

# HYDROBUDOWA POLSKA S.A. COMPANY'S GENERAL ASSEMBLY REGULATIONS

## I. GENERAL PROVISIONS.

### § 1. Subject of the regulations.

The following regulations specify in detail the rules and course of calling and proceeding with General Assembly sessions.

### §. 2 Definitions

The terms used in the following regulations mean:

1. Regulations – the following regulations, passed by force of the resolution of the Company's General Assembly,
2. The Company – HYDROBUDOWA POLSKA S.A. with a domicile in Wysogotowo, listed in the entrepreneurs registry of the National Court Register kept by the District Court of Nowe Miasto and Wilda in Poznań, VIII Branch of the National Court Register under the KRS number 0000017342,
3. Statute – the HYDROBUDOWA POLSKA S.A. Company Statute,
4. General Assembly – the Company's General Assembly,
5. Supervisory Board – the Company's Supervisory Board,
6. Board of Directors – the Company's Board of Directors,
7. Chairman – Chairman of the Company's General Assembly,
8. Assembly Participant – a Shareholder, their representative,
9. Representative – person(s) authorized to take part in the General Assembly, presenting a power of attorney or other appropriate documents authorizing to represent a Shareholder at the General Assembly,
10. "Good Practices" – "Good Practices of WSE Listed Companies" – Appendix to the 4<sup>th</sup> of July 2007 Resolution No 12/1170/2007 of the Rada Giełdy Papierów Wartościowych in Warsaw S.A.

## II. ACTIONS PRECEDING THE GENERAL ASSEMBLY.

### §3. Publishing resolution projects

1. Resolution projects along with their justification, the full text of the documentation which is to be presented to the General Assembly and, if it is predicted that no resolutions will be passed, the Company's Board of Directors' or Supervisory Board's opinions regarding the matters included in the agenda or matters which are to be included in the agenda before the date of the General Assembly will be made available at the Company's website upon the day on which the General Assembly is called.
2. A Shareholder has the right to demand the issuing of motion copies relating to the matters included in the agenda within a week before the General Assembly.
3. Resolution projects relating to matters included into the General Assembly's agenda or matters which are to be included in it, submitted before the date of the General Assembly by a Shareholder or Shareholders representing at least one twentieth of the share capital are also published in the manner established by item 1 above.

#### **§4. Publishing the list of Shareholders**

1. The list of Shareholders constitutes a listing of Shareholders who presented their right and ensured their participation in the General Assembly, including the first and last names or companies (names) of the authorized participants, their place of residence (domicile), type, numbers and amount of shares as well as the number of votes they are entitled to.
2. The shareholders list signed by the Board of Directors is made available for the Shareholders' inspection on the Board of Directors' premises for three business days directly preceding the date of the General Assembly in the hours from 9.00 to 16.00 and at the location and time of the General Assembly's session. The Shareholder may request a copy of the list in exchange for returning the cost of making the copy or they may request the list of shareholders to be sent free of charge by electronic mail by providing the address to which the list should be sent.

#### **§5. Course of the General Assembly**

1. In the event of Shareholders who represent at least one twentieth of the share capital submitting a request to call an Extraordinary General Assembly, the Extraordinary General Assembly is to be called within two weeks following the presentation of such a request to the Board of Directors. The agenda of such an assembly should at least cover the matters indicated in the request motion submitted by the Shareholders.
2. The request to call an Extraordinary General Assembly or to include specific matters in the nearest General Assembly's agenda should include the justification or a resolution project relating to the matters included in the session's agenda. In this case the provisions of §3 item 1 of the Regulations apply.
3. The motions specified in items 1 – 3 above are submitted in writing or by electronic mail.
4. Recalling the Extraordinary General Assembly called in the course established by item 1 of this section or the General Assembly whose agenda includes specific matters indicated by Shareholders representing at least one twentieth of the share capital may only take place with the permission of the proponents. In other cases the General Assembly may be recalled, if there are extraordinary difficulties to overcome (force majeure), or the assembly is obviously aimless. The recalling proceeds according to the same course as calling the General Assembly, all the while ensuring the minimization of negative results for the Company and its Shareholders, no later than 7 days prior to the initially planned date of the Assembly. Changing the date of the General Assembly proceeds according to the same course as its calling, regardless of whether the agenda was changed or not.

