Resolution 1

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of electing of the Chairman of the Annual General Meeting

*§ 1*

Pursuant to Art. 409 § 1 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) and § 5 of the Rules of the General Meeting of “TOYA” S.A., the Annual General Meeting of “TOYA” S.A. elects Mr Maciej Domagała the Chairman of the Annual General Meeting.

§ 2

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

In the secret voting, the number of shares under which valid votes were cast is 46 014 153, the percentage of shares under which valid votes were cast in the share capital is 61,32 % and the total number of valid votes is 46 014 153, including the number of votes: "in favour" – 46 014 153, "against" – 0 and "abstain" – 0, taking into consideration the aforementioned, the resolution was adopted.

1

Resolution 2  
of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of refraining from appointing the Returning Committee of the Annual General Meeting

§ 1

The Annual General Meeting of TOYA S.A. decides to refrain from appointing the Returning Committee and entrusts the Chairman with counting the votes with the assistance of the company conducting electronic voting.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 46 014 153, --------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61.32 %*
* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 46 014 153, "against" – 0 and "abstain" – 0.*

2

3

Resolution 3

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of adopting the agenda of the Annual General Meeting

§ 1

The Annual General Meeting of Shareholders of TOYA S.A. adopts the following agenda:

1. Opening of the Annual General Meeting. ----------------------------------------------------------
2. Adopting resolution concerning the election of the Chairman of the Annual General Meeting.
3. Declaring the General Meeting duly held and capable of adopting resolutions.--------------
4. Adopting resolution concerning refraining from appointing the Returning Committee of the Annual General Meeting.-----------------------------------------------------------------------------------
5. Adopting resolution on adopting the agenda of the Annual General Meeting.----------------
6. Considering the Director’s report on operations of TOYA S.A. for the financial year ended on 31 December 2021.---------------------------------------------------------------------------------------
7. Adopting resolution concerning the approval of the Director’s report on operations of TOYA S.A for financial year ended on 31 December 2021.----------------------------------------
8. Considering the standalone financial statements of TOYA S.A. for the financial year ended  
   on 31 December 2021.---------------------------------------------------------------------------------------
9. Adopting resolution concerning the approval of the standalone financial statements of TOYA S.A. for financial year ended on 31 December 2021.---------------------------------------
10. Considering the Director’s report on operations of TOYA S.A. Capital Group for the financial year ended on 31 December 2021.-----------------------------------------------------------
11. Adopting resolution concerning the approval of the Director’s report on operations  
    of TOYA S.A. Capital Group for the financial year ended on 31 December 2021------------
12. Considering the consolidated financial statements of TOYA S.A. Capital Group for financial year ended on 31 December 2021.-----------------------------------------------------------
13. Adopting resolution concerning the approval of the consolidated financial statements of TOYA S.A. Capital Group for the financial year ended on 31 December 2021.---------------
14. Considering the Supervisory Board’s report for the financial year ended on 31 December 2021, including the results of evaluation of the Director’s report on operations of TOYA S.A.---------------------------------------------------------------------------------------------------------------

and the TOYA S.A. Capital Group for the financial year ended on 31 December 2021, standalone financial statements of TOYA S.A. and consolidated financial statements of TOYA S.A. Capital Group for the financial year ended on 31 December 2021 in the scope of their compliance with books of accounts, documents and facts, request of the Management Board concerning distribution of profit for the financial year ended on 31 December 2021, evaluation of position of TOYA S.A., including internal control system, risk management system, compliance and internal audit function including evaluation of financial reporting and operational activities.----------------------------------

1. Adopting resolution concerning the approval of the Supervisory Board’s report for the financial year ended on 31 December 2021, including the results of evaluation of the Director’s report on operations of TOYA S.A. and the TOYA S.A. Capital Group for the financial year ended on 31 December 2021, standalone financial statements of TOYA S.A. and consolidated financial statements of TOYA S.A. Capital Group for the financial year ended on 31 December 2021 in the scope of their compliance with books of accounts, documents and facts, request of the Management Board concerning distribution of profit for the financial year ended on 31 December 2021, evaluation of position of TOYA S.A., including internal control system, risk management system, compliance and internal audit function including evaluation of financial reporting and operational activities.-----------------------------------------------------------------------------------------
2. Adopting resolution concerning the provision of opinion on the Report on remuneration of the members of the Management Board and Supervisory Board of TOYA S.A. for the financial year 2021.-------------------------------------------------------------------------------------------
3. Adopting resolution regarding the acknowledgement of the fulfilment of duties by the Chairman of the Management Board, Mr Grzegorz Pinkosz for the financial year ended on 31 December 2021.--------------------------------------------------------------------------------------

4

1. Adopting resolution regarding the acknowledgement of the fulfilment of duties by the Vice Chairman of the Management Board, Mr Maciej Lubnauer, for the financial year ended on 31 December 2021.-------------------------------------------------------------------------------------------
2. Adopting resolution regarding the acknowledgement of the fulfilment duties by the Chairman of the Supervisory Board, Mr Piotr Mondalski, in the financial year ended on 31 December 2021. -------------------------------------------------------------------------------------------
3. Adopting resolution regarding the acknowledgement of the fulfilment of duties by the Vice Chairman of the Supervisory Board, Mr Jan Szmidt, for the financial year ended on 31 December 2021. -------------------------------------------------------------------------------------------
4. Adopting resolution regarding the acknowledgement of the fulfilment of duties by the Member of the Supervisory Board, Ms Beata Szmidt, for the financial year ended on 31 December 2021. -------------------------------------------------------------------------------------------
5. Adopting resolution regarding the acknowledgement of the fulfilment of duties by the Member of the Supervisory Board, Mr Grzegorz Maciąg, for the financial year ended on 31 December 2021. ------------------------------------------------------------------------------------------
6. Adopting resolution regarding the acknowledgement of the fulfilment of duties by the Member of the Supervisory Board, Mr Dariusz Górka, for the financial year ended on 31 December 2021. -------------------------------------------------------------------------------------------
7. Adopting resolution regarding the acknowledgement of the fulfilment of duties by the Member of the Supervisory Board, Mr Wojciech Papierak, for the financial year ended on 31 December 2021. ------------------------------------------------------------------------------------------
8. Adopting resolution regarding the acknowledgement of the fulfilment of duties by the Member of the Supervisory Board, Mr Michał Kobus, for the financial year ended on 31 December 2021. -------------------------------------------------------------------------------------------
9. Adopting resolution regarding the distribution of profit for the financial year ended on 31 December 2021. -------------------------------------------------------------------------------------------
10. Adopting resolution regarding the amendment to the Articles of Association.--------------
11. Adopting resolution regarding the amendment to the Regulations of the General Meeting.-------------------------------------------------------------------------------------------------------
12. Adopting resolution regarding the adoption of the consolidated text of the Regulations of the General Meeting. --------------------------------------------------------------------------------------
13. Adopting resolution regarding the approval of amendments to the Regulations of the Supervisory Board and approval of the consolidated text of the Regulations of the Supervisory Board. -------------------------------------------------------------------------------------------
14. Closing of session the Annual General Meeting. -----------------------------------------------------

5

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that: ---*

* *the number of shares under which valid votes were cast is 46 014 153,---------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61,32%*
* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 46 014 153, "against" – 0 and "abstain" – 0.*

6

7

Resolution 4

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of adopting the agenda of the in the matter of approving the Director’s report on operations of TOYA S.A. for the financial year ended on 31 December 2021

§ 1

Pursuant to Art. 395 § 2 point 1 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020 item 1526, as amended) and § 26 section 1 letter a of the Articles of Association of TOYA S.A., upon consideration, the Annual General Meeting of TOYA S.A. approves the Director’s report on operations of TOYA S.A. for financial year ended on 31 December 2021.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairperson declared that:*

* *the number of shares under which valid votes were cast is 46 014 153,----------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61,32%*
* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 45 923 365, "against" – 0 and "abstain" – 90 788.*

Resolution 5

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of approving the standalone financial statements of TOYA S.A. for the financial year ended on 31 December 2021

§ 1

Pursuant to Art. 395 § 2 point 1 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020 item 1526, as amended) and § 26 section 1 letter a of the Articles of Association of TOYA S.A., upon consideration, the Annual General Meeting of TOYA S.A. approves the standalone financial statements of TOYA S.A. for the financial year ended on 31 December 2021.

