

BYLAWS OF THE GENERAL MEETING OF POLENERGIA S.A.

(adopted by virtue of resolution no. 26/2024 of the General Meeting of Polenergia S.A. dated 19 June 2024 and approved by the resolution no. 8/V/2024 of the Supervisory Board of Polenergia S.A. dated 22 May 2024)

§ 1

INTRODUCTION AND DEFINITIONS

- Each session of the General Meeting of Polenergia S.A. shall be convened, prepared and conducted in accordance with the procedure and on terms and conditions referred to in the Commercial Companies Code, the Company Statutes and these Bylaws.
- 2. The capitalized terms referred to in these Bylaws shall be understood as follows:
 - (a) "Shareholder" shall mean an entity being a shareholder of the Company;
 - (b) "Commercial Companies Code" shall mean the Act of 15 September 2000 Commercial Companies Code (as amended);
 - (c) "Chairperson" shall mean the chairperson of the General Meeting;
 - (d) "Supervisory Board" shall mean the Supervisory Board of Polenergia S.A.;
 - (e) **"Bylaws"** shall mean these Bylaws of the General Meeting approved by virtue of a resolution of the Supervisory Board and adopted by virtue of a resolution of the General Meeting;
 - (f) "Company" shall mean the company Polenergia S.A.;
 - (g) "Statutes" shall mean the Statutes of the Company;
 - (h) "General Meeting" shall mean the General Meeting of Polenergia S.A.;
 - (i) "Management Board shall mean the Management Board of Polenergia S.A.

§ 2

CONVENING AND PREPARING THE GENERAL MEETING

- 1. The General Meeting of the Company shall be held as an annual or extraordinary one.
- 2. The General Meeting shall be convened no less frequently than once a year.
- 3. The Annual General Meeting shall be convened within 6 (six) months following the end of each financial year, unless the applicable provisions of law stipulate otherwise.
- 4. General Meetings shall be convened by the Management Board:
 - (a) acting on its own initiative; or
 - (b) at a written request of the Supervisory Board; or
 - (c) at a request of a Shareholder or Shareholders representing at least one-twentieth of the Company's share capital.
- 5. Annual General Meeting shall be convened by the Management Board within the time limits specified in the Commercial Companies Code or other applicable provisions of law.
- 6. Shareholders referred to in § 2 sec. 4(c) above shall be entitled to request that solely an Extraordinary General Meeting be convened. A request to convene a General Meeting may be submitted to the Management Board in writing or electronically to the e-mail address specified on the Company's website.
- 7. If the Management Board fails to convene an Extraordinary General Meeting at a request of an eligible Shareholder or Shareholders or the Supervisory Board within 14 (fourteen) days from the



- date of delivery of the request in this regard, the Extraordinary General Meeting shall be convened by the Supervisory Board.
- 8. The Supervisory Board may also convene an Extraordinary General Meeting whenever the Board deems it advisable to do so, and an Annual General Meeting in the event that the Management Board fails to convene the Annual General Meeting by the deadline referred to in the Commercial Companies Code or other applicable provisions of law.
- 9. An Extraordinary General Meeting may also be convened by Shareholders representing at least half of the Company's share capital or at least half of all voting rights in the Company.
- 10. The corporate body or entity convening the General Meeting is required to establish a detailed agenda for the Meeting.
- 11. A Shareholder or Shareholders representing at least one-twentieth of the share capital of the Company may request that individual matters be included in the agenda of the General Meeting. Such request should include a rationale or a draft resolution on the proposed item on the agenda and should be submitted to the Management Board no later than 21 (twenty one) days before the scheduled date of the General Meeting. Such request should be submitted to the Management Board in writing or electronically to the e-mail address referred to in the notice convening the General Meeting.
- 12. The General Meeting shall be convened via an announcement on the Company's website and in the manner prescribed for the disclosure of current information in accordance with the mandatory provisions of law. Such announcement should be made at least 26 (twenty six) days prior to the date of the General Meeting. Appended to the notice of the General Meeting shall be the agenda of the General Meeting and all relevant documents.
- 13. General Meetings shall be held in Warsaw. The notice convening the General Meeting shall name a specific venue of the meeting and the time the meeting is to begin.
- 14. Except as stipulated in the Commercial Companies Code, the General Meeting, if properly convened, shall be valid and capable of passing resolutions regardless of the number of shares represented thereat.
- 15. If permitted by the body or entity convening the General Meeting in accordance with the second sentence of Article 406⁵ of the Commercial Companies Code, Shareholders may participate in the General Meeting using means of electronic communication (including videoconferencing), including in particular:
 - (a) real-time bilateral communication that allows Shareholders to speak during the General Meeting,
 - (b) exercise of voting rights in person or by proxy.
- 16. The Company should allow Shareholders to participate in the General Meeting by means of electronic communication, if this is justified in view of the Shareholders' expectations reported to the Company, provided that the Company is able to provide the technical infrastructure necessary for holding such General Meeting.
- 17. Detailed rules for participation in the General Meeting by means of electronic communication are set forth in the Rules of participation in the General Meeting of Polenergia S.A. by means of electronic communication adopted by the Supervisory Board.
- 18. The organizational and technical requirements for Shareholders to participate in the General Meeting by means of electronic communication shall be determined separately by the Management Board from time to time and published on the Company's website prior to the date of the General Meeting.
- 19. The Shareholders availing themselves of the option to participate in the General Meeting using electronic means of communication shall bear risks related thereto, in particular those resulting



