

FORM

Voting by proxy

Proxy:

acting on behalf of

Shareholder:

at the General Meeting of LC Corp S.A. with its registered office in Wrocław on:
13 June 2019

The use of this form by the Proxy and Shareholder is not mandatory and is subject to the respective mutual agreement and obligations and the proceedings at the General Meeting. When completed by the Shareholder providing power of attorney to vote at the General Meeting, the form may be used as a voting card for the Proxy; in the case of a secret ballot, the completed form may be used solely as written instructions on the way of voting by the Proxy in such voting and shall be retained by the Proxy. Should the Proxy vote with the form, the form shall be submitted to the Chairperson of the General Meeting at the latest before closing the voting on a resolution that according to the Shareholder's instruction is to be voted on with the form. The Chairperson of the General Meeting shall inform the General Meeting on the votes cast with the form and on this basis the vote shall be included in the overall number of votes cast on the resolution.

The form used in voting shall be attached to the book of minutes.

When votes are counted at the General Meeting with electronic vote counting equipment, this form will not apply and may be solely used as instructions from the Shareholder to the Proxy.

ATTENTION!

*Draft resolutions are presented herebelow. Under each draft resolution there is space for instructions on the way to vote from the Shareholder to the Proxy and columns to tick off the fact that the vote was cast and any objection to voting against a resolution in a specific voting. A vote is cast and an objection made by ticking the appropriate box in the column ☐ *. Additionally, if a Proxy casts different votes from different shares within one represented block of shares and one voting, they should insert the number of shares/votes in the relevant field which is dedicated to the specific vote in each voting. An incorrectly completed form or filed without fields ticked off by the Proxy that do not clearly show the Proxy's intention in each voting shall be disregarded in the relevant voting and results thereof. The Company informs that if the Shareholder and the Proxy use this form for voting, the compliance of the vote(s) cast and the relevant instructions will not be verified. The voting or failure to vote by the Proxy will be decisive, also when the behaviour of the Proxy is not compliant with the Shareholder's instructions.*

In order to facilitate the use of the form by the Proxy, each resolution is placed on a separate sheet of paper. The shareholder and the Proxy may use only certain pages of the form, at their discretion.

RESOLUTION NO. 1

Art. 1

Acting pursuant to Art. 409 par. 1 of the Code of Commercial Companies and Partnerships and according to Art. 4 and Art. 5 of the Regulations of the General Meeting of LC Corp S.A., the Ordinary General Meeting hereby appoints the Chairperson of the General Meeting.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM
VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 2

Art. 1

The Ordinary General Meeting hereby adopts the following *agenda in compliance with the announcement published on the company's website on 17 May 2019*:

- 1) Opening the General Meeting.
- 2) Appointing the Chairperson.
- 3) Stating that the Ordinary General Meeting has been convened correctly and is capable of adopting resolutions.
- 4) Adopting the agenda.
- 5) Presenting the Supervisory Board's concise assessment of the standing of the Company comprising an assessment of the internal control system and of the system for managing risks significant to the Company, the report concerning the activities of the Supervisory Board in the financial year 2018, including an assessment of the Management Board's report on the Company's activities and its financial statements for the financial year 2018, as well as the evaluation of the Management Board's motion regarding the allocation of profit for the year 2018 and the assessment of the Company's compliance with disclosure obligations regarding the application of corporate governance principles set out in the Exchange Rules and the regulations concerning current and interim reports submitted by issuers of securities.
- 6) Adopting a resolution on the approval of the Supervisory Board's concise assessment of the standing of the Company, the report concerning the activities of the Supervisory Board in the financial year 2018 and the assessment of the Management Board's report on the Company's activities and its financial statements for the financial year 2018, as well as the evaluation of the Management Board's motion regarding the allocation of profit for the financial year 2018 and the assessment of the Company's compliance with disclosure obligations regarding the application of corporate governance principles set out in the Exchange Rules and the regulations concerning current and interim reports submitted by issuers of securities.
- 7) Adopting a resolution on the review and approval of the Management Board's report concerning the activities of the Company and of LC Corp S.A. Capital Group pertaining to the financial year 2018.
- 8) Passing a resolution concerning the review and approval of the financial statements the Company for the financial year 2018.
- 9) Adopting a resolution on the review and approval of the consolidated financial statements of LC Corp S.A. Capital Group pertaining to the financial year 2018.
- 10) Adopting resolutions on granting the acknowledgement of fulfilment of duties to members of the Management Board in the financial year 2018.
- 11) Adopting resolutions on granting the acknowledgement of fulfilment of duties to members of the Supervisory Board in the financial year 2018.
- 12) Examining the Management Board's motion concerning the allocation of profit for the financial year 2018.
- 13) Adopting a resolution on the allocation of profit for the financial year 2018, and in case of adopting a resolution concerning dividend payment, adopting a resolution concerning the establishment of the dividend day, dividend payment date and allocation of a portion of supplementary capital, if any, towards dividend payment.
- 14) Adopting resolutions on the change of the name of the company and amendments to the Memorandum and Articles of Association.
- 15) Adopting resolutions concerning amendments to the Regulations of the Supervisory Board.
- 16) Adopting a resolution on the merger, pursuant to Art. 492 par. 1 point 1 of the Code of Commercial Companies and Partnerships, of LC Corp S.A. in Wrocław with LC Corp Invest XX Sp. z o.o. in Wrocław.
- 17) Closing of the Meeting.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

