

## Draft Resolutions of the Ordinary General Meeting

The Stalprodukt S.A. Management Board, herewith, discloses to the public the content of draft resolutions of the Ordinary General Meeting, which will be held in Bochnia on 22 June 2021.

### **DRAFT RESOLUTION N° XL/1/2021 of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 concerning the election of the Chairman of the Meeting.**

The Ordinary General Meeting of Stalprodukt S.A. in Bochnia, acting pursuant to Article 409 par. 1 of the Code of Commercial Companies adopts the following resolution:

#### §1

The Ordinary General Meeting of Shareholders elects.....as the Chairman of the Ordinary General Meeting.

#### §2

The Resolution takes effect on the day of adoption.

.....  
/signature of the elected /  
Chairman of the Meeting /

.....  
/signature of the Chairman  
of the Supervisory Board/

### **DRAFT RESOLUTION N° XL/2/2021 of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 concerning the adoption of the agenda.**

The Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

#### §1

The Ordinary General Meeting adopts the agenda which was included in the Announcement on the Ordinary General Meeting published on the Company's web-site [www.stalprodukt.com.pl/investor-relations/annual-general-meeting-of-shareholders](http://www.stalprodukt.com.pl/investor-relations/annual-general-meeting-of-shareholders) 27 May 2021.

#### §2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

### **DRAFT RESOLUTION N° XL/3/2021 of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 concerning the election of the Ballot Counting Committee of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia.**

The Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

#### §1

The following persons were elected to the Ballot Counting Committee:

1. ....
2. ....
3. ....

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/4/2021**  
**of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 concerning the election of the Resolutions Committee of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia.**

The Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The following persons were elected to the Resolutions Committee:

1. ....
2. ....
3. ....

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/5/2021**  
**of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 concerning the approval of the Stalprodukt's Financial Report and the Management Board's Report on Stalprodukt's Activities for 2020.**

Pursuant to Article 393 subpar. 1 and Article 395 par. 2 subpar. 1 of the Code of Commercial Companies and in connection with par. 36 subpar. 2 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting approves of the Stalprodukt's Financial Report and the Management Board's Report on Stalprodukt's Activities for the period from 1 January 2020 to 31 December 2020.

§2

Pursuant to Article 69 of the Accountancy Act (consolidated text Journal of Laws as of 2018, item 395 dated 20 February 2018) the resolution shall be submitted with the National Court Register.

§3

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/6/2021**  
**of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 concerning the approval of the Capital's Group Financial Report and the Management Board's Report on Capital's Group Activities for 2020.**

Pursuant to Article 395 par. 5 of the Code of Commercial Companies and in connection with par. 36 subpar. 2 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting approves of the Capital's Group Financial Report and the Management Board's Report on Capital's Group and Parent Company Stalprodukt's Activities for the period from 1 January 2020 to 31 December 2020.

§2

Pursuant to Article 69 of the Accountancy Act (consolidated text Journal of Laws as of 2018, item 395 dated 20 February 2018) the resolution shall be submitted with the National Court Register.

§3

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/7/2021**  
**of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 concerning the approval of the Supervisory Board's Report for 2020.**

Pursuant to Article 395 par. 5 of the Code of Commercial Companies and in connection with par. 28 subpar. 4 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting approves of the Supervisory Board's Report for the period from 1 January 2020 to 31 December 2020.

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/8a/2021**  
**of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 on granting the vote of acceptance to the President (Member) of the Management Board for the fulfillment of their duties in 2020.**

Pursuant to Article 393 subpar. 1 and Article 395 par. 2 subpar. 3 of the Code of Commercial Companies and par. 36 subpar. 4 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting grants a vote of absolute acceptance to Mr. Piotr Janeczek – President of the Management Board for the fulfillment of his duties in the period from 1 January 2020 to 31 December 2020.

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/8b/2021  
of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 on granting the vote of acceptance to the Member of the Management Board for the fulfillment of their duties in 2020.**

Pursuant to Article 393 subpar. 1 and Article 395 par. 2 subpar. 3 of the Code of Commercial Companies and par. 36 subpar. 4 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting grants a vote of absolute acceptance to Mr. Józef Ryszka – Member of the Management Board for the fulfillment of his duties in the period from 1 January 2020 to 15 June 2020.

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/8c/2021  
of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 on granting the vote of acceptance to the Member of the Management Board for the fulfillment of their duties in 2020.**

Pursuant to Article 393 subpar. 1 and Article 395 par. 2 subpar. 3 of the Code of Commercial Companies and par. 36 subpar. 4 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting grants a vote of absolute acceptance to Mr. Łukasz Mentel – Member of the Management Board for the fulfillment of his duties in the period from 1 January 2020 to 31 December 2020.

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/9a/2021**

**of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 on granting the vote of acceptance to the Member of the Supervisory Board for the fulfillment of their duties in 2020.**

Pursuant to Article 393 subpar. 1 and Article 395 par. 2 subpar. 3 of the Code of Commercial Companies and par. 36 subpar. 4 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting grants a vote of absolute acceptance to Mr. Janusz Bodek for the fulfillment of his duties in the period from 1 January 2020 to 15 June 2020.

