



TOYA SA
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Resolution no. 1

of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on the election of the Chairperson of the Annual General Meeting

§ 1

Based on Article. 409 § 1 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 5 of the Regulations of the General Meeting of "TOYA" S.A., the Annual General Meeting of Shareholders of the company under the name: "TOYA" S.A. elects as the chairperson of the Annual General Meeting Mr. Maciej Domagała.

§ 2

The resolution comes into force on the day of its adoption.

In a secret ballot, the number of shares for which valid votes were cast is 43,451,929, the percentage of shares for which valid votes were cast in the share capital is 57.90%, and the total number of valid votes is 43,451,929, including the number of votes: "for" – 43 451 929, "against" - 0 and "abstaining" - 0, therefore the resolution was adopted.



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Resolution no. 2

of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on the withdrawal from the election of the Returning Committee of the Annual General Meeting

§ 1

Annual General Meeting of Shareholders of the company under the name: "TOYA" S.A. decides to withdraw from the selection of the Returning Committee and entrust the counting of votes to the Chairperson with the participation of the electronic voting company.

§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- the number of shares for which valid votes were cast is 43,451,929,*
- the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 3
of the Annual General Meeting
of the company under the name:
"TOYA" spółka akcyjna with its registered office in Wrocław
of 29.06.2023
on the adoption of the agenda of the Annual General Meeting

§ 1

Annual General Meeting of the company under the name: "TOYA" S.A. adopts the following agenda:

1. Opening of the Annual General Meeting.
2. Adoption of a resolution on the election of the Chairperson of the Annual General Meeting.
3. Confirmation of the correctness of convening the Annual General Meeting and its ability to adopt resolutions.
4. Adoption of a resolution on withdrawing from the election of the Returning Committee of the Annual General Meeting.
5. Adoption of a resolution on adopting the agenda of the Annual General Meeting.
6. Review of the Management Board's report on the activities of "TOYA" S.A. for the financial year ended on December 31, 2022.
7. Adoption of a resolution on the approval of the Management Board's report on the activities of "TOYA" S.A. for the financial year ended on 31 December 2022.
8. Review of the standalone financial statements of "TOYA" S.A. for the financial year ended on 31 December 2022.
9. Adoption of a resolution on the approval of the standalone financial statements of "TOYA" S.A. for the financial year ended on 31 December 2022.
10. Review of the Management Board's report on the operations of the TOYA S.A. Capital Group for the financial year ended on 31 December 2022.
11. Adoption of a resolution on the approval of the Management Board's report on the operations of the TOYA S.A. Capital Group for the financial year ended on 31 December 2022.
12. Review of the consolidated financial statements of the TOYA S.A. Capital Group for the financial year ended on 31 December 2022.
13. Adoption of a resolution on the approval of the consolidated financial statements of the TOYA S.A. Capital Group for the financial year ended on 31 December 2022.



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14. Review of the report of the Supervisory Board for the financial year ended on 31 December 2022.
15. Adoption of a resolution on approving the report of the Supervisory Board for the financial year ended on 31 December 2022.
16. Adoption of a resolution on issuing an opinion on the Report on the remuneration of the Members of the Management Board and the Supervisory Board of "TOYA" S.A. for the financial year 2022.
17. Adoption of a resolution on acknowledgement of the fulfilment of duties by the President of the Management Board, Mr. Grzegorz Pinkosz, for the financial year ended on 31 December 2022.
18. Adoption of a resolution on acknowledgement of the fulfilment of duties by the Vice-President of the Management Board, Mr. Maciej Lubnauer, for the financial year ended on 31 December 2022.
19. Adoption of a resolution on acknowledgement of the fulfilment of duties by the Vice-President of the Management Board, Mr. Robert Borys, for the financial year ended on 31 December 2022.
20. Adoption of a resolution on acknowledgement of the fulfilment of duties by Mr. Piotr Mondalski as the Chairman of the Supervisory Board for the financial year ended on 31 December 2022.
21. Adoption of a resolution on acknowledgement of the fulfilment of duties by Mr. Jan Szmidt as Vice-Chairman of the Supervisory Board for the financial year ended on 31 December 2022.
22. Adoption of a resolution on acknowledgement of the fulfilment of duties by Ms. Beata Szmidt as a Member of the Supervisory Board for the financial year ended on 31 December 2022.
23. Adoption of a resolution on acknowledgement of the fulfilment of duties by Mr. Grzegorz Maciąg as a Member of the Supervisory Board for the financial year ended on 31 December 2022.
24. Adoption of a resolution on acknowledgement of the fulfilment of duties by Mr. Dariusz Górka as a Member of the Supervisory Board for the financial year ended on 31 December 2022.
25. Adoption of of a resolution on acknowledgement of the fulfilment of duties by Mr. Wojciech Papierak as a Member of the Supervisory Board for the financial year ended on 31 December 2022.
26. Adoption of a resolution on acknowledgement of the fulfilment of duties by Mr. Michał Kobus as a Member of the Supervisory Board for the financial year ended on 31 December 2022.
27. Adoption of a resolution on the distribution of profit for the financial year ended on 31 December 2022.
28. Adoption of a resolution on amending the Articles of Association.
29. Adoption of resolutions on determining the remuneration of Members of the Supervisory Board.
30. Closing of the Annual General Meeting.



