

RESOLUTION NO. 1
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020
to appoint the Chairperson of the Annual General Meeting

Pursuant to Art. 409.1 of the Commercial Companies Code, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Mr/Ms [●] shall be appointed as Chairperson of the Annual General Meeting.-----

Section 2

This Resolution shall become effective as of its date. -----

Grounds for draft Resolution No. 1:

Pursuant to Art. 409.1 of the Commercial Companies Code, the Chairperson of the General Meeting is elected from among the individuals entitled to attend the General Meeting.

RESOLUTION NO. 2
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020
to appoint the Ballot Counting Committee

Acting on the proposal put forward by the Chairperson, the Annual General Meeting of IPOPEMA Securities S.A. resolves as follows: -----

Section 1

The Ballot Counting Committee shall be appointed, composed of the following persons: -----

[●].-----

Section 2

This Resolution shall become effective as of its date. -----

RESOLUTION NO. 3
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020
to adopt the agenda

Acting on the proposal put forward by the Chairperson, the Annual General Meeting of IPOPEMA Securities S.A. resolves as follows:

Section 1

The Annual General Meeting adopts the following agenda:.....

1. Opening of the Annual General Meeting.
2. Appointment of the Chairperson.
3. Preparation of a list of attendees.
4. Confirmation that the Annual General Meeting has been properly convened and has the capacity to adopt resolutions.
5. Appointment of the Ballot Counting Committee.
6. Adoption of the agenda.
7. Review of the Directors' Report on the operations of the Company and its Group in the financial year 2019.
8. Review of the Company's separate financial statements for the financial year 2019.
9. Review of the Group's consolidated financial statements for the financial year 2019.
10. Review of the Supervisory Board's written report for 2019 and the Management Board's proposal concerning covering of the Company's loss for the financial year 2019.
11. Resolution on approval of the Directors' Report on the operations of the Company and its Group in the financial year 2019.
12. Resolution on approval of the Company's financial statements for the financial year 2019.
13. Resolution on approval of the Group's consolidated financial statements for the financial year 2019.
14. Resolution on allocation of the Company's net profit for the financial year 2019.
15. Grant of discharge in respect of performance of duties by members of the Management Board and the Supervisory Board.
16. Resolutions on the election of Supervisory Board members for the next term.
17. Resolution on the assessment of the Company's remuneration policy.
18. Closing of the Annual General Meeting.

Section 2

This Resolution shall become effective as of its date.

**RESOLUTION NO. 4
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020**

**on review and approval of the Directors' Report on the operations of the Company
and its Group in the financial year 2019**

Pursuant to Art. 382.3 in conjunction with Art. 395.2.1) of the Commercial Companies Code, and pursuant to Art. 16.3b) and Art. 19.1a) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Accepting the Supervisory Board's report for 2019, the Annual General Meeting approves the Directors' Report on the operations of the Company and its Group in the financial year 2019. -----

Section 2

This Resolution shall become effective as of its date. -----

Grounds for draft Resolution No. 4:

Pursuant to Art. 395.2.1 of the Commercial Companies Code, matters dealt with by the Annual General Meeting should include review and approval of the Directors' Report on the Company's operations in the previous financial year.

**RESOLUTION NO. 5
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020**

**on review and approval of the financial statements of the Company
for the financial year 2019**

Pursuant to Art. 382.3 in conjunction with Art. 395.2.1 of the Commercial Companies Code, and pursuant to Art. 16.3b) and Art. 19.1a) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Accepting the Supervisory Board's report for 2019, the Annual General Meeting approves the Company's financial statements for the financial year 2019, including:-----

- a) introduction to the financial statements; -----
- b) balance sheet as at 31 December 2019, showing total assets and total equity and liabilities of PLN 207,097 thousand; -----
- c) income statement for the period 1 January–31 December 2019, showing a net profit of PLN 213 thousand;

- d) statement of changes in equity for the period 1 January–31 December 2019, showing equity of PLN 56,533 thousand as at the end of the period;-----
- e) statement of cash flows for the period 1 January–31 December 2019, showing a net increase in cash of PLN 10,842 thousand; -----
- f) notes. -----

Section 2

This Resolution shall become effective as of its date. -----

Grounds for draft Resolution No. 5:

Pursuant to Art. 395.2.1 of the Commercial Companies Code, matters dealt with by the Annual General Meeting should include review and approval of the financial statements for the previous financial year.