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/9b/2021**

**of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 on granting the vote of acceptance to the Member of the Supervisory Board for the fulfillment of their duties in 2020.**

Pursuant to Article 393 subpar. 1 and Article 395 par. 2 subpar. 3 of the Code of Commercial Companies and par. 36 subpar. 4 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting grants a vote of absolute acceptance to Mr. Stanisław Kurnik for the fulfillment of his duties in the period from 15 June 2020 to 31 December 2020.

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/9c/2021**

**of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 on granting the vote of acceptance to the Member of the Supervisory Board for the fulfillment of their duties in 2020.**

Pursuant to Article 393 subpar. 1 and Article 395 par. 2 subpar. 3 of the Code of Commercial Companies and par. 36 subpar. 4 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting grants a vote of absolute acceptance to Mr. Sanjay Samaddar for the fulfillment of his duties in the period from 1 January 2020 to 31 December 2020.

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/9d/2021  
of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 on granting the vote of acceptance to the Member of the Supervisory Board for the fulfillment of their duties in 2020.**

Pursuant to Article 393 subpar. 1 and Article 395 par. 2 subpar. 3 of the Code of Commercial Companies and par. 36 subpar. 4 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting grants a vote of absolute acceptance to Ms. Magdalena Janeczek for the fulfillment of his duties in the period from 1 January 2020 to 31 December 2020.

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/9e/2021  
of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 on granting the vote of acceptance to the Member of the Supervisory Board for the fulfillment of their duties in 2020.**

Pursuant to Article 393 subpar. 1 and Article 395 par. 2 subpar. 3 of the Code of Commercial Companies and par. 36 subpar. 4 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting grants a vote of absolute acceptance to Mrs. Agata Sierpińska-Sawicz for the fulfillment of his duties in the period from 1 January 2020 to 31 December 2020.

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/9f/2021  
of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 on granting the vote of acceptance to the Member of the Supervisory Board for the fulfillment of their duties in 2020.**

Pursuant to Article 393 subpar. 1 and Article 395 par. 2 subpar. 3 of the Code of Commercial Companies and par. 36 subpar. 4 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting grants a vote of absolute acceptance to Mr. Romuald Talarek for the fulfillment of his duties in the period from 1 January 2020 to 31 December 2020.

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/10/2021  
of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia to be held on 22 June 2021 concerning the distribution of profit for the year 2020.**

Pursuant to Article 395 par. 2 subpar. 2 of the Code of Commercial Companies, in connection with par. 36 subpar. 3 of the Company's Articles of Association - the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following resolution:

§1

The Ordinary General Meeting of Shareholders made the distribution of net profit in the amount of PLN 54 843 411,16, for the year 2020, as follows:

- dividend for Shareholders: PLN 33 481 602,00
- reserve capital: PLN 21 361 809,16.

§2

The level of dividend per 1 share of the series A, B, C, D, E, F, G was determined in the amount of PLN 6.00 (in words: six zlotys).

§3

The Dividend Day is 1 July 2021. The dividend entitlement is acquired by the Shareholder who held the shares by the end of the day concerned.

§4

The dividend shall be disbursed on 14 July 2021.

§5

The execution of the resolution is entrusted with the Company's Management Board.

§6

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/11/2021  
of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia of 22 June 2021 regarding the expression of an opinion on the "Report on the remuneration of Members of the Management Board and Supervisory Board of Stalprodukt S.A. for 2019 and 2020".**

Based on Article 90 g paragraph 6 of the Act of 29 July 2005 on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organized Trading, and on public companies and § 36 item 4 of the Articles of Association, the General Meeting of Stalprodukt S.A. in Bochnia adopts the following:

§1

The Ordinary General Meeting decides to express a positive opinion on the "Report on the remuneration of members of the Management Board and Supervisory Board of Stalprodukt S.A. for the years 2019 and 2020".

§2

The Resolution takes effect on the day of adoption.

.....  
Chairman of the General Meeting

**DRAFT RESOLUTION N° XL/12/2021  
of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia of 22 June 2021 on  
amendments to the Rules of the Supervisory Board of Stalprodukt S.A.**

Based on Article 391 § 3 of the Code of Commercial Companies, the Ordinary General Meeting of Stalprodukt S.A. in Bochnia adopts the following:

§ 1

The Ordinary General Meeting amends the Rules of the Supervisory Board of Stalprodukt S.A. passed by the General Meeting of Stalprodukt S.A. resolution no. XXVI/17/2010 of 25 June 2010 by adopting the content as in the attachment.

§ 2

The Ordinary General Meeting adopts the consolidated text of the Regulations of the Supervisory Board with the content as in the attachment.

§3

The Resolution takes effect on the day of adoption.

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Chairman of the General Meeting