

## **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 Develia S.A., the Extraordinary General Meeting hereby appoints ..... the Chairperson of the General Meeting.

### **Art. 2**

The resolution becomes effective on the day of its adoption.

## **RESOLUTION NO. 2**

### **Art. 1**

The Extraordinary General Meeting hereby adopts the following *agenda in compliance with the announcement published on the company's website on 11 December 2019*:

- 1) Opening the General Meeting.
- 2) Appointing the Chairperson.
- 3) Stating that the Extraordinary General Meeting has been convened correctly and is capable of adopting resolutions.
- 4) Adopting the agenda.
- 5) Adopting the resolution on determination of remuneration of the Member of the Supervisory Board delegated to perform the obligations of the President of the Management Board of the Company for the period from 28 November 2019 to 28 February 2020.
- 6) Adopting resolutions concerning amendments to the Regulations of the Supervisory Board.
- 7) Closing of the Meeting.

### **Art. 2**

The resolution becomes effective on the day of its adoption.

## **RESOLUTION NO.3**

Acting pursuant to Art. 15 par. 2 of the Regulations of the Supervisory Board of the Company Develia S.A., the Extraordinary General Meeting hereby resolves as follows:

### **Art. 1**

The separate remuneration received by Mr Michał Hulbój for performing the function of the Member of the Supervisory Board delegated to perform the obligations of the President of the Management Board of the Company Develia S.A. with its registered office in Wrocław for the period from 28 November 2019 to 28 February 2020, is determined in the amount equal to the amount of basic remuneration received by the previous President of the Management Board of the Company Develia S.A. with its registered office in Wrocław, which does not exclude a right of the Member's of the Supervisory Board to reimburse from the Company costs incurred in connection with performing this function.

### **Art. 2**

The resolution becomes effective on the day of its adoption.

### **Statement of reasons to resolution number 3**

In connection to adoption the resolution no 2 of the Supervisory Board of the Company Develia S.A. adopted at the meeting held on 28.11.2019 concerning delegation the Member of the Supervisory Board Mr Michał Hulbój to perform the obligations of the President of the Management Board of the Company Develia S.A. for the period from 28 November 2019 to 28 February 2020, it is necessary to adopt by General Meeting the resolution on determination the amount of separate remuneration received by Mr Michał Hulbój for performing the function of the Member of the Supervisory Board delegated to perform the obligations of the President of the Management Board, according to Art. 15 par. 2 Regulations of the Supervisory Board of the Company Develia S.A.

## RESOLUTION NO. 4

### 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. 8 par. 2 Regulations of the Supervisory Board shall be deleted:
- 2) Art. 8 par. 3 Regulations of the Supervisory Board shall be read as follows and shall be given number 2:  
*"2. The Supervisory Board may invite the Management Board members and the Company's employees or other persons from outside of the organization to its meetings, if their presence is justified by the subject of matters reviewed by it. A decision concerning the invitation of third parties shall be passed by a person who calls or chairs the meeting."*
- 3) Art. 13 par. 2 Regulations of the Supervisory Board shall be read as follows:  
*"Votes cast by electronic mail or fax and correspondence documenting the voting process are attached to minutes; electronic materials are attached in the form of prints."*
- 4) Art. 15 par. 2 Regulations of the Supervisory Board shall be read as follows:  
*"2. The members of the Supervisory Board delegated to perform supervisory functions individually on an ongoing basis and the members of the Supervisory Board delegated to perform the duties of the Management Board on a temporary basis shall receive a separate remuneration."*

### Art. 2.

The resolution becomes effective on the day of its adoption.

#### **Statement of reasons to resolution number 4**

The Regulations of the Company's Supervisory Board must be amended to specify detailed the conducting of meetings, simplifying the mode of adopting resolutions by the Supervisory Board and amending the way of determining the rules of remuneration for the members of the Supervisory Board delegated to perform supervisory functions individually on an ongoing basis and the members of the Supervisory Board delegated to perform the duties of the Management Board on a temporary basis.