

Resolution No. 1
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 2024 regarding the election of the Chairperson of the Ordinary General Meeting

§ 1

Pursuant to Article 409 § 1 of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended and § 5 of the Rules of the General Meeting of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. elects Mr Maciej Domagała as the chairperson of the Ordinary General Meeting.

§ 2

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

*In the **secret** ballot, the number of shares under which valid votes were cast is 44,388,777, the percentage of shares under which valid votes were cast in the share capital is 59.15% and the total number of valid votes is 44,388,777 including the number of votes: “for” – 44,388,777, “against” – 0 and “abstained” – 0, in view of the above, the resolution **was adopted**.*

Resolution No. 2
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on withdrawal from the election of the Returning Committee of the Ordinary General Meeting

§ 1

The Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. has resolved to withdraw from the election of the Returning Committee and to entrust the counting of votes to the Chairperson with the participation of the electronic voting company.

§ 2

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

*After the voting, the Chairperson declared that **the resolution was adopted**. The Chairperson declared that:*

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,388,777, “against” – 0 and “abstained” – 0.*

Resolution No. 3
of the Ordinary General Meeting of Shareholders of the company under the business
name:
“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on the
adoption of the agenda of the Ordinary General Meeting

§ 1

The Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. adopts the following agenda:

1. Opening of the Ordinary General Meeting.
2. Adoption of a resolution on the election of the Chairperson of the Ordinary General Meeting.
3. Acknowledgement that the Ordinary General Meeting has been duly convened and that it is capable of adopting resolutions.
4. Adopting a resolution on refraining from the election of the Returning Committee of the Ordinary General Meeting.
5. Adopting a resolution on adopting the agenda of the Ordinary General Meeting.
6. Consideration of the Management Board’s report on the activity of “TOYA” S.A. for the financial year ending 31 December 2025.
7. Adoption of a resolution on approving the Management Board’s report on the activity of “TOYA” S.A. for the financial year ended 31 December 2025.
8. Consideration of the separate financial statements of “TOYA” S.A. for the financial year ended 31 December 2025.
9. Adoption of a resolution on approving the separate financial statements of “TOYA” S.A. for the financial year ended 31 December 2025.
10. Consideration of the Management Board’s report on the activity of the TOYA S.A. Capital Group for the financial year ended 31 December 2025.
11. Adoption of a resolution on approving the Management Board’s report on the activity of the TOYA S.A. Capital Group for the financial year ended 31 December 2025.
12. Consideration of TOYA S.A. Capital Group consolidated financial statements for the financial year ended 31 December 2025.
13. Adoption of a resolution on approving the consolidated financial statements of the TOYA S.A. Capital Group for the financial year ended 31 December 2025.
14. Consideration of the report of the Supervisory Board of “TOYA” S.A. for the financial year ended 31 December 2025.
15. Adoption of a resolution on approving the report of the Supervisory Board of “TOYA” S.A. for the financial year ended 31 December 2025.
16. Adoption of a resolution on approving the Report on Remuneration of the Members of the Management Board and Supervisory Board of “TOYA” S.A. for the financial year 2025.
17. Adoption of a resolution on granting a vote of acceptance to Mr Grzegorz Pinkosz