* statement of financial position prepared as at 31 December 2021, in which on the part of the assets, liabilities and equity the amount of PLN 409 914 thousand (say: four hundred nine million nine hundred fourteen thousand Zloty) is recognised,
* statement of profit or loss and other comprehensive income, in which the comprehensive income of PLN 63 227 thousand (say: sixty-three million two hundred twenty-seven thousand Zloty) is recognised for the period from 1 January 2021 to 31 December 2021,
* statement of changes in equity for the period from 1 January 2020 to 31 December 2021,
* cash flow statement for the period from 1 January 2020 to 31 December 2021,
* accounting policy and other explanatory notes.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 46 014 153,-----------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61,32%-*

8

* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 45 923 365, "against" – 0 and "abstain" – 90 788.*

9

Resolution 6

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of approving the Director’s report on operations of TOYA S.A. Capital Group for the financial year ended on 31 December 2021

§ 1

Pursuant to Art. 395 § 5 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020 item 1526, as amended), upon consideration, the Annual General Meeting of TOYA S.A. approves the Director’s report on operations of TOYA S.A. Capital Group for financial year ended on 31 December 2021.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 46 014 153,-----------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61,32%-*
* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 45 923 365, "against" – 0 and "abstain" – 90 788.*

10

Resolution 7

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of approving the consolidated financial statements of TOYA S.A. Capital Group for the financial year ended on 31 December 2021

§ 1

Pursuant to Art. 395 § 5 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) in conjunction with Art. 63c section 4 of the Accounting Act of 29 September 1994 (Journal of Laws of 2021, item 217, as amended), upon consideration, the Annual General Meeting of TOYA S.A., approves the consolidated financial statements of TOYA S.A. Capital Group for the financial year ended 31 December 2021

* consolidated statement of financial position prepared as at 31 December 2021, in which on the part of the assets, liabilities and equity the amount of PLN 602 360 thousand (say: six hundred two million three hundred sixty thousand Zloty) is recognised,
* consolidated statement of profit or loss and other comprehensive income, in which the comprehensive income of PLN 84 707 thousand (say: eighty-four million seven hundred seven thousand Zloty) is recognised for the period from 1 January 2021 to 31 December 2021,
* consolidated statement of changes in equity for the period from 1 January 2021 to 31 December 2021,
* consolidated cash flow statement for the period from 1 January 2021 to 31 December 2021,
* accounting policy and other explanatory notes.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 46 014 153,------------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61.32 %*

11

12

* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 45 923 365, "against" – 0 and "abstain" – 90 788.*

Resolution 8

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of approving of the Supervisory Board’s report for the financial year ended on 31 December 2021, including results of evaluation of the Director’s report on operations of TOYA S.A. and TOYA S.A. Capital Group for the financial year ended on 31 December 2021, standalone financial statements of TOYA S.A. and consolidated financial statements of TOYA S.A. Capital Group for the financial year ended on 31 December 2021 in the scope of their compliance with books of accounts, documents facts, request of the Management Board regarding distribution of profit for the financial year ended on 31 December 2021, evaluation of situation of TOYA S.A., including internal control system, risk management system, compliance and internal audit function, including evaluation of financial reporting and operations-------------

§ 1

Pursuant to § 26 section 1 letter a of the Articles of Association of TOYA S.A., upon consideration, the Annual General Meeting of Toya S.A., approves the report of the Supervisory Board including evaluation of:

* Director’s report on operations of TOYA S.A. and TOYA S.A. Capital Group for the financial year ended on 31 December 2021,
* Standalone financial statements of TOYA S.A. and consolidated financial statements of TOYA S.A. Capital Group for the financial year ended on 31 December 2021,

in the scope of the compliance with the books of accounts, documents and the facts, and

* request of the Management Board regarding distribution of profit for the financial year ended on 31 December 2021.
* situation of TOYA S.A., including internal control system, risk management system, compliance-----------------------------------------------------------------------------------------------------  
  and internal audit function, including evaluation of financial reporting and operations. ----
* the company's application of the principles of corporate governance and the manner of fulfilling the information obligations regarding their application specified in the Stock Exchange Regulations---------------------------------------------------------------------------------------

13

14

obligations regarding their application set out in the Stock Exchange Rules and the regulations on current and periodic information provided by issuers of securities, together with information on the actions taken by the Supervisory Board to make this assessment.-

§ 2

The resolution comes into force upon its adoption.

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

*The Chairperson declared that:*

* *the number of shares under which valid votes were cast is 46 014 153,------------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61.32 %*
* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 39 243 365, "against" – 0 and "abstain" – 6 770 788.*

Resolution 9

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of providing an opinion on the Report on remuneration of the members of the Management Board and Supervisory Board of TOYA S.A. for financial years 2021

§ 1

Pursuant to § 395 § 21 of the Act of15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) in conjunction with art. 90g section 6 of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and on Public Companies (Journal of Laws of 2020, item 2080, as amended), the Annual General Meeting of TOYA S.A. provides a positive opinion on the Report on remuneration of the members of the Management Board and the Supervisory Board of TOYA S.A. for financial years 2021

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 46 014 153,------------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61,32%-*
* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 38 804 328, "against" – 529 825 and "abstain" – 6 680 000.*

15

Resolution 10

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of acknowledging the fulfilment of duties by the Chairman of the Management Board, Mr Grzegorz Pinkosz, for the financial year ended on 31 December 2021.

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) and §26 section 1 letter c of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. hereby acknowledges the fulfilment of duties by the Chairman of the Management Board, Mr Grzegorz Pinkosz, for the financial year ended on 31 December 2021.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 45 867 352,-------------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61.12 %-*
* *total number of valid votes is 45 867 352, including the number of votes: "in favour" – 45 772 257, "against" – 4 307 and "abstain" – 90 788.*

16

Resolution 11

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of acknowledging the fulfilment of duties by the Vice Chairman of the Management Board, Mr Maciej Lubnauer, for the financial year ended on 31 December 2021.

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) and §26 section 1 letter c of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. hereby acknowledges the fulfilment of duties by the Vice Chairman of the Management Board, Mr Maciej Lubnauer, for the financial year ended on 31 December 2021.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 45 952 322,------------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61.24 %-*
* *total number of valid votes is 45 952 322, including the number of votes: "in favour" – 45 857 227, "against" – 4 307 and "abstain" – 90 788.*

17

Resolution 12

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of acknowledging the fulfilment of duties by the Chairman of the Supervisory Board, Mr Piotr Mondalski, for the financial year ended on 31 December 2021.

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) and § 26 section 1 letter c of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. hereby acknowledges the fulfilment of duties by the Chairman of the Supervisory Board, Mr Piotr Mondalski, for the financial year ended on 31 December 2021.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 46 014 153,------------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61,32%-*
* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 45 919 058, "against" – 4 307 and "abstain" – 90 788.*

18

Resolution 13

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of acknowledging the fulfilment of duties by the Vice Chairman of the Supervisory Board, Mr Jan Szmidt, for the financial year ended on 31 December 2021.

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) and § 26 section 1 letter c of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. hereby acknowledges the fulfilment of duties by the Vice Chairman of the Supervisory Board, Mr Jan Szmidt, for the financial year ended on 31 December 2021.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 17 843 506,-------------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 23,78 %*
* *total number of valid votes is 17 843 506, including the number of votes: "in favour" – 17 748 411, "against" – 4 307 and "abstain" – 90 788.*

19

Resolution 14

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of acknowledging the fulfilment of duties by the Member of the Supervisory Board, Mrs Beata Szmidt, for the financial year ended on 31 December 2021.

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) and § 26 section 1 letter c of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. hereby acknowledges the fulfilment of duties by the Member of the Supervisory Board, Mrs Beata Szmidt, for the financial year ended on 31 December 2021.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 42 774 900,-------------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 57,00 %*
* *total number of valid votes is 42 774 900, including the number of votes: "in favour" – 42 679 805, "against" – 4 307 and "abstain" – 90 788.*

20

Resolution 15

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of acknowledging the fulfilment of duties by the Member of the Supervisory Board, Mr Grzegorz Maciąg, for the financial year ended on 31 December 2021.

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) and § 26 section 1 letter c of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. hereby acknowledges the fulfilment of duties by the Member of the Supervisory Board, Mr Grzegorz Maciąg, for the financial year ended on 31 December 2021.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 46 014 153,------------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61,32 %*
* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 45 919 058, "against" – 4 307 and "abstain" – 90 788.*

21

Resolution 16

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of acknowledging the fulfilment of duties by the Member of the Supervisory Board, Mr Dariusz Górka, for the financial year ended on 31 December 2021.

