
Draft Resolutions of the General Meeting

Draft Resolutions
of the Ordinary General Meeting of Asseco Business Solutions S.A., seated in Lublin,
convened on 31 May 2023

“RESOLUTION NO. 1
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023
concerning: election of Chairperson of the Ordinary General Meeting

Section 1

Acting pursuant to Article 409(1) of the Code of Commercial Companies and Partnerships, the Ordinary General Meeting of Asseco Business Solutions SA, having its registered office in Lublin, elects Mr/MrsChairperson of the Ordinary General Meeting.

Section 2

The resolution comes into force upon adoption.”

Justification of the draft resolution on election of the Chairperson of the General Meeting

Pursuant to Article 409§1 of the Code of Commercial Companies and Partnerships, a chairperson of the General Meeting should be elected from among the persons eligible to participate in the General Meeting. In addition, in accordance with Section IV(2)(1) and (2) of the Rules of Procedure of the General Meeting of Asseco Business Solutions S.A., the Chairperson of the Supervisory Board or his or her assistant opens the General Meeting. In their absence, the General Meeting is opened by the President of the Management Board or a person appointed by the Management Board. After that, the person opening the proceedings orders that the Chairperson of the General Meeting be elected from among the participants.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

“RESOLUTION NO. 2
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023
concerning: adoption of the agenda

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., having its registered office in Lublin, adopts the following agenda:

1. The opening of the General Meeting;
2. Election of the Chairperson of the General Meeting;
3. Confirmation that the General Meeting has been properly convened and has the capacity to adopt resolutions; a decision on the appointment of the Returning Committee;
4. Adoption of the agenda;
5. Examination of the Report of the Management Board on the Company’s Operations in the Financial Year 2022, the Company’s Financial Statements for the Year Ended 2022 and the Independent Auditor’s Report on the Company’s Annual Financial Statements for the Financial Year 2022;
6. Adoption of a resolution approving the Report of the Management Board on the Company’s Operations in the Financial Year 2022;
7. Adoption of a resolution approving the Company’s Financial Statements for the Year Ended 2022;
8. Examination of content of the report of the Supervisor Board for 2022 covering: the Annual Report of the Supervisory Board for the Financial Year 2022 and the Report of the Supervisory Board on the Assessment

of the Management Board's Report on the Company's Operations in the Financial Year 2022 and the Management Board's Proposal of the Distribution of Profit for the Financial Year 2022;

9. Adoption of resolutions on giving a vote of approval to the Members of the Management Board for the discharge of their duties in the financial year 2022;
10. Adoption of resolutions on a vote of approval to the Members of the Supervisory Board for the discharge of their duties during the financial year 2022;
11. Adoption of a resolution on the distribution of profit earned by the Company in the financial year 2022 and the payment of dividend;
12. Review of the Report on the Remuneration of Members of the Management Board and Supervisory Board of Asseco Business Solutions S.A. for 2022, prepared by the Supervisory Board of the Company.
13. Adoption of a resolution on an opinion on the Report on the Remuneration of Members of the Management Board and the Supervisory of Asseco Business Solutions S.A. for 2022;
14. Adoption of a resolution on amendments to the Articles of Association;
15. The closing of the General Meeting.

Section 2

The resolution comes into force upon adoption."

Justification of the draft resolution on the adoption of the agenda

The General Meeting proceeds in accordance with the adopted agenda. The agenda is proposed by the Management Board of the Company and submitted for voting in the form of a draft resolution. As provided in Article 404§1 of the Code of Commercial Companies and Partnerships, in matters not provided for in the agenda, no resolution can be adopted unless the entire share capital is represented at the General Meeting, and none of the participants raises an objection to such a resolution.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

"RESOLUTION NO. 3 OF THE ORDINARY GENERAL MEETING OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN dated 31 May 2023

concerning: approval of the Report of the Management Board on the Company's Operations in the Financial Year 2022

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(1) of the Code of Commercial Companies and Partnerships and Article 12(5)(1) of the Company's Articles of Association, having examined the Report of the Management Board on the Company's Operations in the Financial Year 2022, approves the said report.