<p>Cast vote:</p> <p><input type="checkbox"/>* FOR</p> <p>Number of shares:</p> <p>.....</p> <p>Number of votes:</p> <p>.....</p>	<p>Cast vote:</p> <p><input type="checkbox"/>* AGAINST</p> <p>Number of shares:</p> <p>.....</p> <p>Number of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Cast vote:</p> <p><input type="checkbox"/>* ABSTAIN FROM VOTING</p> <p>Number of shares:</p> <p>.....</p> <p>Number of votes:</p> <p>.....</p>
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Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 3

Art. 1

Acting pursuant to Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 18 of the Memorandum and Articles of Association, the Ordinary Meeting of the Company hereby approves the Supervisory Board's assessment of the standing of the Company, the report concerning the activities of the Supervisory Board in the financial year 2018 and the Supervisory Board's assessment concerning the Management Board's report on the Company's activities and its financial statements for the financial year 2018, as well as the evaluation of the Management Board's motion regarding the allocation of profit for the year 2018 and the assessment of the Company's compliance with disclosure obligations regarding the application of corporate governance principles set out in the Exchange Rules and the regulations concerning current and interim reports submitted by issuers of securities.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM
VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 4

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 1 and Art. 395 par. 5 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 1 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company, having reviewed the report of the Management Board concerning the activities of the Company and of LC Corp S.A. Capital Group for the financial year 2018, hereby approves the report of the Management Board concerning the activities of the Company and of LC Corp S.A. Capital Group for the financial year 2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

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Number of votes:

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☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM
VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 5

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 1 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 1 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company, having reviewed the financial statements of the Company for the financial year 2018, hereby approves the financial statements of the Company for the financial year 2018 consisting of:

- 1) the statement of financial position as at 31 December 2018 with total assets and liabilities amounting to PLN 1,503,327 thousand (in words: one billion five hundred three million three hundred twenty-seven thousand zlotys).
- 2) the statement of comprehensive income pertaining to the financial year from 1 January 2018 to 31 December 2018 showing profit after tax amounting to PLN 118,661 thousand (in words: one hundred eighteen million six hundred sixty-one thousand zlotys) and comprehensive income amounting to PLN 118,661 thousand (in words: one hundred eighteen million six hundred sixty-one thousand zlotys).
- 3) the statement of changes in equity pertaining to the financial year from 1 January 2018 to 31 December 2018, showing an increase in equity capital by PLN 11,247 thousand (in words: eleven million two hundred forty-seven thousand zlotys),
- 4) the cash flow statement pertaining to the period from 1 January 2018 to 31 December 2018, showing a decrease in net cash balance by PLN 6,241 thousand (in words: six million two hundred forty-one thousand zlotys).
- 5) Additional information to the financial statements – Accounting principles (policies) and additional explanatory notes.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

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Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

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Number of votes:

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☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 6

Art. 1

Acting pursuant to Art. 63c par. 393 of the Accounting Act and Art. 395 par. 2 point 1 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 1 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company, having reviewed the consolidated financial statements of LC Corp S.A. Capital Group for the financial year 2018, hereby approves the consolidated financial statements of LC Corp S.A. Capital Group for the financial year 2018 consisting of:

