

RESOLUTION DRAFTS
OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY ERBUD S.A.
WITH ITS REGISTERED OFFICE IN WARSAW
CONVENED ON 14 JULY 2023

RESOLUTION NO. 1/2023
OF THE EXTRAORDINARY GENERAL MEETING
OF THE COMPANY ERBUD S.A. IN WARSAW
ON 14 JULY 2023

on electing the Chair 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 ERBUD S.A. with its registered office in Warsaw elects Mr./ Ms [] as the Chairman of the Extraordinary General Meeting..
- II. The resolution becomes effective as of the date of its adoption.

REASONING:

The draft resolution concerns procedural matters - election of the Chair of the Extraordinary General Meeting. The Chair of the General Meeting is elected from among the persons entitled to participate in the General Meeting. Adoption of a resolution to this effect is a necessary element of a properly conducted General Meeting.

RESOLUTION NO. 2/2023
OF THE EXTRAORDINARY GENERAL MEETING
OF THE COMPANY ERBUD S.A. IN WARSAW
ON 14 JULY 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. Election of the Chair of the Extraordinary General Meeting.
 3. Affirmation of the correct conveyance of the Extraordinary General Meeting and the presence of quorum.
 4. Adoption of the agenda of the Extraordinary General Meeting.
 5. Review of the Management Board's report on the operations of Erbud Industry Sp. z o.o. in the financial year 2022 and the financial statements of Erbud Industry Sp. z o.o. for 2022, including the Audit Report of the independent auditor.

6. Adoption of a resolution on approval of the Management Board's report on the operations of Erbud Industry Sp. z o.o. in the financial year 2022 and on approval of the financial statements of Erbud Industry Sp. z o.o. for 2022.
 7. Adoption of a resolution on the covering of losses generated in 2022.
 8. Adoption of a resolution on granting a vote of approval to the President of the Management Board of Erbud Industry Sp. z o.o. for the performance of his duties in the financial year 2022.
 9. Closing of the Extraordinary General Meeting.
- II. The resolution becomes effective as of the date of its adoption.

REASONING:

The draft resolution concerns procedural matters - adoption of the agenda of the Extraordinary General Meeting.

The General Meeting debates according to the adopted agenda. Pursuant to Art. 404 § 1 of the Code of Commercial Companies and Partnerships, no resolution may be passed on matters not included on the agenda unless the entire share capital is represented at the General Meeting and none of the present objects to the passing of the resolution. Having ascertained that the General Meeting has been duly convened and has the capacity to adopt resolutions, the Chair presents the agenda to the meeting. In view of the above, the adoption of the proposed resolution is also necessary for the proper conduct of the General Meeting.

RESOLUTION NO. 3/2023

OF THE EXTRAORDINARY GENERAL MEETING

OF THE COMPANY ERBUD S.A. IN WARSAW

ON 14 JULY 2023

on approval of the Management Board's report on the operations of Erbud Industry Sp. z o.o. in the financial year 2022 and the financial statements of Erbud Industry Sp. z o.o. for 2022

- I. Acting on the basis of Art. 393 point 1) in connection with Art. 395 § 2 item 1) of the Code of Commercial Companies and Partnerships, and § 15 section 1 item 1) of the Statutes of ERBUD S.A. with its registered office in Warsaw (the "Company"), and Art. 53 section 1 of the Accounting Act the Extraordinary General Meeting of the Company hereby approves:
 1. the report of the Management Board on the operations of ERBUD Industry Sp. z o.o. in the financial year ended on 31 December 2022;
 2. financial statements of the ERBUD Industry Sp. z o.o. for the year ended on 31 December 2022, including:
 - a. introduction to the financial statements,
 - b. the balance sheet as of 31 December 2022, with total assets and liabilities of PLN 72,595,261.07 (seventy two million five hundred and ninety five thousand two hundred and sixty one 07/00 Zloty),
 - c. the profit and loss statement for the period from 1 January to 31 December 2022, showing a net loss of PLN 1,852,232.36 (one million eight hundred and fifty two thousand two hundred and thirty two 36/00 Zloty),

- d. the cash flow statement showing a decrease in cash during the financial year ended on 31 December 2022 by PLN 2,554,580.01 (two million five hundred and fifty four thousand five hundred and eighty 01/00 Zloty),
- e. the statement of changes in equity showing a decrease in equity during the financial year ended on 31 December 2022 by PLN 1,852,232.36 (one million eight hundred and fifty two thousand two hundred and thirty two 36/00 Zloty),
- f. notes on adopted accounting policies and other explanatory notes.