Section 2

The resolution comes into force upon its adoption."

Justification of the draft resolution approving the Report of the Management Board on the Company's Operations in the Financial Year 2022

Pursuant to Article 393(1) of the Code of Commercial Companies and Partnerships, the Management Board's report on the Company's operations and the Company's financial statements for the previous financial year, as well as the vote of approval to the members of the Company's executive bodies for the performance of their duties require the approval of the General Meeting through the adoption of relevant resolutions.

Pursuant to Article 395§2(1) of the Code of Commercial Companies and Partnerships, the General Meeting should review and approve the Management Board's report on the Company's operations and financial statements for the previous financial year.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

**“RESOLUTION NO. 4
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023**

**concerning: the adoption of a resolution approving the Company’s Financial Statements
for the Year Ended 2022**

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., seated in Lublin, acting pursuant to Article 395(2)(1) of the Code of Commercial Companies and Partnerships and Article 12(5)(1) of the Company’s Articles of Association, having examined the Company’s financial statements for the financial year ended 31 December 2022, approves the financial statements for the financial year ended 31 December 2022, including:

- 1) balance sheet as at 31 December 2022, with total assets and liabilities amounting to PLN 476,954 thousand,
- 2) statement of comprehensive income for the period from 1 January 2022 to 31 December 2022 showing a net profit of PLN 85,286 thousand,
- 3) cash flow statement for the period from 1 January 2022 to 31 December 2022, showing an increase in net cash by PLN 5,450 thousand
- 4) and additional explanatory notes.

Section 2

The resolution comes into force upon its adoption.”

Justification of the draft resolution approving the Company’s Financial Statements for the Financial Year 2022

Pursuant to Article 393(1) of the Code of Commercial Companies and Partnerships, the Management Board’s report on the Company’s operations and the Company’s financial statements for the previous financial year, as well as the vote of approval to the members of the Company’s executive bodies for the performance of their duties require the approval of the General Meeting through the adoption of relevant resolutions.

Pursuant to Article 395§2(1) of the Code of Commercial Companies and Partnerships, the General Meeting should review and approve the Management Board’s report on the Company’s operations and financial statements for the previous financial year.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

**“RESOLUTION NO. 5
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023**

**concerning: a vote of approval to President of the Management Board Wojciech Barczentewicz for the discharge
of his duties in the financial year 2022**

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Partnerships and Article 12(5)(3) of the Company’s Articles of Association, hereby gives a vote of approval to the President of the Management Board, Mr Wojciech Barczentewicz, for the discharge of his duties in the financial year 2022.

Section 2

The resolution comes into force upon its adoption.”

Justification of the draft resolution on giving a vote of approval to the President of the Management Board for the performance of his duties in the financial year 2022

Pursuant to Article 393(1) of the Code of Commercial Companies and Partnerships, the vote of approval to the members of the Company's executive bodies for the performance of their duties is given through a relevant resolution.

Pursuant to Article 395§2(3) of the Code of Commercial Companies and Partnerships, the General Meeting should give the members of the Company's executive bodies a vote of approval for the performance of the duties.

The vote of approval covers the period from 1 January to 31 December 2022, over which Mr Wojciech Barczentewicz acted as President of the Management Board of the Company.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

**“RESOLUTION NO. 6
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023**

concerning: a vote of approval to Vice-President of the Management Board of the Company Piotr Masłowski for the discharge of his duties in the financial year 2022

Section 1

Acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Partnerships and Article 12(5)(3) of the Company's Articles of Association, the Ordinary General Meeting of Asseco Business Solutions S.A. hereby gives a vote of approval to Mr Piotr Masłowski, acting as Vice-President of the Management Board, for the discharge of his duties in the financial year 2022.

Section 2

The resolution comes into force upon its adoption.”