- for the discharge of his duties of the President of the Management Board for the financial year ended 31 December 2025.
18. Adoption of a resolution on granting a vote of acceptance to Mr Maciej Lubnauer for the discharge of duties of the Vice President of the Management Board for the financial year ended 31 December 2025.
 19. Adoption of a resolution on granting a vote of acceptance to Mr Robert Borys for the discharge of his duties of the Vice President of the Management Board for the financial year ended 31 December 2025.
 20. Adoption of a resolution on granting a vote of acceptance to Mr Jan Jakub Szmidt for the discharge of his duties of the Vice President of the Management Board for the financial year ended 31 December 2025.
 21. Adoption of a resolution on granting a vote of acceptance to Mr Piotr Mondalski for the discharge of his duties of the Chairperson of the Supervisory Board for the financial year ended 31 December 2025.
 22. Adoption of a resolution on granting a vote of acceptance to Mr Jan Szmidt for the discharge of his duties of the Deputy Chairperson of the Supervisory Board for the financial year ended 31 December 2025.
 23. Adoption of a resolution on granting a vote of acceptance to Ms Beata Szmidt for the discharge of her duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.
 24. Adoption of a resolution on granting a vote of acceptance to Mr Dariusz Górka for the discharge of his duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.
 25. Adoption of a resolution on granting a vote of acceptance to Mr Grzegorz Maciąg for the discharge of his duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.
 26. Adoption of a resolution on granting a vote of acceptance to Mr Wojciech Papierak for the discharge of his duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.
 27. Adoption of a resolution on granting a vote of acceptance to Mr Zenon Beker for the discharge of his duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.
 28. Adoption of a resolution on the distribution of profit for the financial year ended 31 December 2025.
 29. Notice issued by the Company's Management Board pursuant to Article 363 § 1 of the Act of 15 September 2000 – Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) concerning the acquisition of the Company's own shares, in connection with the implementation of resolution No. 37 of the Ordinary General Meeting of TOYA Spółka Akcyjna dated 26 June 2024.
 30. Adoption of a resolution on the redemption of the Company's own shares, the reduction of the Company's share capital and the related amendments to the Company's Articles of Association.
 31. Closing of the Ordinary General Meeting.

§ 2

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

*After conducting the voting, the Chairperson announced that the **resolution was adopted**.*

The Chairperson declared that:

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,388,777, “against” – 0 and “abstained” – 0.*

Resolution No. 4
of the Ordinary General Meeting of Shareholders of the company under the business name:
“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on the approval of the Management Board’s report on the activity of “TOYA” S.A. for the financial year ended 31 December 2025

§ 1

Pursuant to Article 395 § 2(1) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(a) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A., after consideration, approves the Management Board’s report on the activities of “TOYA” S.A. for the financial year ended 31 December 2025.

§ 2

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

After the voting, the Chairperson declared that the resolution was adopted.

The Chairperson declared that:

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,307,170, “against” – 0 and “abstained” – 81,607.*

Resolution No. 5
of the Ordinary General Meeting of Shareholders of the company under the business name:
“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on the approval of the separate financial statements of “TOYA” S.A. for the financial year ended 31 December 2025

§ 1

Pursuant to Article 395 § 2(1) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(a) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A., after consideration, approves the separate financial statements of “TOYA” S.A. for the financial year ended 31 December 2025, which comprise:

- the statement of financial position as at 31 December 2025, which shows an amount of PLN 530,980 thousand (in words: five hundred and thirty million nine hundred and eighty thousand Polish zlotys) on the assets, liabilities and equity sides,
- the statement of financial performance, which for the period from 1 January 2025 to 31 December 2025 shows a net profit of PLN 69,532 thousand (in words: sixty-nine million five hundred and thirty-two thousand Polish zlotys),
- the consolidated statement of other comprehensive income, which for the period from 1 January 2025 to 31 December 2025 shows a net comprehensive income of PLN 69,444 thousand (in words: sixty-nine million four hundred and forty-four thousand Polish zlotys),
- the statement of changes in equity for the period from 1 January 2025 to 31 December 2025,
- the cash flow statement for the period from 1 January 2025 to 31 December 2025,
- the accounting policy and other explanatory notes.

§ 2

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

After the voting, the Chairperson declared that the resolution was adopted.

The Chairperson declared that:

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,307,*
170, “against” – 0 and “abstained” – 81,607.

Resolution No. 6
of the Ordinary General Meeting of Shareholders of the company under the business
name:
“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on the
approval of the Management Board’s report on the activities of the TOYA Capital
Group for the financial year ended 31 December 2025

§ 1

Pursuant to Article 395 § 5 of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended), the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A., after consideration, approves the Management Board’s report on the activity of the TOYA Capital Group for the financial year ended 31 December 2025.

§ 2

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

After the voting, the Chairperson declared that the resolution was adopted.

