Resolution no. 48/2019
of the Supervisory Board of Sygnity S.A. as at 21 November 2019

on giving opinion about the agenda and draft resolutions for the Extraordinary General Meeting of Sygnity S.A. convened for 20 December 2019

§ 1.

1. The Supervisory Board of Sygnity S.A. hereby gives positive opinion about the agenda and draft resolutions for the Extraordinary General Meeting of Sygnity S.A. convened for 20 December 2019 (“EGM”) with the reservation that in the draft resolution on appointment of a member of the Supervisory Board, item 6 of the planned agenda any possible appointment of a new member of the Supervisory Board should be for an individual not a joint term of office. The above results from the amendment to the Company’s Articles of Association concerning the term of office of the Supervisory Board, which was made pursuant to Resolution No. 6 of the Extraordinary General Meeting of Sygnity S.A. of 27 September 2017.

2. The content of the agenda and draft resolutions of the EGM, submitted by a shareholder, constitutes the attachment to this Resolution.

§ 2.

The Resolution shall enter into force as of the moment of its adoption.
I. Agenda of the Extraordinary General Meeting of Sygnity S.A. with its registered office in Warsaw convened for 20 December 2019

1. Opening of the Extraordinary General Meeting.
3. Ascertainment of validity of convention of the General Meeting and of its capability to adopt binding resolutions.
5. Adoption of resolution on determination of the number of 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 by way of voting in separate groups (i.e. in the manner determined in Art. 385 (3 – 9) of the Commercial Companies Code).
8. Adoption of resolution on bearing of the costs of convening and holding the Extraordinary General Meeting by the Company.
II. Draft Resolutions of the Extraordinary General Meeting of Sygnity S.A. Convened for 20 December 2019 submitted by a shareholder

Resolution No. [●] of [●] 2019 of the Extraordinary General Meeting of Sygnity S.A. on election of the Chairperson of the General Meeting

§ 1.
The Extraordinary General Meeting of the Company, acting pursuant to 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 Chairperson of the General Meeting.

§ 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 agenda acceptance

§ 1.
The Extraordinary General Meeting of the Company adopts the agenda of the Extraordinary General Meeting with the content announced in accordance with Art. 402¹ of the Commercial Companies Code, which includes:

1. Opening of the Extraordinary General Meeting.
3. Ascertaining of validity of convention of the General Meeting and of its capability to adopt binding resolutions.
5. Adoption of resolution on determination of the number of 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 by way of voting in separate groups (i.e. in the manner determined in Art. 385 (3 – 9) of the Commercial Companies Code).
8. Adoption of resolution on bearing of the costs of convening and holding the Extraordinary General Meeting by 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 S.A. on determination of the number of members of the Supervisory Board

§ 1.
The Extraordinary General Meeting of the Company 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 S.A. on recall of the member of the Supervisory Board

§ 1.
The Extraordinary General Meeting of the Company, acting pursuant to Art. 20 (1) (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 S.A. on appointment of the member of the Supervisory Board

§ 1.
The Extraordinary General Meeting of the Company, acting pursuant to Art. 20 (1) (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.

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
Pursuant to 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  
appointment of the Member of the Supervisory Board

§1  
Pursuant to 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 [●] 2019  
of the Extraordinary General Meeting of Sygnity S.A.  
on bearing of the costs of convening and holding of the Extraordinary General Meeting  
by the Company

§ 1.  
Acting pursuant to Art. 400 (4) of the Commercial Companies Code, the Extraordinary General Meeting of the Company decides that the cost of holding and convening 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.