Justification of the draft resolution on giving a vote of approval to the Vice-president of the Management Board for the performance of his duties in the financial year 2022

Pursuant to Article 393(1) of the Code of Commercial Companies and Partnerships, the vote of approval to the members of the Company's executive bodies for the performance of their duties is given through a relevant resolution.

Pursuant to Article 395§2(3) of the Code of Commercial Companies and Partnerships, the General Meeting should give the members of the Company's executive bodies a vote of approval for the performance of their duties.

The vote of approval covers the period from 1 January to 31 December 2022, over which Mr Piotr Masłowski acted as Vice-resident of the Management Board of the Company.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

**“RESOLUTION NO. 7
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023**

concerning: a vote of approval to Member of the Management Board Mariusz Lizon for the discharge of his duties in the financial year 2022

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Partnerships and Article 12(5)(3) of the Company's Articles of Association, hereby gives a vote of approval to the Member of the Management Board, Mr Mariusz Lizon, for the discharge of his duties in the financial year 2022.

Section 2

The resolution comes into force upon its adoption."

Justification of the draft resolution on giving a vote of approval to the Member of the Management Board for the performance of his duties in the financial year 2022

Pursuant to Article 393(1) of the Code of Commercial Companies and Partnerships, the vote of approval to the members of the Company's executive bodies for the performance of their duties is given through a relevant resolution.

Pursuant to Article 395§2(3) of the Code of Commercial Companies and Partnerships, the General Meeting should give the members of the Company's executive bodies a vote of approval for the performance of their duties.

The vote of approval covers the period from 1 January to 31 December 2022, over which Mr Mariusz Lizon acted as Member of the Management Board of the Company.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

**"RESOLUTION NO. 8
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023**

concerning: a vote of approval to Chairman of the Supervisory Board of the Company Rafał Kozłowski for the performance of his duties in the financial year 2022

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Partnerships and Article 12(5)(3) of the Company's Articles of Association, hereby gives a vote of approval to the Chairman of the Supervisory Board, Mr Rafał Kozłowski Klein, for the discharge of his duties in the financial year 2022.

Section 2

The resolution comes into force upon its adoption."

Justification of the draft resolution on giving a vote of approval to the Chairman of the Supervisory Board of the Company for the discharge of his duties during the financial year 2022

Pursuant to Article 393(1) of the Code of Commercial Companies and Partnerships, the vote of approval to the members of the Company's executive bodies for the performance of their duties is given through a relevant resolution.

Pursuant to Article 395§2(3) of the Code of Commercial Companies and Partnerships, the General Meeting should give the members of the Company's executive bodies a vote of approval for the performance of the duties.

The vote of approval covers the period from 1 January to 31 December 2022, over which Mr Rafał Kozłowski acted as Chairman of the Supervisory Board of the Company.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

**"RESOLUTION NO. 9
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023**

concerning: a vote of approval to Vice-Chairman of the Supervisory Board Adam Góral for the discharge of his duties in the financial year 2022

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Article 12(5)(3) of the Company's Articles of Association, hereby gives a vote of approval to the Vice-Chairman of the Supervisory Board, Mr Adam Góral, for the discharge of his duties in the financial year 2022.

Section 2

The resolution comes into force upon its adoption.”

Justification of the draft resolution on giving a vote of approval to the Vice-chairman of the Supervisory Board of the Company for the discharge of his duties in the financial year 2022

Pursuant to Article 393(1) of the Code of Commercial Companies and Partnerships, the vote of approval to the members of the Company's executive bodies for the performance of their duties is given through a relevant resolution.

Pursuant to Article 395§2(3) of the Code of Commercial Companies and Partnerships, the General Meeting should give the members

of the Company's executive bodies a vote of approval for the performance of their duties.

