

Current report no. 33/2020

June 24, 2020

Subject: Content of resolutions adopted by the Annual General Meeting of Shareholders on June 24, 2020, and the results of voting

“Orbis” S.A. hereby publishes the content of resolutions adopted by the Annual General Meeting of “Orbis” S.A. Shareholders on June 24, 2020, each resolution accompanied by the number of shares based on which valid votes were cast and a percentage of these shares in the share capital, total number of valid votes, including the number of votes cast in favor of the given resolution, against it as well as the number of abstaining votes:

(Item 1 of the agenda)

Resolution no. 1

concerning election of the Chairman

Acting pursuant to Article 409 § 1 of the Code of Commercial Companies and Partnerships and § 5 of the By-Laws of the General Meeting of Shareholders, the General Meeting hereby elects Michał Parzydeł as Chairman of the General Meeting.

Michał Parzydeł stated that:

- 46,077,008 shares accounting for 100% of the share capital of “ORBIS” S.A. participated in voting by secret ballot on the above resolution,
- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast “in favor” and no votes “against” or “abstaining” votes were cast.

(Item 4 of the agenda)

Resolution no. 2

concerning adoption of the agenda

The Annual General Meeting of Shareholders hereby adopts the following agenda:

1. Opening of the General Meeting of Shareholders and election of its Chairperson.
2. Confirming that the General Meeting of Shareholders has been properly convened and is capable of adopting resolutions.
3. Adopting the agenda for the meeting.
4. Presentation of written reports of the Supervisory Board on the results of its evaluation of:
 - a) financial statements of “Orbis” S.A. for the financial year 2019 and the Directors’ report as well as the motion of the Management Board concerning the distribution of profit for the year 2019,
 - b) consolidated financial statements of the “Orbis” Group for the financial year 2019.

5. Presentation of the concise evaluation of the corporate standing of the Company prepared by the Supervisory Board.
6. Examination and approval of the Directors' report on the operations of the Orbis Group and "Orbis" S.A. for the financial year 2019.
7. Examination and approval of the financial statements of "Orbis" S.A. for the financial year 2019.
8. Adopting a resolution concerning distribution of profit for the financial year 2019.
9. Adopting a resolution concerning examination and approval of the consolidated financial statements of the "Orbis" Group for the financial year 2019.
10. Adopting resolutions concerning granting a vote of approval to members of the Management Board in respect of performance of their duties in the financial year 2019.
11. Adopting resolutions concerning granting a vote of approval to members of the Supervisory Board in respect of performance of their duties in the financial year 2019.
12. Adopting resolution concerning changing in the composition of the Supervisory Board.

The Chairman of the Meeting stated that:

- 46,077,008 shares, accounting for 100% of the share capital of "ORBIS" S.A., participated in the open voting on the above resolution,
- the total number of valid votes in the open voting on the above resolution equaled 46,077,008 of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 6 of the agenda)

Resolution no. 3

concerning approval of the Directors' report on the operations of the "Orbis" Group and "Orbis" S.A. for the financial year 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 1 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 1 of the Company's Statutes and Article 55 section 2a of the Act of September 29, 1994, on Accounting (official journal "Dz.U." 2019.351 of 22 February 2019, as further amended), the following resolution is hereby adopted:

§ 1

Following its examination, the Directors' report on the operations of the "Orbis" Group and "Orbis" S.A. for the financial year 2019 is hereby approved.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares, accounting for 100% of the share capital of "ORBIS" S.A., participated in the open voting on the above resolution,

- the total number of valid votes in the open voting on the above resolution equaled 46,077,008 of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 7 of the agenda)

Resolution no. 4

concerning approval of the financial statements of "Orbis" S.A. for the financial year 2019

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 1 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 1 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Following their examination, the financial statements of the Company for the financial year 2019, including:

1. statement of financial position prepared as at December 31, 2019, showing total assets and total liabilities plus equity of PLN 3 766 057 thousand (three billion seven hundred sixty six million fifty seven thousand Polish zloty);

2. income statement for the period from January 1, 2019, until December 31, 2019, disclosing a net profit of PLN 778 676 thousand (seven hundred seventy eight million six hundred seventy six thousand Polish zloty);