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§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 4

of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on the approval of the Management Board's report on the operations of "TOYA" S.A. for the financial year ended on 31 December 2022.

§ 1

Based on Article. 395 § 2 point 1 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1 a) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A., after review, approves the report of the Management Board on the operations of "TOYA" S.A. for the financial year ended on 31 December 2022.

§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 5

of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on the approval of the standalone financial statements of "TOYA" S.A. for the financial year ended on 31 December 2022.

§ 1

Based on Article. 395 § 2 point 1 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1 lit. a of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A., after consideration, approves the standalone financial statements of "TOYA" S.A. for the financial year ended on 31 December 2022, including:

- statement of financial position prepared as at 31 December 2022, which shows the amount of PLN 417,402 thousand (in words: four hundred and seventeen million four hundred and two thousand zlotys) on the side of assets, liabilities and equity,
- statement of financial result and other comprehensive income, which for the period from 1 January 2022 to 31 December 2022 shows a comprehensive income of PLN 46,205 thousand (in words: forty-six million two hundred and five thousand zlotys),
- statement of changes in equity for the period from 1 January 2022 to 31 December 2022,
- statement of cash flows for the period from 1 January 2022 to 31 December 2022,
- accounting policy and other explanatory information.

§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 6

of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

regarding the approval of the Management Board's report on the activities of the TOYA S.A. Capital Group for the financial year ended on 31 December 2022.

§ 1

Based on Article. 395 § 5 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended), the Annual General Meeting of the company under the name: "TOYA" S.A., after review, approves the report of the Management Board on the operations of the TOYA S.A. Capital Group. for the financial year ended on 31 December 2022.

§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 7

of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

regarding the approval of the consolidated financial statements of the TOYA S.A. Capital Group for the financial year ended on 31 December 2022.

§ 1

Based on Article. 395 § 5 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) in connection with joke. 63c sec. 4 of the Accounting Act of 29 September 1994 (Journal of Laws of 2023, item 120, as amended), the Ordinary General Meeting of Shareholders of the company under the name: "TOYA" S.A., after consideration, approves the consolidated financial statements of TOYA S.A. Capital Group for the financial year ended on 31 December 2022, including:

- consolidated statement of financial position issued as at 31 December 2022, with assets, liabilities and equity of PLN 590,798 thousand (in words: five hundred and ninety million seven hundred and ninety-eight thousand zlotys),
- consolidated statement of profit or loss and other comprehensive income, which for the period from 1 January 2022 to 31 December 2022 shows a comprehensive income of PLN 70,016 thousand (in words: seventy million sixteen thousand zlotys),
- consolidated statement of changes in equity for the period from 1 January 2022 to 31 December 2022,
- consolidated statement of cash flows from 1 January 2022 to 31 December 2022,
- accounting policy and other explanatory information.

§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 8

of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on the approval of the Supervisory Board's report on operations for the financial year ended on 31 December 2022.