The vote of approval covers the period from 1 January to 31 December 2022, over which Mr Adam Góral acted as Vice-chairman of the Supervisory Board of the Company.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

**“RESOLUTION NO. 10
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023**

concerning: a vote of approval to Member of the Supervisory Board of the Company Zbigniew Pomianek for the discharge of his duties in the financial year 2022

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Partnerships and Article 12(5)(3) of the Company's Articles of Association, hereby gives a vote of approval to the Member of the Supervisory Board, Mr Zbigniew Pomianek, for the discharge of his duties in the financial year 2022.

Section 2

The resolution comes into force upon its adoption.”

Justification of the draft resolution on giving a vote of approval to the Member of the Supervisory Board of the Company for the discharge of his duties in the financial year 2022

Pursuant to Article 393(1) of the Code of Commercial Companies and Partnerships, the vote of approval to the members of the Company's executive bodies for the performance of their duties is given through a relevant resolution.

Pursuant to Article 395§2(3) of the Code of Commercial Companies and Partnerships, the General Meeting should give the members of the Company's executive bodies a vote of approval for the performance of the duties.

The vote of approval covers the period from 1 January to 31 December 2022, over which Mr Zbigniew Pomianek acted as Member of the Supervisory Board of the Company.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

**“RESOLUTION NO. 11
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023**

**concerning: a vote of approval to Member of the Supervisory Board Romuald Rutkowski for the discharge of his
of his duties in the financial year 2022**

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Partnerships and Article 12(5)(3) of the Company’s Articles of Association, hereby gives a vote of approval to the Member of the Supervisory Board, Mr Romuald Rutkowski, for the discharge of his duties in the financial year 2022.

Section 2

The resolution comes into force upon its adoption.”

Justification of the draft resolution on giving a vote of approval to the Member of the Supervisory Board of the Company for the discharge of his duties in the financial year 2022

Pursuant to Article 393(1) of the Code of Commercial Companies and Partnerships, the vote of approval to the members of the Company’s executive bodies for the performance of their duties is given through a relevant resolution.

Pursuant to Article 395§2(3) of the Code of Commercial Companies and Partnerships, the General Meeting should give the members of the Company’s executive bodies a vote of approval for the performance of the duties.

The vote of approval covers the period from 1 January to 31 December 2022, over which Mr Romuald Rutkowski acted as Member of the Supervisory Board of the Company.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

**“RESOLUTION NO. 12
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023**

**concerning: a vote of approval to Member of the Supervisory Board of the Company Marcin Murawski for the
performance of his duties in the financial year 2022**

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Partnerships and Article 12(5)(3) of the Company’s Articles of Association, hereby gives a vote of approval to the Member of the Supervisory Board, Mr Marcin Murawski, for the discharge of his duties in the financial year 2022.

Section 2

The resolution comes into force upon its adoption.”

Justification of the draft resolution on giving a vote of approval to the Member of the Supervisory Board of the Company for the discharge of his duties in the financial year 2022

Pursuant to Article 393(1) of the Code of Commercial Companies and Partnerships, the vote of approval to the members of the Company’s

executive bodies for the performance of their duties is given through a relevant resolution.

Pursuant to Article 395§2(3) of the Code of Commercial Companies and Partnerships, the General Meeting should give the members of the Company’s executive bodies a vote of approval for the performance of the duties.

The vote of approval covers the period from 1 January to 31 December 2022, over which Mr Marcin Murawski acted as Member of the Supervisory Board of the Company.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

**“RESOLUTION NO. 13
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023**

concerning: a vote of approval to Member of the Supervisory Board of the Company Artur Osuchowski for the discharge of his duties in the financial year 2022

Section 1

The Ordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 395(2)(3) of the Code of Commercial Companies and Partnerships and Article 12(5)(3) of the Company’s Articles of Association, hereby gives a vote of approval to the Member of the Supervisory Board, Mr Artur Osuchowski, for the performance of his duties in the financial year 2022, i.e. between 18 August 2022 and 31 December 2022.

Section 2

The resolution comes into force upon its adoption.”

