

**Resolution no. 1**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 8 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Act of 15 September 2000 - Code of Commercial Companies (Journal of Laws of 2024, item 18, as amended) (the "**Commercial Companies Code**"), the Extraordinary General Meeting of MLP Group S.A. with its registered seat in Pruszków (the "**Company**") hereby adopts a resolution with the following content:

**§ 1**

Art. 8 of the Company's statute, as currently worded:

*„8.1. The Company has the right to issue registered shares and bearer shares.*

*8.2. Bearer shares may not be converted to registered shares.*

*8.3 Shares may be redeemed by reducing the Company's share capital, under condition of obtaining of a prior written consent of each Shareholder whose shares are to be redeemed.”*

is amended and shall be read as follows:

*Art. 8*

*8.1. The Company is entitled to issue registered shares and bearer shares. The Company's shares are registered in the Krajowy Depozyt Papierów Wartościowych S.A.*

*8.2. The rights attached to the Company's shares arise upon their registration in the depository system of the Krajowy Depozyt Papierów Wartościowych S.A.*

*8.3. Bearer shares cannot be converted into registered shares.*

*8.4 Shares may be redeemed by reducing the Company's share capital, under condition of obtaining of a prior written consent of each Shareholder whose shares are to be redeemed.”*

**§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 128 995 votes in favour of the resolution,
- no votes against,
- 773 000 abstentions,
- and no objections raised.

Accordingly, resolution no. 1 was passed.

**Resolution no. 2**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of the Company's statute by adding art. 9.3**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

### § 1

In art. 9 of the Company's statute, **art. 9.3** is added as follows:

*„9.3. Shares of series A to F are subject to assimilation and designation by a single ISIN code assigned by the Krajowy Depozyt Papierów Wartościowych and as such are not subject to differentiation and individualisation by series and share number.”*

### § 2

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 2 was passed.

### Resolution no. 3

#### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of art. 12.2 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

### § 1

In art. 12 of the Company's statute, **art. 12.2** as currently worded:

*„12.2. In addition to other persons indicated by the provisions of the Code of Commercial Companies, each Independent Member of the Supervisory Board may request that:*

- a) the Shareholders Meeting be convened,*
- b) specific matters be included in the Shareholders Meeting's agenda.”*

is amended and shall be read as follows:

*„12.2. In addition to the other persons indicated by the provisions of the Commercial Companies Code, any member of the Supervisory Board who fulfils the conditions set out in Article 18.12 of the Articles of Association (“**Independent Supervisory Board Member**”) may request:*

- a) the Shareholders Meeting be convened;*

b) *specific matters be included in the Shareholders Meeting's agenda."*

## **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 3 was passed.

## **Resolution no. 4**

### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of art. 16.3 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

## **§ 1**

In art. 16 of the Company's statute, **art. 16.3** as currently worded:

*„16.3. The Chairman of the Supervisory Board or another person authorized pursuant to Clause 2 shall conduct the election of the Chairman of the Shareholders Meeting. The Chairman of the Shareholders Meeting is elected in a secret vote. During the voting on the Chairman of the Shareholders Meeting, the shareholders and their representatives are entitled to such a number of votes as results from the list prepared by the Management Board pursuant to Article 407 §1 of the Code of Commercial Companies.”*

is amended and shall be read as follows:

*„16.3. The Chairman of the Supervisory Board or other person opening the General Meeting pursuant to the provisions of Article 16.2 shall conduct the election of the Chairman of the General Meeting. The election of the Chairman of the General Meeting shall take place by secret ballot. When voting on the candidacy of the Chairperson of the General Meeting, shareholders and their representatives are entitled to as many votes as arise from the list drawn up by the Management Board pursuant to Article 407 § 1 of the Commercial Companies Code, supplemented by persons who demonstrate by a document issued by an entity authorised to maintain a securities account their legitimacy to participate in the General Meeting.”*

## **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the

point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 4 was passed.

**Resolution no. 5**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of the Company's statute by adding art. 16.10**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 16 of the Company's statute, **art. 16.10** is added as follows:

*„16.10. There is no provision for postal voting.”*

**§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 5 was passed.

**Resolution no. 6**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 17.1 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

## § 1

In art. 17 of the Company's statute, **art. 17.1** as currently worded:

*17.1. The following issues should be the subject of the Ordinary Shareholders Meeting:*

- 1) consideration and approval of the Management Board's report on the Company's activity and the financial statements for the previous financial year,*
- 2) adoption of a resolution on the allocation of profit or the covering of loss,*
- 3) acknowledgment of the performance of duties by the members of the Company's governing bodies."*

is amended and shall be read as follows:

*„17.1. The following issues should be the subject of the Ordinary Shareholders Meeting:*

- a) to consider and approve the report of the Board of Directors on the activities of the Company and the financial statements for the past financial year,*
- b) consideration and approval of the report of the Management Board on the activities of the Company's capital group and the consolidated financial statements for the past financial year,*
- c) consideration and approval of the report of the Supervisory Board on the remuneration policy for members of the Management Board and Supervisory Board;*
- d) adopting a resolution on profit distribution or loss coverage,*
- e) granting discharge to members of the Company's governing bodies in respect of the performance of their duties."*

## § 2

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 6 was passed.