### **III. PARTICIPATION IN THE GENERAL ASSEMBLY.**

#### **§6. Participants of the General Assembly**

1. A shareholder may participate in a General Assembly and exercise the right to vote in person or via an attorney.
2. The power of attorney to act on behalf of the shareholder should be given in

- writing or in the form of an electronic message requiring it to bear a secure electronic signature verified using a certificate.
3. The attorney exercises the right to vote in accordance with the procedure specified in item 6 of this section.
  4. Persons representing the Shareholder other than the Shareholder's attorneys should duly document their right to act on their behalf (especially by presenting extracts from appropriate registers).
  5. Provided that the Company's Board of Directors makes the appropriate decision, a Shareholder may take part in the General Assembly using means of electronic communication, which in particular cover:
    - a) The real-time transmission of the General Assembly's session on the Company's website,
    - b) Mutual real-time communication in which Shareholders may speak during the General Assembly's proceedings while being in a different location than the actual session takes place in,
    - c) Exercising the right to vote personally or via an attorney before or during the General Assembly.
  6. The procedures relating to participation in the General Assembly and exercising the right to vote are established by the Company's Board of Directors before Calling the General Assembly. The announcement of calling the General Assembly includes the Board of Directors' information regarding:
    - a) The method of exercising the right to vote via an attorney, in particular, the forms used for voting via an attorney and the method using means of electronic communication for notifying the Company of appointing an attorney,
    - b) Possibilities and the method of participation in the General Assembly using means of electronic communication,
    - c) The manner of speaking during the General Assembly while using means of electronic communication,
    - d) The manner of exercising the right to vote using means of electronic communication.

#### **§7. Presence of governing body members, auditor and experts and guests**

1. Members of the Supervisory Board and the Board of Directors have the right to participate in the General Assembly. Members of the Board of Directors and Supervisory Board should participate in the General Assembly in a make-up which allows giving substantial answers to the questions posed during the General Assembly.
2. The auditor should participate in an Ordinary General Assembly and in the Extraordinary General Assembly during which the Company's finances are to be the subject of discussion.
3. The Board of Directors is obliged to notify the Supervisory Board and the auditor of the General Assembly dates in writing.
4. Experts and guests invited by the governing body which calls the General Assembly may take part in an appropriate part of the Assembly proceedings, especially if their participation is justified due to the necessity of presenting the General Assembly's participants with opinions relating to the matters at hand.
5. The persons indicated in the above item may speak during the Assembly with the Chairman's permission.

## **IV. GENERAL ASSEMBLY PROCEEDINGS.**

### **§8. Opening the General Assembly**

1. The General Assembly is opened by the person specified by the Corporate Code.
2. The person opening the General Assembly may make all the maintenance decisions necessary to for the General Assembly to commence.
3. The person opening the General Assembly should without delay lead to the appointment of a Chairman, abstaining from any technical or formal settlements.

### **§9. The Chairman**

1. The Chairman is chosen from the participants of the General Assembly.
2. Every participant of the General Assembly may submit one candidate. The persons whos candidacies are submitted will be included in the list of Chairman candidates, so long as they themselves expressly agree to the candidacy.
3. The list of candidates is prepared by the person opening the General Assembly.
4. The Chairman of the General Assembly is elected in a secret vote, where votes are given to each of the candidates submitted in alphabetical order.
5. The person who receives the highest number of votes is elected Chairman. In the event of there being only one candidate for the position of Chairman, the appointment may be made by acclamation.
6. The person opening the General Assembly watches over the proper course of the vote, announces who was chosen as Chairman and transfers management of the proceedings to that person.
7. The Chairman presides over the course of the General Assembly in accordance with the established agenda, legal regulations, Company Statute and the Regulations, ensuring respect of the rights and interests of all General Assembly participants.
8. The particular tasks of the Chairman are:
  - a) Preparation of the attendance list;
  - b) Stating the General Assembly's ability to pass resolutions regarding the matters included in the agenda;
  - c) Presenting the agenda;
  - d) Ensuring that the session proceeds appropriately and fluently;
  - e) Giving the floor to speakers;
  - f) Releasing maintenance regulations;
  - g) Ordering technical intervals;
  - h) Ordering votes, presiding over their proper course and announcing the results of votes as well as signing documents which include the vote results;
  - i) Settling procedural disputes;
  - j) Expressing opinion regarding motions submitted by the General Assembly's participants and, if necessary, ordering a vote on the subject of these motions.
9. The Chairman should not resign from his function without proper justification, nor should he delay the signature of the General Assembly's protocol without providing justification. The Chairman is informed of the above obligations by the person opening the General Assembly.