§ 1

Pursuant to § 26 sec. 1(a) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A., after review, approves the Supervisory Board's report on operations containing:

1. assessment of:
 - report of the Management Board on the operations of "TOYA" S.A. and the TOYA S.A. Capital Group for the financial year ended on 31 December 2022,
 - standalone financial statements of "TOYA" S.A. and consolidated financial statements of the TOYA S.A. Capital Group for the financial year ended on 31 December 2022,

in terms of their compliance with the books and documents, the actual state and

- proposal of the Management Board regarding the distribution of profit for the financial year ended on 31 December 2022,
 - the situation of "TOYA" S.A., taking into account the adequacy and effectiveness of the internal control, risk management, compliance and internal audit systems used in the company, together with the assessment of financial reporting and operating activities,
 - the company's application of corporate governance rules and the method of fulfilling the information obligations regarding their application set out in the Stock Exchange Regulations and the regulations on current and periodic information provided by issuers of securities, along with information on the actions taken by the Supervisory Board to make this assessment.
 - performance by the Management Board of duties related to informing the Supervisory Board about the current situation of the Company and assessment of the method of preparing or providing the Supervisory Board with information, documents, reports or explanations requested in the manner specified in Art. 382 § 4 of the Code of Commercial Companies and Partnerships.
2. information on the total remuneration payable by the Company for all studies commissioned by the Supervisory Board during the financial year in the manner specified in art. 382¹ Code of Commercial Companies and Partnerships.
 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 on 31 December 2022.



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Resolution no. 9
of the Annual General Meeting
of the company under the name:
"TOYA" spółka akcyjna with its registered office in Wrocław
of 29.06.2023

§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 9

Of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on the opinion on the Report on the remuneration of the Members of the Management Board and the Supervisory Board of "TOYA" S.A. for the financial year 2022

§ 1

Pursuant to § 395 § 21 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) in connection with art. 90g sec. 6 of the Act of 29 July 2005 on Public Offering and the Conditions Governing the Introduction of Financial Instruments to Organized Trading and on Public Companies (Journal of Laws of 2022, item 2554, as amended), the Annual General Meeting of the company under the business name: "TOYA" S.A., gives a positive opinion on the report on the remuneration of the Members of the Management Board and the Supervisory Board of "TOYA" S.A. for the financial year 2022.

§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 10

Of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on acknowledgement of the fulfilment of duties by the President of the Management Board, Mr. Grzegorz Pinkosz, for the financial year ended on 31 December 2022.

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1(c) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. acknowledges the fulfilment of duties by the President of the Management Board, Mr. Grzegorz Pinkosz, for the financial year ended on 31 December 2022.

§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,305,128,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.71%*
- *the total number of valid votes 43,305,128, including the number of votes: "for" - 43,305,128 (100% of votes participating in the voting), "against" - 0 and "abstaining" - 0..*



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Resolution no. 11

Of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on acknowledgement of the fulfilment of duties by the Vice-President of the Management Board, Mr. Maciej Lubnauer, for the financial year ended on 31 December 2022

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1(c) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. acknowledges the fulfilment of duties by the Vice-President of the Management Board, Mr. Maciej Lubnauer, for the financial year ended on 31 December 2022.

§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,390,098,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.82%*
- *the total number of valid votes 43,390,098, including the number of votes: "for" - 43,390,098 (100% of votes participating in the voting), "against" - 0 and "abstaining" - 0,.*



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Resolution no. 12

Of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on acknowledgement of the fulfilment of duties by the Vice-President of the Management Board, Mr. Robert Borys, for the financial year ended on 31 December 2022

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1(c) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. acknowledges the fulfilment of duties by the Vice-President of the Management Board, Mr. Robert Borys, for the financial year ended on 31 December 2022.

§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,407,269,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.84%*
- *the total number of valid votes 43,407,269, including the number of votes: "for" - 43,407,269 (100% of votes participating in the voting), "against" - 0 and "abstaining" - 0..*



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Resolution no. 13

Of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on acknowledgement of the fulfilment of duties by Mr. Piotr Mondalski as the Chairman of the Supervisory Board for the financial year ended on 31 December 2022

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1(c) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. acknowledges the fulfilment of duties by Mr. Piotr Mondalski as the Chairman of the Supervisory Board for the financial year ended on 31 December 2022.