### **Resolution no. 7**

#### **of the Extraordinary General Meeting**

#### **of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of art. 18.7 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

## § 1

In art. 18 of the Company's statute, **art. 18.7** as currently worded:

*„ 18.7. The Company's shareholder – Miro B.V., as long as the number of shares held by this shareholder does not fall below 2,5%, has an individual right to appoint and dismiss one Supervisory Board member.”*

is amended and shall be read as follows:

*„ 18.7. The Company's shareholder – Miro Holdings Limited, as long as the number of shares held by this shareholder does not fall below 2,5%, has an individual right to appoint and dismiss one Supervisory Board member.”*

## **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 15 822 754 votes in favour of the resolution,
- no votes against,
- 4 079 241 abstentions,
- and no objections raised.

Accordingly, resolution no. 7 was passed.

## **Resolution no. 8**

### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of art. 18.8 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

## **§ 1**

In art. 18 of the Company's statute, **art. 18.8** as currently worded:

*„ 18.8. The shareholders' individual rights referred to in Articles 18.6 and 18.7 hereof expire if the number of shares held jointly by Cajamarca Holland B.V. and Miro B.V. is lower than 40% of the share capital.”*

is amended and shall be read as follows:

*„ 18.8. The shareholders' individual rights referred to in Articles 18.6 and 18.7 hereof expire if the number of shares held jointly by Cajamarca Holland B.V. and Miro Holdings Limited is lower than 40% of the share capital.”*

## **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 15 822 754 votes in favour of the resolution,
- no votes against,
- 4 079 241 abstentions,
- and no objections raised.

Accordingly, resolution no. 8 was passed.

**Resolution no. 9**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 18.11 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 18 of the Company's statute, **art. 18.11** as currently worded:

*„18.11. At least two Supervisory Board members are the Independent Members, of whom at least one is qualified in accounting or financial audit referred to in the Act on auditors and their self-government, entities entitled to audit financial statements and on public supervision of May 7, 2009. The Independent Members of the Supervisory Board are appointed by the Shareholders Meeting from among the candidates indicated by the shareholder or a group of shareholders representing not more than 20% of the share capital of the Company, not later than three days prior to the Shareholders Meeting, the subject of which is to be the election of the Supervisory Board members. In the absence of such an indication, the Management Board will propose to the Supervisory Board the candidates for Independent Members of the Supervisory Board, provided that the Independent Members of the Supervisory Board are appointed within three months of the date of the first listing of the Company stock on the Warsaw Stock Exchange.”*

is amended and shall be read as follows:

*„18.11. At least two members of the Supervisory Board shall be Independent Members of the Supervisory Board, of which at least one shall be qualified in accounting or auditing as referred to in the Act on Statutory Auditors, Audit Firms and Public Supervision of 11 May 2017 (the “**Act on Statutory Auditors**”). Independent members of the Supervisory Board shall be appointed by the General Meeting from among candidates indicated by a shareholder or a group of shareholders representing no more than 20% of the Company's share capital, no later than 3 days prior to the General Meeting the subject of which is the election of members of the Supervisory Board. In the absence of such indication, candidates for Independent Members of the Supervisory Board shall be proposed to the General Meeting by the Management Board.”*

**§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 128 995 votes in favour of the resolution,
- no votes against,
- 773 000 abstentions,
- and no objections raised.

Accordingly, resolution no. 9 was passed.

**Resolution no. 10**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 18.12 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 18 of the Company's statute, **art. 18.12** as currently worded:

*„18.12. An Independent Member shall be a person jointly meeting the following conditions*

*(“Qualifying Conditions”):*

- a) *is not and has not been an employee of the Company, its subsidiaries or the companies controlling the Company, as a management board member or at another managerial position within the last five years,*
- b) *has not been employed by the Company, its subsidiaries or the companies controlling the Company within the last three years;*
- c) *does not receive any additional remuneration (except the remuneration due for his/her being a member of the Supervisory Board) or any other financial benefits from the Company, its subsidiaries or companies controlling the Company;*
- d) *is not a shareholder holding shares/stock or other ownership titles in the Company or its affiliate;*
- e) *is not and has not been a shareholder or employee of the current or former auditors of the Company or its subsidiaries within the last three years;*
- f) *does not have and has not had, during the last year, any significant economic connections with the Company or its subsidiaries, directly or indirectly, as a partner, shareholder, member of the governing bodies or as a manager. Economic connections include connections with a significant supplier of goods or services (including financial, legal, advisory or consulting services), a significant client or organizations receiving considerable funds from the Company or its group;*
- g) *has not been a member of the Supervisory Board of the Company for more than nine years from the date of the first appointment;*
- h) *has not been a member of the management board of another company in which a member of the Management Board of the Company has been a member of the supervisory board of such other company during the last three years;*
- i) *is not a relative of a member of the Company's governing body or an employee employed at a managerial position, and of persons referred to in letters (a) to (h);*