1. the consolidated statement of financial position as at 31 December 2018 with total assets and liabilities amounting to PLN 3,574,668 thousand (in words: three billion five hundred seventy-four million three hundred sixty-eight thousand zlotys),
2. the consolidated statement of comprehensive income pertaining to the financial year from 1 January 2018 to 31 December 2018 showing profit after tax amounting to PLN 160,380 thousand (in words: one hundred sixty million three hundred eighty thousand zlotys) and comprehensive income amounting to PLN 156,837 thousand (in words: one hundred fifty-six million eight hundred thirty-seven thousand zlotys),
3. the consolidated statement of changes in equity pertaining to the financial year from 1 January 2018 to 31 December 2018, showing an increase in equity capitals by PLN 49,423 thousand (in words: forty-nine million four hundred twenty-three thousand zlotys),
4. the consolidated cash flow statement pertaining to the period from 1 January 2018 to 31 December 2018, showing an increase in net cash balance by PLN 123,450 thousand (in words: one hundred twenty-three million four hundred fifty thousand zlotys),
5. notes to the consolidated financial statements – Accounting principles (policies) and explanatory notes.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

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Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

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Number of votes:

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☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM VOTING**

Number of shares:

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Number of votes:

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Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 7

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Dariusz Niedośpiał** – President of the Management Board in the period from 01.01.2018 to 31.12.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ *** FOR**

Number of shares:

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Number of votes:

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Cast vote:

☐ *** AGAINST**

Number of shares:

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Number of votes:

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☐ **OBJECTION**

Cast vote:

☐ *** ABSTAIN FROM VOTING**

Number of shares:

.....

Number of votes:

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Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 8

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Jakub Malski** – First Vice-President of the Management Board in the period from 01.01.2018 to 09.02.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

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Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

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Number of votes:

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☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM
VOTING**

Number of shares:

.....

Number of votes:

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Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 9

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Radosław Stefurak** – Member of the Management Board in the period from 01.01.2018 to 31.12.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

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Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

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Number of votes:

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☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM
VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 10

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Tomasz Wróbel** – Member of the Management Board in the period from 01.01.2018 to 31.12.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> * FOR Number of shares: Number of votes:	Cast vote: <input type="checkbox"/> * AGAINST Number of shares: Number of votes: <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> * ABSTAIN FROM VOTING Number of shares: Number of votes:

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 11

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Mirosław Kujawski** – Member of the Management Board in the period from 01.01.2018 to 31.12.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 12

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mrs **Małgorzata Danek** – Member of the Management Board in the period from 01.01.2018 to 27.06.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> *FOR Number of shares: Number of votes:	Cast vote: <input type="checkbox"/> *AGAINST Number of shares: Number of votes: <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> *ABSTAIN FROM VOTING Number of shares: Number of votes:

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 13

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Michał Hulbój** – Chairperson of the Supervisory Board in the period from 01.01.2018 to 31.12.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM
VOTING**

Number of shares:

.....

Number of votes:

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Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 14

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Paweł Małyska** – Member of the Supervisory Board in the period from 01.01.2018 to 31.12.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM
VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 15

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Michał Kowalczewski** – Vice-Chairperson of the Supervisory Board in the period from 01.01.2018 to 12.10.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM
VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 16

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Jacek Osowski** – Member of the Supervisory Board in the period from 01.01.2018 to 30.10.2018 and Vice-Chairperson of the Supervisory Board in the period from 30.10.2018 to 31.12.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM
VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 17

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Krzysztof Kaczmarczyk** – Member of the Supervisory Board in the period from 01.01.2018 to 15.10.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> *FOR Number of shares: Number of votes:	Cast vote: <input type="checkbox"/> *AGAINST Number of shares: Number of votes: <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> *ABSTAIN FROM VOTING Number of shares: Number of votes:

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 18

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **John Richard Bańka** – Member of the Supervisory Board in the period from 01.01.2018 to 27.06.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM
VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 19

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Grzegorz Grabowicz** – Member of the Supervisory Board in the period from 01.01.2018 to 31.12.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM
VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 20

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Michał Wnorowski** – Member of the Supervisory Board in the period from 27.06.2018 to 31.12.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 21

Art. 1

Acting pursuant to Art. 393 point 1 and Art. 395 par. 2 point 3 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 4 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby acknowledges the fulfilment of duties in the financial year 2018 by Mr **Piotr Kaczmarek** – Member of the Supervisory Board in the period from 15.10.2018 to 31.12.2018.