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) and § 26 section 1 letter c of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. hereby acknowledges the fulfilment of duties by the Member of the Supervisory Board, Mr Dariusz Górka, for the financial year ended on 31 December 2021.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 46 014 153,------------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61,32 %*
* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 45 919 058, "against" – 4 307 and "abstain" – 90 788.*

22

Resolution 17

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of acknowledging the fulfilment of duties by the Member of the Supervisory Board, Mr Wojciech Papierak, for the financial year ended on 31 December 2021.

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) and § 26 section 1 letter c of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. hereby acknowledges the fulfilment of duties by the Member of the Supervisory Board, Mr Wojciech Papierak, for the financial year ended on 31 December 2021.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 46 014 153,------------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61,32 %*
* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 45 919 058, "against" – 4 307 and "abstain" – 90 788.*

23

Resolution 18

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of acknowledging the fulfilment of duties by the Member of the Supervisory Board, Mr Michał Kobus, for the financial year ended on 31 December 2021.

§ 1

Pursuant to Art. 395 § 2 point 3 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) and § 26 section 1 letter c of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. hereby acknowledges the fulfilment of duties by the Member of the Supervisory Board, Mr Michał Kobus, for the financial year ended on 31 December 2021.

§ 2

The resolution comes into force upon its adoption.

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

*The Chairman declared that:*

* *the number of shares under which valid votes were cast is 46 014 153,-----------------------*
* *the percentage of shares under which valid votes were cast in the share capital is 61,32 %-*
* *total number of valid votes is 46 014 153, including the number of votes: "in favour" – 45 919 058, "against" – 4 307 and "abstain" – 90 788.*

24

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Resolution on procedural matter of

of the Annual General Meeting of

TOYA joint-stock company with its registered office in Wrocław

in the matter of voting on the resolution on distribution of profit.

§ 1

With regard to the proposed new draft resolution on distribution of profit, the Annual General Meeting of TOYA S.A. decides to vote first on the draft resolution proposed by the shareholder Jan Schmidt.

§ 2

The resolution shall enter into force upon its adoption.

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

* *the number of shares for which valid votes were cast is 45 867 352,*
* *the percentage of shares under which valid votes were cast in the share capital is 61.12%----------------------------------------------------------------------------------------------*
* *total number of valid votes is 45 867 352, including:*

*"in favour"- 34 759 640, "against"- 6 680 000 and "abstain"- 4 427 712." --------*

25

Resolution 19

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of the distribution of profit for the financial year ended on 31 December  
2021 r.

§ 1

Pursuant to Art. 395 § 2 point 2 – Code of Commercial Companies and Partnerships and § 26 section 1 letter b of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. decides to distribute the net profit for the financial year ended on 31 December 2021 in the amount of PLN 63 242 823.69 (say: sixty-three million two hundred forty-two thousand eight hundred twenty-three 69/100 Zloty) in the following manner:

* allocate the net profit for the financial year of PLN 63 242 823.69 (say: sixty-three million two hundred forty-two thousand eight hundred twenty-three 69/100 Zloty) in full to supplementary capital.

§ 2

The resolution comes into force upon its adoption.

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

* *the number of shares under which valid votes were cast is 46 014 153,*
* *percentage of shares under which valid votes were cast in the share capital is 61.32% ----------------------------------------------------------------------------------------*
* *total number of valid votes 46 014 153, including:*

*“in favour”' – 34 714 980, “against”' – 6 680 000 and “abstain”' – 4 619 173”.*

26

Resolution 20

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of amending the Articles of Association

§ 1

Pursuant to Art. 430 § 1 of the Act of 15 September 2000 – Code of Commercial Companies and Partnerships (Journal of Laws of 2020, item 1526, as amended) and § 25 section 3 letter a of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. hereby adopts the following amendments to the Articles of Association of TOYA S.A:

1. the last sentence in § 19 section 1 shall be deleted;
2. § 19 section 4 receives the following wording:

"4. The meetings of the Supervisory Board shall be held at the registered office of the Company either in Wrocław or in Warsaw or in Kryniczno or in the Tri-City or by means of direct distance communication (remote meeting). It is permissible to adopt resolutions outside the meetings of the Supervisory Board in writing or by means of direct distant communication."

1. in § 19, section 5 is added with the following wording:

"5. The Supervisory Board meeting can also be attended by means of direct distance communication.";

1. the current text of § 20 shall be repealed and replaced with the following new wording:

1. The Supervisory Board shall meet at least once in each quarter of the financial year.

1. The Chairman or the Vice Chairman of the Supervisory Board shall be obliged to held a meeting of the Supervisory Board, also at the written request of the Company's Management Board or a member of the Supervisory Board. The request for a meeting of the Supervisory Board should include the proposed agenda. The meeting should take place within two weeks of the request. If the Chairman or, in the case of its absence, the Vice Chairman of the Supervisory Board does not held the requested meeting of the Supervisory Board within the required date, the Management Board of the Company or the

27

member of the Supervisory Board who requested a meeting can held such a meeting.

1. Meetings of the Supervisory Board shall be convened in writing to the address given by the members of the Supervisory Board to their addresses or by hand delivery against acknowledgement of receipt, or by telephone to the telephone numbers provided by members of the Supervisory Board, or by e-mail notification to the e-mail addresses provided by members of the Supervisory Board. The invitations should reach the members of the Supervisory Board at least 7 days before the planned date of the Supervisory Board meeting.

1. The invitations referred to in section 4 shall include a date of meeting, the starting time of the meeting, the place of the meeting excluding the remote meeting, a detailed agenda and information on the use of means of direct distance communication during the meeting. If possible, the invitations shall be accompanied by the draft resolutions expected to be adopted at the meeting held."

§ 2

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

§ 3

The resolution comes into force upon its adoption.

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

* *the number of shares under which valid votes were cast is 46 014 153,*
* *percentage of shares under which valid votes were cast in the share capital is 61.32% ----------------------------------------------------------------------------------------*
* *total number of valid votes 46 014 153, including:*

*“in favour”' – 46 014 153, “against”' – 0 and “abstain”' – 0”.*

28

Resolution 21

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of amending the Regulations of the General Meeting

§ 1

Pursuant to Art. 27 section 2 of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. hereby introduces the following amendment to the Regulations of the General Meeting of TOYA S.A: in § 1 section 4 point 2, letter h is added with the following wording: "h) shareholder's right to ask questions regarding issues on the agenda of the General Meeting".

§ 2

The resolution comes into force upon its adoption.

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

* *the number of shares under which valid votes were cast is 46 014 153,*
* *percentage of shares under which valid votes were cast in the share capital is 61.32% ----------------------------------------------------------------------------------------*
* *total number of valid votes 46 014 153, including:*

*“in favour”' – 46 014 153, “against”' – 0 and “abstain”' – 0”.-----------------------------*

29

Resolution 22

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of adopting the consolidated text of the Regulations of the General Meeting

§ 1

Pursuant to Art. § 27 section 2 of the Articles of Association of TOYA S.A., the Annual General Meeting of TOYA S.A. adopts consolidated text of the Regulations of the General Meeting of TOYA S.A. with its registered office in Wrocław, in the wording specified in the appendix to this resolution.

§ 2

The resolution comes into force upon its adoption. Appendix: Consolidated text of the Regulations of the General Meeting.

Appendix to Resolution no. 22 of the Annual General Meeting of 28.06. 2022. -----------

REGULATIONS

of the General Meeting of TOYA S.A.

Consolidated text

Holding the General Meeting

§ 1

1. The sessions of the General Meeting of TOYA S.A. (Company) shall be held under the provisions of the Code of Commercial Companies and Partnerships, the Articles of Association of the Company and the provisions of these Regulations, taking into account other generally applicable laws.-----------------------------------------------------------
2. Subject to the cases specified in the Code of Commercial Companies and Partnerships, the General Meeting, provided it was duly held, is valid and capable of adopting resolutions regardless of the number of shares represented at the General Meeting.