- j) *is not involved in any activity being competitive to the Company's interests nor in activity as a result of which any conflict between the personal interests of a Company's Supervisory Board member and the Company's interests could arise;*
- k) *within the last three years, has not participated in the keeping the books of account nor preparation of the financial statements of the Company or its affiliate."*

is amended and shall be read as follows:

*„18.12. The criteria for the independence of a member of the Supervisory Board (**“Qualification Conditions”**) are established on the basis of the provisions of the Act on Statutory Auditors. In addition, the following Qualifying Conditions are introduced in addition to the provisions of the Act on Statutory Auditors:*

- a) *does not participate directly or through any other entity in the Company in such a way that it participates in at least five per cent of the Company's profit;*
- b) *he or she is not the spouse, cohabitant, relative or affinity in the direct line and in the collateral line to the fourth degree of the persons who are the beneficial owners of the companies referred to in Article 18.8 of the Articles of Association."*

## § 2

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 10 was passed.

## Resolution no. 11

### of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of art. 18.13 of the Company's statute

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

## § 1

In art. 18 of the Company's statute, **art. 18.13** as currently worded:

*„ 18.13. For the purposes of the preceding Clause, a relative is deemed to be a spouse, ascendants, descendants, siblings and direct relatives by affinity up to the second degree, or persons related on account of care, custody or adoption;”*

is amended and shall be read as follows:

*„ 18.13. Any change in the mandatory legal provisions applicable to the determination of the Conditions of Eligibility shall have the effect of amending them without amending the Articles of Association.”*

## **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 18 310 635 votes in favour of the resolution,
- no votes against,
- 1 591 360 abstentions,
- and no objections raised.

Accordingly, resolution no. 11 was passed.

## **Resolution no. 12**

### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of art. 19.2 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

## **§ 1**

In art. 19 of the Company's statute, **art. 19.2** as currently worded:

*„19.2. The Audit Committee comprises at least three members, including the Chairman, appointed from among its members by the Supervisory Board. At least one of the members of the Audit Committee is elected from among the Independent Members of the Supervisory Board and at least one must have qualifications and experience in the field of finances and accounting.”*

is amended and shall be read as follows:

*„19.2. The Audit Committee shall consist of at least 3 members, including the Chairman, appointed from among its members by the Supervisory Board. The majority of the members of the Audit Committee are Independent Members of the Supervisory Board.”*

## **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,

- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 12 was passed.

**Resolution no. 13**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 19.3 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 19 of the Company's statute, **art. 19.3** as currently worded:

*„19.3. The Chairman of the Audit Committee is appointed by the Supervisory Board in the resolution referred to in (1) above.”*

is amended and shall be read as follows:

*„19.3. At least one member of the Audit Committee should have knowledge and skills in accounting or auditing. In addition, the members of the Audit Committee shall have knowledge and skills in the industry in which the Company operates. This condition shall be deemed to be fulfilled if at least one member of the Audit Committee has knowledge and skills in that industry, or individual members in specific areas have knowledge and skills in that industry.”*

**§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 13 was passed.

**Resolution no. 14**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 19.4 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

#### **§ 1**

In art. 19 of the Company's statute, **art. 19.4** as currently worded:

*„19.4. The detailed tasks and mode of operation of the Audit Committee are specified in the Regulations of the Audit Committee. The Supervisory Board sets forth the Regulations of the Audit Committee.”*

is amended and shall be read as follows:

*„19.4. The Chairman of the Audit Committee shall be appointed by the Supervisory Board in the resolution referred to in Article 19.1 of the Statute. The Chairman of the Audit Committee shall be an Independent Member of the Supervisory Board.”*

#### **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 14 was passed.

### **Resolution no. 15**

#### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of the Company's statute by adding art. 19.5**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

#### **§ 1**

In art. 19 of the Company's statute, **art. 19.5** is added so that the existing text of art. 19.4 is moved and renumbered 19.5 and reads as follows:

*„19.5. The detailed tasks and method of operation of the Audit Committee are set out in the Audit Committee Regulations. The Regulations of the Audit Committee are determined by the Supervisory Board.”*

#### **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the

point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 15 was passed.

**Resolution no. 16**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 21.2 c) of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 21 of the Company's statute is amended **art. 21.2 c)** as currently worded:

*„c) approval of the Company's contracting liabilities or making expenditures in one or several connected transactions which were not included in the Company's budget and which exceed the ordinary scope of the Company's business activity and have a value in excess of PLN 5,000,000;”*

is amended and shall be read as follows:

*„c) approval of the Company's contracting liabilities or making expenditures in one or several connected transactions which were not included in the Company's budget or the MLP Group S.A. Capital Group with a value exceeding EUR 2,500,000.00 net;”*

**§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 17 537 635 votes in favour of the resolution,
- 773 000 votes against,
- 1 591 360 abstentions,
- and no objections raised.

Accordingly, resolution no. 16 was passed.

