

POWERS OF PROXY FORM

for the Extraordinary General Meeting of QuarticOn S.A. convened for May 5, 2021

I. Shareholder (a natural person):

Mr / Ms

Shareholder's contact details

NAME AND SURNAME OF THE SHAREHOLDER

STREET / BUILDING NO

NO AND SERIES OF SHAREHOLDER'S ID

CITY / POST CODE

SHAREHOLDER'S PESEL (PERSONAL IDENTIFICATION) NO

CONTACT EMAIL ADDRESS

SHAREHOLDER'S NIP (TAX IDENTIFICATION) NO

TELEPHONE NUMBER

NUMBER OF SHARES

II. Shareholder (legal entity or other organizational unit):

Details of the shareholder (legal person or other organizational unit):

NAME OF THE ENTITY

STREET / BUILDING NO.

KRS (NATIONAL COURT REGISTER) NO / REGISTER NO

CITY / POST CODE

NIP (PERSONAL IDENTIFICATION) NO IF IS NOT DISCLOSED IN THE KRS

CONTACT EMAIL ADDRESS

NUMBER OF SHARES

TELEPHONE NUMBER

establishes a proxy:

Mr / Ms

Proxy's contact details:

NAME AND SURNAME OF A PROXY	STREET / BUILDING NO.
PROXY'S PESEL NO	CITY / POST CODE
PROXY'S NIP NO	CONTACT EMAIL ADDRESS
NUMBER OF SHARES	TELEPHONE NUMBER

to represent the Shareholder and owner of the abovementioned shares of QuarticOn S.A. at the Extraordinary General Meeting of QuarticOn S.A. convened for May 5, at 11:00, which will be held at the company's headquarters in Warszawa, at: Al. Jerozolimskie 123A, in the Atlas Tower building, 25 floor, main conference room, and in particular to participate in and speak at the Extraordinary General Meeting, to sign the attendance list and to vote on my behalf with:

..... (in words:) shares of QuarticOn S.A.

in accordance with the instructions concerning the method of voting which is attached to this form / at the discretion of the proxy.*

The aforementioned proxy is authorized to represent the Shareholder at the Extraordinary General Meeting of Shareholders of QuarticOn S.A. also in case of a break in the Extraordinary General Meeting.

The proxy is authorized / not authorized * to grant further powers of proxy.

Signature of the shareholder / persons authorized to represent the Shareholder

* Delete as applicable



Attachment to the powers of proxy form

**Instructions
of voting by proxy
at the Extraordinary General Meeting of QuarticOn S.A.
convened for May 5, 2021**

This instructions to exercise the voting right allows to exercise the voting right at the Extraordinary General Meeting of Shareholders of QuarticOn S.A. convened for May 5, 2021, at 11:00, which will be held at the company's headquarters in Warszawa, at: Al. Jerozolimskie 123A, in the Atlas Tower building, 25 floor, main conference room, by proxy:

..... acting on behalf of the
Shareholder

.....

- The use of these instructions by a Proxy and a Shareholder is not mandatory.
- The instructions do not replace the powers of proxy granted by the Shareholder (Powers of Proxy Form).
- The Company does not verify the method of voting by the Proxy, i.e. whether the Proxy exercises the right to vote in accordance with the instructions received from the Shareholder.
- The instructions contain draft resolutions to be adopted by the Extraordinary General Meeting of QuarticOn S.A. convened for May 5, 2020, along with instructions on how to vote from the Shareholder to the Proxy.
- Voting and raising any objection by the Proxy is done by entering an "X" in the appropriate box. If the Shareholder authorizes the Proxy to vote differently from the shares he holds, the Proxy should indicate in the appropriate box the number of votes and the number of shares from which he gives vote "in favor", "against" or "abstains from voting". Incorrectly or ambiguously filled instructions will not be included in the results of voting on a given resolution.
- In the event of an open vote, the instructions filled in by the Shareholder may constitute a voting card for the Proxy. The voting proxy using these instructions should deliver them to the Chairman of the Extraordinary General Meeting after voting on a given resolution.

*Signature of the shareholder / persons authorized to represent the
Shareholder)*



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.

The voting instructions for the Proxy regarding the above resolution.

The proxy should vote in the following way:

Vote "in favor"	Vote "against"	"abstain from voting"	Other comments
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares:	The number of shares:	The number of shares:	
The number of votes from the shares:	The number of votes from the shares:	The number of votes from the shares:	

I am raising an objection to the resolution: YES / NO *)
Voting by ticking the appropriate box with a cross ("X")

*) *Delete as applicable*

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.

The voting instructions for the Proxy regarding the above resolution.

The proxy should vote in the following way:

Vote "in favor"	Vote "against"	"abstain from voting"	Other comments
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares:	The number of shares:	The number of shares:	
The number of votes from the shares:	The number of votes from the shares:	The number of votes from the shares:	

I am raising an objection to the resolution: YES / NO *)
Voting by ticking the appropriate box with a cross ("X")

*) Delete as applicable

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.

The voting instructions for the Proxy regarding the above resolution.

The proxy should vote in the following way:

Vote "in favor"	Vote "against"	"abstain from voting"	Other comments
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares:	The number of shares:	The number of shares:	
The number of votes from the shares:	The number of votes from the shares:	The number of votes from the shares:	

I am raising an objection to the resolution: YES / NO *)
Voting by ticking the appropriate box with a cross ("X")

**) Delete as applicable*



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.

The voting instructions for the Proxy regarding the above resolution.

The proxy should vote in the following way:

Vote "in favor"	Vote "against"	"abstain from voting"	Other comments
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares:	The number of shares:	The number of shares:	
The number of votes from the shares:	The number of votes from the shares:	The number of votes from the shares:	

I am raising an objection to the resolution: YES / NO *)

Voting by ticking the appropriate box with a cross ("X")

**) Delete as applicable*