§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 14

Of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on acknowledgement of the fulfilment of duties by Mr. Jan Szmidt as Vice-Chairman of the Supervisory Board for the financial year ended on 31 December 2022

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1(c) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. acknowledges the fulfilment of duties by Mr. Jan Szmidt as Vice-Chairman of the Supervisory Board for the financial year ended on 31 December 2022.

§ 2

The resolution comes into force on the day of its adoption.

After a secret ballot, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 15,181,282,*
- *the percentage share of shares from which valid votes were cast in the share capital is 20.23%*
- *the total number of valid votes 15,181,282, including the number of votes: "for" - 15,181,282 (100% of votes participating in the voting), "against" - 0 and "abstaining" - 0.*



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Resolution no. 15

Of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on acknowledgement of the fulfilment of duties by Ms. Beata Szmidt as a Member of the Supervisory Board for the financial year ended on 31 December 2022

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1(c) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. acknowledges the fulfilment of duties by Ms. Beata Szmidt as a Member of the Supervisory Board for the financial year ended on 31 December 2022.

§ 2

The resolution comes into force on the day of its adoption.

After a secret ballot, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 39,380,819,*
- *the percentage share of shares from which valid votes were cast in the share capital is 52.47%,*
- *total number of valid votes 39,380,819, including the number of votes: "for" - 39,380,819 (100% of votes participating in the voting), "against" 0 and "abstaining" - 0.*



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Resolution no. 16

Of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

**on acknowledgement of the fulfilment of duties by Mr. Grzegorz Maciąg as a Member of the Supervisory Board
for the financial year ended on 31 December 2022**

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1(c) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. acknowledges on acknowledgement of the fulfilment of duties by Mr. Grzegorz Maciąg as a Member of the Supervisory Board for the financial year ended on 31 December 2022

§ 2

The resolution comes into force on the day of its adoption.

After a secret ballot, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 17

Of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on acknowledgement of the fulfilment of duties by Mr. Dariusz Górka as a Member of the Supervisory Board for the financial year ended on 31 December 2022

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1(c) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. acknowledges the fulfilment of duties by Mr. Dariusz Górka as a Member of the Supervisory Board for the financial year ended on 31 December 2022

§ 2

The resolution comes into force on the day of its adoption.

After a secret ballot, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 18

Of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on acknowledgement of the fulfilment of duties by Mr. Wojciech Papierak as a Member of the Supervisory Board for the financial year ended on 31 December 2022

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1(c) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. acknowledges the fulfilment of duties by Mr. Wojciech Papierak as a Member of the Supervisory Board for the financial year ended on 31 December 2022.

§ 2

The resolution comes into force on the day of its adoption.

After a secret ballot, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 19

Of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on acknowledgement of the fulfilment of duties by Mr. Michał Kobus as a Member of the Supervisory Board for the financial year ended on 31 December 2022

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1(c) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. acknowledges the fulfilment of duties by Mr. Michał Kobus as a Member of the Supervisory Board for the financial year ended on 31 December 2022.

§ 2

The resolution comes into force on the day of its adoption.

After a secret ballot, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" -43,451,929, "against" - 0 and "abstaining" -0.*



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Resolution no. 20

Of the Annual General Meeting

of the company under the name:

"TOYA" spółka akcyjna with its registered office in Wrocław

of 29.06.2023

on the distribution of profit for the financial year ended on 31 December 2022

§ 1

Based on Article. 395 § 2 point 2 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 26 sec. 1(b) of the Articles of Association of TOYA S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. decides to distribute the net profit in the amount of PLN 46,068,490.78 (in words: forty-six million sixty-eight thousand four hundred and ninety 78/100 PLN) as follows:

- net profit for the financial year in the amount of PLN 46,068,490.78 (in words: forty-six million sixty-eight thousand four hundred and ninety PLN 78/100) to be fully allocated to supplementary capital.

§ 2

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *the total number of valid votes 43,451,929, including the number of votes: "for" 41,847,630, "against" - 1,604,299 and "abstaining" - 0.*



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Resolution no. 21
of the Annual General Meeting
of the company under the name:
"TOYA" spółka akcyjna with its registered office in Wrocław
of 29.06.2023
on amending the Articles of Association

§ 1

Based on Article. 430 § 1 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467) and § 25 sec. 3 a) of the Articles of Association of "TOYA" S.A. and art. 3801 § 5 of the Code of Commercial Companies in connection with Art. 3801 § 1 and 2 of the Code of Commercial Companies and Partnerships, the Annual General Meeting introduces the following changes to the Company's Articles of Association:

- 1) After § 17 of the Company's Articles of Association, § 17a is added with the following wording:

„17a

The information obligations of the Management Board specified in Art. 3801 § 1 and § 2 of the Code of Commercial Companies and Partnerships are limited in such a way that the Management Board is obliged to provide the information indicated in the above-mentioned provisions only at the express request of the Supervisory Board.”