The Chairperson declared that:

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,307,170, “against” – 0 and “abstained” – 81,607.*

Resolution No. 7
of the Ordinary General Meeting of Shareholders of the company under the business name:
“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on the approval of the consolidated financial statements of the TOYA Capital Group for the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 5 of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) read with Article 63c(4) of the Accounting Act of 29 September 1994 (consolidated text, Journal of Laws of 2023, item 120, as amended), the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A., after consideration, approves the consolidated financial statements of the TOYA Capital Group for the financial year ended 31 December 2025, which comprise:

- the consolidated statement of financial position as at 31 December 2025, which shows an amount of PLN 748,257 thousand (in words: seven hundred and forty-eight million, two hundred and fifty-seven thousand Polish zlotys) on the assets, liabilities and equity sides,
- the consolidated statement of financial performance, which for the period from 1 January 2025 to 31 December 2025 shows a net profit of PLN 87,196 thousand (in words: eighty-seven million one hundred and ninety-six thousand Polish zlotys),
- the consolidated statement of other comprehensive income, which for the period from 1 January 2025 to 31 December 2025 shows a net comprehensive income of PLN 74,492 thousand (in words: seventy-four million four hundred and ninety-two thousand Polish zlotys),
- the consolidated statement of changes in equity for the period from 1 January 2025 to 31 December 2025,
- consolidated cash flow statement of 1 January 2025 to 31 December 2025,
- the accounting policy and other explanatory notes.

§ 2

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

After the voting, the Chairperson declared that the resolution was adopted.

The Chairperson declared that: -

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,307,170, “against” – 0 and “abstained” – 81,607.*

Resolution No. 8
of the Ordinary General Meeting of Shareholders of the company under the business name:
“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on the approval of the report of the Supervisory Board for the financial year ended 31 December 2025

§ 1

Pursuant to § 26(1)(a) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A., after consideration, approves the report of the Supervisory Board including:

1. the assessment:

- of the Management Board’s report on the activity of “TOYA” S.A. and the TOYA Capital Group for the financial year ended 31 December 2025,
- the separate financial statements of “TOYA” S.A. and the consolidated financial statements of the TOYA Capital Group for the financial year ended 31 December 2025,

in terms of their compliance with the ledgers, documents, and facts.

- the proposal of the Management Board concerning the distribution of profit for the financial year ended 31 December 2025
 - the situation of “TOYA” S.A., including the adequacy and effectiveness of the company’s internal control, risk management, compliance and internal audit systems, together with an assessment of financial reporting and operations.
 - the company’s application of the rules of corporate governance and the manner of fulfilling information obligations concerning their application, specified in the Rules of the Stock Exchange and regulations concerning current and periodic information provided by issuers of securities, together with information on actions taken by the Supervisory Board to make this assessment.
 - the fulfilment by the Management Board of its obligations to inform the Supervisory Board of the current situation of the Company and the assessment of the manner in which the Management Board prepares or submits to the Supervisory Board the information, documents, reports or explanations requested pursuant to Article 382 § 4 of the Code of Commercial Companies.
- 2. Information on the total remuneration payable by the Company for all examinations commissioned by the Supervisory Board during the financial year in accordance with Article 3821 of the Code of Commercial Companies.
- 3. Information on the composition of the Supervisory Board and its committees.
- 4. Summary of the activities of the Supervisory Board and the Audit Committee in the financial year ended 31 December 2025.

§ 2

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

After the voting, the Chairperson declared that the resolution was adopted.

The Chairperson declared that:

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,307,170, “against” – 0 and “abstained” – 81,607*

Resolution No. 9
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026
regarding the opinion on the Report on Remuneration of the Members of the
Management Board and the Supervisory Board of “TOYA” S.A. for the financial year
2025

§ 1

Pursuant to § 395 § 21 of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) read with Article 90g(6) of the Act on Public Offering and Conditions for the Introduction of Financial Instruments to the Organised Trading System, and on Public Companies of 29 July 2005 (consolidated text, Journal of Laws of 2025, item 592), the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A., positively reviews the report on remuneration of the Members of the Management Board and Supervisory Board of “TOYA” S.A. for the financial year 2025.