- from their inability to receive the transmission, to communicate or to exercise their voting rights during the General Meeting caused by any malfunction or any interference in transmission.
- 20. The Company provides real-time transmission of the General Meeting's session. Information on the planned transmission of the General Meeting shall be provided on the Company's website.

§ 3 SHAREHOLDER LIST

- 1. The Shareholder list being a list of Shareholders entitled to attend the General Meeting shall be prepared and signed by the Management Board based on the list prepared and made available to the Company by the entity maintaining the securities depository.
- 2. The Shareholder list should include:
 - (a) names and surnames or business names of the Shareholders entitled to participate in the General Meeting;
 - (b) place of residence or registered office of the Shareholders (an individual may provide their address for notices or electronic delivery address instead of their place of residence);
 - (c) the number, type and numbers of shares and the number of votes to which each Shareholder is entitled.
- 3. The list of Shareholders entitled to participate in the General Meeting shall be displayed at the headquarters of the Company's Management Board for 3 (three) business days immediately preceding the scheduled day of the General Meeting, during the hours specified in the notice convening the General Meeting.
- 4. A Shareholder may request that the list of Shareholders entitled to participate in the General Meeting be sent to them free of charge to the electronic address for notices or via email, specifying the address the list should be sent to. Such request should be submitted by the Shareholder to the e-mail address: wza@polenergia.pl.

§ 4

LIST OF ATTENDANCE AT THE GENERAL MEETING

- 1. Based on the Shareholder list referred to in § 3 section 1, a list of attendance shall be prepared, being a list of Shareholders attending the General Meeting and their representatives or proxies, specifying the number of shares each of them holds and the number of votes they are entitled to.
- 2. When preparing the list of attendance, it is necessary to:
 - (a) verify whether the Shareholder is entitled to participate in the General Meeting,
 - (b) verify the identity of the Shareholder and their representative or proxy against an identity card, passport or another official identification document permitting identification,
 - (c) verify the powers of attorney of persons representing Shareholders and information about the granting of electronic powers of attorney, and in the case of Shareholders other than natural persons verify the documents confirming the right of a given person to represent the Shareholder.
- 3. The list of attendance shall be signed by all present Shareholders or their representatives or proxies and by the Chairperson of the General Meeting, excluding the Shareholders participating in the General Meeting by means of electronic communication (provided such electronic participation in a given General Meeting has been permitted).
- 4. The list of attendance shall be displayed throughout the entire session of the General Meeting until the conclusion thereof. Persons preparing the list of attendance shall be obligated to keep track of any replacements of participants in the General Meeting, specifying the time such changes



- occurred and informing the Chairperson of such replacements, if any. Any changes to the list of attendance at the General Meeting should be accounted for in the minutes of the General Meeting.
- 5. At the request of a Shareholder or Shareholders holding at least 1/10 (one-tenth) of the share capital represented at a given General Meeting, the list of attendance should be verified by a committee appointed for this purpose consisting of at least three persons. The applicants are entitled to appoint one member of such committee. Other members of the committee shall be appointed by the General Meeting by way of a resolution adopted by an absolute majority of votes.
- 6. The Committee referred to in § 4 section 5 above may recommend changes to the list of attendance (i.e., inclusion of persons not admitted to the meeting or deletion of persons being previously on the list of attendance or other changes). The committee's resolution in this respect shall be adopted by a simple majority of votes. The decision to accept or reject the proposals and recommendations of the committee shall be made by the General Meeting by way of a resolution passed by an absolute majority of votes.

