# Draft Resolution No. 1/07/07/2021 Resolution No. 1/07/07/2021 of the Ordinary General Meeting

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on the election of the Chairman of the Meeting**

§ 1

Pursuant to Article 409 § 1 of the Commercial Companies and Partnerships Code, the Ordinary General Meeting of the Company elects [ ] as the Chairman of the Meeting.

§ 2

The resolution comes into force as of the date of its adoption.

# Draft Resolution No. 2/07/07/2021

**Resolution No. 2/07/07/2021 of the Ordinary General Meeting**

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on the adoption of the agenda**

§ 1

The Ordinary General Meeting of the Company resolves to adopt the following agenda:

1. *Opening of the Meeting*
2. *Election of Chairman*
3. *Declaration that the General Meeting was properly convened and has the capacity to adopt resolutions*
4. *Adoption of the agenda*
5. *Management Board’s presentation of:*
	1. *the Management Board’s report on the Company's operations for the year 2020,*
	2. *the Management Board’s report on the Capital Group’s operations for the year 2020,*
	3. *the Company’s standalone financial statement for the 2020 financial year,*
	4. *the Capital Group’s consolidated financial statement for the 2020 financial year,*
	5. *a proposal regarding the distribution of the profit generated by the Company for the year 2020.*
6. *Presentation of the Supervisory Board’s brief review of the standing of the Company and the Capital Group, the report on the Supervisory Board’s operations in the year 2020 and the report on the findings from: the Company’s standalone financial statement and the Capital Group’s consolidated financial statement for the 2020 financial year, the Management Board’s report on the Company's and the Capital Group’s operations for the year 2020, the Management Board’s proposal regarding the distribution of the profit generated by the Company for the year 2020.*
7. *Consideration and approval of the Management Board’s report on the Company's operations for the year 2020.*
8. *Consideration and approval of the Management Board’s report on the Capital Group’s operations for the year 2020.*
9. *Consideration and approval the Company’s standalone financial statement for the 2020 financial year.*
10. *Consideration and approval of the Capital Group’s consolidated financial statement for the 2020 financial year.*
11. *Distribution of the profit for the 2020 financial year*
12. *Adopting resolutions on the vote of approval for Management Board members of the Company in the year 2020*
13. *Adopting resolutions on the vote of approval for Supervisory Board members of the Company in the year 2020*
14. *Adopting a resolution to express an opinion regarding the remuneration report in respect of the Management Board and Supervisory Board members*
15. *Closing of the Meeting*

§ 2

The resolution comes into force as of the date of its adoption.

# Draft Resolution No. 3/07/07/2021 Resolution No. 3/07/07/2021 of the Ordinary General Meeting

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on approval of** **the Management Board’s report on the Company's operations for the year 2020**

§ 1

The Ordinary General Meeting of HM Inwest S.A. (hereinafter “the Company”), acting pursuant to Article 393(1) and Article 395 § 2(1) of the Commercial Companies and Partnerships Code, having read the reports of the Management Board and the Supervisory Board referred to in items 5 and 6 of the agenda of this meeting as well as the report of the independent auditor on the audit of the financial statement of the Company for the financial year which ender on 31 December 2020, approves the Management Board’s report on the Company's operations for the year 2020.

§ 2

The resolution comes into force as of the date of its adoption.

# IV. Draft Resolution No. 4/07/07/2021 Resolution No. 4/07/07/2021

**of the Ordinary General Meeting**

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on approval of** **the Management Board’s report on the Capital Group’s operations for the year 2020**

§ 1

The Ordinary General Meeting of HM Inwest S.A. (hereinafter “the Company”), acting pursuant to Article 393(1) and Article 395 § 2(1) of the Commercial Companies and Partnerships Code, having read the reports of the Management Board and the Supervisory Board referred to in items 5 and 6 of the agenda of this meeting as well as the report of the independent auditor on the audit of the consolidated financial statement of the Capital Group for the financial year which ender on 31 December 2020, approves the Management Board’s report on the Capital Group’s operations for the year 2020.

§ 2

The resolution comes into force as of the date of its adoption.

