Resolution No. [●]

of [●] 2019

of the Extraordinary General Meeting of Sygnity Spółka Akcyjna on Election of the Chair of the General Meeting

§ 1.
The Extraordinary General Meeting of the Company, acting on the basis of art. 409 § 1 of the Commercial Companies Code in connection with art. 15.6. of the Articles of Association of the Company, elects Mr/Ms [●] to perform the function of the Chair of the General Meeting.

§ 2.
The Resolution shall enter into force as of the moment of its adoption.

JUSTIFICATION

In compliance with art. 409 § 1 of the Commercial Companies Code, the Extraordinary General Meeting shall be managed by the Chair elected from the persons entitled to participate in the Meeting. Consequently, adoption of the resolution on this issue is a necessary element of properly held General Meeting.

Resolution No. [●]

of [●] 2019

of the Extraordinary General Meeting of Sygnity Spółka Akcyjna on Agenda Acceptance

§ 1.
The Extraordinary General Meeting of the Company accepts the agenda of the Extraordinary General Meeting of the content announced in compliance with art. 4021 of the Commercial Companies Code, which includes:

1) opening of the Extraordinary General Meeting,

2) appointment of the Chair of the General Meeting,

3) ascertainment of validity of convention of the General Meeting and of its capability of adoption of binding resolutions,

4) acceptance of the agenda of the General Meeting,

5) adoption of resolution on determination of the number of the Members of the Supervisory Board,
6) adoption of resolutions on changes in the composition of the Supervisory Board of the Company,

7) election of the Members of the Supervisory Board in the course of voting by separate groups (i.e. in the manner determined in art. 385 § 3 – 9 of the Commercial Companies Code),

8) adoption of resolution on change of the principles and of the amount of compensation of the Members of the Supervisory Board of Sygnity S.A.,

9) adoption of resolution on bearing of the costs of convention and holding of the Extraordinary General Meeting by the Company,

10) closure of the General Meeting.

§ 2.

The Resolution shall enter into force as of the moment of its adoption.

JUSTIFICATION

The agenda indicates the scope of the issues which the Extraordinary General Meeting is to deal with. The resolution on its acceptance confirms the consent of the Shareholders to coverage of the specific issues with the given Extraordinary General Meeting. Therefore, similarly to the case of voting relating to election of the Chair, also in this case the requirements relating to the correctness of the course of the General Meeting should be met.

Resolution No. [●]
of [●] 2019

of the Extraordinary General Meeting of Sygnity Spółka

Akcyjna on Determination of the Number of the Members of the Supervisory Board

§ 1.

The Extraordinary General Meeting decides that the Supervisory Board of the Company shall consist of [●] Members of the Supervisory Board.

§ 2.

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. [●]
of [●] 2019

of the Extraordinary General Meeting of Sygnity Spółka

Akcyjna on Recall of the Member of the Supervisory Board
§ 1.
The Extraordinary General Meeting of the Company, acting on the basis of art. 20 section 1 letter n) of the Articles of Association of the Company as well as art. 385 § 1 of the Commercial Companies Code, recalls [ ] from the Supervisory Board of the Company.

§ 2.
The Resolution shall enter into force as of the moment of its adoption.

Resolution No. [●]
of [●] 2019
of the Extraordinary General Meeting of Sygnity Spółka Akcyjna on Appointment of the Member of the Supervisory Board

§ 1.
The Extraordinary General Meeting of the Company, acting on the basis of art. 20 section 1 letter n) of the Articles of Association of the Company as well as art. 385 § 1 of the Commercial Companies Code, appoints [ ] to the Supervisory Board of the Company for the period of the pending joint term of office of the Supervisory Board.

§ 2.
The Resolution shall enter into force as of the moment of its adoption.

JUSTIFICATION
The purpose of the resolutions relating to changes in the composition of the Supervisory Board is to reflect the shareholding structure in the Supervisory Board. The resolution relating to determination of the number of the Members of the Supervisory Board has organisational nature due to the regulation of the Articles of the Association of the Company indicating that the Supervisory Board shall consist of not fewer than five and not more than nine Members.

Resolution No. [   ]
of [   ] 2019 of the Extraordinary General Meeting of Sygnity S.A.
on Election of the Member of the Supervisory Board in Group Voting

§ 1
On the basis of art. 385 § 3 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of Sygnity S.A. appoints Mr/Ms [   ] to the Supervisory Board.

