

**TOYA S.A.**ul. Sołtysowicka 13-15  
51-168 Wrocław

Re: Introduction of certain matters to the agenda of the General Meeting held as at 17 June 2020

Dear Sir or Madam,

Acting on behalf of Rockbridge Towarzystwo Funduszy Inwestycyjnych S.A. with its registered office in Warsaw, acting as the managing and representing authority of investment funds forming the shareholders of TOYA S.A. (hereinafter referred to as the: Company), i.e.

- 1) **ALTER Absolutnej Stopy Zwrotu Fundusz Inwestycyjny Zamknięty Rynków Zagranicznych 2** [*ALTER Absolute Return Foreign Market 2 Closed-End Investment Fund*] entered in the Register of Investment Funds kept by the Regional Court in Warsaw, 7th Civil Division under the RFI [*Register of Investment Funds*] no. 959, holding 1,296,171 Shares of the Company;
- 2) **ALTER Absolutnej Stopy Zwrotu Fundusz Inwestycyjny Zamknięty Rynku Polskiego 2** [*ALTER Absolute Return Polish Market 2 Closed-End Investment Fund*], entered in the Register of Investment Funds kept by the Regional Court in Warsaw, 7th Civil Division under the RFI no. 757, holding 1,170,776 Shares of the Company;
- 3) **ALTER Absolutnej Stopy Zwrotu Fundusz Inwestycyjny Zamknięty** [*ALTER Absolute Return Closed-End Investment Fund*], entered in the Register of Investment Funds kept by the Regional Court in Warsaw, 7th Civil Division under RFI no. 487, acting on behalf of:
  - a) **Subfundusz Absolutnej Stopy Zwrotu Rynków Zagranicznych**, [*Absolute Return Foreign Market Sub-fund*], holding 1,504,184 Shares of the Company,
  - b) **Subfundusz Absolutnej Stopy Zwrotu Rynku Polskiego**, [*Absolute Return Polish Market Sub-fund*], holding 1,101,995 Shares of the Company;
- 4) **ALTER Fundusz Inwestycyjny Zamknięty Aktywnej Alokacji Spółek Dywidendowych** [*ALTER Active Position of Dividend - Paying Companies Closed-End Investment Fund*], entered in the Register of Investment Funds kept by the Regional Court in Warsaw, 7th Civil Division under RFI number 837, holding 1,069,003 Shares of the Company;
- 5) **ALTER Fundusz Inwestycyjny Zamknięty Akcji +** [*ALTER Share + Closed-End Investment Fund*], entered in the Register of Investment Funds kept by the Regional Court in Warsaw, 7th Civil Division under RFI number 946, holding 544,142 Shares of the Company;
- 6) **ALTER Fundusz Inwestycyjny Zamknięty Multi Strategia** [*ALTER Multi-Strategy Closed-End Investment Fund*], entered in the Register of Investment Funds kept by the Regional Court in Warsaw, 7th Civil Division under RFI number 1441, holding 500,000 Shares of the Company;
- 7) **SS1 Fundusz Inwestycyjny Zamknięty** [*SS1 Closed-End Investment Fund*], entered in the Register of Investment Funds kept by the Regional Court in Warsaw, 7th Civil Division under RFI number 599, holding 15,200 shares of the Company;
- 8) **Rockbridge Fundusz Inwestycyjny Zamknięty Long-Short** [*Rockbridge Long-Short Closed-End Investment Fund*], entered in the Register of Investment Funds kept by the Regional Court in Warsaw, 7th Civil Division under RFI no. 1533, holding 195,000 Shares of the Company;
- 9) **Rockbridge Fundusz Inwestycyjny Zamknięty Polish Opportunities** [*Rockbridge Polish Opportunities Closed-End Investment Fund*], entered in the Register of Investment Funds kept by the Regional Court in Warsaw, 7th Civil Division under RFI number 1532, holding 108,000 Shares of the Company;

Rockbridge Towarzystwo Funduszy Inwestycyjnych S.A. with its registered office at ul. Marszałkowska 142, 00-061 Warsaw, entered in the Register of Entrepreneurs kept by the District Court for the capital city of Warsaw, 12th Commercial Division of the National Court Register under the KRS [*National Court Register*] number: 0000002970, NIP [*Tax Identification Number*]: 5272153832. Share and paid-up capital: PLN 29 501 336.00.

The aforementioned funds, hereinafter referred to as the: Shareholders, jointly hold 7,504,471 Shares representing 10.00 % of the share capital of the Company, pursuant to Art. 401 § 1 of the Act of 15 September 2000 - Code of Commercial Companies and Partnerships (consolidated text, Journal of Laws of 2019, item 505, as amended), we hereby request to introduce to the agenda of the Extraordinary General Meeting of TOYA S.A., held as at 17 June 2020, the points regarding:

- adopting resolution in the matter of dismissing the Supervisory Board Members
- adopting resolution in the matter of appointing the Supervisory Board Members

By justifying the introduction of the aforementioned matters in the agenda, we underline that in the opinion of the Shareholders the change within the composition of the Supervisory Board of the Company is legitimate.

Taking into account the aforementioned, we inform that the agenda including the specified amendments shall read as follows:

1. Opening of the General Meeting.
2. Electing of the Chairman of the General Meeting.
3. Declaring the General Meeting duly convened and capable of adopting resolutions.
4. Electing the Returning Committee of the Extraordinary General Meeting.
5. Adopting the agenda of the General Meeting
6. Adopting resolution concerning the amendment of resolution no. 20 of the Annual General Meeting of TOYA S.A. with its registered office in Wrocław of 26 June 2019
7. Adopting resolution concerning the amendment of resolution no. 21 of the Annual General Meeting of TOYA S.A. with its registered office in Wrocław of 26 June 2019 amended by resolution no. 4 of the Extraordinary General Meeting of TOYA S.A. with its registered office in Wrocław of 20 January 2020
8. Adopting resolution in the matter of dismissing the Supervisory Board Members.
9. Adopting resolution in the matter of appointing the Supervisory Board Members.
10. Adopting resolution in the matter of incurring costs of holding the General Meeting.
11. Closing of session of the General Meeting.

In the form of appendix we submit the draft resolutions regarding the points of agenda forming the subject of this request.

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**Monika Łasiewicka**

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**Proxy**

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**Witold Chuć**

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**Vice-president of the Management Board**

On behalf of Rockbridge TFI S.A.