II. The resolution becomes effective as of the date of its adoption.

REASONING:

The draft resolution concerns approval of the Management Board's report on the operation of Erbud Industry Sp. z o.o. in the financial year 2022 and the financial statements of Erbud Industry Sp. z o.o. for the financial year 2022. Pursuant to Art. 393 item 1) in connection with Art. 395 § 2 item 1) of the Code of Commercial Companies and Partnerships as well as Art. 53 section 1 of the Accounting Act, approval of the aforementioned reports and statements summarising the Company's operations and financial situation in the financial year 2022 is the competency of the General Meeting and fulfils obligations resulting from provisions of law. Passing of the resolution is preceded by presentation of the above reports and statements and a discussion on activities undertaken by the Company and its financial situation in the financial year 2022.

On 24 February 2023, the General Meeting of the Company adopted a resolution on the merger of the Company and Erbud Industry Sp. z o.o. in accordance with the procedure set out in Article 506 of the Code of Commercial Companies and Partnerships, through the acquisition of Erbud Industry Sp. z o.o. by the Company, i.e. the transfer to the Company of all the assets of Erbud Industry Sp. z o.o. by universal succession. The Registry Court registered the merger of the Company and Erbud Industry Sp. z o.o. on 3 April 2023. In view of the above, it is incumbent on the General Meeting of the Company to adopt resolutions on the approval of the financial statements of Erbud Industry Sp. z o.o. and the report of the Management Board of Erbud Industry Sp. z o.o. and to grant a vote of approval to the members of the bodies of Erbud Industry Sp. z o.o.

RESOLUTION NO. 4/2023

OF THE EXTRAORDINARY GENERAL MEETING

OF THE COMPANY ERBUD S.A. IN WARSAW

ON 14 JULY 2023

on the covering of losses generated in 2022

- I. Acting on the basis of Art. 395 § 2 item 2) of the Code of Commercial Companies and Partnerships, as well as §15 section 1 item 2) and § 18 section 1 of the Statutes of ERBUD S.A. with its registered office in Warsaw (the „Company”), the Extraordinary General Meeting of the Company hereby resolves to cover the net loss generated in the financial year ended on 31 December 2022, in the amount of PLN 1,852,232.36 (one million eight hundred and fifty two thousand two hundred and thirty two 36/00 Zloty), from profits generated in the following years.
- II. The resolution becomes effective as of the date of its adoption.

REASONING:

The draft resolution relates to the covering of losses generated in the financial year 2022. Pursuant to Article 395 § 2 item 2 of the Polish Code of Commercial Companies and Partnerships, and pursuant to § 15 section 1 item 2) and § 18 section 1 of the Company's Statutes, it is within the competence of the General Meeting of the Company to decide on the distribution of profit or the coverage of loss.

RESOLUTION NO. 5/2023
OF THE EXTRAORDINARY GENERAL MEETING
OF THE COMPANY ERBUD S.A. IN WARSAW
ON 14 JULY 2023

on granting a vote of approval to the President of the Management Board

- I. Acting on the basis of Art. 393 item 1) in connection with Art. 395 § 2 item 3) of the Code of Commercial Companies and Partnerships as well as § 15 section 1 item 3) of the Statutes of ERBUD S.A. with its registered office in Warsaw (the "Company"), the Company's Extraordinary General Meeting hereby grants a vote of approval to Mr. Zbigniew Gładys in respect of performance of the duties of the President of the Management Board of Erbud Industry Sp. z o.o. in the year 2022.
- II. The resolution becomes effective as of the date of its adoption.

REASONING:

The draft resolution concerns granting a vote of approval to the President of the Management Board, of Erbud Industry Sp. z o.o., Mr. Zbigniew Gładys in respect of performance of the duties in 2022. Pursuant to Art. 393 item 1) in connection with Art. 395 § 2 item 3) of the Code of Commercial Companies and Partnerships as well as § 15 section 1 item 3) of the Company's Statutes, granting a vote of approval to members of the Company's bodies is a competency of the General Meeting of the Company. Passing of the resolution provides a positive opinion on fulfilment of the duties of the President of the Management Board Erbud Industry Sp. z o.o. in the last financial year.