10. The Chairman may introduce maintenance matters into the agenda of the General Assembly, in particular:
  - a) Allowing persons who are not Shareholders into the conference room, with the reservation of §7;
  - b) Submitting a motion to change the order of discussed matters included in the agenda;
  - c) Selecting the committees established in the Regulations;
  - d) Additional method of recording of the proceedings.
11. Votes on maintenance matters may only regard questions connected with managing the General Assembly. Resolutions which may have an influence on exercising the Shareholders' rights are not voted on in this particular course.
12. In case of maintenance matters the Chairman may individually decide to leave a submitted motion undecided.
13. Participants of the General Assembly may submit an appeal regarding the Chairman's decisions in maintenance matters with the General Assembly.
14. For the purpose of efficiently performing its tasks, the General Assembly, at the Chairman's request, appoints one or more vice-chairpersons from those present on the General Assembly, whose task will be to carry out the tasks assigned by the Chairman. The General Assembly appoints the vice-chairperson via a resolution. A resolution on this issue does not need to be previously announced in the agenda.

#### **§10. List of attendance**

1. Immediately following selection of a Chairman a list of attendance is prepared, which includes:
  - a) The first and last name or company (name) of every Shareholder, and if the Shareholder is represented by a representative, also their first and last name with the indication, that they act as a representative;
  - b) Number and type of shares held by the particular Shareholder as well as the number of votes assigned to these shares;
  - c) Indication, that the Participant of the General Assembly takes part in the proceedings using means of electronic communication.The list of attendance is signed by the Participants of the General Assembly present at the location of the of the proceedings as well as by the Chairman, who thusly confirms that the list is properly prepared.
2. Before the General Assembly, persons appointed by the Board of Directors are obliged to perform all technical actions related to allowing Shareholders to take part in the General Assembly. In particular, the persons indicated above are obliged to:
  - a) Check, whether the Shareholder is included on the list of persons authorized to take part in the General Assembly,
  - b) Check the presence of and verify the formal validity of documents presented by the persons representing the Shareholders,
  - c) Get the signature of the Shareholder or their representative present at the location of the proceedings on the list of attendance,
  - d) Include original documents authorizing representatives to represent the Shareholders, unless the Participant of the General Assembly takes part using means of direct communication or the power of attorney was given in electronic form,
  - e) Distribute voting sheets among the Shareholders and persons representing the Shareholders.

3. The list of attendance may be prepared in several identical copies and/or in the form of separate documents which include the list of Shareholders who hold shares of the same type.
4. After signing the list of attendance the Shareholders and other persons with the right to vote receive the voting sheets prepared by the Board of Directors.
5. During the proceedings the list of attendance should be available to all participants of the General Assembly.
6. At the request of Shareholders holding at least one tenth of the share capital represented on the given General Assembly, the list of attendance should be reviewed a committee of at least three persons, chosen for this specific purpose. The proponents have the right to chose one of the members of such a committee.
7. If the abovementioned committee considers it necessary to supplement the list of attendance, the General Assembly makes the decision regarding the participation of additional participants at the request of the review committee.
8. In the event of changes among the participants of the General Assembly, before calling a vote the Chairman may order to check the number of votes at the disposal of the present participants. The Chairman indicates every instance when the list of attendance was supplemented or otherwise amended. The Chairman signs the list of attendance again upon closing the proceedings.