**RESOLUTION NO. 6
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020
on review and approval of
the consolidated financial statements of the Group
for the financial year 2019**

Pursuant to Art. 395.5 of the Commercial Companies Code, and Art. 19.1.l) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Accepting the Supervisory Board's report for 2019, the Annual General Meeting approves the Group's consolidated financial statements for the financial year 2019, including:-----

- a) consolidated statement of financial position as at 31 December 2019, showing total assets and total equity and liabilities of PLN 271,200 thousand;-----
- b) consolidated statement of comprehensive income for the period 1 January-31 December 2019, showing a net profit of PLN 3,534 thousand;
- c) consolidated statement of changes in equity for the period 1 January-31 December 2019, showing equity of PLN 83,744 thousand as at the end of the period;-----
- d) consolidated statement of cash flows for the period 1 January-31 December 2019, showing a net increase in cash by PLN 15,857 thousand; -----
- e) notes. -----

Section 2

This Resolution shall become effective as of its date. -----

Grounds for draft Resolution No. 6:

Pursuant to Art. 395.5 of the Commercial Companies Code, matters dealt with by the Annual General Meeting may include review and approval of the financial statements of the Group as defined in the accounting laws.

RESOLUTION NO. 7
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020
on covering of the Company's loss for the financial year 2019

Pursuant to Art. 395.2.2 of the Commercial Companies Code, and Art. 19.1.b) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Having considered the Management Board's motion on allocation of the Company's profit and the Supervisory Board's opinion thereon, the Annual General Meeting hereby resolves that the Company's profit for the financial year 2019, in the amount of PLN 213,414.66 shall be allocated to the reserve funds.-----

Section 2

This Resolution shall become effective as of its date.-----

Grounds for draft Resolution No. 7:

In accordance with the Commercial Companies Code, decisions as to the allocation of profit are made by the Annual General Meeting. The Supervisory Board issued its positive opinion on the Management Board's notion concerning the allocation of the profit for the year 2019 as described in the draft resolution above.

RESOLUTION NO. 8
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020
to grant discharge in respect of performance of duties by
President of the Company's Management Board

Pursuant to Art. 395.2.3 of the Commercial Companies Code, and Art. 19.1.c) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Jacek Lewandowski, President of the Company's Management Board, is granted discharge in respect of performance of his duties in the financial year 2019, in the period 1 January-31 December 2019.-----

Section 2

This Resolution shall become effective as of its date. -----

**RESOLUTION NO. 9
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020**

**to grant discharge in respect of performance of duties by
Vice-President of the Company's Management Board**

Pursuant to Art. 395.2.3 of the Commercial Companies Code, and Art. 19.1.c) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Mirosław Borys, Vice-President of the Company's Management Board, is granted discharge in respect of performance of his duties in the financial year 2019, in the period 1 January-31 December 2019. -----

Section 2

This Resolution shall become effective as of its date. -----

**RESOLUTION NO. 10
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020**

**to grant discharge in respect of performance of duties by
Vice-President of the Company's Management Board**

Pursuant to Art. 395.2.3 of the Commercial Companies Code, and Art. 19.1.c) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Mariusz Piskorski, Vice-President of the Company's Management Board, is granted discharge in respect of performance of his duties in the financial year 2019, in the period 1 January-31 December 2019. -----

Section 2

This Resolution shall become effective as of its date. -----

**RESOLUTION NO. 11
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020**

**to grant discharge in respect of performance of duties by
Vice-President of the Company's Management Board**

Pursuant to Art. 395.2.3 of the Commercial Companies Code, and Art. 19.1.c) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Stanisław Waczkowski, Vice-President of the Company's Management Board, is granted discharge in respect of performance of his duties in the financial year 2019, in the period 1 January-31 December 2019. -----

Section 2

This Resolution shall become effective as of its date. -----

**RESOLUTION NO. 12
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020**

**to grant discharge in respect of performance of duties by
Member of the Company's Supervisory Board**

Pursuant to Art. 395.2.3 of the Commercial Companies Code, and Art. 19.1.c) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Jacek Jonak, Chairperson of the Company's Supervisory Board, is granted discharge in respect of performance of his duties in the financial year 2019, in the period 1 January-31 December 2019. -----

Section 2

This Resolution shall become effective as of its date. -----

**RESOLUTION NO. 13
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020**

**to grant discharge in respect of performance of duties by
Member of the Company's Supervisory Board**

Pursuant to Art. 395.2.3 of the Commercial Companies Code, and Art. 19.1.c) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Janusz Diemko, Vice- Chairperson of the Company's Supervisory Board, is granted discharge in respect of performance of his duties in the financial year 2019, in the period 1 January-31 December 2019. -----

Section 2

This Resolution shall become effective as of its date. -----

**RESOLUTION NO. 14
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020**

**to grant discharge in respect of performance of duties by
Member of the Company's Supervisory Board**

Pursuant to Art. 395.2.3 of the Commercial Companies Code, and Art. 19.1.c) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Bogdan Kryca, Member of the Company's Supervisory Board, is granted discharge in respect of performance of his duties in the financial year 2019, in the period 1 January-31 December 2019. -----

Section 2

This Resolution shall become effective as of its date. -----

**RESOLUTION NO. 15
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020**

**to grant discharge in respect of performance of duties by
Member of the Company's Supervisory Board**

Pursuant to Art. 395.2.3 of the Commercial Companies Code, and Art. 19.1.c) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Michał Dobak, Member of the Company's Supervisory Board, is granted discharge in respect of performance of his duties in the financial year 2019, in the period 1 January-31 December 2019. -----