30

1. The General Meeting shall be held by an announcement made at the Company's website and in the manner specified for the provision of current information under generally applicable regulations. The announcement shall be made at least twenty-six days before the date of the General Meeting.---------------------------------------------
2. The notice of the Company's General Meeting should include at least:
3. date, time and place of the General Meeting and detailed agenda, --------------
4. precise description of the procedures for attending the General Meeting and exercising voting rights, in particular information on: -­--------------------------------
5. the shareholder's right to request to introduce certain matters to the agenda,
6. the shareholder's right to propose draft resolutions concerning matters introduced to the agenda of the General Meeting or matters to be introduced to the agenda prior to the date of the General Meeting, ----------------------------
7. the shareholder's right to propose draft resolutions concerning matters introduced to the agenda of the General Meeting, ----------------------------------
8. the manner of exercising voting rights by the attorney-in-fact, including in particular the forms to be used when voting by the attorney-in-fact and how to notify the company by electronic means on the appointment of the attorney- in-fact, --------------------------------------------------------------------------------------------
9. the possibility and manner of participating in the General Meeting with the application of electronic means of communication, ---------------------------------
10. the manner of addressing at the General Meeting with the application of the electronic means of communication, ----------------------------------------------------
11. the manner of exercising the voting right by correspondence or with the application of electronic means of communication, ---------------------------------
12. the shareholder's right to ask questions regarding the matters introduced to the agenda of the general meeting, ----------------------------------------------------

1. record date for the General Meeting,

31

1. information that the right to participate in the General Meeting is only granted to

persons who are the shareholders of the Company on the record date for the General Meeting,

1. specification of where and how the person entitled to participate in the General Meeting can obtain the full text of the documentation to be presented to the General Meeting and the draft resolutions, ------------------------------------------------

1. specification of the website address where the information concerning the General Meeting will be made available. ----------------------------------------------------
2. If the company does not provide for participation in the General Meeting in the manner specified in section 4 letter e) or addressing or exercising the right to vote in the manner specified in section 4 letters f) and g), in these points shall be specified that there is no such possibility.---------------------------------------------------

Record date for the General Meeting

§ 2

1. The right to attend the General Meeting is only granted to persons being shareholders of the Company sixteen days prior to the date of the General Meeting (the record date of the General Meeting). The shareholder or its attorney-in-fact specified in this section is hereinafter also referred to as the Participants of the General Meeting (the Participant or the Participants).
2. The Shareholders are entitled to participate in the General Meeting who do not earlier than after the announcement of the convening of the General Meeting and no later than on the first working day after the day of registration of attendance at the General Meeting, submit to the entity maintaining the securities account a request for the issue of a personal certificate of entitlement to participate in the General Meeting. The Company determines the list of shareholders entitled to participate in the General Meeting on the basis of the list drawn up by the entity keeping the securities depository under the regulations on trading in financial instruments, submitted to the Company no later than one week before the date of the General Meeting.
3. The Shareholders specified in section 1 can participate in the General Meeting

and exercise voting rights in person or by attorneys-in-fact. The power of attorney should be drawn up in writing or in electronic form.

§ 3

32

1. Each shareholder included in the list of shareholders entitled to attend the General Meeting on arrival at the General Meeting reports its presence (at the shareholder registration point) to the Shareholders' Service Team and is entered in the attendance list. When drawing up the attendance list of the Participants of the General Meeting, the following steps are taken:
2. verification of the identity of the shareholder or its attorney-in-fact (if shareholder is represented by the attorney-in-fact it must be specified in the attendance list),
3. stating the number of shares held by the applicant Participant,----------------------
4. determination of the number of votes to which the applicant is entitled, ----------
5. obtaining the Participant's signature on the attendance list,
6. issuing a ballot paper, voting instructions and other materials for the meeting.--

1. The attendance list is signed by the Chairman of the General Meeting (Chairman) immediately after its election. It is up to the Chairman to resolve complaints about this list.

1. The attendance list is made available to the participants of the General Meeting throughout the session and is kept up to date.
2. At the request of the shareholders holding a tenth part of the share capital represented at the General Meeting, the attendance list shall be scrutinised by a committee chosen for this purpose, comprising at least three persons, one of whom shall be chosen by the applicants. A decision of the committee unfavourable to the person whose case has been considered can be appealed by that person to the General Meeting, which shall decide the matter by voting.
3. If the Participant has left the room during the General Meeting, the Chairman then corrects the attendance list, noting when the Participant left the room, and recounts the number of votes and the percentage of share capital represented. After counting, the Chairman determines whether the General Meeting has the required quorum and the majority needed to pass resolutions, especially if resolutions requiring a qualified majority are to be voted on.

33

1. A late Participant who is entitled to participate in the General Meeting shall be admitted to the meeting. The Chairman shall then order a correction of the attendance list, specifying the time of the late Participant's arrival, the agenda item from which that person is participating in the General Meeting and recalculate the number of votes and the quorum represented from the time of the late person's arrival. Participation in the General Meeting by persons other than the shareholders.

§ 4

1. The members of the Management Board and the Supervisory Board shall participate in the session of the General Meeting and shall be composed in such a way so as to be able to provide substantive answers to the questions asked during the General Meeting. If the attendance of any of the members of these bodies is impossible for important reasons, the reasons for their absence will be presented to the participants of the General Meeting.

1. The members of the Management Board and Supervisory Board of the Company participating in the General Meeting should, within the limits of their competence and to the extent necessary for the resolution of the matters on the agenda, provide explanations and information concerning the Company to the Participants, subject to the limitations resulting from the applicable regulations. In cases requiring detailed, specialist knowledge in a given field, the member of the Management Board or the Supervisory Board can designate a person from among the Company's employees to provide such information or explanations.
2. The auditor who audits the Company's financial statements is invited to the General Meeting, in particular when an item concerning the Company's financial affairs is on the agenda.

1. The sessions of the General Meeting can be broadcast via Internet. Information on the public transmission of the meeting will be posted on the Company's website immediately prior to the General Meeting.

Course of the General Meeting

§ 5

1. The General Meeting shall be opened by the Chairman of the Supervisory Board, and in the case of its absence, the Vice Chairman of the Supervisory Board or a person designated by the Chairman of the Supervisory Board or the Vice Chairman of the Supervisory Board respectively shall order and conduct the election of the Chairman from among the persons entitled to vote.

1. Until the aforementioned elections have been held, the person opening the General Meeting has the powers vested in the Chairman.

34

1. Every Participant of the General Meeting has the right to stand as a candidate for the Chairman as well as to put forward one nomination for the position.---------------
2. The proposed candidate will be entered in the list of candidates upon submittal of the a declaration that it accepts the nomination. ---------------------------------------------
3. The Chairman of the General Meeting shall be elected in secret voting. The person opening the General Meeting shall ensure the proper conduct of the voting and announce its results. ---------------------------------------------------------------------------------

§ 6

1. The Chairman shall ensure the smooth course of session and that the rights and interests of all shareholders are respected. In particular, the Chairman should prevent the abuse of power by the Participants and ensure that the rights of minority shareholders are respected.------------------------------------------------------------------------
2. The Chairman should not, without good reason, resign from the its function, nor should it delay the signing of the minutes of the General Meeting without good reason.----------------------------------------------------------------------------------------------------

1. The duties and powers of the Chairman of the General Meeting, in addition to others specified in these Regulations, shall include, in particular: ----------------------------------

1. declaration that the General Meeting was duly held and capable of adopting resolutions,------------------------------------------------------------------------------------

1. presentation of the announced agenda of the General Meeting,---------------
2. giving or removing the floor to the Participant who speaks clearly off-topic or its speech breaches the rules of decent behaviour,----------------------------

1. administering the voting process and ensuring that it is conducted properly, announcing its results,---------------------------------------------------------------------

1. removing from the meeting room the persons who are not entitled to take part in the General Meeting or disrupt the session,--------------------------------

1. managing adjournments, subject to the provisions of § 8 section 5-----------
2. resolving procedural doubts, if necessary after consultation with the persons mentioned in section 5,-------------------------------------------------------

1. closing of the General Meeting once the set time limit it exhausted.---------

35

1. The Chairman has the power to appoint the Secretariat of the General Meeting (the Secretariat) to cooperate with the Chairman during the General Meeting in the number of 1-3 persons.---------------------------------------------------------------------------------------------

1. The Chairman of the General Meeting has the right to consult the notary public, lawyers and other independent consultants engaged by the Management Board of the Company to handle the General Meeting. The Chairman informs the attendees of their presence at the General Meeting.------------------------------------------------------------------

§ 7

1. The Secretariat appointed under § 6 section 4: ------------------------------------------------
2. cooperates with the Chairman and the company representative performing the electronic service of the General Meeting in order to ensure that voting takes place correctly, taking into account the current attendance list of the Participants of the General Meeting, ---------------------------------------------------------------------
3. provides the Chairman with the documents stating the results of voting, ------
4. receives written proposals and draft resolutions from the Participants, -------
5. performs other ancillary activities related to the course of session, including running the voting. -----------------------------------------------------------------------------

1. The General Meeting can resolve to elect committees to assist the Chairman in its duties, in particular the Returning Committee or the Resolution and Proposal Committee.-----------------------------------------------------------------------------------------------

§ 8

1. Each participant of the General Meeting is entitled to submit formal proposal.---------

1. Proposals on formal matters shall be deemed to be proposals regarding the manner of deliberation and voting, in particular relating to:-------------------------------------------------

1. postponement or closing of the discussion,
2. adjournments,
3. order of voting on the proposals under a given item of agenda,----------------

1. closing the list of candidates at the election.