3. statement of comprehensive income for the period from January 1, 2019 until December 31, 2019, disclosing a comprehensive income of PLN 777 495 thousand (seven hundred seventy seven million four hundred ninety five thousand Polish zloty);

4. statement of cash flows for the period running from January 1, 2019 until December 31, 2019, disclosing an increase in cash and cash equivalents during the financial year by PLN 1 081 179 thousand (one billion eighty one million one hundred seventy nine thousand Polish zloty) and the balance of cash and cash equivalents as at December 31, 2019, at PLN 1 440 349 thousand (one billion four hundred forty million three hundred forty nine thousand Polish zloty);

5. statement of changes in shareholders' equity for the period running from January 1, 2019, until December 31, 2019, showing an increase in shareholders' equity by PLN 577 981 thousand (five hundred seventy seven nine hundred eighty one thousand Polish zloty);

6. notes and explanations,

are hereby approved.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares, accounting for 100% of the share capital of "ORBIS" S.A., participated in the open voting on the above resolution,

- the total number of valid votes in the open voting on the above resolution equaled 46,077,008 of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 8 of the agenda)

Resolution no. 5

concerning distribution of net profit for the financial year 2019

Acting pursuant to Article 395 § 2 point 2 and Article 347 § 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 2, § 35 section 1 point 5 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

The net profit generated during the financial year 2019, amounting to PLN 778 676 161.47 (seven hundred seventy eight million six hundred seventy six thousand one hundred sixty one Polish zloty forty seven groszy) is fully retained in "Orbis" S.A. as retained earnings appropriated for statutory purposes.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares, accounting for 100% of the share capital of "ORBIS" S.A., participated in the open voting on the above resolution,
- the total number of valid votes in the open voting on the above resolution equaled 46,077,008 of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 9 of the agenda)

Resolution no. 6

concerning approval of the consolidated financial statements of the "Orbis" Group for the financial year 2019.

Acting pursuant to Article 395 § 5 of the Code of Commercial Companies and Partnerships and Article 63c section 4 of the Polish Accounting Act of September 29, 1994, (official journal "Dz.U." 2019.351 of 22 February 2019, as further amended), the following resolution is hereby adopted:

§ 1

Following their examination, the consolidated financial statements of the "Orbis" Group for the financial year 2019, including:

1. consolidated statement of financial position prepared as at December 31, 2019, showing total assets and total liabilities plus equity of PLN 4 905 393 thousand (four billion nine hundred five million three hundred ninety three thousand Polish zloty);

2. consolidated income statement for the period from January 1, 2019, until December 31, 2019, disclosing a net profit of PLN 1 258 586 thousand (one billion two hundred fifty eight million five hundred eighty six thousand Polish zloty);

3. consolidated statement of comprehensive income for the period from January 1, 2019, until December 31, 2019, disclosing a total income of PLN 1 227 406 thousand (one billion two hundred twenty seven million four hundred six thousand Polish zloty);

4. consolidated statement of cash flows for the period running from January 1, 2019, until December 31, 2019, disclosing an increase in cash and cash equivalents during the financial year by PLN 1 466 904 thousand (one billion four hundred sixty six million nine hundred four thousand Polish zloty) and the balance of cash and cash equivalents as at December 31, 2019, at PLN 2 004 738 thousand (two billion four million seven hundred thirty eight thousand Polish zloty);

5. consolidated statement of changes in shareholders' equity for the period running from January 1, 2019, until December 31, 2019, disclosing an increase in shareholders' equity by PLN 1 027 892 thousand (one billion twenty seven million eighty hundred ninety two thousand Polish zloty);

6. notes and explanations,

are hereby approved.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares, accounting for 100% of the share capital of "ORBIS" S.A., participated in the open voting on the above resolution,
- the total number of valid votes in the open voting on the above resolution equaled 46,077,008 of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 10 of the agenda)

Resolution no. 7

concerning granting a vote of approval to the President of the Management Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Gilles Stephane Clavie is hereby granted a vote of approval in respect of performance of his duties as President of the Management Board in the financial year ended December 31, 2019, for the period from January 1, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,
- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 10 of the agenda)

Resolution no. 8

concerning granting a vote of approval to the Vice-President of the Management Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Ireneusz Andrzej Węglowski is hereby granted a vote of approval in respect of performance of his duties as Vice-President of the Management Board in the financial year ended December 31, 2019, for the period from January 1, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,
- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 10 of the agenda)