**Resolution no. 17**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 21.2 e) of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 21 of the Company's statute is amended **art. 21.2 e)** as currently worded:

*„e) approval of the acquisition or sale of real properties (including perpetual usufruct right) or a share in a real property (including perpetual usufruct right), except for the transactions specified in the annual budget or the financial plan of the Company, with a value in excess of PLN 1,000,000 net”*

is amended and shall be read as follows:

*„e) approval of the acquisition or sale of real properties (including perpetual usufruct right) or a share in a real property (including perpetual usufruct right), except for the transactions specified in the annual budget or the financial plan of the Company or the MLP Group S.A. Capital Group with a value exceeding EUR 2,500,000.00 net;”*

**§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 17 537 635 votes in favour of the resolution,
- 773 000 votes against,
- 1 591 360 abstentions,
- and no objections raised.

Accordingly, resolution no. 17 was passed.

**Resolution no. 18**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 22.8 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 22 of the Company's statute, **art. 22.8** as currently worded:

*„22.8. Adopting resolutions in the manner described in Articles 22.4 and 22.5 above shall not apply to the election of the Chairman and the Deputy Chairman of the Supervisory Board, the appointment of a*

*member of the Management Board as well as the dismissal and the suspension of a Management Board member in his/her functions."*

**is deleted.**

## **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 18 310 635 votes in favour of the resolution,
- no votes against,
- 1 591 360 abstentions,
- and no objections raised.

Accordingly, resolution no. 18 was passed.

## **Resolution no. 19**

### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of art. 25.2 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

## **§ 1**

In art. 25 of the Company's statute, **art. 25.2** as currently worded:

*„25.2. The Company can be represented by two Management Board members jointly.”*

is amended and shall be read as follows:

*„25.2. The Company may be represented by two members of the Management Board acting jointly.”*

## **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,

– and no objections raised.

Accordingly, resolution no. 19 was passed.

**Resolution no. 20**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 25.4 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 25 of the Company's statute, **art. 25.4** as currently worded:

*„25.4. The Management Board's term of office shall be three years and shall commence on the date of the appointment thereof. If a Management Board member is appointed during the term of office, his/her term of office shall expire together with the terms of office of the remaining Management Board members.”*

is amended and shall be read as follows:

*„25.4. The Management Board's term of office is cumulative and lasts for three years. If a member of the Management Board is appointed during the term of office, the mandate of that member shall expire at the same time as that of the other members of the Management Board.”*

**§ 2**

The provisions of art. 25.4, as amended by this resolution, shall apply to the mandates and terms of office of the members of the Board of Directors that are ongoing on the date of entry into force of this resolution.

**§ 3**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 20 was passed.

**Resolution no. 21**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**



**by deleting art. 25.5 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 25 of the Company's statute, **art. 25.5** as currently worded:

*„25.5 The mandates of the Management Board members shall expire on the date of holding the Ordinary Shareholders Meeting approving the financial statements for the last year of their term of office.”*

**is deleted**, and the existing text of art. 25.6 of the Company's statute shall be renumbered 25.5.

**§ 2**

The provisions of art. 25, as amended by this resolution, shall apply to the mandates and terms of office of the members of the Board of Directors that are ongoing on the date of entry into force of this resolution.

**§ 3**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 21 was passed.

**Resolution no. 22**

**of the Extraordinary General Meeting**

**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków  
on the amendment of art. 26.3 d) of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 26 of the Company's statute is amended **art. 26.3 d)** as currently worded:

*„d) conclusion of an agreement which implies the Company's obligation to provide or the risk of the Company providing, within one financial year, goods, services or money with a value exceeding EUR 500,000 or its equivalent in another currency (except for loan agreements concluded with companies from the MLP Group S.A. capital group or annexes to such agreements), unless the conclusion of such an agreement is stipulated in the annual financial plan (budget) of the Company, adopted by the Management Board and approved by the Supervisory Board;”*

is amended and shall be read as follows:

*„d) conclusion of an agreement resulting in an obligation to provide, or risk of providing, by the Company during one financial year with goods, services or money with a value exceeding EUR 1,100,000.00 net or its equivalent in another currency (except for loan agreements concluded with companies of the MLP Group S.A. capital group or annexes to such agreements), unless the conclusion of this agreement is provided for in the annual financial plan (budget) of the Company or the MLP Group S.A. capital group, adopted by the Management Board and approved by the Supervisory Board;”*

## **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 17 537 635 votes in favour of the resolution,
- 773 000 votes against,
- 1 591 360 abstentions,
- and no objections raised.

Accordingly, resolution no. 22 was passed.

## **Resolution no. 23**

### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of art. 27.1 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

## **§ 1**

In art. 27 of the Company's statute, **art. 27.1** as currently worded:

*„27.1. By the end of the third month after the expiry of the financial year, the Management Board of the Company shall prepare the annual financial statements and the report on the Company's activity.”*

is amended and shall be read as follows:

*„27.1. By the end of the third month after the expiry of the financial year, the Management Board of the Company shall prepare annual financial statements of the Company and consolidated financial statements of the capital group as well as the report on the Company's activity and the Capital Group's activity.”*

## **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 23 was passed.

**Resolution no. 24**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 27.2 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 27 of the Company's statute, **art. 27.2** as currently worded:

*„27.2. The reports and statements referred to in the previous section, after the auditors provide their opinion thereon and along with the draft resolution regarding the allocation of profit as well as the auditors' opinion and report, shall be submitted by the Management Board to the Supervisory Board for their evaluation pursuant to Article 382 § 3 of the Code of Commercial Companies, however not later than 30 days prior to the date of the Ordinary Shareholders Meeting of the Company.”*

is amended and shall be read as follows:

*„27.2. The reports mentioned in the preceding paragraph, with the report on their audit and together with the draft resolution on the distribution of profit, the report of the Supervisory Board and the report on the remuneration of the members of the Management Board and the Supervisory Board, shall be submitted by the Management Board to the Supervisory Board, no later than 26 days before the date of the Company's Annual General Meeting.”*

**§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 24 was passed.

**Resolution no. 25**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 29.2 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 29 of the Company's statute, **art. 29.2** as currently worded:

*„29.2 The dates for the payment of dividends shall be set and announced by the Shareholders Meeting. The payments must be commenced not later than within six weeks of the date of the adoption of the resolution on the allocation of profit.”*

is amended and shall be read as follows:

*„29.2 The Company may create a reserve capital to finance the repurchase of its own shares. This capital may be charged against net profit or against other capital to the extent that it has been created out of the Company's net profit write-offs.”*

**§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 25 was passed.

**Resolution no. 26**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 29.3 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

In art. 29 of the Company's statute, **art. 29.3** as currently worded:

*„29.3. The Management Board shall have the right to pay advances towards dividends to the shareholders at the end of the financial year if the Company has sufficient funds for these payments. The payment of advances towards dividends shall be approved by the Supervisory Board”*

is amended and shall be read as follows:

*„29.3. The dividend record date and the dividend payment date are set by the General Meeting, in accordance with the regulations addressed to companies listed on Giełda Papierów Wartościowych w Warszawie S.A.”*

## **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 26 was passed.

## **Resolution no. 27**

### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment art. 29 of the Company's statute by adding art. 29.4**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

## **§ 1**

In art. 29 of Company's statute, **art. 29.4** of the Company's statute is added so that the existing text of art. 29.3 is moved and renumbered 29.4. and reads as follows:

*„29.4. The Management Board shall have the right to make an advance payment to shareholders on account of the expected dividend at the end of the financial year if the company has sufficient funds to make the payment. The payment of the advance requires the approval of the Supervisory Board.”*

## **§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,

- no abstentions,
- and no objections raised.

Accordingly, resolution no. 27 was passed.

**Resolution no. 28**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of art. 30 of the Company's statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

**Art. 30** of Company's statute, as currently worded:

*„30.1. The Company shall place its announcements in Monitor Sądowy i Gospodarczy unless the provisions of law provide otherwise.*

*30.2. The Company's announcements must also be placed at the Company's registered office, in locations accessible to all the shareholders and employees.*

*30.3. The provisions of Article 12.2, Articles 19-20, Article 21.2 letters (a) to (e) and (h) to (m), and Article 22.2 sentence two shall enter into force on the date of the first listing of the Company stock on the Warsaw Stock Exchange.”*

is amended and shall be read as follows:

*„Art. 30*

*The Company maintains a website on which information required by law and the Company's adopted corporate governance standards is published.”*

**§ 2**

The resolution shall enter into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 28 was passed.

**Resolution no. 29**  
**of the Extraordinary General Meeting**

**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków  
regarding: establishment of the consolidated text of the Company's Statute**

Acting pursuant to Article 430 § 1 and § 5 of the Commercial Companies Code, the Extraordinary General Meeting of the Company, hereby adopts a resolution with the following content:

**§ 1**

The consolidated text of the Statute of the Company, taking into account the amendments introduced by the resolutions of this Extraordinary General Meeting, in the wording set out in the annex to this resolution, is hereby adopted.

**§ 2**

The resolution shall enter into force upon entry of the amendments to the Company's Statute introduced by the resolutions of this Extraordinary General Meeting into the Register of Entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 29 was passed.

**Resolution no. 30**

**of the Extraordinary General Meeting  
of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków  
on the amendment of paragraph 2.3 of the By-Laws of the Supervisory Board of the Company**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

**§ 1**

**Paragraph 2.3** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„3. Subject to the provisions of Article 30.3. of the Company's Articles of Association, at least two Supervisory Board Members must be Independent Members, of which one should hold qualifications in accounting or financial review within the meaning and in accordance with the Act of 7 May 2009 on Statutory Auditors and Their Self-Regulatory Body, Approved Entities to Audit Financial Statements and Public Oversight.”*

is amended and shall be read as follows:

*„3. At least two members of the Supervisory Board shall be Independent Members of the Supervisory Board, of which at least one shall hold qualifications in accounting or auditing as referred to in the Act on Statutory Auditors, Audit Firms and Public Supervision of 11 May 2017 (the 'Act on Statutory Auditors'). Independent members of the Supervisory Board shall be appointed by the General Meeting from among candidates indicated by a shareholder or a group of shareholders representing no more than 20% of the Company's share capital, no later than 3 days prior to the General Meeting the subject*

*of which is the election of members of the Supervisory Board. In the absence of such indication, the candidates for Independent Members of the Supervisory Board shall be proposed to the General Meeting by the Management Board.”*

## **§ 2**

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

## **§ 3**

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 128 995 votes in favour of the resolution,
- no votes against,
- 773 000 abstentions,
- and no objections raised.