# Draft Resolution No. 5/07/07/2021 Resolution No. 5/07/07/2021 of the Ordinary General Meeting

**of** **HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on approval of the Company’s standalone financial statement for the 2020 financial year**

§ 1

The Ordinary General Meeting of the Company, acting pursuant to Article 393(1) and Article 395 § 2(1) of the Commercial Companies and Partnerships Code, having read the standalone financial statement of the Company as of and for the financial year which ender on 31 December 2020, as presented by the Management Board of the Company, comprising:

1. *statement of financial position prepared as at 31 December 2020, reporting the assets and liabilities in the amount of PLN 107,452,801 (say: one hundred and seven million four hundred fifty-two thousand eight hundred one Polish zlotys);*
2. *profit and loss account for the financial year from 1 January 2020 to 31 December 2020, reporting a net profit in the amount of PLN 11,717,262 (say: eleven million seven hundred seventeen thousand two hundred sixty-two Polish zlotys);*
3. *statement of changes in equity for the financial year from 1 January 2020 to 31 December 2020;*
4. *statement of cash flow for the financial year from 1 January 2020 to 31 December 2020, reporting a decrease in net cash by PLN 548,972 (say: five hundred forty-eight thousand nine hundred seventy-two Polish zlotys);*
5. *additional information and explanations,*

and having read the report of the independent auditor on the audit of the financial statement of the Company for the financial year which ender on 31 December 2020 as well as the report of the Supervisory Board referred to in item 6 of the agenda of this meeting 6, approves the Company’s standalone financial statement as of and for the financial year which ender on 31 December 2020.

§ 2

The resolution comes into force as of the date of its adoption.

# Draft Resolution No. 6/07/07/2021 Resolution No. 6/07/07/2021 of the Ordinary General Meeting

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on approval of the Capital Group’s consolidated financial statement for the 2020 financial year**

§ 1

The Ordinary General Meeting of the Company, acting pursuant to Article 393(1) and Article 395 § 2(1) of the Commercial Companies and Partnerships Code, having read the consolidated financial statement of the Capital Group as of and for the financial year which ender on 31 December 2020, as presented by the Management Board of the Company, comprising:

1. *consolidated statement of financial position prepared as at 31 December 2020, reporting the assets and liabilities in the amount of PLN 204,976,591 (say: two hundred four million nine hundred seventy-six thousand five hundred ninety-one Polish zlotys);*
2. *consolidated profit and loss account for the financial year from 1 January 2020 to 31 December 2020, reporting a net profit in the amount of PLN 2,161,730 (say: two million one hundred sixty-one thousand seven hundred thirty Polish zlotys);*
3. *consolidated statement of changes in equity for the financial year from 1 January 2020 to 31 December 2020;*
4. *consolidated statement of cash flow for the financial year from 1 January 2020 to 31 December 2020, reporting an increase in net cash by PLN 6,950,312 (say: six million nine hundred fifty thousand three hundred twelve Polish zlotys);*
5. *additional information and explanations,*

and having read the report of the independent auditor on the audit of the financial statement of the Capital Group for the financial year which ender on 31 December 2020 as well as the report of the Supervisory Board referred to in item 6 of the agenda of this meeting 6, approves the Capital Group’s consolidated financial statement as of and for the financial year which ender on 31 December 2020.

§ 2

The resolution comes into force as of the date of its adoption.

# Draft Resolution No. 7/07/07/2021 Resolution No. 7/07/07/2021 of the Ordinary General Meeting

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on the distribution of the profit for the year 2020**

§ 1

The Ordinary General Meeting of HM Inwest S.A. (hereinafter “the Company”), acting pursuant to Article 395 § 2(2) of the Commercial Companies and Partnerships Code, having considered the proposal of the Company’s Management Board concerning the distribution of the Company’s profit for the year 2020, hereby decides to allocate the net profit for the financial year 2020 in the amount of *PLN* 11,717,262 *(say: eleven million seven hundred seventeen thousand two hundred sixty-two Polish zlotys*) to the supplementary capital.

§ 2

The resolution comes into force as of the date of its adoption.

1. **Draft Resolution No. 8/07/07/2021 Resolution No. 8/07/07/2021
of the Ordinary General Meeting**

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on the vote of approval for the Management Board member of the Company in the year 2020**

§ 1

The Ordinary General Meeting of the Company, acting pursuant to Article 395 § 2(3) of the Commercial Companies and Partnerships Code, resolves to grant a vote of approval to Mr. Piotr Hofman confirming the performance of duties in the capacity of the President of the Management Board for the period when this position was held in 2020.

§ 2

The resolution comes into force as of the date of its adoption.

# Draft Resolution No. 9/07/07/2021 Resolution No. 9/07/07/2021 of the Ordinary General Meeting

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on the vote of approval for the Supervisory Board member of the Company in the year 2020**

§ 1

The Ordinary General Meeting of the Company, acting pursuant to Article 395 § 2(3) of the Commercial Companies and Partnerships Code, resolves to grant a vote of approval to Mr. Jarosław Mielcarz confirming the performance of duties in the capacity of the President of the Supervisory Board of the Company for 2020.