§ 2

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

After conducting the voting, the Chairperson announced that the resolution was adopted.

The Chairperson declared that:

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 41,956,539, “against” – 2,432,238 and “abstained” – 0-*

Resolution No. 10
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on granting a vote of acceptance to Mr Grzegorz Pinkosz for the discharge of his duties of the President of the Management Board for the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 2(3) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(c) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. grants a vote of acceptance to Mr Grzegorz Pinkosz for the discharge of his duties of the President of the Management Board for the financial year ended 31 December 2025.

§ 2

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

*After conducting the voting by **secret ballot**, the Chairperson announced that the resolution was adopted.*

The Chairperson declared that the shareholder affected by the resolution did not participate in voting, in accordance with Article 413 of the Code of Commercial Companies:

- *the number of shares under which valid votes were cast is 44,241,976,*
- *the percentage of shares from which valid votes were cast in the share capital is 58.96%*
- *total number of valid votes is 44,241,976, including the number of votes: “for” – 44,160,369, “against” – 0 and “abstained” – 81,607.*

Resolution No. 11
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on granting a vote of acceptance to Mr Maciej Lubnauer for the discharge of his duties of the Vice President of the Management Board for the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 2(3) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(c) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. grants a vote of acceptance to Mr Maciej Lubnauer for the discharge of his duties of the Vice President of the Management Board for the financial year ended 31 December 2025.

§ 2

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

*After conducting the voting by **secret ballot**, the Chairperson announced that the resolution was adopted.*

The Chairperson declared that the shareholder affected by the resolution did not participate in voting, in accordance with Article 413 of the Code of Commercial Companies:

- *the number of shares under which valid votes were cast is 44,326,946,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.07%*
- *total number of valid votes is 44,326,946, including the number of votes: “for” – 44,245,339, “against” – 0 and “abstained” – 81,607.*

Resolution No. 12
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on granting a vote of acceptance to Mr Robert Borys for the discharge of his duties of the Vice President of the Management Board for the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 2(3) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(c) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. grants a vote of acceptance to Mr Robert Borys for the discharge of his duties of the Vice President of the Management Board for the financial year ended 31 December 2025.

§ 2

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

*After conducting the voting by **secret ballot**, the Chairperson announced that the resolution was adopted.*

The Chairperson declared that the shareholder affected by the resolution did not participate in voting, in accordance with Article 413 of the Code of Commercial Companies:

- *the number of shares under which valid votes were cast is 44,380,249,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.14%*
- *total number of valid votes is 44,380,249, including the number of votes: “for” – 44,298,642, “against” – 0 and “abstained” – 81,607.*

Resolution No. 13
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on granting a vote of acceptance to Mr Jan Jakub Szmidt for the discharge of his duties of the Vice President of the Management Board for the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 2(3) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(c) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. grants a vote of acceptance to Mr Jan Jakub Szmidt for the discharge of his duties of the Vice President of the Management Board for the financial year ended 31 December 2025.

§ 2

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

*After conducting the voting by **secret ballot**, the Chairperson announced that the resolution was adopted. The Chairperson declared that the shareholder affected by the resolution did not participate in voting, in accordance with Article 413 of the Code of Commercial Companies:*

- *the number of shares under which valid votes were cast is 44,147,683,*
- *the percentage of shares from which valid votes were cast in the share capital is 58.83%*
- *total number of valid votes is 44,147,683, including the number of votes: “for” – 44,066,076, “against” – 0 and “abstained” – 81,607.*

Resolution No. 14
of the Ordinary General Meeting of Shareholders of the company under the business name:

TOYA spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on granting a vote of acceptance to Mr Piotr Mondalski for the discharge of his duties of the Chairperson of the Supervisory Board in the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 2(3) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(c) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. grants a vote of acceptance to Mr Piotr Mondalski for the discharge of his duties of the Chairperson of the Supervisory Board for the financial year ended 31 December 2025.