§ 2.
The Resolution shall enter into force as of the moment of its adoption.
Resolution No. [    ]
of [    ] 2019 of the Extraordinary General Meeting of Sygnity S.A.
on Election of the Member of the Supervisory Board

§1
On the basis of art. 385 § 6 of the Commercial Companies Code, the Extraordinary General Meeting of Sygnity S.A. appoints Mr/Ms [    ] to the Supervisory Board.

§2
The Resolution shall enter into force as of the moment of its adoption.

Resolution No. ...
of the Extraordinary General Meeting of the Company Operating Under the Name: Sygnity Spółka Akcyjna with Registered Office in Warsaw of 30 July 2019

on Change of the Principles and of the Amount of Compensation of the Members of the Supervisory Board of Sygnity S.A.

The Extraordinary General Meeting of the Company operating under the name: Sygnity Spółka Akcyjna with registered office in Warsaw (‘Company’, ‘Sygnity S.A.’), acting on the basis of art. 392 § 1 of the Commercial Companies Code and § 11 section 13 point 11) of the Articles of Association of the Company, resolves as follows:

§1.
1. The monthly compensation of the Members of the Supervisory Board of Sygnity S.A. is being determined in the following amount:
   a) Chair of the Supervisory Board - PLN ......................... (say: ........................................ thousand zloty) gross;
   b) Deputy Chair of the Supervisory Board - PLN ................... (say: ........................................ thousand zloty) gross;
   c) Member of the Supervisory Board - PLN ....................... (say: ........................................ thousand zloty) gross.
   d) Independently of the compensation determined above, the Members of the Audit Committee shall be entitled to additional compensation in the amount of PLN .................... (say: ........................................ thousand zloty) gross.
   e) Independently of the compensation determined above, the Member of the Supervisory Board being delegated to perform specific supervisory activities in the Company on their own shall be entitled to additional compensation in the amount of PLN .................... (say: ........................................ thousand zloty) gross.

2. The Member of the Supervisory Board shall be entitled to the compensation determined in section 1 regardless of the frequency of the formally convened meetings.
3. The Member of the Supervisory Board shall not be entitled to the compensation determined in section 1 letters a), b) and c) for the month, in which the Member of the Management Board was not present at any of the formally convened meetings due to non-justified reasons. The Supervisory Board shall decide on justification or non-justification of the absence of the Member of the Supervisory Board at its meeting in the course of a resolution.

4. The compensation determined in section 1 letters a) and b) shall be calculated proportionally to the number of days of performance of the function in case when the appointment or recall took place in the course of the calendar month.

5. The compensation determined in section 1 shall be paid in arrears, by the 10th day of every following month, after making of deductions in compliance with applicable legal provisions. The compensation shall be charged to the current costs of activity of the Company in its entirety.

§2.

The Resolution shall enter into force as of 01 July 2019.

§3.

In connection with adoption of this Resolution, Resolution .................. of .................. on the Principles and Amount of Compensation of the Members of the Supervisory Board of Sygnity S.A. shall become null and void.

JUSTIFICATION:

In compliance with the Articles of Association of the Company, determination of the principles of compensation of the Members of the Supervisory Board shall require a resolution of the General Meeting. The proposed increase of the compensation of the Members of the Supervisory Board is justified by the need to acquire the persons of the highest professional qualifications in the field of performance of restructuring processes and strategic planning to the Supervisory Board of the Company. At the same time, the current situation of the Company requires a very active role of the Supervisory Board in the supervision and control of the conducted processes, which directly entails extension of the scope of duties and increase of the time required for performance of the supervisory duties by the Members of the Supervisory Board.

Resolution No. [●]

of [●] 2019

of the Extraordinary General Meeting of Sygnity Spółka Akcyjna

on Bearing of the Costs of Convention and Holding of the Extraordinary General Meeting by the Company

§ 1.

Acting on the basis of art. 400 § 4 of the Commercial Companies Code, the Extraordinary General Meeting of the Company decides that the costs of holding and convention of this Extraordinary General Meeting shall be borne by the Company.
§ 2.
The Resolution shall enter into force as of the moment of its adoption.

JUSTIFICATION

In compliance with art. 400 § 4 of the Commercial Companies Code, the Meeting convened as a result of submission of a relevant request by the shareholder holding at least one-twentieth of the share capital shall adopt the resolution deciding whether the costs of convention and holding of the Meeting shall be borne by the company.