§ 2

The resolution comes into force as of the date of its adoption.

# Draft Resolution No. 10/07/07/2021 Resolution No. 10/07/07/2021 of the Ordinary General Meeting

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on the vote of approval for the Supervisory Board member of the Company in the year 2020**

§ 1

The Ordinary General Meeting of the Company, acting pursuant to Article 395 § 2(3) of the Commercial Companies and Partnerships Code, resolves to grant a vote of approval to Mr. Waldemar Ołdak confirming the performance of duties in the capacity of the Member of the Supervisory Board of the Company for 2020.

§ 2

The resolution comes into force as of the date of its adoption.

# Draft Resolution No. 11/07/07/2021 Resolution No. 11/07/07/2021 of the Ordinary General Meeting

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on the vote of approval for the Supervisory Board member of the Company in the year 2020**

§ 1

The Ordinary General Meeting of the Company, acting pursuant to Article 395 § 2(3) of the Commercial Companies and Partnerships Code, resolves to grant a vote of approval to Ms. Paula Glaser confirming the performance of duties in the capacity of the Member of the Supervisory Board of the Company for 2020.

§ 2

The resolution comes into force as of the date of its adoption.

# Draft Resolution No. 12/07/07/2021 Resolution No. 12/07/07/2021 of the Ordinary General Meeting

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on the vote of approval for the Supervisory Board member of the Company in the year 2020**

§ 1

The Ordinary General Meeting of the Company, acting pursuant to Article 395 § 2(3) of the Commercial Companies and Partnerships Code, resolves to grant a vote of approval to Mr. Edward Chopcian confirming the performance of duties in the capacity of the Member of the Supervisory Board of the Company for 2020.

§ 2

The resolution comes into force as of the date of its adoption.

# Draft Resolution No. 13/07/07/2021 Resolution No. 13/07/07/2021 of the Ordinary General Meeting

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on the vote of approval for the Supervisory Board member of the Company in the year 2020**

§ 1

The Ordinary General Meeting of the Company, acting pursuant to Article 395 § 2(3) of the Commercial Companies and Partnerships Code, resolves to grant a vote of approval to Ms. Aneta Klimek confirming the performance of duties in the capacity of the Member of the Supervisory Board of the Company for 2020.

§ 2

The resolution comes into force as of the date of its adoption.

# Draft Resolution No. 14/07/07/2021 Resolution No. 14/07/07/2021 of the Ordinary General Meeting

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on the vote of approval for the Supervisory Board member of the Company in the year 2020**

§ 1

The Ordinary General Meeting of the Company, acting pursuant to Article 395 § 2(3) of the Commercial Companies and Partnerships Code, resolves to grant a vote of approval to Ms. Irmina Kaczmarek confirming the performance of duties in the capacity of the Member of the Supervisory Board of the Company for 2020.

§ 2

The resolution comes into force as of the date of its adoption.

# Draft Resolution No. 15/07/07/2021 Resolution No. 15/07/07/2021 of the Ordinary General Meeting

**of HM INWEST S.A. with its registered office in Warsaw**

**dated 7 July 2021**

**on the vote of approval for the Supervisory Board member of the Company in the year 2020**

§ 1

The Ordinary General Meeting of the Company, acting pursuant to Article 395 § 2(3) of the Commercial Companies and Partnerships Code, resolves to grant a vote of approval to Ms. Ewa Hofman confirming the performance of duties in the capacity of the Member of the Supervisory Board of the Company for 2020.

§ 2

The resolution comes into force as of the date of its adoption.

**XVII. Draft Resolution No. 16/07/07/2021**

**Resolution No. 16/07/07/2021
of the Ordinary General Meeting**

# of HM INWEST S.A. with its registered office in Warsaw

**dated 7 July 2021**

# on expressing an opinion regarding the remuneration report in respect of the Management Board and Supervisory Board members

**§1**

The Ordinary General Meeting of the Company operating under the business name HM INWEST Spółka Akcyjna with its registered office in Warsaw, expresses a positive opinion regarding the report executed by the Supervisory Board of HM INWEST Spółka Akcyjna with its registered office in Warsaw on the remuneration report in respect of the Management Board and Supervisory Board members for the year 2020, taking into account the audit of the aforementioned report, to the extent specified by law, performed by an expert auditor.

**§ 2**

The resolution comes into force as of the date of its adoption.