

RESOLUTION NO. 1/2023
OF THE EXTRAORDINARY GENERAL MEETING
OF THE COMPANY ERBUD S.A. IN WARSAW
ON 24 FEBRUARY 2023

on electing the Chairman of the Extraordinary General Meeting

- I. Acting on the basis of Article 409 § 1 of the Code Commercial Companies and Partnerships the Extraordinary General Meeting of the company under the business name: ERBUD S.A. with its registered office in Warsaw elects Ms **Magdalena Szeplik as the Chair of the Extraordinary General Meeting.**
- II. The resolution becomes effective upon its adoption.

Following the voting, Mr. Gabriel Głowka announced the results:

- valid votes from 8,826,459 shares were cast during the voting, they represent 72.97% in the share capital,
- 8,826,459 valid votes were cast during the voting,
- 0 votes were cast in favour of the resolution,
- 0 votes were cast against,
- there were 0 abstaining votes.

RESOLUTION NO. 2/2023
OF THE EXTRAORDINARY GENERAL MEETING
OF THE COMPANY ERBUD S.A. IN WARSAW
ON 24 FEBRUARY 2023

on adoption of the agenda of the Extraordinary General Meeting

- I. The Extraordinary General Meeting of the company ERBUD S.A. with its registered office in Warsaw (the “**Company**”) adopts the following agenda:
 1. Opening of the Extraordinary General Meeting.
 2. Adopting of a resolution on election of the Chairman of the Extraordinary General

Meeting.

3. Affirmation of the correct conveyance of the Extraordinary General Meeting and the presence of quorum, execution of the attendance list.
4. Adopting of a resolution on adoption of the agenda of the Extraordinary General Meeting.
5. Adoption of a resolution on a merger of ERBUD S.A. (as the acquiring company) with ERBUD INDUSTRY sp. z o.o. (as the target company).
6. Closing of the Extraordinary General Meeting.

II. The resolution becomes effective on the day of its adoption.

Following the voting, the Chair announced the results:

- valid votes from 8,826,459 shares were cast during the voting, they represent 72.97% in the share capital,
- 8,826,459 valid votes were cast during the voting,
- 0 votes were cast in favour of the resolution,
- 0 votes were cast against,
- there were 0 abstaining votes.

RESOLUTION NO. 3/2023
OF THE EXTRAORDINARY GENERAL MEETING
OF THE COMPANY ERBUD S.A. IN WARSAW
ON 24 FEBRUARY 2023

**on merger of ERBUD S.A. (as the acquiring company) with ERBUD INDUSTRY
sp. z o.o. (as the target company)**

The Extraordinary General Meeting of ERBUD S.A. with its registered office in Warsaw (the “**Acquiring Company**”), acting pursuant to Article 506 § 1, 2 and 4 in connection with Article 516 § 6 of the Code of Commercial Companies and Partnerships (“**KSH**”), and pursuant to § 15 section 1 point 6) of the Statutes of the Acquiring Company, having previously listened to the information presented orally by the Management Board of the Acquiring Company, pursuant to Article 505 § 4 KSH, concerning in particular the essential elements of the content of the merger plan, hereby:

§ 1

1. decides to merge the Acquiring Company with ERBUD INDUSTRY sp. z o.o.,

with registered office in Warsaw, address: ul. Franciszka Klimczaka 1, 02-797 Warsaw, entered in the Register of Entrepreneurs of the National Court Register maintained by the District Court for the Capital City of Warsaw in Warsaw, 13th Commercial Division of the National Court Register under KRS No.: 0000042078, tax identification No. NIP: 8792294552, statistical No. REGON: 130867110, with a share capital of 9,000,000 PLN (the “**Target Company**”), pursuant to Article 492 § 1 item 1 of the Code of Commercial Companies and Partnerships, i.e. through the transfer to the Acquiring Company - as the sole shareholder of the Target Company - of all the assets of the Target Company and the dissolution of the Target Company without liquidation.

2. **agrees to the plan of merger** agreed and signed on 23 January 2023 by the Acquiring Company and the Target Company, specifying the procedure and principles of the merger of the companies (the “**Merger Plan**”), which was made available on the websites of the merging companies on 23 January 2023, in accordance with Article 500 § 21 of the Code of Commercial Companies and Partnerships.

§ 2

Due to the fact that the Acquiring Company is the sole shareholder of the Target Company, the merger of the companies takes place without any increase in the share capital of the Acquiring Company and without any amendment to its Statutes.

§ 3

The Extraordinary General Meeting of the Acquiring Company hereby authorises the Management Board of the Acquiring Company to carry out all necessary legal and factual acts related to or intended to carry out the procedure of the merger of the Acquiring Company with the Target Company, under the terms and conditions set out in this resolution and in the Merger Plan.

§ 4

The resolution becomes effective as of the date of its adoption, taking into account the necessity for the merger to be registered by the registration court, pursuant to Article 493 § 2 of the Code of Commercial Companies and Partnerships.

Following the voting, the Chair announced the results:

- valid votes from 8,826,459 shares were cast during the voting, they represent 72.97% in the share capital,
- 8,826,459 valid votes were cast during the voting,
- 0 votes were cast in favour of the resolution,

– 0 votes were cast against,
there were 0 abstaining votes.