Justification of the draft resolution on giving a vote of approval to the Member of the Supervisory Board of the Company for the discharge of his duties in the financial year 2021

Pursuant to Article 393(1) of the Code of Commercial Companies and Partnerships, the vote of approval to the members of the Company’s executive bodies for the performance of their duties is given through a relevant resolution.

Pursuant to Article 395§2(3) of the Code of Commercial Companies and Partnerships, the General Meeting should give the members of the Company’s executive bodies a vote of approval for the performance of the duties.

The vote of approval covers the period from 18 August to 31 December 2021, over which Mr Artur Osuchowski acted as Member of the Supervisory Board of the Company.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

**“RESOLUTION NO. 14
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023**

concerning: distribution of profit earned by the Company in the financial year 2022 and the payment of dividend

Section 1

Acting pursuant to Article 395(2)(2) of the Code of Commercial Companies and Partnerships and Article 12(5)(2) of the Company’s Articles of Association, the Ordinary General Meeting of Asseco Business Solutions S.A., seated in Lublin, resolves to divide the net profit earned by the Company during the financial year 2022 of PLN **85,285,940.27** (eighty five six million two hundred and eighty five thousand nine hundred and forty zlotys 27/100) as follows:

- 1) part of the net profit for the financial year 2022 in the amount of PLN 76,861,843.90 (seventy six million eight hundred and sixty one thousand eight hundred and forty three zlotys 90/100) to be distributed among the Company’s shareholders as dividend at PLN 2.30 (two zlotys 30/100) per share;
- 2) the remainder of the net profit for the financial year 2022 in the amount of PLN 8,424,096.37 (eight million four hundred and twenty four thousand and ninety six zlotys 37/100) be allocated to supplementary capital.

Section 2

The Ordinary General Meeting of Asseco Business Solutions S.A. sets the dividend date to 9 June 2023 and the dividend payment date to 21 June 2023.

Section 3

The resolution comes into force upon its adoption.”

Justification of the draft resolution on the distribution of profit earned by the Company in the financial year 2022 and the payment of dividend

Pursuant to Article 395§2(2) of the Code of Commercial Companies and Partnerships, the General Meeting should adopt a resolution on profit distribution or loss coverage.

Pursuant to Article 396§1 of the Code of Commercial Companies and Partnerships, supplementary capital should be maintained to cover losses. At least 8% of profit for the financial year should be allocated for this purpose until the capital reaches at least one third of the share capital.

The proposed dividend in the total amount of PLN 76,861,843.90 means a payment of PLN 2.30 per share. The dividend payout ratio will amount to ____% of the Company's net profit. The proposed amount of the dividend is in line with the Company's dividend.

When proposing the amount of the dividend, the Management Board took account of, but not only:

- *Company's financial results in 2022,*
- *investment needs linked to the Company's current and planned operations,*
- *Company's liquidity needs, which depend on the current market conditions, the amount of standing operating liabilities and debt management, and the optimization of the Company's financing structure.*

Pursuant to Article 348§3 of the Code of Commercial Companies and Partnerships, the dividend date in a public company and a company that is not public, whose shares are registered in the depository for securities, is decided by the Ordinary General Meeting.

Pursuant to Article 348§4 of the Code of Commercial Companies and Partnerships, the Ordinary General Meeting sets the dividend day on a day which is not earlier than five days and not later than three months from the date of adopting the relevant resolution on profit distribution. If the said resolution does not specify the dividend date, the dividend date will be five days from the date of adopting the resolution.

Pursuant to Article 348§5 of the Code of Commercial Companies and Partnerships, the dividend is paid on the date specified in the resolution of the General Meeting, and if the resolution does not specify the date, the payment takes place on a date decided by the Supervisory Board. The dividend payment date should be set within three months from the dividend date. If neither the General Meeting nor the Supervisory Board specify the dividend payment date, the dividend should be paid immediately after the dividend date.

Additionally, according to § 121(2) of the Detailed Rules of Operation of the National Depository for Securities, a dividend payment date may fall no earlier than on the 5th day from the date of confirmation of dividend rights. Pursuant to § 9(1) of the same document, the time limits specified in days exclude non-business days, as determined under relevant laws, and Saturdays.