36

1. Proposal on formal matters shall be considered, subject to section 5, by the Chairman or, in the event of an objection to its decision by the Participant – by voting.-

1. The Chairman can order a short break in the proceedings, in particular in order to:
2. enable to draw conclusions,
3. agree the Participants' stances,
4. consult with the persons specified in § 6 section 5,
5. enable the Management Board and the Supervisory Board to take a stance,
6. in other cases requiring it, in particular when the General Meeting lasts longer than 2 hours.----------------------------------------------------------------------

The interruptions ordered must not be aimed at hindering the Participants from exercising their rights.

1. If an adjournment were to cause the General Meeting to be postponed until at least the following day, a relevant resolution must be adopted by the General Meeting with a two-thirds majority. In total, such interruptions cannot last longer than 30 days.----------------------------------------------------------------------------------------------------

§ 9

1. Subject to the provisions of § 8, each Participant shall speak only on matters on the adopted agenda currently under consideration, in particular by asking questions to the Company's representatives. Proposals relating to draft resolutions or amendments thereto shall be submitted, together with reasons, in writing to the Secretariat or, in the case of lack of it, to the Chairman. When taking the floor or submitting a proposal, the Participant must state its name and surname and, if it is not acting on its own behalf, also the details of the shareholder it represents.---------

1. The Chairman shall give the floor in the order in which applications are submitted and in case of the the reply – after the exhaustion of the list of speakers speaking on a particular item of the agenda. The Chairman can allow the members of the Supervisory Board and the Management Board of the Company to speak out of turn.

1. The Chairman can limit the speaking time for the Participant of the General Meeting if many Participants declare their intention to participate in the discussion and the failure to introduce a time limit for individual Participants could, taking into account the agenda, prevent the efficient course of the General Meeting. A limitation of the speaking time cannot

37

lead to a restriction of the rights of shareholders. The Participant can also speak by submitting in writing – a declaration, question or proposal. When the list of speakers is exhausted, the Chairman shall inform the General Meeting on the content of such utterances and shall arrange for explanations to be given and, if necessary, put the submitted proposals to a vote. In the case of doubt regarding the wording of a proposal to be voted on, the Participant can ask the Chairman to read out the wording of the proposal before voting. ---

1. The participant of the General Meeting who, after the General Meeting adopted a resolution against which it voted, requested to record its objection in the minutes, shall have the opportunity to present a concise justification of that objection.----------
2. The Company shall publish the questions asked in connection with the General Meeting, together with the answers given to them, on its website immediately after the end of the session of the General Meeting.----------------------------------------------

§ 10

1. The resolutions cannot be taken on matters that are not on the agenda, unless the entire share capital is represented at the General Meeting and no one present objects to the resolution.-----------------------------------------------------------------------------

1. The General Meeting can at any time adopt a resolution to held the Extraordinary General Meeting, resolutions regarding the announced agenda and resolutions of a procedural nature, including:
2. a resolution to change the order in which the items are discussed----------------
3. a resolution to remove individual items from the agenda, ---------------------------
4. a resolution on how to vote,------------------------------------------------------------------
5. a resolution to adjourn the meeting. -------------------------------------------------------
6. Request for a resolution to remove a specific item from the agenda shall be motivated. An item cannot be taken off the agenda for which consideration is compulsory under current legislation.--------------------------------------------------------

Adoption of resolutions

§ 11

1. A resolution is deemed to have been adopted if shareholders representing the majority of votes required under the provisions of the Code of Commercial Companies and Partnerships or the Articles of Association voted in favour of it.

38

1. If amendments to a draft resolution were proposed, such proposals, subject to § 8 section 2, shall be subject to voting in the order established by the Chairman and then the entire draft resolution, including the adopted amendments, shall be subject to voting.-------------------------------------------------------------------------------------------------

§ 12

1. Subject to section 2, the voting shall be open.
2. The Chairman shall call for a secret voting in the case of elections and proposals to dismiss the members of the Company's bodies, to hold them liable as well as on personal matters. The Chairman shall also order a secret voting on other matters at the request of at least one of the Participants, with the exception of voting on proposals on formal matters.
3. Voting and counting of votes shall be performed by a company counting votes with the application of the computer technology or by other means specified in the voting instructions submitted by the Chairman.-------------------------------------------------------

Election of the members of the Supervisory Board

§ 13

1. The Supervisory Board shall be composed of five to seven members appointed at the joint term of office pursuant to the Company's Articles of Association. The number of members of the Supervisory Board for a given term of office is determined by the General Meeting.------------------------------------------------------------

1. The following rules apply to the appointment of the members of the Supervisory Board by the General Meeting. -------------------------------------------------------------------

1. Together with the consent to the appointment to the Supervisory Board and the curriculum vitae, specified in section 4, the candidate for an independent member of the Supervisory Board shall submit a written declaration that it meets the independence criteria referred to in the Company's Articles of Association.----------

1. Each participant of the General Meeting has the right to propose candidates for the member of the Supervisory Board. The candidature shall be submitted with a substantiation and a brief curriculum vitae of the candidate, covering in particular education and previous professional experience. -------------------------------------------
2. The proposed candidate shall be entered in the list of candidates after declaring that it accepts the candidature and that it meets the criteria adopted by the Company for recognition as an independent member of the Supervisory Board and

39

any other declarations required by the generally applicable regulations. ----------------

1. Entering the candidate absent at the General Meeting in the list of candidates follows the presentation by the candidate:----------------------------------------------------------------

1. the candidate's written consent to stand as a candidate, together with its supporting documents regarding the fulfilment of independence requirements, or------------------------------------------------------------------------------

1. the written declaration of the candidate regarding consent to stand for a position and the fulfilment of the criteria of independence, and------------------

1. other declarations by the candidate under the provisions of law, submitted in the correct form.-------------------------------------------------------------------------------

1. The list of candidates for the Supervisory Board, at the request of the Chairman or the another Participant can be closed by the Chairman if the number of candidates to be elected is at least equal to the number of seats to be filled on the Supervisory Board.-----------------------------------------------------------------------------------------------------

1. The list of proposed candidates for members of the Supervisory Board shall be drawn up in alphabetical order by the Secretariat of the General Meeting. ------------

1. Voting for members of the Supervisory Board shall take place separately for each of the candidates, in secret voting, with an absolute majority of votes. A vote cast for more candidates than the number of seats to be filled shall be invalid. The Supervisory Board shall be composed of the candidates receiving the largest number of votes by an absolute majority, and in the event of an equal number of votes for the last mandated seat, a re-vote shall be held for those candidates applying the aforementioned rules accordingly.------------------------------------------------

1. The provisions of this section shall also apply in the case of, when the agenda of the General Meeting includes changes in the composition of the Supervisory Board.----

§ 14

1. A special voting procedure shall be ordered by the Chairman of the General Meeting

for group elections to the Supervisory Board. -

1. At the request of shareholders representing at least one-fifth of the share capital, the election of the Supervisory Board shall be carried out by voting in separate groups, even if the Articles of Association provide for a different method of appointment of the Supervisory Board. When voting in groups, one share shall serve as one vote.--------

40

1. At the General Meeting, the shareholder groups are then formed to elect the members of the Supervisory Board, and as many groups can be formed as there are seats to be filled in the Supervisory Board. A shareholder can only belong to one election group.------------------------------------------------------------------------------------------

