


Wrocław, 16th June 2017

TOYA S.A.

Ul. Sołtysowicka 13-15

51-168 Wrocław

APPLICATION FOR A SEAT ON THE COMPOSITION OF SUPERVISORY BOARD

Applicant: Jan Szmidt – Shareholder of TOYA S.A. resident in ,
possessing 28,170,647 ordinary bearer shares.

Application for a member of Supervisory Board.

Hereby, based on the s. 4 § 13 of the Regulations of the General Shareholder Meeting of TOYA S.A. with office in Wrocław of 8th February 2011, having regard to providing Shareholders with the ability to familiarise with the submitted application before the date of the Ordinary General Shareholder Meeting of TOYA S.A. convened on 29th June 2017 I volunteer myself (PESEL 64122710137) as a candidate for a member of the Supervisory Board of TOYA S.A.

Justification.

I function as a Member of Supervisory Board of TOYA S.A. since 13th January 2011, since 14th February 2011 I also function as a Vice-president of the Supervisory Board, and since 6th March 2014 I function as a member of the Audit Committee. I am the co-founder and the initiator of the TOYA S.A. Company, I took part actively in the creation of strategic conceptions of development along with the creation of organisational structures and synergy and holding group expansion strategies.

In my assessment I have high qualifications and experience that allow to achieve the highest standards in the field of the Supervisory Board of TOYA S.A. carrying out its duties and discharging from them in an effective manner.

Attachments:

1. Statement dated 16th June 2017.
2. Resume
3. Certificate of deposit no. 01/TOYA/05062017

Jan Szmidt

Wrocław, 14th June 2017

DECLARATION

I, the undersigned Jan Szmidt, PESEL 64122710137, holding an identity card no. [REDACTED], under § 2, s. 3 of the Regulations of the Supervisory Board of the TOYA S.A. Company with office in Wrocław at ul. Sołtysowicka 13-15, postal code 51-168, entered in the register of entrepreneurs of the National Court Register maintained by VI Commercial Division of the District Court for Wrocław - Fabryczna under KRN no. 0000066712, with share capital of 7,833,084.10 PLN paid full; NIP no.: 895-16-86-107; Regon no.: 932093253 (hereinafter "the Company") of 23rd May 2011 (hereinafter "the Regulations of Supervisory Board"), hereby:

1. agree to appoint me for the position of a member of Supervisory Board of the Company for the new term by the Ordinary General Shareholder Meeting of the Company convened on 29th June 2017.
2. Under § 2, s. 3 of the Regulations of the Supervisory Board I declare and confirm that I:
 - a) meet the formal applications determined in § 2, s. 1 of the Regulations of the Supervisory Board for persons functioning as members of the Supervisory Board, i.e. I am a natural person with full capacity for legal actions that has not been sentenced for criminal offences determined in provisions of chapters XXXIII-XXXVII of the Criminal Code and in Art. 585, Art. 587, Art. 590, and Art. 591 of the Commercial Companies Code,
 - b) do not act in the Company in any function that excludes my appointment to act as a member of the Supervisory Board indicated in § 2, s. 2 of the Regulations of the Supervisory Board, i.e. I am not a member of Management Board, proxy, liquidator, branch or facility manager and the main accountant, solicitor, or lawyer employed in the Company or any other person that reports directly to a Management Board member or liquidator,
3. Under § 2, s. 3 of the Regulations of the Supervisory Board I declare that I do not meet the criterion of independence determined in the Company's Statute and § 3 of the Regulations of the Supervisory Board.
4. Under § 2, s. 3 of the Regulations of the Supervisory Board I declare that:
 - a) I currently function in the management authorities of the following limited companies:
 - YATO Tools (Shanghai) Co. Ltd (formerly: Yato China Trading) – "legal person"
 - b) I currently do not function in any supervisory authorities of limited companies,
 - c) I currently take part in the following partnerships:
 - Jesionowa 40 Sp. z o.o. S.K.A.,
 - Toya Development sp. Zo.o. S.K. (formerly: TOYA Development Sp. zo.o. SKA).
 - d) I currently do not take part in any civil partnerships.
 - e) I currently am the partner of the following companies:
 - Toya Development Sp. z o.o. in Wrocław,
 - Jesionowa 40 Sp. z o.o. in Wrocław,
 - Scubatech Sp. z o.o. in Szczecin,
 - TOYOTA Katowice sp. z o.o. in Katowice,
 - GC Investments S.A. in bankruptcy in Katowice,
 - Golf Tele sp. z o.o. in Wrocław,

I do not conduct any activities that are competitive to the Company, as well as I do not participate in a competitive company as a partner of civil partnership, partnership, or a member of a competitive limited company or member of authority of any competitive legal entity, as well as I am not listed in

the Register of Insolvent Debtors kept pursuant to the Act of 20th August 1997 on National Court Register.

Please find enclosed Professional Resume containing information about my education, qualifications, and positions occupied by me previously along with the description of progress of working life.

Jan Szmidt

Jan Szmidt

I function as a Member of Supervisory Board of TOYA S.A. since 13th January 2011, since 14th February 2011 I also function as a Vice-President of the Supervisory Board, and since 6th March 2014 I function as a member of the Audit Committee. Currently I am employed on the basis of a contract of employment in Toya Development S.K. at ul. Rakowa 5, Kryniczno, 55-114 Wisznia Mała municipality, in which I also function as a proxy. I also function as a proxy in the Toya Development Sp. z o.o. Company.

I have higher education (incomplete) and vast experience in the field of business development certified by numerous successes on both Polish and international market. In years 1983-1988 I have studied on the Faculty of Civil Engineering and Faculty of Computer Science and Management in the Wrocław University of Technology. I am the co-founder and the initiator of the TOYA S.A. Company, I took part actively in the creation of strategic conceptions of development along with the creation of organisational structures and synergy and holding group expansion strategies for the companies, in which I was or am the member of administrative managing authorities.

For several years I have been managing the investment and business projects in Poland and Europe and for few years I intensively develop projects in the area of Southeast Asia.

Currently I also function as a "legal person" of the Company from the TOYA Holding Group, i.e. YATO Tools (Shanghai) Co. Ltd (formerly: Yato China Trading).

At this moment I am the partner of the following companies:

Toya Development Sp. z o.o. in Wrocław,

Golf Tele sp. z o.o. in Wrocław,

TOYOTA Katowice sp. z o.o. in Katowice,

Jesionowa 40 Sp. z o.o. in Wrocław,

Jesionowa 40 Sp. z o.o. S.K.A. in Wrocław,

GC Investments S.A. in bankructcy in Katowice,

Scubatech Sp. z o.o. in Szczecin,

Toya Development Sp. Zo.o. S.K. (formerly: TOYA Development Sp. zo.o. SKA).

Jan Szmidt

