

**Draft resolutions of the Extraordinary General Meeting of QuarticOn S.A.**

**RESOLUTION No. 1**  
**of the Extraordinary General Meeting**  
**of QuarticOn Spółka Akcyjna with its registered office in Warszawa**  
**of May 5, 2021**  
***regarding the election of the chairman of the meeting***

**§ 1**

The Extraordinary General Meeting of QuarticOn Spółka Akcyjna hereby elects *[name and surname]* as the chairman of the Company's meeting.

**§ 2**

The resolution comes into force on the day of its adoption.

**RESOLUTION No. 2**  
**of the Extraordinary General Meeting**  
**of QuarticOn Spółka Akcyjna with its registered office in Warszawa**  
**of May 5, 2021**  
***on the approval of the General Meeting's agenda***

**§ 1**

The Extraordinary General Meeting of QuarticOn Spółka Akcyjna hereby adopts the following agenda:

1. open the Extraordinary General Meeting of the Company;
2. elect the Chairperson of the Company's Extraordinary General Meeting;
3. determine whether the Company's Extraordinary General Meeting has been duly convened, and whether it is able to pass resolutions;
4. approve the agenda of the Company's Extraordinary General Meeting;
5. adopt a resolution on the amendment of the Company's Articles of Association and the authorisation of the Company's Management Board to increase the share capital within the authorised share capital limit, with an option to deprive existing shareholders of their subscription rights;
6. pass a resolution on the authorisation of the Company's Supervisory Board to adopt the consolidated text of the Company's Articles of Association;
7. other motions;
8. close the meeting.

**§ 2**

The resolution comes into force on the day of its adoption.

**RESOLUTION No. 3**  
**of the Extraordinary General Meeting**  
**of QuarticOn Spółka Akcyjna with its registered office in Warszawa**  
**of May 5, 2021**

***on the amendment of the Company's Articles of Association and the authorisation of the Company's Management Board to increase the share capital within the authorised share capital limit, with an option to deprive existing shareholders of their subscription rights***

§1

Pursuant to Article 430 of the Commercial Companies Code (CCC), the Extraordinary General Meeting of QuarticOn S.A. hereby resolves that:

- **the Company's Articles of Association shall be amended by adding § 5b after § 5a of the Articles of Association, with the following wording:**
  1. *“The Management Board shall be authorised to increase the Company’s share capital through one or several capital increases by no more than **PLN 25,000.00** (twenty five thousand zloty) by issuing no more than **250,000** (two hundred fifty thousand) new shares of the Company of the individual series (authorised share capital).*
  2. *The authorisation to increase the Company’s share capital within the authorised share capital limit and to issue new shares within the limit set in § 1 (1) above shall be given for the period until 31 December 2021.*
  3. *The Management Board shall require the Supervisory Board's approval for each increase in the Company’s share capital within the authorised share capital limit set in § 1 (1) above.*
  4. *Shares issued within the authorised share capital limit may be subscribed for against contributions in cash and in kind. Each Management Board's resolution on the issue of shares against contributions in kind shall require the Supervisory Board’s approval.*
  5. *Each Management Board’s resolution on setting the issue price shall require the Supervisory Board’s approval. The issue price for all issues within the authorised share capital limit may not be lower than 80% of the current market price of the shares, calculated as the average share price for the month preceding the Management Board’s resolution, rounded to the whole 10 groszy.*
  6. *The Management Board shall be authorised to make any decisions required in respect of the share capital increase within the authorised share capital limit, and in particular to:*
    1. *set the number of shares to be issued as series;*
    2. *set the number of individuals to whom the individual stock issues will be offered;*
    3. *set the subscription date(s), unless the subscription right is excluded;*
    4. *amend the Articles of Association as required for increasing the Company's share capital within the authorised share capital limit, and for establishing the consolidated text which incorporates such amendments;*

5. *define any other terms in respect of share subscription;*
6. *have the shares dematerialised and to conclude with Krajowy Depozyt Papierów Wartościowych S.A. Share Registration Agreements; agreements for keeping a register of shareholders or other agreements;*
7. *have the shares floated through the NewConnect alternative trading system.*
7. *Subject to the Supervisory Board's approval, the Company's Management Board may deprive existing shareholders of their subscription rights to all or part of new shares (subscription rights) in relation to each share capital increase within the authorised share capital limit.*
8. *The Management Board's authorisation to increase the share capital within the authorised share capital limit shall be without prejudice to the General Meeting's right to effect an ordinary share capital increase while the Management Board is exercising that authorisation."*

## § 2

The Resolution shall become effective upon adoption.

## RESOLUTION No. 4

### Of the Extraordinary General Meeting

QuarticOn Spółka Akcyjna with its registered office in Warsaw

of May 5, 2021

***regarding the authorisation of the Company's Supervisory Board to adopt the consolidated text of the Company's Articles of Association***

## §1

Pursuant to Article 430 § 5 of the Commercial Companies Code (CCC), the Extraordinary General Meeting of QuarticOn S.A. hereby authorises the Supervisory Board to adopt the consolidated text of the Company's Articles of Association incorporating the amendments made under Resolution No 3/2021 of today's General Meeting.

## § 2

The Resolution shall become effective upon adoption.