1. The minimum number of shares needed to form a group is determined by dividing the number of shares represented at the General Meeting by the number of seats in the Supervisory Board that remain to be filled. A group of shareholders has the right to elect as many members to the Supervisory Board as the number of times the number of shares it represents exceeds the calculated minimum. Groups of shareholders can merge in order to make optimal use of the shares they jointly hold for the election of the members of the Supervisory Board.---------------------------------
2. For each of the groups formed, the Chairman shall order the establishment of a separate attendance lists.---------------------------------------------------------------------------
3. In each group, the election of the chairman of the meeting of the respective group, who ensures that the group's elections are organised: i.e. that candidates are put forward, votes are taken and that the minutes of the group's proceedings are drawn up by a notary public.---------------------------------------------------------------------------------
4. Each of the groups formed shall be provided with a separate room for holding elections, unless this is impossible for organisational reasons. In that case, the groups use one room interchangeably.----------------------------------------------------------
5. Each of the groups formed shall hold elections in the presence of a notary public, taking the minutes, the order being determined by the Chairman of the General Meeting.-------------------------------------------------------------------------------------------------

1. Following the group elections, the chairman of the group meeting shall deliver to the Chairman of the General Meeting the written results of the group's secret voting.---

1. The Chairman of the General Meeting shall announce the composition of the Supervisory Board after collecting all group voting results.---------------------------------

Minutes of the General Meeting

§ 15

1. The resolutions of the General Meeting shall be minuted by a notary public or else shall be null and void. The minutes are signed by the notary public and the Chairman of the General Meeting.------------------------------------------------------------------------------
2. The minutes shall state that the General Meeting was duly convened and capable of adopting resolutions and shall specify the resolutions adopted, and in the case of---

41

each resolution the minutes shall include: the number of shares under which valid votes were cast, the percentage of these shares in the share capital, the total number of valid votes, the number of votes "in favour", "against" and "abstain" and objections raised. The attendance list with the signatures of the Participants shall be attached to the minutes.

1. A copy of the minutes shall be entered in the minute book by the Company's Management Board. The Management Board shall also include evidence of convening the General Meeting.------------------------------------------------------------------
2. The Company shall disclose on its website the results of votes in the scope specified in section 2, within one week of the end of the General Meeting. The results of the voting will be available until the date for challenging the resolution of the General Meeting.-------------------------------------------------------------------------------------------------
3. The session of the General Meeting can be recorded; the recording of the session in such a case will be posted on the Company's website immediately after the General Meeting. -------------------------------------------------------------------------------------------------

Final provisions

§ 16

1. The organisational and technical conditions for the General Meeting are provided by the Management Board. To the extent covered by these regulations, the Company shall comply with the adopted corporate governance principles.------------------------
2. These Regulations shall enter into force of the date the Company becomes a public company under the Code of Commercial Companies and Partnerships.--------------

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

* *the number of shares under which valid votes were cast is 46 014 153,*
* *percentage of shares under which valid votes were cast in the share capital is 61.32% ----------------------------------------------------------------------------------------*
* *total number of valid votes 46 014 153, including:*

*“in favour”' – 46 014 153, “against”' – 0 and “abstain”' – 0”.-----------------------------*

42

Resolution 23

of the Annual General Meeting of   
TOYA joint-stock company with its registered office in Wrocław

of 28.06.2022

in the matter of approving the amendments to the Regulations of the Supervisory and approving the consolidated text of the Regulations of the Supervisory Board

§ 1

Pursuant to § 26 section 1 letter n of the Articles of Association of TOYA S.A. in conjunction with § 21 of the Regulations of the Supervisory Board of TOYA S.A., the Annual General Meeting of TOYA S.A. approves the following amendments to the Regulations of the Supervisory Board adopted by the Supervisory Board in resolution no. 18/RN/2022 of 31/05/2022:

1. § 2(1) shall be replaced by the following:

"1. A person who has been sentenced by a final judgment for an offence pursuant to Art. 587-5872, Art. 590 and 591 of the Act and Art. 228-231 and Chapters XXXIII-XXXVII of the Act of 6 June 1997 – Criminal Code shall not be a member of the Supervisory Board. The prohibition shall cease with the expiration of the fifth year from the date of the conviction becoming final, unless the expungement occurs earlier.";

1. in § 3:
2. section 1 shall be replaced by the following:

"1. During the period when the shares of the Company are admitted to trading on a regulated market within the territory of the Republic of Poland, at least two members of the Supervisory Board should meet the independence criteria specified in the Act of 11 May 2017 on statutory auditors, audit firms and public oversight, and have no real and significant relationship with a shareholder holding at least 5% of the total number of votes in the Company.",

1. the current section 2 shall be deleted and replaced by the following

current section 3,

1. the current section 3 shall be deleted and replaced by the following

current section 4,

1. section 4 shall be deleted;
2. in § 8(3), the following sentence is added:

43

"The position of Chairman of the Supervisory Board and Chairman of the Audit Committee cannot be combined."

1. § 9 section 1 shall be replaced by the following:

"The meetings of the Supervisory Board shall be held when necessary. However, it is mandatory to hold at least 1 meeting per quarter."

1. § 9 section 2 shall be replaced by the following:

"The Meetings of the Supervisory Board shall be held at the registered office of the Company either in Wrocław or Warsaw or Kryniczno or in the Tri-City or by means of direct distance communication (remote meeting). The place for the meeting should be selected so as to ensure that the largest possible number of Supervisory Board members can participate in the meeting. The Supervisory Board meeting can also be attended by means of direct distance communication. Detailed rules for participation in a remote meeting with the application of the means of electronic communication shall be defined by the Supervisory Board in the relevant Regulations.";

1. in § 10, sections 3 to 7 are deleted;
2. § 12 section 3 is replaced by the following:

"3. The minutes of the Supervisory Board meeting shall be signed by the person presiding over a given meeting."

1. § 17(1) shall be replaced by the following:

"1. It shall be permissible to adopt resolutions outside the meetings of the Supervisory Board in writing or by means of direct distance communication.";

1. the current § 18 shall be repealed and replaced with the following wording:

"Resolutions adopted outside the meetings of the Supervisory Board by written means or by means of direct remote communication shall be minuted and signed under § 12(3). Each member of the Supervisory Board shall have the right specified in § 12 section 4.".

§ 2

Pursuant to § 26 section 1 letter n of the Articles of Association of TOYA S.A. in conjunction with § 21 of the Regulations of the Supervisory Board of TOYA S.A., the Annual General Meeting of TOYA S.A. approves the Regulations of the Supervisory Board in the wording forming the appendix to this resolution.

§ 3

The resolution comes into force upon its adoption.

44

Appendix to Resolution no. 23 of the Annual General Meeting of 23.06.2022 CONSOLIDATED TEXT OF THE REGULATIONS OF THE SUPERVISORY BOARD OF TOYA S.A. (the Company) with its registered office in Wrocław adopted by the Supervisory Board pursuant to § 21.3 of the Company's Articles of Association on 31 May 2022

CHAPTER I – General provisions

§ 1

1. The Supervisory Board acts on the basis of generally applicable legal provisions,

The Company's Articles of Association and these Regulations. -------------------------

1. The Supervisory Board elects and dismisses from among its members the Chairman of the Supervisory Board, the Vice Chairman of the Supervisory Board and, if necessary, the Secretary of the Board. ------------------------------------------------

§ 2

1. A person who has been sentenced by a final judgment for an offence pursuant to Art. 587-5872, Art. 590 and 591 of the Act and Art. 228-231 and Chapters XXXIII-XXXVII of the Act of 6 June 1997 – Criminal Code shall not be a member of the Supervisory Board. The prohibition shall cease with the expiration of the fifth year from the date of the conviction becoming final, unless the expungement occurs earlier.------

1. The Member of the Management Board, proxy, liquidator, manager of a branch or plant and the Company's chief accountant, legal counsel or lawyer or any other person who reports directly to a member of the Management Board or liquidator, cannot at the same time be a member of the Supervisory Board.----------------------------------------------

1. Each candidate for a member of the Supervisory Board shall submit a declaration in which it agrees to be appointed to the Supervisory Board and confirms that it fulfils the formal prerequisites specified in sections 1 and 2 above and, respectively, if applicable to it, the prerequisites specified in the Company's Articles of Association and § 3 of the Regulations, and also informs about its performed functions in management or supervisory bodies of other capital companies, participation in partnerships or civil partnerships, and furthermore submits information on any facts which prove that it is engaged in interests competitive to the Company. The contents of this declaration shall be presented to the persons entitled to appoint a member of the Supervisory Board or to the General Meeting which will make the appointment to the Supervisory Board, through the Chairman of the General Meeting. The declaration is then submitted to the Company.--------------------------------------------------------------------------------------------------------------

§ 3

45

1. While the Company's shares are admitted to trading on a regulated market in the territory of the Republic of Poland, at least two members of the Supervisory Board should fulfil the independence criteria specified in the Act of 11 May 2017 on statutory auditors, audit firms and public oversight, and there are no real and significant relationship with a shareholder holding at least 5% of the total number of votes in the Company. ------------
2. A relationship with the shareholder is understood as an actual and significant relationship with a shareholder with the right to exercise 5% or more of the total number of votes at the General Meeting. ------------------------------------------------------------------------
3. A member of the Supervisory Board shall provide the Management Board with information on its relationship of an economic, family or other nature with a shareholder who holds shares representing not less than 5% of the total number of votes at the General Meeting, insofar as such a relationship can affect the member's position on a matter decided by the Supervisory Board.