§ 2

Pursuant to Art. 430 § 5 of the Code of Commercial Companies, the General Meeting authorizes the Supervisory Board to determine the consolidated text of the amended Articles of Association.

§ 3

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *total number of valid votes 43,451,929, including the number of votes: "for" - 36,766,117 "against" - 6,685,812 and "abstaining" - 0.*



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Resolution no. 22
of the Annual General Meeting
of the company under the name:
"TOYA" spółka akcyjna with its registered office in Wrocław
of 29.06.2023
on determining the remuneration of a member of the Supervisory Board

§ 1

Based on Article. 392 § 1 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 23 sec. 2 and § 26 sec. 1 k) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. decides to determine the remuneration of a member of the Supervisory Board of TOYA S.A. Mr. Dariusz Górka as follows:

- 1) Mr. Dariusz Górka will receive a monthly remuneration in the amount of PLN 12,000.00 (in words: twelve thousand zlotys).

§ 2

Resolution no. 29 of the Annual General Meeting of the Company under the business name: "TOYA" spółka akcyjna with its registered office in Wrocław of 31 August 2020 regarding the determination of the remuneration of a member of the Supervisory Board of the new term of office expires.

§ 3

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *the total number of valid votes 43,451,929, including the number of votes: "for" - 35,116,973, "against" - 6,750,637 and "abstaining" - 1,584,319.*



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Resolution no. 23
of the Annual General Meeting
of the company under the name:
"TOYA" spółka akcyjna with its registered office in Wrocław
of 29.06.2023
on determining the remuneration of a member of the Supervisory Board

§ 1

Based on Article. 392 § 1 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 23 sec. 2 and § 26 sec. 1 k) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. decides to determine the remuneration of a member of the Supervisory Board of "TOYA" S.A. Mr. Michał Kobus as follows:

- 1) Mr. Michał Kobus will receive a monthly remuneration in the amount of PLN 12,000.00 (in words: twelve thousand zlotys).

§ 2

Resolution no. 30 of the Annual General Meeting of the Company under the business name: "TOYA" spółka akcyjna with its registered office in Wrocław of 31 August 2020 regarding the determination of the remuneration of a member of the Supervisory Board of the new term of office expires.

§ 3

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *the total number of valid votes 43,451,929, including the number of votes: "for" - 35,116,973, "against" - 6,750,637 and "abstaining" - 1,584,319.*



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Resolution no. 24
of the Annual General Meeting
of the company under the name:
"TOYA" spółka akcyjna with its registered office in Wrocław
of 29.06.2023
on determining the remuneration of a member of the Supervisory Board

§ 1

Based on Article. 392 § 1 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 23 sec. 2 and § 26 sec. 1 k) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. decides to determine the remuneration of a member of the Supervisory Board of TOYA S.A. Mr. Grzegorz Maciąg as follows:

- 1) Mr. Grzegorz Maciąg will receive a monthly remuneration in the amount of PLN 12,000.00 (in words: twelve thousand zlotys).

§ 2

Resolution no. 31 of the Annual General Meeting of the Company under the business name: "TOYA" spółka akcyjna with its registered office in Wrocław of 31 August 2020 regarding the determination of the remuneration of a member of the Supervisory Board of the new term of office expires.

§ 3

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *the total number of valid votes 43,451,929, including the number of votes: "for" - 35,116,973, "against" - 6,750,637 and "abstaining" - 1,584,319.*



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Resolution no. 25
of the Annual General Meeting
of the company under the name:
"TOYA" spółka akcyjna with its registered office in Wrocław
of 29.06.2023
on determining the remuneration of a member of the Supervisory Board

§ 1

Based on Article. 392 § 1 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 23 sec. 2 and § 26 sec. 1 k) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. decides to determine the remuneration of a member of the Supervisory Board of TOYA S.A. Mr. Piotr Mondalski as follows:

- 1) Mr. Piotr Mondalski will receive a monthly remuneration in the amount of PLN 18,000.00 (in words: eighteen thousand zlotys).