#### **§11. Returning Committee**

1. The General Assembly has the right to appoint a returning committee. The returning committee is comprised of three members, unless the General Assembly decides otherwise.
2. Members of the returning committee are elected in a secret vote from the participants of the General Assembly, whereby every Shareholder may submit one candidate. The submitted candidate should declare his agreement to be a candidate for the committee.
3. The General Assembly elects the returning committee members by voting on each of the candidates in alphabetical order. The committee is comprised of the persons who receive the largest number of votes.
4. If the number of submitted candidacies for the returning committee is equal to the established number of the committee's members, all of the candidates are elected by acclamation.
5. Members of the returning committee may choose a chairman and a secretary from their ranks.
6. The responsibilities of the returning committee include:
  - a) presiding over the appropriate course of votes;
  - b) supervising the work of persons operating the vote calculation devices;
  - c) establishing the vote results, taking into account votes submitted by participants who take part in the General Assembly using means of electronic communication, and handing the results to the Chairman in order for them to make the announcement;
  - d) other actions related to managing the votes.
7. If the returning committee detects irregularities in the votes, it is obliged to immediately notify the Chairman of the occurrence and provide conclusions regarding further actions.
8. The returning committee may use the help of experts, especially consultants and advisors of the Company.
9. Documents which state the results of each of the votes are signed by all

- members of the returning committee and the Chairman.
10. The General Assembly may also appoint other committees.

### **§12. Passing the Agenda**

1. After signing the list of attendance and stating that the General Assembly is able to pass resolutions, the Chairman presents the proposed agenda of the proceedings to the participants of the General Assembly.
2. The General Assembly may also include new questions in the agenda and discuss them, but without passing resolutions related to them.
3. A resolution to abstain from discussing a specific matter included in the agenda may be passed only when it is appropriately justified. A motion regarding the matter should be reasoned in detail. If the General Assembly passes the resolution to remove any of the points from the agenda, the motions filed in relation to them remain undecided. Removing a point from the agenda or abstaining from discussing a matter included in the agenda at the request of Shareholders requires the General Assembly to pass a resolution after agreement is expressed by all present Shareholders who filed such a motion, passed by 75% of the votes of the General Assembly.
4. The Chairman may not individually remove matters from the announced agenda, change the order of specific points on the agenda nor introduce substantial questions not covered by the agenda.
5. After presenting every matter included in the agenda, the Chairman prepares a list of persons willing to partake in their discussion and after the list is complete, opens the discussion giving the floor to speakers in the order in which they figure on the list.
6. The decision to close a discussion lies with the Chairman.
7. Outside the specified order of speakers, the Chairman may give the floor to members of the Board of Directors or the Supervisory Board, whose presentations will not be taken into account while establishing the list and number of speakers.
8. The person taking the floor must present their first and last name, representatives also indicate on whose behalf they act. The Chairman may request that discussion applications be made in writing stating the first and last name of the applicant; additionally, in the case of representatives – indicating which Shareholder they represent.
9. Speakers may take the floor only in matters covered by the agenda and on the subject of the currently discussed point.
10. While discussing each matter included in the agenda, depending on the subject, the Chairman may specify the time allotted to a single speaker to present their opinion or reply. The Chairman may decide not to use the above time restriction in relation to members of the Board of Directors, Supervisory Board or experts. The Chairman makes decisions regarding giving the speaker additional time or giving the floor once again.
11. The Chairman may call a speaker to order, if the speaker strays from the subject currently discussed, exceeds the allotted time or speaks in an inappropriate manner.
12. The Chairman may take back the floor from speakers who do not adhere to the Chairman's remarks or speak in a manner which does not conform to the Regulations.
13. The Chairman has the right to expel persons disrupting the agenda. At the request of the interested party, the General Assembly may make a separate decision in

the above matter.