Accordingly, resolution no. 30 was passed.

### **Resolution no. 31**

#### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of paragraph 2.4 of the By-Laws of the Supervisory Board of the Company**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

## **§ 1**

**Paragraph 2.4** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„4. An Independent Member is a person satisfying jointly the following conditions::*

- a) they are not and were not employed in the Company, its subsidiaries or dominant companies in the position of Management Board member or any other executive position in the past 5 years,*
- b) they are not and were not employed in the Company, its subsidiaries or dominant companies for the past 3 years;*
- c) they do not receive any additional remuneration (apart from the remuneration for participation in the Supervisory Board) or any material benefits from the Company, its subsidiaries or dominant companies;*
- d) they do not hold any interest, shares in or other title to the Company or a related company;*
- e) they are not and were not for the past 3 years a partner or employee of the present auditors of the Company or its subsidiaries;*
- f) they do not have and did not have any significant business ties with the Company, directly or indirectly, as a partner, shareholder, corporate body member or person performing an*



*executive function in the past year. Business ties include relationships with a significant provider of goods or services (including financial, legal, advisory or consulting), a significant client or organizations receiving substantial funds from the Company or its group;*

- g) they were not members of the Company's Supervisory Board for more than 9 years, counting from the date of first election;*
- h) they have not been Management Board members in any other company in which the Company's Management Board member is a Supervisory Board member, for the past 3 years;*
- i) they are not relatives of a member of the Company's corporate body or employee employed in an executive position as well as persons specified in items (a)-(h);*
- j) they do not engage in competitive interests with regard to the Company's interests or interests leading to any conflict of personal interest of a Supervisory Board member with the Company interests;*
- k) they have been involved in the keeping of the accounting ledgers or drawing up financial statements of the Company or a related company within the last three years."*

is amended and shall be read as follows:

*„4. The criteria for the independence of a member of the Supervisory Board are established on the basis of the provisions of the Act on Statutory Auditors ('Conditions of Qualification'). In addition to the provisions of the Act on Statutory Auditors, the following Qualification Conditions are introduced in addition to the provisions of the Act on Statutory Auditors:*

- a) does not participate directly or through any other entity in the Company in such a way that it participates in five per cent or more of the Company's profits;*
- b) is not the spouse, cohabitant, relative or relative by blood or marriage in the direct line and in the collateral line to the fourth degree of the persons who are the beneficial owners of the companies referred to in Article 18.8 of the Statutes."*

## **§ 2**

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

## **§ 3**

The resolution shall enter into force upon entry of the amendments to the Company's Articles of Association introduced by the resolutions of this Extraordinary General Meeting into the Register of Entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 31 was passed.

### **Resolution no. 32**

#### **of the Extraordinary General Meeting**

**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków  
on the amendment of paragraph 2.5 of the By-Laws of the Supervisory Board of the Company**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

### **§ 1**

**Paragraph 2.5** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„5. Each independent member of the Supervisory Board shall meet the criteria specified in sec. 3 for the entire term of their mandate. An Independent Supervisory Board Member shall inform the Company immediately in writing about a circumstance causing a loss of the Qualifying Conditions for an Independent Member.”*

is amended and shall be read as follows:

*„5. An Independent Member of the Supervisory Board shall comply with the Qualifying Conditions throughout the term of his mandate. The Independent Member of the Supervisory Board shall promptly notify the Company in writing of any circumstance causing the Independent Member to lose his or her Qualifying Conditions.”*

### **§ 2**

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

### **§ 3**

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 32 was passed.

### **Resolution no. 33**

#### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of paragraph 2.6 of the By-Laws of the Supervisory Board of the Company**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

### **§ 1**

**Paragraph 2.6** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„6. Before being appointed to the Supervisory Board, a candidate for an independent Supervisory Board member shall submit a written declaration that they satisfy the independence criteria defined in sec. 3.”*

is amended and shall be read as follows:

*„6. Prior to being appointed to the Supervisory Board of the Company, a candidate for an independent member of the Board shall be required to declare in writing that he or she meets the Qualification Requirements.”*

## **§ 2**

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

## **§ 3**

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 33 was passed.

## **Resolution no. 34**

### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of paragraph 2.8 of the By-Laws of the Supervisory Board of the Company**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

## **§ 1**

**Paragraph 2.8** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„8. A relative referred to in sec. 3 shall be understood as: a spouse, ascendants, descendants, siblings and relatives by affinity in the direct line up to the second degree or persons connected due to adoption, custody or guardianship”*

**is deleted.**

## **§ 2**

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

## **§ 3**

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 18 310 635 votes in favour of the resolution,
- no votes against,
- 1 591 360 abstentions,
- and no objections raised.

Accordingly, resolution no. 34 was passed.

