

RESOLUTION NO. 1
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 21 June 2021
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

[●] 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 21 June 2021
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 21 June 2021
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 2020.
8. Review of the Company's separate financial statements for the financial year 2020.
9. Review of the Group's consolidated financial statements for the financial year 2020.
10. Review of the Supervisory Board's written report for 2020 and the Management Board's proposal concerning covering of the Company's loss for the financial year 2020.
11. Resolution on approval of the Directors' Report on the operations of the Company and its Group in the financial year 2020.
12. Resolution on approval of the Company's financial statements for the financial year 2020.
13. Resolution on approval of the Group's consolidated financial statements for the financial year 2020.
14. Resolution on allocation of the Company's net profit for the financial year 2020.
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 a Supervisory Board member.
17. Resolution on the assessment of the Company's remuneration policy and expressing an opinion on the Report of the Supervisory Board on remuneration for the years 2019 and 2020.
18. Resolution on increasing the limit of variable remuneration components.
19. 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 21 June 2021**

**on review and approval of the Directors' Report on the operations of the Company
and its Group in the financial year 2020**

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 2020, the Annual General Meeting approves the Directors' Report on the operations of the Company and its Group in the financial year 2020. -----

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 21 June 2021**

**on review and approval of the financial statements of the Company
for the financial year 2020**

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 2020, the Annual General Meeting approves the Company's financial statements for the financial year 2020, including:-----

- a) introduction to the financial statements; -----
- b) balance sheet as at 31 December 2020, showing total assets and total equity and liabilities of PLN 494,270 thousand; -----
- c) income statement for the period 1 January–31 December 2020, showing a net profit of PLN 11,326 thousand; -----

- d) statement of changes in equity for the period 1 January–31 December 2020, showing equity of PLN 67,789 thousand as at the end of the period;-----
- e) statement of cash flows for the period 1 January–31 December 2020, showing a net increase in cash of PLN 244,118 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 21 June 2021
on review and approval of
the consolidated financial statements of the Group
for the financial year 2020**

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 2020, the Annual General Meeting approves the Group's consolidated financial statements for the financial year 2020, including:-----

- a) consolidated statement of financial position as at 31 December 2020, showing total assets and total equity and liabilities of PLN 589,073 thousand;-----
- b) consolidated statement of comprehensive income for the period 1 January-31 December 2020, showing a net profit of PLN 30,201 thousand;
- c) consolidated statement of changes in equity for the period 1 January-31 December 2020, showing equity of PLN 113,960 thousand as at the end of the period; -----
- d) consolidated statement of cash flows for the period 1 January-31 December 2020, showing a net increase in cash by PLN 250,151 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 21 June 2021
on covering of the Company's loss for the financial year 2020

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

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 2020, in the amount of PLN 11,326,166.78 shall be paid out as dividend. -----
2. The amount of dividend per share determined is PLN 0.37 and was rounded down to full grosz. The difference between the amount of net profit for 2020 specified above and the amount of dividend payable to the shareholders after rounding will be posted to the Company's statutory reserve funds. -----
3. The dividend will be paid out on 8 July 2021.

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 2020 as described in the draft resolution above.

RESOLUTION NO. 8
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 21 June 2021
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 2020, in the period 1 January-31 December 2020. -----

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 21 June 2021
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 2020, in the period 1 January-31 December 2020. -----

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 21 June 2021
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 2020, in the period 1 January-31 December 2020. -----

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 21 June 2021**

**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 2020, in the period 1 January-31 December 2020. -----

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 21 June 2021**

**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 2020, in the period 1 January-31 December 2020. -----

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 21 June 2021**

**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 2020, in the period 1 January-31 December 2020. -----

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 21 June 2021**

**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 2020, in the period 1 January-31 December 2020. -----

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 21 June 2021**

**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 2020, in the period 1 January-31 December 2020. -----

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 21 June 2021

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 2020, in the period 1-23 January 2020.-----