14. Regarding the Chairman's decisions the Assembly's participants have the right to appeal to the General Assembly.
15. Every participant of the General Assembly has the right to present questions to the Board of Directors, the Supervisory Board or the auditor regarding matters included in the agenda and on the subject of the currently discussed point.
16. Within the boundaries of their competence, members of the Board of Directors, the Supervisory Board and the Company's auditor are obliged to provide answers to the questions they are asked, in the scope necessary to settle the matters discussed by the General Assembly.
17. The answers to questions should be given taking into consideration the fact, that the Company carries out its information obligations in accordance with regulations relating to financial instruments, while providing a series of information may not be carried out in a matter other than according to these regulations.
18. Every participant of the General Assembly may file a motion regarding a formal matter. In such formal cases the Chairman may give the floor outside of the established order.
19. Formal matters are considered to be motions regarding the course of proceedings and votes, especially motions regarding:
  - a) closing the list of speakers,
  - b) restricting, postponing or closing a discussion,
  - c) Restricting the speech time,
  - d) ordering a technical interval in the proceedings,
  - e) the order of passing motions,
  - f) closing a list of candidates.
20. Discussions regarding formal motions should take place directly after they are filed. Only two speakers may take part in such discussions: one "for" and one "against", unless the Chairman decides otherwise.
21. Directly following the discussion the Chairman orders the formal motion to be voted on by the General Assembly.
22. At the request of a participant of the General Assembly his written declaration is included in the protocol. The declaration is received by the end of the proceedings.
23. After exhausting the agenda of the proceedings, the Chairman closes the General Assembly. Upon the closing of the Assembly it stops functioning as the Company's governing body and the present participants of the General Assembly cannot pass valid resolutions.

### **§13. Resolutions**

1. Written projects of resolutions included in the General Assembly's agenda are prepared by the Board of Directors. In instances regulated by the law Shareholders are authorized to prepare resolution projects and deliver them to the Board of Directors.
2. Until closing the discussion of a given matter, every participant of the General Assembly has the right to submit propositions of resolution projects or their changes.
3. If the speakers do not formulate a clear wording of the proposed resolution, the Chairman is obliged to carry out the final edition of the filed motions, unless a committee specified in item 5 is appointed. Resolutions should be formulated in

such a way, which makes it possible for every authorized person not in favor of the settlement being the subject of the resolution to appeal against it.

4. The resolution project may be submitted in writing with the Chairman.
5. In the event of a significant number of motions being filed during the General Assembly's proceedings, the General Assembly may, at the Chairman's request, appoint a resolution committee.
6. The committee may include three members out of the participants of the General Assembly. The election will proceed according to the rules established for the election of returning committee members.
7. The resolution committee is obliged to carry out the final editing of resolution projects which are subject to votes.
8. The resolution committee's decisions will be passed with an open vote and a simple majority of votes.
9. For matters not regulated in this section, the provisions of § 11 point 2 and 3 as well as § 11 point 5 and 8 of the Regulations will apply.
10. Resolution projects or motions regarding changes in their contents may be withdrawn by the persons who filed them.
11. Rejecting a resolution project in the course of a vote due to not receiving the required majority of votes is not equal to the Assembly passing a negative resolution with a meaning opposite to the motion which was voted on.
12. Persons who have objections regarding resolutions are entitled to briefly justify their objection.
13. If the General Assembly passes a resolution to call an Extraordinary General Assembly, the resolution will be effective, provided that it contains all the data required from General Assembly announcements. The execution of the resolution lies with the Board of Directors.

#### **§14. Voting**

1. Voting on resolutions takes place following reading their projects by a notary, the Chairman or a person appointed by them.
2. The voting procedure is as follows:
  - a) voting on motions regarding resolution projects, whereby motions whose passing or rejecting influences other motions have priority;
  - b) voting on the resolution project as a whole in the proposed wording, with changes resulting from other passed motions.
3. The procedure of voting on motions regarding resolution projects is established by the Chairman.
4. The statutory prohibition to partake in the vote on a resolution if there is a substantial justification of exclusion also concerns persons who take part in the General Assembly as representatives, unless appropriate requirements regarding the contents of the power of attorney established in the Corporate Code are met.
5. Representatives of legal entities should also abstain from voting, if there are substantial reasons for doubt regarding the Shareholder they represent.
6. A Shareholders who are members of the Company's governing body may take part in the vote regarding granting a vote of confidence to the members of a body which they themselves are a part of.
7. In the event where legal regulations or the Company's Statute require the vote to be carried out in separate share groups (types), the Chairman will order a separate vote for the individual share groups. Only participants of the General Assembly who hold shares of the appropriate type will be able to take part in the

appropriate vote.