Art. 2

The resolution becomes effective on the day of its passing.

Shareholder's instructions for the Proxy Holder:		
Cast vote: <input type="checkbox"/> *FOR Number of shares: Number of votes:	Cast vote: <input type="checkbox"/> *AGAINST Number of shares: Number of votes: <input type="checkbox"/> OBJECTION	Cast vote: <input type="checkbox"/> *ABSTAIN FROM VOTING Number of shares: Number of votes:

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 22

Art. 1

1. -----A
acting pursuant to Art. 396 par. 5 and Art. 348 par. 1 of the Code of Commercial Companies and Partnerships, the Ordinary General Meeting of the Company hereby allocates the supplementary capital created from retained earnings amounting to PLN 2,179,626.27 (in words: two million one hundred seventy-nine thousand six hundred twenty-six zlotys and twenty-seven groszes) towards dividend payment.
2. -----T
The rules and date of dividend payment are set out in Art. 2 hereof.

Art. 2

Acting pursuant to Art. 395 par. 2 point 2 and Art. 348 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 2 and point 3 of the Memorandum and Articles of Association, and with regard to principle IV.Z.16. Good Practice for WSE Listed Companies (Resolution number 26/1413/2015 of the Supervisory Board of the Warsaw Stock Exchange of 13 October 2015), the Ordinary General Meeting of the Company hereby resolves that:

1. the Ordinary General Meeting of the Company hereby allocates the profit generated by the Company in the financial year ended on 31 December 2018 amounting to PLN 118,661,117.70 (in words: one hundred eighteen million six hundred sixty-one thousand one hundred seventeen zlotys and seventy groszes) for distribution between shareholders through the payment of dividend.
2. The Ordinary General Meeting resolves that the dividend shall be paid as follows:
 - a) the total dividend amounts to PLN 120,840,743.97 (in words: one hundred twenty million eight hundred forty thousand seven hundred forty-three zlotys and ninety-seven groszes) and it includes the full profit for the financial year 2018 allocated towards dividend payment according to Art. 2 par. 1 hereof plus PLN 2,179,626.27 (in words: two million one hundred seventy-nine thousand six hundred twenty-six zlotys and twenty-seven groszes) transferred from the supplementary capital towards dividend payment according to Art. 1 hereof.
 - b) 447,558,311 shares participate in the distribution of dividend. Each share entitles to a dividend of PLN 0.27 (in words: twenty-seven groszes).
 - c) The dividend day shall be 19 August 2019.
 - d) The dividend payment date shall be 30 August 2019.

Art. 3

The resolution becomes effective upon passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:	Cast vote:	Cast vote:
<input type="checkbox"/> *FOR	<input type="checkbox"/> *AGAINST	<input type="checkbox"/> *ABSTAIN FROM VOTING
Number of shares:	Number of shares:	Number of shares:
Number of votes:	Number of votes:	Number of votes:
	<input type="checkbox"/> OBJECTION	

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 23

Art. 1

1. -----T
The Ordinary General Meeting of the Company hereby resolves to change the name of the Company from "LC Corp" Spółka Akcyjna to Develia Spółka Akcyjna.

2. -----T
herefore, acting pursuant to Art. 430 par. 1 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 5 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby resolves to amend the Memorandum and Articles of Association by changing the existing Art. 1 par. 2 and 3 of the Memorandum and Articles of Association to read as follows:

" 2. The name of the Company shall be: Develia Spółka Akcyjna..

3. -----T
The Company can use an abbreviated name: Develia S.A. and a distinguishing figurative trademark."

Art. 2

Pursuant to Art. 430 par. 5 of the Code of Commercial Companies and Partnerships, the Supervisory Board shall be authorised to determine the uniform text of the Memorandum and Articles of Association.

Art. 3

The resolution, according to Art. 430 par. 1 of the Code of Commercial Companies and Partnerships, shall be effective upon registration of the amendment to the Memorandum and Articles of Association by the relevant Court of Registration.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ *FOR

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ *AGAINST

Number of shares:

.....