#### **Resolution no. 35**

##### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of paragraph 6.1 of the By-Laws of the Supervisory Board of the Company**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

#### **§ 1**

**Paragraph 6.1** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„1. Subject to the provisions of Article 30.3. of the Company’s Articles of Association, the Supervisory Board:*

- *appoints the Audit Committee,*
- *may appoint the Remuneration Committee.”*

is amended and shall be read as follows:

*„1. The Company’s Supervisory Board:*

- *appoints the Audit Committee,*
- *may appoint a Remuneration Committee.”*

#### **§ 2**

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

#### **§ 3**

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,

- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 35 was passed.

**Resolution no. 36**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of paragraph 6.7 of the By-Laws of the Supervisory Board of the Company**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

**§ 1**

**Paragraph 6.7** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„7. Detailed tasks and manner of operation of the Audit Committee are defined by the Bylaws of the Audit Committee, which constitutes an attachment to these Bylaws.”*

is amended and shall be read as follows:

*„7. The detailed tasks and method of operation of the Audit Committee are set out in the Audit Committee Regulations. The Regulations of the Audit Committee are determined by the Supervisory Board.”*

**§ 2**

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

**§ 3**

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 36 was passed.

**Resolution no. 37**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of paragraph 7.2 c) of the By-Laws of the Supervisory Board of the Company**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

**§ 1**

**Paragraph 7.2 c)** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„c) giving consent to the Company’s assuming liability or making expenditures in a single or several related transactions not included in the Company’s budget and exceeding the regular line of business of the Company worth over PLN 5,000,000;”*

is amended and shall be read as follows:

*„c) consent to the Company incurring liabilities or making expenditures in a single or related transactions not included in the budget of the Company or the MLP Group S.A. Capital Group and exceeding the normal scope of the Company's business activities with a value exceeding EUR 2,500,000.00 net;”*

**§ 2**

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

**§ 3**

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 17 537 635 votes in favour of the resolution,
- 773 000 votes against,
- 1 591 360 abstentions,
- and no objections raised.

Accordingly, resolution no. 37 was passed.

**Resolution no. 38**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of paragraph 7.2 e) of the By-Laws of the Supervisory Board of the Company**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

**§ 1**

**Paragraph 7.2 e)** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„e) giving consent to acquisition or disposal of real property (including the perpetual usufruct right) or a share in real property (also in the perpetual usufruct right), except for transactions included in the Company's annual budget or financial plan, with a net value exceeding PLN 1,000,000;”*

is amended and shall be read as follows:

*„e) consent to the acquisition or disposal of real estate (including the right of perpetual usufruct) or an interest in real estate (including the right of perpetual usufruct), with the exception of transactions included in the annual budget or financial plan of the Company or the MLP Group S.A. Capital Group, with a value exceeding EUR 2,500,000.00 net;”*

## **§ 2**

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

## **§ 3**

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 17 537 635 votes in favour of the resolution,
- 773 000 votes against,
- 1 591 360 abstentions,
- and no objections raised.

Accordingly, resolution no. 38 was passed.

## **Resolution no. 39**

### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of paragraph 11.2 of the By-Laws of the Supervisory Board of the Company**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

## **§ 1**

**Paragraph 11.2** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„2. A notification about a Supervisory Board meeting, with the agenda, should be delivered to the Supervisory Board members at least 7 business days before the date of holding the meeting (the date of receiving the notification confirmed on a return confirmation document, date on a fax receipt confirmation document or notification sent by e-mail with receipt confirmation). However, in urgent matters, the Supervisory Board Chairperson or, upon his or her authorization, another Supervisory Board member may convene a Supervisory Board meeting with shorter lead time.”*

is amended and shall be read as follows:

*„2. The notice of the Supervisory Board meeting, including the agenda, should be delivered to the members of the Supervisory Board at least 7 working days before the date of the meeting (the date of delivery the notification by post/courier services/personally, confirmed on a return confirmation document and/or the date of delivery of the notification sent by e-mail with confirmation of delivery). However, in urgent matters, the Chairperson of the Board or, upon his/her authority, another Member of the Supervisory Board, may convene a meeting of the Supervisory Board within a shorter period of time.”*

## **§ 2**

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

## **§ 3**

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 18 187 114 votes in favour of the resolution,
- no votes against,
- 1 714 881 abstentions,
- and no objections raised.

Accordingly, resolution no. 39 was passed.

### **Resolution no. 40**

#### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of paragraph 14.1 of the By-Laws of the Supervisory Board of the Company**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

## **§ 1**

**Paragraph 14.1** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„1. Supervisory Board resolutions shall be adopted with an absolute majority of votes, unless the Articles of Association stipulate otherwise. Subject to the provisions of Article 30.3 of the Company's Articles of Association, resolutions on matters defined in items (a), (g), (k) and (l) of the first paragraph of Article 21 of the Articles of Association require, to be adopted, that at least one Independent Member of the Supervisory Board votes for adopting the relevant resolution”*

is amended and shall be read as follows:

*„1. Resolutions of the Supervisory Board shall be adopted by an absolute majority of votes, unless the Articles of Association provide otherwise. Resolutions on the matters referred to in points a), g), k) and l) of the second paragraph of Article 21 of the Articles of Association require for their adoption that at least one Independent Member of the Supervisory Board casts a vote in favour of adopting a resolution on the subject.”*



## § 2

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

## § 3

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 40 was passed.