CHAPTER II – Obligations of the members of the Supervisory Board

§ 4

1. The Members of the Supervisory Board shall perform their duties in person. -----------
2. The Members of the Supervisory Board shall, while exercising their functions, observe the generally applicable laws, the provisions of the Company's Articles of Association, the provisions of these Regulations and other documents applicable in the Company relating to the Supervisory Board, bearing in mind the interests of the Company and guided by ethics and professionalism.-----------------------------------------------------------
3. The members of the Supervisory Board are obliged to comply with the principles of corporate governance, adopted by the Company. ----------------------------------------------

§ 5

1. The members of the Supervisory Board are required to inform the Company without delay of any change in the facts with regard to the content of the declaration specified in § 2, section 3 of the Regulations.---------------------------------------------------------------
2. The members of the Supervisory Board are obliged to inform the Company in a timely manner on all facts required to be communicated by generally applicable laws.--------

§ 6

The Members of the Supervisory Board can only provide information about the Company under the Company's public disclosure information policy or the provisions of law.--------

46

CHAPTER III – Obligations and competences of the Supervisory Board

§ 7

1. The Supervisory Board exercises its obligations and competencies as a collective body, which means that individual members of the Supervisory Board cannot exercise them independently. -------------------------------------------------------------------------------------
2. The Supervisory Board may delegate its members to perform independently

specific supervisory activities, who shall then receive a separate remuneration determined by the Supervisory Board. A member of the Supervisory Board delegated to perform independent supervisory activities shall submit a written report to the Supervisory Board on the activities performed, together with conclusions, proposals and justifications, whenever requested to do so by the Chairman of the Supervisory Board.

1. The Member of the Supervisory Board delegated to act independently cannot, without the Company's consent, engage in a competitive business or participate in a competitive company as a partner in a civil partnership, a partnership or as a member of a body of a capital company or participate in another competitive legal person as a member of a body. This prohibition also extends to participation in a competitive capital company in the event that a member of the Supervisory Board holds at least 10% of shares in it or has the right to appoint at least one member of the management board.

§ 8

1. The competencies of the Supervisory Board are defined in detail by the generally applicable provisions of law, the Company's Articles of Association and resolutions of the General Meeting.-------------------------------------------------------------------------------------
2. In particular, the competence of the Supervisory Board is to carry out any control measures to enable it to perform its duties. To this end, the Supervisory Board can:
3. examine all the Company's documents,
4. request reports and explanations from the Management Board and staff,
5. review the Company's assets.
6. The Supervisory Board adopts the Regulations of the Audit Committee and appoints the members of the of the Audit Committee for the period of its term of office from among its members, taking into account the requirement that at least one member of the Audit Committee should have knowledge and skills in accounting or auditing as well as that the majority of the members of the Audit Committee, including its Chairman, should fulfil the criterion of independence specified in Art. 129 section 3 of the Act of 11 May 2017 on statutory auditors, audit firms and public oversight (Journal of Laws 2017, item 1089). The function of the Chairman of the Supervisory Board cannot be combined with the Chairman of the Audit Committee. ----------------------------------------------

47

1. The resolutions of the Supervisory Board specified in section 6 below do not require the Management Board's actions taken within the framework of the budget or business plan approved by the Supervisory Board.
2. The competencies of the Supervisory Board also include suspending, for valid reasons, individual or all members of the Company's Management Board and delegating members of the Supervisory Board, for a period of no more than three months, to temporarily perform the duties of members of the Management Board who have been dismissed, have resigned or for other reasons are unable to perform their duties
3. Pursuant to the Company's Articles of Association, a resolution of the Supervisory Board is required for matters reserved to the competence of the Supervisory Board under provisions of law, including:
4. appointment of an auditor to audit the Company's financial statements after providing a recommendation by the Audit Committee,
5. approval of the Regulations of the Management Board,
6. payment of the advance payment towards the expected dividends to shareholders by the Management Board,
7. approval of the Company's annual or multi-annual budgets, business plans and strategic plans,
8. giving an opinion on the nomination of the Company's proxy,
9. acquisition, disposal and encumbrance of real estate and establishment of limited property rights thereon, if the value of such action exceeds PLN 1 000 000,
10. contracting credits, loans, granting sureties, guarantees, issuing bills of exchange notes or avals that go beyond the scope of the Company's ordinary activities or are not related to the Company's core activities, if the value of such activity exceeds PLN 500 000,
11. taking up or acquiring shares in other companies or acquiring convertible bonds and senior bonds with the right to take hold of shares in other companies, if such an action results in the total book value of the shares or bonds taken up or acquired exceeding PLN 500 000 being shown in the Company's books,
12. approval of the acquisition, disposal, lease and disposition of any assets of the Company in a transaction outside the scope of the Company's ordinary business or unrelated to the Company's core business, the value of which exceeds PLN 1 000 000,
13. establishment of encumbrances on its assets other than real property by the Company, if such actions are not directly related to or arise from

48

the normal or core business of the Company and the value of such charges exceeds PLN 1 000 000,

1. granting consent for the Company to conclude the agreement, another transaction or several related agreements or other transactions outside the scope of the Company's normal business or not related to the Company's core business, other than in the scope specified in points f)-j), whose total value exceeds PLN 2 000 000.
2. The mandate of a Member of the Audit committee expires in the event of:
3. expiration of his mandate as a member of the Supervisory Board elected to the Audit Committee before the expiry of the term of office of the entire Supervisory Board, ------------------------------------------------------------------
4. resignation from the Audit Committee;
5. dismissal from the Committee by a resolution of the Supervisory Board. ---

CHAPTER IV – Organisation of the work of the Supervisory Board

§ 9

1. The Meetings of the Supervisory Board shall be held when necessary. However, it is mandatory to hold at least 1 meeting per quarter.--------------------------------------
2. The meetings of the Supervisory Board shall be held at the Company's registered office either in Wrocław or in Warsaw or in Kryniczno or in the Tri-city or by means of direct distance communication (remote meeting). The place of the meeting should be chosen in such a way so as to ensure that as many members of the Supervisory Board as possible can participate in the meeting. The Supervisory Board meeting can also be attended by means of direct distance communication. Detailed rules for participation in a remote meeting by means of electronic communication shall be defined by the Supervisory Board in the relevant rules of procedure.--------------------------------------------

1. The Chairman of the Supervisory Board or, in the case of its absence, the Vice Chairman of the Supervisory Board, holds and presides over the Supervisory Board meetings. The Chairman of the Supervisory Board of the previous term of office shall hold and open the first meeting of the newly elected Supervisory Board within 30 days of the appointment of the new Supervisory Board for the next term of office and shall preside over the meeting until a new Chairman is elected.------------------------------

§ 10

1. At the first meeting of the Supervisory Board of the new term of office, the Supervisory Board is constituted, its functions are distributed and the Vice Chairman of the Supervisory Board is elected.------------------------------------------------------------------

49

1. The Subsequent meetings of the Supervisory Board shall be convened by the Chairman of the Supervisory Board on its initiative or at the written request of any member of the Supervisory Board or any member of the Management Board of the Company.

§ 11

The meetings of the Supervisory Board should be held at places, dates and times that do not clearly impede participation, unless this is justified by special circumstances. The starting time of the Supervisory Board meeting should be set in such a way that the planned agenda can be fulfilled during the meeting, without the need to extend the meeting into the evening or night hours.

