**Draft Resolutions**

 **of the Extraordinary General Meeting of Asseco Business Solutions S.A. seated in Lublin**

 **convened on 12 July 2022**

**“RESOLUTION NO. 1**

**OF THE EXTRAORDINARY GENERAL MEETING**

**OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN**

**dated 12 July 2022**

**concerning: election of Chairperson of the Ordinary General Meeting**

**Section 1**

## The Extraordinary General Meeting of Asseco Business Solutions S.A., acting pursuant to Article 409(1) of the Code of Commercial Companies and Partnerships, hereby resolve to elect Mr/Ms.......................... Chairperson of the Extraordinary General Meeting of the Company.

**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 Extraordinary General Meeting.

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**“RESOLUTION NO. 2**

**OF THE EXTRAORDINARY GENERAL MEETING**

**OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN**

**dated 12 July 2022**

**concerning: adoption of the agenda**

**Section 1**

## Acting pursuant to § 4(2) of the Rules of Procedure of the General Meeting, the Extraordinary 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 convened correctly and has a capacity to adopt resolutions;
4. Adoption of the agenda;
5. Adoption of a resolution on amendments to the Articles of Association;
6. Adoption of a resolution on the appointment of Member of the Supervisory Board.
7. 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 Extraordinary General Meeting.

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**“RESOLUTION NO. 3**

**OF THE EXTRAORDINARY GENERAL MEETING**

**OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN**

**dated 12 July 2022**

**concerning: 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:

***Article 13(2) of the Articles of Association which reads:***

“2. *The Supervisory Board shall consist of 5 (five) members.”*

***shall read as follows:***

“2. *The Supervisory Board shall consist of 6 (six) members.”*

**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 amendment to the Articles of Association indicated above is intended to adopt a more flexible approach to the number of Members of the Supervisory Board of the Company. 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 Extraordinary General Meeting.

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**“RESOLUTION NO. 4**

**OF THE EXTRAORDINARY GENERAL MEETING**

**OF ASSECO BUSINESS SOLUTIONS S.A. SEATED IN LUBLIN**

**dated 12 July 2022**

**concerning: appointment of a Member of the Supervisory Board**

**Section 1**

## Acting pursuant to Article 385(1) and (2) of the Code of Commercial Companies and Partnerships and Article 13(3) of the Company’s Articles of Association, the Extraordinary General Meeting of Asseco Business Solutions S.A. seated in Lublin resolves to appoint Mr/Ms .................................as Member of the Supervisory Board elected by secret ballot to supplement the current five-year term of office as from 31 May 2022.

**Section 2**

The resolution enters into force upon its adoption and becomes effective from the date of registration of the amendment to Article 13(2) of the Company’s Articles of Association, adopted by Resolution No. 3 of the Extraordinary General Meeting of Asseco Business Solutions S.A. on 12 July 2022.”

### Justification for the draft resolution on the appointment of a Member of the Supervisory Board of the Company

Pursuant to Article 385§1 of the Code of Commercial Companies and Partnerships, the Supervisory Board in public companies should consist of at least five members, appointed and dismissed by the General Meeting. At the same time, Article 13(2) of the Articles of Association of the Company (as adopted by Resolution No. 3 of the Extraordinary General Meeting of Asseco Business Solutions S.A. on 12 July 2022) provides that the Supervisory Board consists of 5 to 6 members appointed and dismissed by the General Meeting.

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