Resolution no. 9

concerning granting a vote of approval to a member of the Management Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Dominik Andrzej Sołtysik is hereby granted a vote of approval in respect of performance of his duties as Member of the Management Board in the financial year ended December 31, 2019, for the period from January 1, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,
- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 10 of the agenda)

Resolution no. 10

concerning granting a vote of approval to a member of the Management Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Marcin Wit Szewczykowski is hereby granted a vote of approval in respect of performance of his duties as Member of the Management Board in the financial year ended December 31, 2019, for the period from January 1, 2019, till August 19, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,
- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 11

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Franck Gervais is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board (acting as the Chairman of the Supervisory Board) in the financial year ended December 31, 2019, for the period from January 1, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,

- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 12

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Jacek Kseń is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board (acting as the Vice-Chairman of the Supervisory Board till June 14, 2019) in the financial year ended December 31, 2019, for the period from January 1, 2019, till June 14, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,

- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 13

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Pierre Boisselier is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board (acting as the Vice-Chairman of the Supervisory Board from June 14, 2019) in the financial year ended December 31, 2019, for the period from January 1, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,

- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 14

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Artur Gabor is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board in the financial year ended December 31, 2019, for the period from January 1, 2019, till June 14, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,

- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 15

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Christian Karaoglanian is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board in the financial year ended December 31, 2019, for the period from January 1, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,

- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 16

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Jean-Jacques Morin is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board in the financial year ended December 31, 2019, for the period from January 1, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,
- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 17

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Laurent Francois Picheral is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board in the financial year ended December 31, 2019, for the period from January 1, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,
- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 18

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties as a member of the Board in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Andrzej Procajto is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board in the financial year ended December 31, 2019, for the period from January 1, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,
- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 19

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties as a member of the Board in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Andrzej Przytuła is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board in the financial year ended December 31, 2019, for the period from January 1, 2019, till June 14, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,
- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 20

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Jarosław Szymański is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board in the financial year ended December 31, 2019, for the period from January 1, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,

- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 21

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Krzysztof Gerula is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board in the financial year ended December 31, 2019, for the period from June 14, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,

- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 22

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Piotr Nowjalis is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board in the financial year ended December 31, 2019, for the period from June 14, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,
- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 11 of the agenda)

Resolution no. 23

concerning granting a vote of approval to a member of the Supervisory Board in respect of performance of his duties in the financial year ended December 31, 2019.

Acting pursuant to Article 393 point 1 and Article 395 § 2 point 3 of the Code of Commercial Companies and Partnerships and § 29 section 1 point 3 of the Company's Statutes, the following resolution is hereby adopted:

§ 1

Mr. Krzysztof Kostro is hereby granted a vote of approval in respect of performance of his duties as Member of the Supervisory Board in the financial year ended December 31, 2019, for the period from June 14, 2019, till December 31, 2019.

§ 2

The Resolution shall come into force as of the day of its adoption.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,

- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

(Item 12 of the agenda)

Resolution no. 24

concerning changes in the composition of the "Orbis" S.A. Supervisory Board.

§ 1

Acting pursuant to Article 385 § 1 of the Code of Commercial Companies and Partnerships and § 16 section 2 of the Company's Statutes, the Annual General Meeting of "Orbis" S.A. Shareholders hereby appoints the following person as member of the Supervisory Board for the Board's 11th tenure Mr. Ireneusz Andrzej Węglowski.

§ 2

The Resolution shall become effective on 16th July, 2020.

The Chairman of the Meeting stated that:

- 46,077,008 shares accounting for 100% of the share capital of "ORBIS" S.A. participated in voting by secret ballot on the above resolution,

- the total number of valid votes cast in the secret ballot on the above resolution amounted to 46,077,008, of which 46,077,008 votes were cast "in favor" and no votes "against" or "abstaining" votes were cast.

"Orbis" S.A., ul. Złota 59, 00-120 Warsaw, registered in the District Court for the Capital City of Warsaw, XII Commercial Division, National Court Register [KRS], Register of Business Operators no. 0000022622, share capital of PLN 92,154,016 (paid-up in full), tax identification number NIP 526-025-04-69.