Number of votes:

.....

☐ OBJECTION

Cast vote:

☐ *ABSTAIN FROM
VOTING

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 24

Art. 1

Acting pursuant to Art. 430 par. 1 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 5 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby resolves to amend the Memorandum and Articles of Association by changing the existing Art. 16 par. 3 of the Memorandum and Articles of Association to read as follows:

"3. Members of the Management Board shall be appointed for a joint three-year term of office. One person can be reappointed member of the Management Board for terms of office not exceeding three years each."

Art. 2

Pursuant to Art. 430 par. 5 of the Code of Commercial Companies and Partnerships, the Supervisory Board shall be authorised to determine the uniform text of the Memorandum and Articles of Association.

Art. 3

The resolution, according to Art. 430 par. 1 of the Code of Commercial Companies and Partnerships, shall be effective upon registration of the amendment to the Memorandum and Articles of Association by the relevant Court of Registration.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 25

Art. 1

Acting pursuant to Art. 430 par. 1 of the Code of Commercial Companies and Partnerships and pursuant to Art. 30 par. 1 point 5 of the Memorandum and Articles of Association, the Ordinary General Meeting of the Company hereby resolves to amend the Memorandum and Articles of Association by deleting the existing Art. 7¹ of the Memorandum and Articles of Association.

Art. 2

Pursuant to Art. 430 par. 5 of the Code of Commercial Companies and Partnerships, the Supervisory Board shall be authorised to determine the uniform text of the Memorandum and Articles of Association.

Art. 3

The resolution, according to Art. 430 par. 1 of the Code of Commercial Companies and Partnerships, shall be effective upon registration of the amendment to the Memorandum and Articles of Association by the relevant Court of Registration.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM
VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 26

Art. 1

Acting pursuant to Art. 391 par. 3 of the Code of Commercial Companies and Partnerships and Art. 30 par. 1 point 15 of the Memorandum and Articles of Association, the Extraordinary General Meeting of the Company hereby resolves to amend the Regulations of the Supervisory Board of the Company as follows:

- 1) Art. 9 par. 3 of the Regulations of the Supervisory Board shall now read:
"3. *The Supervisory Board can adopt resolutions in writing (circular mode) or using the means of direct remote communications, in particular via electronic mail, facsimile, telephone, conference calls, and video conference calls. The resolution shall be valid if all members of the Management Board have been notified on the contents of the draft resolution.*"
- 2) in Art. 9 of the Regulations of the Supervisory Board after par. 3 the following new par. 3 a) and 3 b) are added:

"3a. *In case of circular resolutions, members of the Supervisory Board vote by signing one copy of the proposed resolution in the indicated space (circular copy), or each member of the Supervisory Board signs a separate copy of the proposed resolution prepared specially for him/her (circular). Resolutions can be also passed in a mixed mode, combining both forms of voting as mentioned above. The resolution shall be deemed adopted on the date of the last signature.*
3b. *If resolutions are passed using means of direct remote communications, members of the Supervisory Board vote accordingly by written or spoken means:*
 - a) *if the voting takes place via electronic mail or facsimile, each member of the Supervisory Board taking part in the voting shall cast his/her vote by sending a message via e-mail to e-mail address indicated in the request for adopting the resolution or via facsimile to the indicated fax number; the message must clearly indicate the nature of the vote cast with regard to the specific resolution ("for", "against" or "abstaining"); failure to indicate it will render the vote invalid;*
 - b) *if the voting takes place via a phone call, a conference call or video conference call, each member of the Supervisory Board taking part in the voting shall cast his/her vote by submitting a spoken declaration to the Chairperson regarding the nature of his/her vote cast with regard to the specific resolution. Then, the Chairperson shall record the nature of the vote of each voter in a self-prepared certificate of voting.**The voting is deemed completed and – if it concerns resolution passing – the resolution is deemed adopted upon expiration of the deadline for casting votes or after all Members of the Supervisory Board taking part in voting have cast their votes, whichever is sooner."*

Art. 2.

The resolution becomes effective upon passing.

Shareholder's instructions for the Proxy Holder:

Cast vote:

☐ ***FOR**

Number of shares:

.....

Number of votes:

.....

