicating the number of shares held by the Shareholders forming the group and submitting a list of the Shareholders forming the group, specifying the companies or forenames and surnames of the Shareholders forming the group and the number of shares held by each of them.
- 13.4 After the Chairperson of the Shareholders Meeting closes the receipt of applications to form the groups, the Returning Committee shall verify whether the groups proposed represent the appropriate (required by the law provisions) number of shares. If none of the groups fulfils the statutory requirements, then no group voting shall be conducted.
- 13.5 The order of voting in the groups shall be decided by the Chairperson of the Shareholders Meeting, who shall order the voting in a given group. The votes cast in the group are counted with the use of the electronic system or by the Returning Committee, and the results are announced by the Chairperson of the Shareholders Meeting.
- 13.6 The terms of the voting by the General Meeting shall apply to group voting accordingly.

Article 14

Special Rules for Election of the Independent Member of the Supervisory Board

- 14.1 The Supervisory Board shall consist of at least two Independent Members of the Supervisory Board.
- 14.2 Subject to the provisions of the Articles of Association, the Independent Members of the Supervisory Board shall be appointed by the Shareholder Meeting from among candidates specified by the Shareholder or a group of Shareholders, provided that:
 - 14.2.1 a candidate for the Independent Member of the Supervisory Board shall be indicated by a written submission of the candidate by the authorised Shareholder to the Chairman of the Shareholders Meeting,
 - 14.2.2 the proposal shall be accompanied by a written statement of the candidate absent from the Shareholder Meeting to the effect that the candidate fulfils the criteria for independence set forth in the Articles of Association and the law provisions,
 - 14.2.3 a candidate present at the General Meeting shall submit a statement of such content to the minutes of the Meeting.

Article 15

Final Provisions

- 15.1 These Rules and Regulations shall come into force upon the Company obtaining the status of a public company within the meaning of Art. 4 par. 20 of the Act of 29 July 2005 (Journal of Laws No. 184, item 1539 as amended) on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies.
- 15.2 When adopting amendments to these Rules and Regulations, the General Meeting should take into account the postulate that the Rules and Regulations should not be subject to frequent amendments and that any amendments to the Rules and Regulations come into force only as of the General Meeting following the General meeting during which they have been adopted.