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 21 June 2021

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

Ewa Radkowska-Świętoń, Member of the Company's Supervisory Board, is granted discharge in respect of performance of his duties in the financial year 2020, in the period 23 January-31 December 2020.-----

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 21 June 2021

on appointment of a member of the Supervisory Board

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

[●] is hereby appointed to the Company's Supervisory Board.-----

Section 2

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

Grounds for draft Resolutions No. 8-17:

Pursuant to 385 § 1 of the Commercial Companies Code, the Supervisory Board in public companies is composed of at least five members appointed and dismissed by the General Meeting, and pursuant to § 11 section 1 of the Company's Articles of Association, the Supervisory Board is composed of five members appointed and dismissed, subject to sections 3 and 4 of that paragraph, by the General Meeting of the Company. In view of the resignation of Mr Michał Dobak from the Supervisory Board of the Company with effect from the date of the next General Meeting of the Company (announced in current report No. 17/2020 dated 16 December 2020), it is necessary to appoint a new member of the Supervisory Board of the Company.

**RESOLUTION NO. 19
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA**

dated 21 June 2021

**on the assessment of the Company's remuneration policy
and expressing an opinion on the Report of the Supervisory Board
on remuneration for the years 2019 and 2020**

Pursuant to Par. 28 of "Zasady Ładu Korporacyjnego dla instytucji nadzorowanych" (Corporate Governance Rules for Supervised Institutions) issued by the Polish Financial Supervision Authority, Article 90g(6) of the Act of 29 July 2005 on public offering and the conditions for introducing financial instruments to the organised trading system and on public companies and § 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

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

The Annual General Meeting hereby approves the Report of the Supervisory Board of the Company on the remuneration of the members of the Management Board and the Supervisory Board for 2019 and 2020.-----

Section 3

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

Grounds for draft Resolution No. 19

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 Supervisory Board of the Company 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. Regarding Section 2 of the above resolution: according to art. 90g par. 6 of the Act of 29 July 2005 on public offer and the conditions for introducing financial instruments to the organised trading system and on public companies, the general meeting of a public company adopts a resolution - in an advisory capacity - giving its opinion on the supervisory board's report on the remuneration of the management board and supervisory board.

**RESOLUTION NO. 20
OF THE ANNUAL GENERAL MEETING
OF IPOPEMA SECURITIES SPÓŁKA AKCYJNA
dated 21 June 2021**

on increasing the limit of variable remuneration components

Pursuant to § 32.1 of the Regulation of the Minister of Finance of 25 April 2017 on internal capital, the risk management system, the supervisory board evaluation programme and the supervisory examination and evaluation, as well as the remuneration policy in a brokerage house (the "Regulation") and § 19.1(l) of the Company's Articles of Association, the Annual General Meeting of IPOPEMA Securities S.A. resolves as follows:

Section 1

It is approved to increase the maximum limit of variable remuneration referred to in § 31 section 1 point 5 of the Regulation to 200% as a ratio of variable remuneration components to fixed remuneration components in relation to each person covered by the remuneration policy in force at the Company. -----

Section 2

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

Grounds for draft Resolution No. 20

Pursuant to § 31 clause 1 point 5 of the Regulation cited in the text of the draft resolution, the ratio of variable remuneration components to fixed remuneration components may not exceed 100% with respect to each person, but pursuant to § 32 clause 1 of the Regulation, this limit may be increased with the consent of the General Meeting up to a maximum of 200%. Increasing the aforementioned maximum limit will allow the Management Board and Supervisory Board to pursue a more flexible remuneration policy. This is of significant importance considering the competitive labour market in the industry in which the Company operates and, on the other hand, it gives more opportunities to manage the Company's fixed costs, in which fixed remunerations constitute a significant component. Consequently, in the opinion of the Management Board, the requested increase in the maximum limit of variable remuneration in relation to fixed remuneration is in the interest of the Company.