§ 12

1. The meetings of the Supervisory Board shall be minuted. The minutes shall be taken by a person designated by the Administrative Department of the Company. The Supervisory Board can decide that the minutes shall be taken by a member of the Supervisory Board designated by it or by another person designated by it.
2. The minutes should state the agenda of the meeting, list the members of the Supervisory Board participating in the meeting and state the manner in which the voting in favour of each resolution was carried out and the result of the voting. The minutes should be collected in a minute book.
3. The minutes of the Supervisory Board meeting shall be signed by the person chairing the meeting.
4. Each member of the Supervisory Board has the right to read the minutes and to raise any objections to their content or provide dissenting opinions on the resolutions adopted.
5. The minutes are numbered with the next digit and the designation of the calendar year. The resolutions shall be numbered with the next digit, the "RN" designation and the calendar year. In each calendar year, the numbering of minutes and resolutions shall start from the beginning.
6. The resolutions of the Supervisory Board shall be printed separately as appendices to the minutes. The resolutions printed separately shall be signed by all members of the Supervisory Board present at the meeting. The member of the Supervisory Board who voted against a resolution has the right to put next to its signature information about voting "against" and provide a dissenting opinion.

§ 13

1. The meetings of the Supervisory Board shall be chaired by the Chairman of the Supervisory Board or, in the case of its absence, by the Vice Chairman of the Supervisory Board. In the absence of both of these persons, the Supervisory Board shall, by means of voting, appoint the chairman of the meeting from among the members of the Supervisory Board present.

2. The meetings of the Supervisory Board shall begin with drawing up and signing the attendance list, then the person chairing the meeting shall check the correctness of holding the meeting and ascertain whether it is capable of passing binding resolutions, the agenda shall be adopted as proposed in the invitation to the-----------------------------

50

meeting of the Supervisory Board and the sessions shall proceed in accordance with that agenda. Any change to the order of items on the agenda shall require a resolution of the members of the Supervisory Board present at the meeting. The removal of items from the agenda or the introduction of new items to the agenda – in relation to the content of the invitations to the meeting of the Supervisory Board – shall only take place in the presence of all members of the Supervisory Board by acclamation.

1. The person chairing the meeting shall supervise the course of the meeting, observing applicable laws, the provisions of the Company's Articles of Association and these Regulations as well as the adopted agenda.-----------------------------------------------

1. The person chairing the meeting shall have the right to adjourn it in order to consult

experts on matters requiring detailed knowledge, carry out consultations or discussions with the employees or members of the Company's Management Board. The interruptions must not aim at unduly prolonging the Supervisory Board meeting.

§ 14

1. The resolutions of the Supervisory Board are valid when all members of the Supervisory Board are invited to the meeting of the Supervisory Board and at least half of its members is present. The aforementioned provision shall apply mutatis mutandis to the voting procedure referred to in § 17 of the Regulations.-------------------------------

1. The Supervisory Board adopts resolutions by an absolute majority of votes and in the event of a an equality of votes the Chairman of the Supervisory Board has a deciding vote. ---------------------------------------------------------------------------------------

§ 15

1. Voting shall be open. Secret voting shall be ordered in the case of personal matters or on request of even one member of the Supervisory Board.-------------------------------

1. If the interests of the Company conflict with those of a member of the Supervisory Board, its spouse, relatives up to the second degree of affinity and persons with whom it is personally related, the member of the Supervisory Board should abstain from deciding on such matters and can request to enter it in the minutes of the Supervisory Board meeting.-------------------------------------------------------------------------------------

§ 16

1. The Members of the Supervisory Board can participate in the adoption of a resolution of the Supervisory Board by casting their vote in writing through another member of the Supervisory Board. This method of voting is only permissible in matters provided for in the agenda of the meeting of the Supervisory Board with which all members of the Supervisory Board have been acquainted. Voting in this manner is excluded during the adoption of resolutions on the election of the Vice Chairman of the Supervisory Board and on the appointment, dismissal and suspension of the Members of the Management Board.

51

1. The member of the Supervisory Board casting a vote in writing is not considered to be attending the meeting and cannot be counted as part of the quorum present at the meeting of the Supervisory Board. A vote cast in writing should relate to a designated matter and must clearly state what the member of the Supervisory Board votes in favour or against. The casting of a vote in writing must be recorded in the minutes of the meeting of the Supervisory Board and the written vote itself must be appended to the minutes.--

§ 17

1. It is permissible to adopt resolutions outside the meetings of the Supervisory Board in writing or by means of direct distance communication.--------------------------------------

1. The adoption of resolutions outside the meetings of the Supervisory Board in writing relies on the fact that the Chairman of the Supervisory Board sends to each member of the Supervisory Board a document containing the proposed content of the resolution. Underneath the content there is a table including the personal details of the member of the Supervisory Board, a space for entering a "IN FAVOUR" "AGAINS" "ABSTAIN" and a space for the date of voting.-------------------------------------------------------------------------

Each member of the Supervisory Board casts a vote and enters the date when it was cast and then sends the document back to the Chairman of the Supervisory Board. Upon receipt of the documents, the Chairman shall draw up a record of the adoption of the resolution, stating how the votes were cast, whether the resolution was adopted and when, with the date of adoption being the latest date on which the vote was cast, and appending the returned documents on which the votes were cast to the record.

1. Adoption of resolutions outside the meetings of the Supervisory Board by means of

direct distance communication can be performed by telephone, fax or e-mail. The method of passing a resolution is chosen by the Chairman of the Supervisory Board, who also takes minutes describing how the resolution was passed. The minutes must include the content of the resolution, the means of communication used, the method of voting and the date of the resolution.

§ 18

The resolutions adopted outside the meetings of the Supervisory Board in writing or by means of direct distance communication shall be minuted and signed under § 12 section 3. Each member of the Supervisory Board shall have the right referred to in § 12 section 4.

§ 19

1. The Supervisory Board meetings can be attended by invited members of the Management Board as well as other invited persons, in particular those with special knowledge or who are employees of the Company. Such persons shall not have the right to vote and should leave the meeting for the duration of voting.

52

1. The Meetings of the Supervisory Board can also be held without being formally convened if all members of the Supervisory Board are present and no one objects to the holding of the meeting and the proposed agenda.

CHAPTER V – Final provisions

§ 20

1. All statements and letters addressed to the Supervisory Board as well as statements, letters and requests addressed to the Chairman of the Supervisory Board shall be submitted to the Company.------------------------------------------------------------------

1. The service of the Supervisory Board is provided by the Company.
2. As part of its obligations to serve the Supervisory Board, the Company:
3. prepares the content of the declarations for the candidates for the Supervisory Board specified in Chapter I of these Regulations;-----------------------------------------

1. receives from members of the Supervisory Board and stores their contact details, needed for notifying the members of the Supervisory Board on meetings and used to adopt resolutions in writing or by means of direct distance communication;-----

1. prepares the notices of the meetings of the Supervisory Board and provides them to the members of the Supervisory Board in the manner provided for in these Regulations;------------------------------------------------------------------------------------------

1. prepares the place for Supervisory Board meetings by providing the necessary conditions for deliberations;----------------------------------------------------------------------
2. prepares the substantive material necessary for carrying out the session of the Supervisory Board in accordance with the scheduled agenda, including draft resolutions, appendices to the resolutions, the list of attendance at the meeting, secret ballots;----------------------------------------------------------------------------------------
3. provides the Chairman of the Supervisory Board with all declarations, letters and requests addressed to the Supervisory Board or to the Chairman and filed with the Company;----------------------------------------------------------------------------------------------

g) provides a person to take the minutes of the Supervisory Board meeting;

1. provides technical support for Supervisory Board meetings;
2. ensures that the minutes of the Supervisory Board meetings are correctly numbered and resolutions adopted. This numbering should be carried out in a uniform system that makes it easy to establish the chronology of resolutions passed and meetings held;
3. archives minutes of the Supervisory Board meetings, resolutions of the Supervisory Board, Supervisory Board documentation;

53

1. issues copies of resolutions and minutes.

§ 21

These regulations shall come into force on the date of approval by the General Meeting. Its amendments require a resolution of the Supervisory Board and approval by the General Meeting of Shareholders.

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

* *the number of shares under which valid votes were cast is 46 014 153,*
* *percentage of shares under which valid votes were cast in the share capital is 61.32% ----------------------------------------------------------------------------------------*
* *total number of valid votes 46 014 153, including:*

*“in favour”' – 46 014 153, “against”' – 0 and “abstain”' – 0”.-----------------------------*

54