Cast vote:

☐ ***AGAINST**

Number of shares:

.....

Number of votes:

.....

☐ **OBJECTION**

Cast vote:

☐ ***ABSTAIN FROM VOTING**

Number of shares:

.....

Number of votes:

.....

Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)

RESOLUTION NO. 27

Art. 1

1. The Ordinary General Meeting of the Company LC Corp Spółka Akcyjna in Wrocław (the "Company") hereby resolves to combine, pursuant to Art. 492 par. 1 point 1 of the Code of Commercial Companies and Partnerships, the Company LC Corp Spółka Akcyjna in Wrocław, entered into the register of businesses maintained by the District Court for the City of Wrocław, 6th Commercial Division of the National Court Register (KRS) under KRS number 00000253077 (the "Acquiring Company") with the company LC Corp Invest XX Spółka z ograniczoną odpowiedzialnością in Wrocław, entered into the Register of Businesses of the National Court Register maintained by the District Court for Wrocław-Fabryczna, 6th Commercial Division of the National Court Register (KRS) under KRS number 0000704679 (the "Acquired Company"), by transferring all the assets of the Acquired Company to the Acquiring Company.
2. The merger will take place pursuant to Article 516 of the Code of Commercial Companies and Partnerships and according to the rules set forth in the Merger Plan of 10 May 2019 announced on the Company's website www.lcc.pl; the Plan is hereby approved by the General Meeting.
3. With regard to the fact that the Acquiring Company owns 100% of the share capital of the Acquired Company, the merger will take place pursuant to Article 515 par. 1 of the Code of Commercial Companies and Partnerships without increasing the share capital of the Acquiring Company and without any amendments to the Memorandum and Articles of Association of the Acquiring Company.
4. Pursuant to Article 516 par. 5 and par. 6 of the Code of Commercial Companies and Partnerships, no ratio of exchange of shares of the Acquired Company into shares of the Acquiring Company shall be set.
5. Pursuant to Article 516 par. 5 and par. 6 of the Code of Commercial Companies and Partnerships, no rules governing the allotment of shares in the Acquiring Company shall be set.
6. Pursuant to Article 516 par. 5 and par. 6 of the Code of Commercial Companies and Partnerships, the date from which shares entitle to participation in the profit of the Acquiring Company shall not be set.
7. There are no plans to confer rights, referred to in Article 499 §1.5 of the Code of Commercial Companies and Partnerships, by the Acquiring Company upon shareholders or persons having special rights in the Acquired Company.
8. There are no plans to confer special benefits to members of the authorities of the combined companies or other parties taking part in the merger.
9. The combination takes place on the grounds of a statement containing information about the accounting status of the Acquired Company as at 1 April 2019 and based on the determined value of the assets of the Acquired Company as at 1 April 2019.
10. Considering the fact that the combination will be carried out pursuant to Article 515 par. 1 of the Code of Commercial Companies and Partnerships, i.e. without increasing the share capital of the Acquiring Company, and that it will not give rise to new circumstances that must be disclosed in the Memorandum and Articles of Association of the Acquiring Company, the Ordinary General Meeting of the Acquiring Company hereby agrees that the Memorandum and Articles of Association of the Acquiring Company shall not be amended in connection with the combination of the Companies.

Art. 2

The Ordinary General Meeting of LC Corp S.A. in Wrocław hereby authorises the Management Board of the Acquiring Company to undertake all necessary factual and legal measures for the implementation of this resolution.

Art. 3

The resolution becomes effective upon passing.

Shareholder's instructions for the Proxy Holder:

<p>Cast vote:</p> <p><input type="checkbox"/>* FOR</p> <p>Number of shares:</p> <p>.....</p> <p>Number of votes:</p> <p>.....</p>	<p>Cast vote:</p> <p><input type="checkbox"/>* AGAINST</p> <p>Number of shares:</p> <p>.....</p> <p>Number of votes:</p> <p>.....</p> <p><input type="checkbox"/> OBJECTION</p>	<p>Cast vote:</p> <p><input type="checkbox"/>* ABSTAIN FROM VOTING</p> <p>Number of shares:</p> <p>.....</p> <p>Number of votes:</p> <p>.....</p>
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Shareholder:.....
signature(s)

Proxy Holder:.....
signature(s)