§ 2

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

*After conducting the voting by **secret ballot**, the Chairperson announced that the resolution was adopted. The Chairperson declared that the shareholder affected by the resolution did not participate in voting, in accordance with Article 413 of the Code of Commercial Companies:*

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,306,136, “against” – 1,034 and “abstained” – 81,607.*

Resolution No. 15
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on granting a vote of acceptance to Mr Jan Szmidt for the discharge of his duties of Deputy Chairperson of the Supervisory Board in the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 2(3) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(c) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. grants a vote of acceptance to Mr Jan Szmidt for the discharge of his duties of the Deputy Chairperson of the Supervisory Board for the financial year ended 31 December 2025.

§ 2

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

*After conducting the voting by **secret ballot**, the Chairperson announced that the resolution was adopted. The Chairperson declared that the shareholder affected by the resolution did not participate in voting, in accordance with Article 413 of the Code of Commercial Companies:*

- *the number of shares under which valid votes were cast is 16,114,473,*
- *the percentage of shares from which valid votes were cast in the share capital is 21.47%*
- *total number of valid votes is 16,114,473, including the number of votes: “for” – 16,031,832, “against” – 1,034 and “abstained” – 81,607.*

Resolution No. 16
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on granting a vote of acceptance to Ms Beata Szmidt for the discharge of her duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 2(3) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(c) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. grants a vote of acceptance to Ms Beata Szmidt for the discharge of her duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.

§ 2

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

*After conducting the voting by **secret ballot**, the Chairperson announced that the resolution was adopted. The Chairperson declared that the shareholder affected by the resolution did not participate in voting, in accordance with Article 413 of the Code of Commercial Companies:*

- *the number of shares under which valid votes were cast is 41,149,524,*
- *the percentage of shares from which valid votes were cast in the share capital is 54.84%*
- *total number of valid votes is 41,149,524, including the number of votes: “for” – 41,066,883, “against” – 1,034 and “abstained” – 81,607.*

Resolution No. 17
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on granting a vote of acceptance to Mr Dariusz Górka for the discharge of his duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 2(3) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(c) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. grants a vote of acceptance to Mr Dariusz Górka for the discharge of his duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.

§ 2

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

*After conducting the voting by **secret ballot**, the Chairperson announced that the resolution was adopted. The Chairperson declared that the shareholder affected by the resolution did not participate in voting, in accordance with Article 413 of the Code of Commercial Companies:*

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,306,136, “against” – 1,034 and “abstained” – 81,607.*

Resolution No. 18
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on granting a vote of acceptance to Mr Grzegorz Maciąg on the discharge of his duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 2(3) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(c) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. grants a vote of acceptance to Mr Grzegorz Maciąg for the discharge of his duties of the Member of the Supervisory Board, for the financial year ended 31 December 2025.

§ 2

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

*After conducting the voting by **secret ballot**, the Chairperson announced that the resolution was adopted. The Chairperson declared that the shareholder affected by the resolution did not participate in voting, in accordance with Article 413 of the Code of Commercial Companies:*

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,306,136, “against” – 1,034 and “abstained” – 81,607.*

Resolution No. 19
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on granting a vote of acceptance to Mr Wojciech Papierak for the discharge of his duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 2(3) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(c) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. grants a vote of acceptance to Mr Wojciech Papierak for the discharge of his duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.

§ 2

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

*After conducting the voting by **secret ballot**, the Chairperson announced that the resolution was adopted. The Chairperson declared that the shareholder affected by the resolution did not participate in voting, in accordance with Article 413 of the Code of Commercial Companies:*

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,307,170, “against” – 0 and “abstained” – 81,607.*

Resolution No. 20
of the Ordinary General Meeting of Shareholders of the company under the business name:

“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on granting a vote of acceptance to Mr Wojciech Papierak for the discharge of his duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 2(3) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18, as amended) and § 26(1)(c) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of Shareholders of the company under the business name: “TOYA” S.A. grants a vote of acceptance to Mr Zenon Beker for the discharge of his duties of the Member of the Supervisory Board for the financial year ended 31 December 2025.