§ 5

PARTICIPANTS IN THE GENERAL MEETING

- Only persons who were Shareholders of the Company 16 (sixteen) days before the date of the General Meeting (the date of registration for participation in the General Meeting) shall have the right to participate in the General Meeting.
- 2. Pledgees and usufructuaries with voting rights have the right to attend the General Meeting if the establishment of a limited property right in their favor has been registered in the securities account on the date of registration for participation in the General Meeting.
- 3. In order to participate in the General Meeting, Shareholders should notify the entity that maintains the securities account of their request for the issuance of a registered certificate of their right to participate in the General Meeting. Such request must be submitted no earlier than after the announcement of the convening of the General Meeting and no later than on the first business day following the date of registration for participation in the General Meeting.
- 4. Shareholders may participate in the General Meeting and exercise their voting rights in person or by proxy. The power of attorney to participate in the General Meeting and exercise voting rights must be issued in writing or in electronic form.
- 5. A Shareholder's proxy may grant further powers of attorney, if so transpires from the wording of the power of attorney, subject to the exceptions provided for in the Commercial Companies Code.
- 6. If the proxy at the General Meeting is a member of the Management Board, a member of the Supervisory Board, a liquidator, an employee of the Company or a member of the corporate bodies or employee of a Company's subsidiary, the power of attorney may grant authorization to represent the principal at only one General Meeting. The proxy is required to disclose any circumstances indicating the existence or possibility of occurrence of a conflict of interest to the Shareholder. Such proxy shall vote in accordance with the instructions given by the Shareholder. In circumstances referred to in this § 5 section, granting of a further power of attorney shall be excluded.
- 7. The form of a power of attorney to attend and vote at the General Meeting shall be available from the date of publication of the notice convening the General Meeting on the Company's website at: https://www.polenergia.pl/walne-zgromadzenia/.
- 8. The Company should be notified of the granting of an electronic power of attorney by means of electronic communication, via sending the relevant notice by e-mail to: wza@polenergia.pl and attaching the power of attorney document in PDF format thereto. Where the power of attorney has been granted by a legal entity or an organization, the Shareholder, as the principal, shall append a scan of the relevant documents referred to in § 4 section 9 below to the document of the power of attorney. The notice of granting a power of attorney should include an accurate identification of the



proxy and the principal - specifying the name, surname, address and contact information (telephone number or e-mail address) of both of them. The notice of granting a power of attorney should also include the scope of the power of attorney, i.e., specify the number of shares from which voting rights will be exercised, as well as the date and designation of the General Meeting of the Company at which such rights will be exercised.

- 9. Representatives or proxies of a Shareholder other than a natural person should submit the following documents to the Company: (i) current excerpts from the relevant registers specifying the persons authorized to represent those Shareholders and (ii) documents confirming their authority to act on behalf of a Shareholder. If any replacement occurred of the persons authorized to represent a given Shareholder and such replacement has not yet been disclosed in the relevant register, the representatives or proxies of such Shareholder should, in addition, submit relevant resolutions or statements of will of the bodies or entities authorized to appoint and dismiss persons representing the Shareholder, that would confirm such replacement.
- 10. In the event the documents referred to in § 5 section 9 above have been issued in a language other than Polish, their translation into Polish prepared by a sworn translator must also be provided.
- 11. The Company may take appropriate measures to identify a Shareholder and a proxy. Verification may involve, in particular, an inquiry (by telephone or e-mail) with the Shareholder and the proxy to confirm that the power of attorney has been granted.
- 12. Sending the documents referred to in § 5 sections 8-10 electronically shall not relieve the proxy from the obligation to present documents permitting their identification when signing the list of attendance at the General Meeting.
- 13. The rules for informing about a power of attorney shall apply mutatis mutandis to the notifying the Company about revocation of a power of attorney.
- 14. Members of the Management Board and Supervisory Board who are not shareholders shall also have the right to participate in the General Meeting, including the right to speak.
- 15. Members of the Management Board and Supervisory Board whose term of office expired before the date of the Annual General Meeting shall have the right to attend such General Meeting, review documents corresponding in content to the Management Board report on the Company's business, financial statements, Supervisory Board reports or auditor's report, and may submit written comments thereon. A request to exercise these rights should be filed with the Management Board in writing no later than one week prior to the Annual General Meeting which is to adopt resolutions on the acknowledgment of the fulfillment of duties by the persons referred to hereinabove.
- 16. Other persons invited by the body or entity convening the General Meeting may also participate in the General Meeting, including, in particular, auditors, legal and financial advisors, employees of the Company or media representatives.
- 17. The Annual General Meeting should also be attended by the Company's auditor.

§ 6 OPENING OF THE MEETING

- The General Meeting shall be opened by the Chairperson of the Supervisory Board or the Deputy Chairperson of the Supervisory Board. In the absence of the foregoing persons, the General Meeting shall be opened by the President of the Management Board or another person appointed by the Management Board. The Chairperson is then elected from among those entitled to attend the General Meeting.
- The person opening the General Meeting shall cause immediate election of the Chairperson, while
 refraining from any other substantive or formal decisions. Such person is authorized to make only
 formal decisions aimed at opening the General Meeting and electing the Chairperson.