The dividend date and the dividend payment date have been set in accordance with the terms named above.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

**“RESOLUTION NO. 15
OF THE ORDINARY GENERAL MEETING
OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN
dated 31 May 2023**

**concerning: opinion on the Report on the Remuneration of Members of the Management Board and the
Supervisory Board of
of Asseco Business Solutions S.A. for 2022**

Section 1

Acting pursuant to Article 393 of the Code of Commercial Companies and Partnerships and Article 12 of the Company's Articles of Association, in conjunction with the provisions of the Act of 29 July 2005 on public offering, conditions governing the introduction of financial instruments to organised trading and on public companies, the Ordinary General Meeting of Asseco Business Solutions S.A., with its registered office in Lublin, resolves to express a positive opinion on the Report on the Remuneration of Members of the Management Board and Supervisory Board of Asseco Business Solutions S.A. for 2022.

Section 2

The resolution comes into force upon its adoption."

Justification for the draft resolution on the opinion on the Report on the Remuneration of Members of the Management Board and the Supervisory Board for 2022

Pursuant to Article 395§2(1) of the Code of Commercial Companies and Partnerships, in companies referred to in Article 90c(1) of the Act of 29 July 2005 on public offering, conditions governing the introduction of financial instruments to organised trading and on public companies, the agenda of an Ordinary General Meeting should also include the adoption of the resolution referred to in Article 90g(6) thereof, or the discussion referred to in Article 90g(7) thereof.

Pursuant to Article 90g(6) of the Act of 29 July 2005 on public offering, conditions governing the introduction of financial instruments to organised trading and on public companies, the General Meeting adopts a resolution on the opinion on a remuneration report to be drawn up by the Supervisory Board. The resolution is of a consultative nature.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.

“RESOLUTION NO. 16 OF THE ORDINARY GENERAL MEETING OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN dated 31 May 2023 on amendments to the Articles of Association

Section 1

Acting pursuant to Article 430(1) of the Code of Commercial Companies and Article 12(5)(9) of the Company's Articles of Association, the Extraordinary General Meeting of Asseco Business Solutions S.A., seated in Lublin, resolves to make the following amendment to the Articles of Association:

1) Article 14(2) which reads:

“2. Resolutions of the Management Board are adopted by a simple majority of votes.

shall read as follows:

“2. Resolutions of the Management Board are adopted by a simple majority of votes. If the number of votes cast for and against is even, the President of the Management Board shall be entitled to a casting vote. In his absence, the vote of the Vice-president of the Management Board shall be decisive. In their absence, the vote of the chairman of the General Meeting shall have a casting vote.”

Article 14(13) of the Articles of Association which reads:

“13. Two members of the Management Board acting jointly, or one Member of the Management Board acting with a proxy shall be entitled to make representations and sign documents on behalf of the Company.”

shall read as follows:

“13. The following persons shall be authorized to represent the Company and make representations on its behalf: President of the Management Board acting jointly with either the Vice-president or with another Member of the Management Board or with a proxy, or the Vice-president of the Management Board acting jointly either with the President or with another Member of the Management Board or with a proxy.”

Section 2

The resolution enters into force upon its adoption and becomes effective from the date of registration of the amendment in the Companies' Register.”

Justification for the draft resolution on amendments to the Articles of Association

The amendments to the Articles of Association indicated above are intended to refine the terms for adopting resolutions by the Company's Management Board consisting of many members (including in the case of an equal number of votes cast for and against a resolution), as well as refining the terms of representation of the Company when the Management Board consists of many members. Pursuant to Article 430§1 and §5 of the Code of Commercial Companies and partnerships and Article 12(5)(9) of the Company's Articles of Association, amendments to the Company's Articles of Association require a resolution of the General Meeting and an entry in the Companies' Register.

Given the foregoing, this draft resolution was submitted to the Ordinary General Meeting.