§ 2

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

*After conducting the voting by **secret ballot**, the Chairperson announced that the resolution was adopted. The Chairperson declared that the shareholder affected by the resolution did not participate in voting, in accordance with Article 413 of the Code of Commercial Companies:*

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,307,170, “against” – 0 and “abstained” – 81,607.*

Item 28 of the agenda

Łukasz Kosiarski – the representative of the shareholder Generali Otwarty Fundusz Emerytalny – verbally submitted a proposed amendment to draft resolution No. 21 (proposing that the net profit for the financial year, amounting to PLN 69,531,972.73, be allocated as follows: PLN 15,008,445.20 towards the payment of a dividend of PLN 0.20 per share, with a dividend record date of 15 July 2026, payment date 30 July 2026, and the remaining amount of PLN 54,523,527.53 to be allocated to the reserve capital), provided that such a motion should be submitted in writing together with a statement of reasons; the Chairperson therefore announced a 5-minute break to fulfil this formal requirement, which was met after the break.

Jan Schmidt tabled a motion – to put Draft Resolution No. 21, submitted by the Company’s Management Board, to the vote first, i.e. without amendments, in its original form. The Chairperson referred to § 11(2) of the Rules of the General Meeting of Shareholders and put the technical order of voting on Draft Resolution No. 21 to the vote.

Following the vote, the Chairperson announced that the General Meeting had decided that Draft Resolution No. 21, tabled by the Company's Management Board in its original form, would be put to the vote first.

The Chairperson announced the results of the vote on this technical resolution, which *was adopted*.

- *the number of shares under which valid votes were cast is 42,236,178,*
- *the percentage of shares from which valid votes were cast in the share capital is 56.28%*
- *total number of valid votes is 42,236,178, including the number of votes: "for" – 34,943,901, "against" – 1 and "abstained" – 7,292,276.*

A vote was therefore taken on a resolution reading as follows:

Resolution No. 21
of the Ordinary General Meeting of Shareholders of the company under the business
name:
“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on the
distribution of profit for the financial year ended 31 December 2025.

§ 1

Pursuant to Article 395 § 2(2) of the Act of 15 September 2000 – the Code of Commercial Companies (consolidated text, Journal of Laws of 2024, item 18 as amended) and Article 26(1)(b) of the Articles of Association of “TOYA” S.A., the Ordinary General Meeting of the company under the name: “TOYA” S.A. resolves to allocate the net profit of PLN 69,531,972.73 (in words: sixty-nine million five hundred and thirty-one thousand nine hundred and seventy-two Polish zlotys and seventy-three groszy) as follows:

➤ to allocate the net profit for the financial year, amounting to PLN 69,531,972.73 (in words: sixty-nine million five hundred and thirty-one thousand nine hundred and seventy-two Polish zlotys and seventy-three groszy), in full to supplementary capital.

§ 2

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

After the voting, the Chairperson declared that the resolution was adopted. The Chairperson declared that:

- *the number of shares under which valid votes were cast is 44,388,777,*
- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes:*
“for” – 37,702,964, “against” – 1 and “abstained” – 6,685,812.

Resolution No. 22
of the Ordinary General Meeting of Shareholders of the company under the business name:
“TOYA” spółka akcyjna with its registered office in Wrocław dated 17 June 2026 on the redemption of the Company’s own shares, the reduction of the Company’s share capital and the related amendments to the Company’s Articles of Association