8. The Chairman may order the participants of the General Assembly to vote in the order established by the Chairman.
9. The General Assembly may, by way of a resolution, overrule the secrecy of a vote regarding the election of the committees appointed by the Assembly.
10. Votes during General Assemblies may take place using electronic technology.
11. After receiving the vote results the Chairman states the number of votes given in favor of the resolution, against the resolution as well as the number of abstained votes and declares whether or not the resolution was passed.
12. The documents which contain the results of each vote are signed by all members of the returning committee and the Chairman.

### **§15. Appointing and dismissing the Supervisory Board**

1. The General Assembly established the number of Supervisory Board Members taking into consideration the relevant provisions of the Company's Statute.
2. Every Shareholder has the right to appoint one or several candidates for Supervisory Board Members.
3. The Board of Directors is obliged to present the Chairman with all the submitted candidacies for the Supervisory Board along with documents included with such an application.
4. The Chairman or the person appointed by them presents the candidacies along with their justifications to the participants of the General Assembly. The list of candidates is prepared by the Chairman. The list of candidates cannot be closed, if the number of candidates is lower than the number of Supervisory Board Members established by the General Assembly.
5. The candidate for a Supervisory Board Member may be a private person with full legal capability, provided that the person files a written declaration that they agree to the candidacy.
6. Supervisory Board Member candidacies should be filed at least 7 days prior to the date of the General Assembly during which the Supervisory Board is to be appointed.
7. The Shareholder submitting a candidacy for a Supervisory Board Member should provide the Company with the following documents:
  - a) the candidate's professional bio,
  - b) a detailed justification of the submitted candidacy,
  - c) the candidate's expressed agreement to the candidacy,
  - d) the candidate's agreement to publish the information specified in points a, b and e on the Company's websites as well as the candidate's agreement to adhere to the Company's legal regulations,
  - e) information regarding the personal, actual, organizational and capital associations of the Supervisory Board candidate with the Shareholder submitting the candidacy of the given person and that person's associations with other Shareholders, especially with majority Shareholders.
8. Information regarding Supervisory Board member candidates submitted by Shareholders will be published on the Company's websites no later than 5 days before the planned date of the General Assembly during which the Supervisory Board elections are to take place.
9. Appointment of Supervisory Board Members is done in the course of a secret vote, by voting on each of the candidates in alphabetical order. If the number of candidates is equal to the number of Supervisory Board Members established by the General Assembly, the vote may be carried out for all the candidates at

once, unless at least one participant of the General Assembly objects.

10. At the request of Shareholders representing at least 1/5 of the share capital, the election of the Supervisory Board should be done by way of votes in separate groups.
11. The written motion regarding election of the Supervisory Board by way of a votes in separate groups should be submitted with the Board of Directors within a time which allows the matter of Supervisory Board election by way of votes in separate groups to be included in the agenda provided in the General Assembly announcement.
12. Persons who on the General Assembly represent the amount of shares which is a result of dividing the total number of shares by the number of Supervisory Board candidates may form a separate group in order to elect one member of the Supervisory Board, however, they will not partake in electing the remaining members.
13. The Supervisory Board mandates not appointed by the appropriate group of Shareholders, formed in accordance with item 12, is appointed by way of a vote which is carried out by the Shareholders whose votes were not given during the election of Supervisory Board members chosen by way of votes in separate groups.
14. Before Supervisory Board members are chosen by way of a vote in separate groups, the Chairman informs the General Assembly of the number of shares represented on the General Assembly and the minimum number of shares required to form a group able to elect a Supervisory Board member.
15. The body calling the General Assembly gives every formed group the possibility to meet and carry out election procedures. Every group should chose its own Chairman who will preside over its meeting.
16. If at least one group able to elect a Supervisory Board Member is not formed during the General Assembly during which the Supervisory Board elections are to take place by way of votes in separate groups, the elections do not take place.
17. The candidates who received the highest respective number of votes are considered elected as members of the Supervisory Board.
18. If any of the candidates receive an equal number of votes, the Chairman will order a supplementary vote.