### **Resolution no. 41**

#### **of the Extraordinary General Meeting**

#### **of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on the amendment of the By-Laws of the Supervisory Board of the Company by deletion of paragraph 14.14**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

## § 1

**Paragraph 14.14** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„14. Adopting resolutions following the procedure set out in sec. 9 and 10 above does not apply to the election of the Supervisory Board Chairperson and Deputy Chairperson, appointment of a Management Board member and dismissal and suspension of a Management Board member in his or her duties.”*

**is deleted**, retaining the existing numbering of the remaining paragraphs in § 14.

## § 2

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

## § 3

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 18 310 635 votes in favour of the resolution,

- no votes against,
- 1 591 360 abstentions,
- and no objections raised.

Accordingly, resolution no. 41 was passed.

**Resolution no. 42**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of the By-Laws of the Supervisory Board of the Company by deletion of**  
**paragraph 19**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

**§ 1**

**Paragraph 19** of the By-Laws of the Supervisory Board of the Company, as currently worded:

*„19. These Bylaws come into force on the date of being adopted by the Shareholder Meeting and shall supersede the Supervisory Board Bylaws adopted by Resolution no. 9 by the Company’s Shareholder Meeting on 30 June 2009.”*

**is deleted.**

**§ 2**

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

**§ 3**

The resolution shall enter into force upon entry of the amendments to the Company's statute introduced by the resolutions of this Extraordinary General Meeting into the register of entrepreneurs of the National Court Register.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 42 was passed.

**Resolution no. 43**  
**of the Extraordinary General Meeting**  
**of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków**  
**on the amendment of the By-Laws of the Supervisory Board of the Company by deletion an**  
**appendix to the By-Laws**

Acting pursuant to art. 391 § 3 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

### **§ 1**

The Appendix to the Regulations of the Supervisory Board "Detailed tasks and manner of operation of the Audit Committee of MLP Group Spółka Akcyjna with its registered office in Pruszków" **is deleted**.

### **§ 2**

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended By-Laws of the Supervisory Board of the Company, taking into account the changes introduced by this resolution.

### **§ 3**

The resolution shall enter into force upon adoption.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 19 901 995 votes in favour of the resolution,
- no votes against,
- no abstentions,
- and no objections raised.

Accordingly, resolution no. 43 was passed.

## **Resolution no. 44**

### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on: the Company's Remuneration Policy**

Acting pursuant to Article 90e (4) of the Act on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organized Trading (i.e. Journal of Laws of 2024, item 620, as amended), the Extraordinary General Meeting of the Company, in accordance with the motion of the Company's Management Board and Supervisory Board, hereby adopts the following resolution:

### **§ 1**

to request the General Meeting, to amend the Company's Remuneration Policy by changing point 5 of the Remuneration Policy as to include that the variable remuneration of members of the Management Board depends on the achievement of strategic objectives as verified by financial ratios determined in accordance with detailed rules to be established periodically by a resolution of the Supervisory Board

**Paragraph 3 point 5** of the Remuneration Policy for Members of the Management Board and Members of the Supervisory Board of MLP Group S.A., as currently worded:

*„5. The amount of the Variable Remuneration depends on the increase in the Company's net asset value (increase in NAV).”*

is amended and shall be read as follows:

*„5. The amount of variable remuneration depends on the achievement of strategic objectives as verified by the amount of financial ratios determined in accordance with detailed rules to be established periodically by resolution of the Supervisory Board.”*

Other provisions of the Remuneration Policy for Members of the Company's Management Board and Supervisory Board, remain unchanged.

## **§ 2**

The resolution shall enter into force upon adoption.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 17 537 635 votes in favour of the resolution,
- 773 000 votes against,
- 1 591 360 abstentions,
- and no objections raised.

Accordingly, resolution no. 44 was passed.

## **Resolution no. 45**

### **of the Extraordinary General Meeting of the company: MLP GROUP Spółka Akcyjna with its registered seat in Pruszków on: fixing the remuneration of the members of the Audit Committee**

Acting pursuant to art. 392 § 1 of the Code of Commercial Partnerships and Companies, the Extraordinary General Meeting of the Company, hereby adopts the following resolution:

## **§ 1**

1. Additional remuneration for members of the Supervisory Board delegated to the Company's Audit Committee is established in such a way that each Audit Committee member shall be additionally entitled to a gross quarterly remuneration of PLN 10,000 (ten thousand five hundred PLN), however, this shall not apply to periods during which a given member of the Company's Audit Committee was absent for unjustified reasons from any of its meetings.
2. The additional remuneration referred to in paragraph 1 shall be introduced from 1 October 2024.
3. Other principles on remuneration for the members of the Company's Supervisory Board remain unchanged.

## **§ 2**

The resolution shall enter into force upon adoption.

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an secret ballot was 19,901,995, representing 82,94 % of the share capital. The number of valid votes was 19,901,995 with:

- 17 537 635 votes in favour of the resolution,
- no votes against,
- 2 364 360 abstentions,

– and no objections raised.

Accordingly, resolution no. 45 was passed.