§ 1

1. The Ordinary General Meeting of the company under the business name “TOYA” with its registered office in Wrocław (the “Company”), acting pursuant to Article 359 § 1 and § 2 of the Code of Commercial Companies and § 9 of the Company’s Articles of Association, hereby redeems 1,004,979 (in words: one million four thousand nine hundred and seventy-nine) ordinary bearer shares held by the Company, with a nominal value of PLN 0.10 (in words: ten groszy) each and a total nominal value of PLN 100,497.90 (in words: one hundred thousand four hundred and ninety-seven Polish zlotys and ninety groszy), which are dematerialised and designated by National Depository for Securities with the ISIN code: PLTOYA000011, representing a total of 1.34% of the Company’s share capital (“Own Shares”).
2. The Company acquired its own shares, among others, for the purpose of redeeming them, as part of the Company’s share buy-back programme, conducted pursuant to the authorisation granted by the Company’s General Meeting by Resolution No. 37 of the Ordinary General Meeting of TOYA Spółka Akcyjna dated 26 June 2024. The redemption of Own Shares takes place in accordance with the procedure set out in Article 359 § 1 of the Code of Commercial Companies as a voluntary redemption, preceded by the Company’s acquisition of the shares intended for redemption.
3. The reduction in the Company’s share capital in connection with the redemption of Own Shares shall take place by way of an amendment to the Company’s Articles of Association through the redemption of Own Shares and without complying with the requirements set out in Article 456 of the Code of Commercial Companies, in accordance with Article 360 § 2(2) of the Code of Commercial Companies read with Article 360 § 3 of the Code of Commercial Companies, as the consideration paid to the shareholders from whom the Company acquired the Own Shares under the programme referred to in paragraph 2 above, in the total amount of PLN 8,039,832.00 (in words: eight million thirty-nine thousand eight hundred and thirty-two Polish zlotys and 00/100), was paid from the reserve capital formed exclusively from the amount intended for distribution amongst the shareholders, in accordance with Article 348 § 1 of the Code of Commercial Companies, and the Own Shares were fully paid up.

§ 2

Acting pursuant to Article 455 § 1 and § 2) of the Code of Commercial Companies and read with Article 360 § 1 - § 3 of the Code of Commercial Companies, having regard to the redemption of Own Shares referred to in § 1 of this resolution, the Ordinary General Meeting hereby reduces the Company’s share capital by PLN 100,497.90 (in words: one hundred thousand four hundred and ninety-seven Polish zlotys and ninety groszy), i.e. from PLN 7,504,222.60 (in words: seven million five

hundred and four thousand two hundred and twenty-two Polish zlotys and sixty groszy) to PLN 7,403,724.70 (in words: seven million four hundred and three thousand seven hundred and twenty-four Polish zlotys and seventy groszy).

§ 3

In connection with the reduction in the Company's share capital referred to in § 2 above, pursuant to Article 457 § 2, sentence 1 of the Code of Commercial Companies and in accordance with Article 360 § 2(2) of the Code of Commercial Companies, the Company hereby establishes a separate reserve capital, to which it transfers the amount resulting from the reduction of the Company's share capital. This capital may only be used to cover losses.

§ 4

As a result of the reduction in the Company's share capital in connection with the redemption of Own Shares referred to in § 2 above, with a view to aligning the amount of the Company's share capital with the total nominal value of the Company's shares remaining after the redemption referred to in § 1 above (reasons for the reduction of the share capital), the Ordinary General Meeting hereby resolves to amend § 7(1) of the Company's Articles of Association to read as follows:

"1. The share capital amounts to PLN 7,403,724.70 (in words: seven million four hundred and three thousand seven hundred and twenty-four Polish zlotys and seventy groszy) and is divided into 74,037,247 (in words: seventy-four million thirty-seven thousand two hundred and forty-seven) series A ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) per share."

§ 5

The other provisions of the Articles of Association remain unchanged.

§ 6

On the basis of Article 430 § 5 of the Code of Commercial Companies, the General Meeting authorises the Supervisory Board to specify the consolidated text of the amended Articles of Association.

§ 7

This resolution shall be published.

§ 8

This resolution shall come into force on the date of its adoption, provided that the redemption of Own Shares, the reduction of the share capital, the creation of the reserve capital referred to in § 3 of this resolution, and the amendment to the Company's Articles of Association referred to in § 4 of this resolution, shall take effect upon entry of the reduction in the Company's share capital in the Register of Entrepreneurs of the National Court Register.

After the voting, the Chairperson declared that the resolution was adopted. The Chairperson declared that:

- *the number of shares under which valid votes were cast is 44,388,777,*

- *the percentage of shares from which valid votes were cast in the share capital is 59.15%*
- *total number of valid votes is 44,388,777, including the number of votes: “for” – 44,388,777, “against” – 0 and “abstained” – 0.*