§ 2

Resolution no. 32 of the Annual General Meeting of the Company under the business name: "TOYA" spółka akcyjna with its registered office in Wrocław of 31 August 2020 regarding the determination of the remuneration of a member of the Supervisory Board of the new term of office expires.

§ 3

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *the total number of valid votes 43,451,929, including the number of votes: "for" - 35,116,973, "against" - 6,750,637 and "abstaining" - 1,584,319.*



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Resolution no. 26
of the Annual General Meeting
of the company under the name:
"TOYA" spółka akcyjna with its registered office in Wrocław
of 29.06.2023
on determining the remuneration of a member of the Supervisory Board

§ 1

Based on Article. 392 § 1 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 23 sec. 2 and § 26 sec. 1 k) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. decides to determine the remuneration of a member of the Supervisory Board of TOYA S.A. Mr. Wojciech Papierak as follows:

- 1) Mr. Wojciech Papierak will receive a monthly remuneration in the amount of PLN 12,000.00 (in words: twelve thousand zlotys).

§ 2

Resolution no. 33 of the Annual General Meeting of the Company under the business name: "TOYA" spółka akcyjna with its registered office in Wrocław of 31 August 2020 regarding the determination of the remuneration of a member of the Supervisory Board of the new term of office expires.

§ 3

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *the total number of valid votes 43,451,929, including the number of votes: "for" - 35,116,973, "against" - 6,750,637 and "abstaining" - 1,584,319.*



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Resolution no. 27
of the Annual General Meeting
of the company under the name:
"TOYA" spółka akcyjna with its registered office in Wrocław
of 29.06.2023
on determining the remuneration of a member of the Supervisory Board

§ 1

Based on Article. 392 § 1 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 23 sec. 2 and § 26 sec. 1 k) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. decides to determine the remuneration of a member of the Supervisory Board of TOYA S.A. Ms. Beata Szmidt as follows:

- 1) Ms. Beata Szmidt will receive a monthly remuneration in the amount of PLN 4,000.00 (in words: four thousand zlotys).

§ 2

Resolution no. 34 of the Annual General Meeting of the Company under the business name: "TOYA" spółka akcyjna with its registered office in Wrocław of 31 August 2020 regarding the determination of the remuneration of a member of the Supervisory Board of the new term of office expires.

§ 3

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *the total number of valid votes 43,451,929, including the number of votes: "for" - 43,284,557, "against" - 64,825 and "abstaining" - 102,547.*



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Resolution no. 28
of the Annual General Meeting
of the company under the name:
"TOYA" spółka akcyjna with its registered office in Wrocław
of 29.06.2023
on determining the remuneration of a member of the Supervisory Board

§ 1

Based on Article. 392 § 1 of the Act of 15 September 2000, the Code of Commercial Companies and Partnerships (Journal of Laws of 2022, item 1467, as amended) and § 23 sec. 2 and § 26 sec. 1 k) of the Articles of Association of "TOYA" S.A., the Annual General Meeting of the company under the business name: "TOYA" S.A. decides to determine the remuneration of a member of the Supervisory Board of TOYA S.A. Mr. Jan Szmidt as follows:

- 1) Mr. Jan Szmidt will receive a monthly remuneration in the amount of PLN 4,000.00 (in words: four thousand zlotys).

§ 2

Resolution no. 35 of the Annual General Meeting of the Company under the business name: "TOYA" spółka akcyjna with its registered office in Wrocław of 31 August 2020 regarding the determination of the remuneration of a member of the Supervisory Board of the new term of office expires.

§ 3

The resolution comes into force on the day of its adoption.

After the vote, the chairman announced that the resolution had been adopted. The chairman declared that:

- *the number of shares for which valid votes were cast is 43,451,929,*
- *the percentage share of shares from which valid votes were cast in the share capital is 57.90%*
- *the total number of valid votes 43,451,929, including the number of votes: "for" - 43,284,557, "against" - 64,825 and "abstaining" - 102,547.*