#### **§16. Intervals in the Assembly's proceedings**

1. The General Assembly may order intervals in the proceedings with a two third majority of votes. The total interval time may not be longer than thirty days.
2. The interval resolution should specify the date and time as well as location of recommencing the proceedings.
3. If the General Assembly orders an interval(s) in the proceedings, the sameness of the General Assembly's members does not need to be retained in order to maintain continuity of the General Assembly, which means that:
  - a) A different number of participants may take part in the General Assembly after the interval, as long as they are included in the attendance list prepared on the day of recommencing the proceedings,
  - b) The election of a new Chairman does not take place, provided that the person who presided over the proceedings before the interval is present,
  - c) In the case of representatives of Shareholders, if these are different persons than before the interval, presentation of power of attorney or other appropriate documents is necessary in order to represent a Shareholder during the General Assembly,

d) The right to partake in the General Assembly is decided according to appropriate legal regulations and the dates specified therein are calculated in relation to the announced date of the General Assembly, not the date of recommencing the proceedings.

4. Expanding the agenda of the General Assembly in comparison to the contents of the General Assembly announcement is impermissible.
5. The General Assembly interval resolution does not require an additional announcement in the manner established for calling the General Assembly, including with regard to the location of recommencing the proceedings after the interval, provided that the General Assembly will take place in the same town/city.
6. If the General Assembly orders an interval in the proceedings, the resolutions which are included in the protocol are the ones passed before the interval, with the indication that the General Assembly was adjourned.
7. The resolutions passed in the part of the proceedings following the interval will be included in a separate protocol, whereas, if there are several intervals – in separate protocols.
8. Every notary protocol prepared according to the above provisions includes the General Assembly participants list of attendance for the given part of the Assembly.
9. In justified cases the Chairman may order a short recess in the proceedings (technical recess). The technical recess must not hinder the execution of the Shareholders' rights.

#### **§17. Protocols**

1. Apart from the protocol prepared in the form of a notary act, the Chairman may order additional recording of the entirety or parts of the proceedings by a secretary specially appointed by the Chairman. The secretary may be a person who is not a participant of the General Assembly.
2. These records may note matters which are not the subject of the protocol prepared by the notary, especially the manner of settling maintenance and formal matters as well as the course of discussions relating to submitted resolution projects.
3. The Company may demand a return of costs for the issue of a notary duplicate of the General Assembly protocol.
4. The course of the proceedings – in their entirety or in part – may additionally be recorded using methods of audio and video recording.
5. The data carriers containing the recordings are kept by the Board of Directors which may make the decision to destroy them, whereas copies will not be issued.
6. The recording may be carried out at the General Assembly's permission with the reservation, that the person who takes the floor may request that their speech or image recorded in this way not be published or otherwise distributed.
7. The recordings specified in this section are not subject to general assembly protocol regulations.
8. Authorizations to exercise the right to vote or documents stating the fact of a Shareholder acting through another representative should be included with the minute book. The minute book includes a copy of the notary act including the protocol and proof of calling the General Assembly.

## **V. FINAL PROVISIONS.**

### **§18. Legal Clause**

In matters not covered by the Regulations appropriate legal regulations and Statute provisions will apply.

### **§19. Consolidated text of the Regulations and effective date of the changes**

1. The Regulations become effective upon their passing by the Company's General Assembly of Shareholders.
2. A change in the Regulation requires a resolution of the General Assembly. In the event of a change in Regulations by the General Assembly, the Board of Directors is obliged to prepare its consolidated text within 14 days.
3. Changes in Regulations become effective on the next General Assembly which takes place following the Assembly during which the changes were passed.

The Resolution was passed with a majority of 151 052 345 valid votes out of 151 052 345 shares which constitute 71,74% of the share capital, including 151 052 345 votes "for", 0 votes "against" and 0 votes "abstained".