Section 2

This Resolution shall become effective as of its date. -----

RESOLUTION NO. 16
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020

to grant discharge in respect of performance of duties by
Member of the Company's Supervisory Board

Pursuant to Art. 395.2.3 of the Commercial Companies Code, and Art. 19.1.c) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Piotr Szczepiórkowski, Member of the Company's Supervisory Board, is granted discharge in respect of performance of his duties in the financial year 2019, in the period 1 January-27 June 2019.-----

Section 2

This Resolution shall become effective as of its date.-----

RESOLUTION NO. 17
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020

to grant discharge in respect of performance of duties by
Member of the Company's Supervisory Board

Pursuant to Art. 395.2.3 of the Commercial Companies Code, and Art. 19.1.c) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Zbigniew Mrowiec, Member of the Company's Supervisory Board, is granted discharge in respect of performance of his duties in the financial year 2019, in the period 17 September-31 December 2019.-----

Section 2

This Resolution shall become effective as of its date.-----

Grounds for draft Resolutions No. 8-17:

Pursuant to Art. 395.2.3 of the Commercial Companies Code, matters dealt with by the Annual General Meeting should include grant of discharge to members of the company's governing bodies in respect of performance of their duties.

RESOLUTION NO. 18
OF THE ANNUAL GENERAL MEETING

OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020
on appointment of a member of the Supervisory Board for another term of office

Pursuant to Art. 385 § 1 of the Commercial Companies Code and § 11.1 of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Jacek Jonak, an existing Member of the Company's Supervisory Board, is hereby appointed to the Supervisory Board for another term of office.-----

Section 2

This Resolution shall become effective as of its date.-----

RESOLUTION NO. 19
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020
on appointment of a member of the Supervisory Board for another term of office

Pursuant to Art. 385 § 1 of the Commercial Companies Code and § 11.1 of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Janusz Diemko, an existing Member of the Company's Supervisory Board, is hereby appointed to the Supervisory Board for another term of office.-----

Section 2

This Resolution shall become effective as of its date.-----

RESOLUTION NO. 20
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020
on appointment of a member of the Supervisory Board for another term of office

Pursuant to Art. 385 § 1 of the Commercial Companies Code and § 11.1 of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Bogdan Kryca, an existing Member of the Company's Supervisory Board, is hereby appointed to the Supervisory Board for another term of office.-----

Section 2

This Resolution shall become effective as of its date. -----

**RESOLUTION NO. 21
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020**

on appointment of a member of the Supervisory Board for another term of office

Pursuant to Art. 385 § 1 of the Commercial Companies Code and § 11.1 of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Michał Dobak, an existing Member of the Company's Supervisory Board, is hereby appointed to the Supervisory Board for another term of office.-----

Section 2

This Resolution shall become effective as of its date. -----

**RESOLUTION NO. 22
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020**

on appointment of a member of the Supervisory Board for another term of office

Pursuant to Art. 385 § 1 of the Commercial Companies Code and § 11.1 of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Ewa Radkowska-Świętoń, an existing Member of the Company's Supervisory Board, is hereby appointed to the Supervisory Board for another term of office.-----

Section 2

This Resolution shall become effective as of its date. -----

Grounds for draft Resolutions No. 18-22:

Pursuant to Art. 385 § 1 of the Commercial Companies Code, the General Meeting appoints and dismisses members of the Supervisory Board. For the new term, the existing members of the Supervisory Board were proposed by the shareholders.

RESOLUTION NO. 23
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 25 June 2020
on the assessment of the Company's remuneration policy

Pursuant to Par. 28 of "Zasady Ładu Korporacyjnego dla instytucji nadzorowanych" (Corporate Governance Rules for Supervised Institutions) issued by the Polish Financial Supervision Authority the Annual General Meeting of IPOPEMA Securities S.A. hereby resolves as follows: -----

Section 1

Based on the report on assessment of the Company's remuneration policy issued by the Supervisory Board --- the Annual General Meeting of IPOPEMA Securities S.A. reaffirms that the abovementioned remuneration policy functions properly and fulfils its function.-----

Section 2

This Resolution shall become effective as of its date.-----

Grounds for draft Resolution No. 23

The Management Board of IPOPEMA Securities S.A. implemented the corporate governance rules issued by the Polish Financial Supervision Authority in the document "Zasady ładu korporacyjnego dla instytucji nadzorowanych" being the attachment to the Resolution No. 218/2014 dated 22 July 2014. According to Par. 28 of the abovementioned document the supervising body once a year prepares and presents to the general meeting a report on the functioning of the remuneration policy in the supervised institution and the general meeting assesses, whether the implemented remuneration policy supports the development and security of operation of the supervised institution. According to the Report of the Supervisory Board of the Company in their opinion the remuneration policy implemented in the Company functions properly and fulfils its functions – both with respect to the Company's effective operations, but also with respect to appropriate risk management and discouraging risk taking beyond the acceptable levels.