



TOYA SA  
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**RESOLUTION NUMBER 18/RN/2018  
OF THE SUPERVISORY BOARD OF TOYA S.A. WITH A REGISTERED SEAT IN WROCLAW**

adopted on 29 May, 2018

**in the matter of approving the Supervisory Board's report containing an assessment of the Management Board's report on the operations of the Company and TOYA S.A. Capital Group for the fiscal year 2017 and the financial statement of the Company and TOYA S.A. Capital Group for the fiscal year 2017 with respect to their compliance with the books and documents as well as with the actual situation**

§1

The Supervisory Board of Toya S.A. ("Company"), acting under art. 382.3 of the Commercial Companies Code (Act) of 15 September, 2000 (consolidated text, Journal of Laws of 2013, item 1030 as amended, hereinafter referred to as: the "CCC"), assessed the Company's statutory financial statement, the consolidated financial statement of Toya S.A. Capital Group together with the expert auditor's opinion as well as the Management Board's reports on the operations of the Company and Toya S.A. Capital Group for the fiscal year 2017.

**I. Assessment of the Company's reports**

The Supervisory Board, after having considered the Management Board's report on the operations of the Company in the fiscal year 2017 and the annual financial statement of the Company for the fiscal year 2017, in accordance with which the balance sheet total amounted to PLN 226 183 thousand (say: two hundred twenty-six million one hundred and eighty-three zlotys), whereas the net profit of the Company amounted to PLN 35 378 (say: thirty-five million three hundred and seventy-eight thousand zlotys), and, after having read the opinion of the expert auditor, PriceWaterhouseCoopers Sp. z o.o. on the financial statement audit and the Management Board's report on the operations of the Company for the fiscal year 2017 – assessed the aforementioned documents with respect to their compliance with the books and documents as well as with the actual situation, as a result of which it finds those reports/statements as compliant with the above-mentioned criteria.

**II. Assessment of the reports/statements of Toya S.A. Capital Group**

The Supervisory Board, after having considered the Management Board's report on the operations of TOYA SA Capital Group in the fiscal year 2017 and the annual financial statement of the Company for the fiscal year 2017, in accordance with which the balance sheet total amounted to PLN 263 982 thousand (say: two hundred sixty-three million nine hundred and eighty-two thousand zlotys), whereas the net profit amounted to PLN 40 306 thousand (say: forty million three hundred and six thousand zlotys), and, after having read the opinion of the expert auditor, PriceWaterhouseCoopers Sp. z o.o. on the consolidated financial statement audit of TOYA SA and the Management Board's report on the operations of TOYA SA Capital Group for the fiscal year 2017 – assessed the aforementioned documents with respect to their compliance with the books and documents as well as with the actual situation, as a result of which it finds those reports as compliant with the above-mentioned criteria.

§2

The Supervisory Board, in performance of the obligation under art. 382.3 of the CCC, presents a report on the assessment which is referred to in §1 to the Ordinary General Meeting of Toya S.A., giving a positive opinion on the drafts of resolutions in the matter of approving the reports/statements, which the assessment as contained in the present report applies to.

§3

The resolution comes into force as of the day of adopting the same.



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	NAME AND SURNAME	SIGNATURE		
		FOR	AGAINST	I ABSTAIN
1.	Piotr Mondalski	x		
2.	Jan Szmidt	x		
3.	Tomasz Koprowski	x		
4.	Grzegorz Maciąg	x		
5.	Dariusz Górka	x		
6.	Wojciech Papierak			
7.	Michał Kobus	x		