3. The foregoing provisions concerning the opening of the General Meeting and the ordering the election of the Chairperson shall not apply if the General Meeting has been convened by an entity authorized to do so by the registry court in accordance with the procedure and rules set forth in the Commercial Companies Code or in the cases referred to in §2 section 9 above.

§ 7

ELECTION OF THE CHAIRPERSON OF THE GENERAL MEETING

- 1. Subject to § 6 section 3 hereof, Shareholders shall elect the Chairperson of the General Meeting.
- 2. The right to run for Chairperson and the right to nominate a candidate for the Chairperson is vested in every person entitled to participate in the General Meeting. Each participant of the General Meeting has the right to propose one candidacy for the Chairperson of the General Meeting.
- 3. The list of proposed candidates to perform as the Chairperson shall be prepared by the person opening the General Meeting in alphabetical order. The proposed candidate shall be included in the list of candidates for the Chairperson after submitting a statement on their consent to being nominated, to be recorded in the minutes. As soon as the list is announced by the person opening the General Meeting, the list of candidates for the function of the Chairperson shall be considered closed.
- 4. The person opening the General Meeting shall supervise the proper conduct of voting on the election of the Chairperson and announce the results of such voting.
- 5. The Chairperson shall be elected by voting for each proposed candidate separately, in alphabetical order. The Chairperson shall be elected in a secret ballot with an absolute majority of votes.
- 6. The person from among the proposed candidates whose candidacy first receives an absolute majority of votes shall be appointed the Chairperson. In such event, voting on the remaining proposed candidates for the Chairperson shall be redundant and shall be abandoned.
- 7. Once the Chairperson has been elected, such person shall take the lead over the General Meeting.
- 8. The Chairperson of the General Meeting should not, without good reason, resign from their function and should not, without good reason, delay signing of the minutes of the General Meeting.

§ 8

POWERS OF THE CHAIRPERSON OF THE GENERAL MEETING

- The Chairperson shall lead over the General Meeting, ensure that the session of the General Meeting complies with the provisions of the Commercial Companies Code, the Statutes and these Bylaws, make decisions on procedural and formal matters and interpret these Bylaws.
- 2. The Chairperson shall have no right, unless upon the consent of the General Meeting, to remove items from the agenda of the General Meeting or change the order of such items.
- 3. The Chairperson's duties include, in particular:
 - (a) ensuring that the session proceeds seamlessly in accordance with the predetermined agenda,
 - (b) checking, signing and ordering the display of the list of attendance at the General Meeting,
 - (c) declaring the due convening of the General Meeting and its capability to pass resolutions.
 - (d) giving and taking away the floor to and from the participants of the General Meeting,
 - (e) receiving motions and draft resolutions and submitting them for discussion,
 - (f) managing and conducting votes, ensuring their accuracy and announcing their results,
 - (g) ordering procedural breaks and making other decisions of a formal nature,
 - (h) declaring that the agenda of the meeting has been exhausted and concluding the meeting.



- The Chairperson of the General Meeting should, in particular, prevent the abuse of powers by participants in the General Meeting and ensure that the rights of minority Shareholders are respected.
- 5. The Chairperson of the General Meeting may order short technical or procedural breaks in the proceedings, which shall not be tantamount to adjournment referred to in Article 408 § 2 of the Commercial Companies Code, and which do not hinder Shareholders from exercising their rights. Such breaks may be ordered in particular to:
 - (a) permit a Shareholder to prepare a written motion or justification for the motion or a draft resolution,
 - (b) align the Shareholders' positions or consult with principals whenever amendments are to be made to the proposed draft resolutions of the General Meeting,
 - (c) permit other organizational and technical activities.

§ 9

SESSION OF THE GENERAL MEETING

- The General Meetings shall be held in Polish.
- 2. The Management Board shall provide technical, organizational, legal and notarial services for the General Meeting. The Company's Management Board may subcontract the performance of technical activities related to services concerning the General Meeting to an entity specialized in providing such services. Such services may include, in particular, registering the Shareholders and handling voting including calculation of the number of votes using computer equipment and systems.
- 3. After the presentation of each item on the agenda, the Chairperson shall open the discussion, giving the floor to the participants of the General Meeting in the order of their applications.
- 4. The discussion may also be held after each agenda item is elaborated on, it may also refer to more than one item altogether. A relevant decision in this respect shall be made by the Chairperson.
- 5. Changing the order of consideration of individual items on the agenda requires a resolution of the General Meeting.
- 6. A participant of the General Meeting may speak only on matters included in the agenda and within the scope of the item of the agenda currently under consideration.
- 7. The Chairperson may determine the maximum number of speakers participating in the discussion of individual items on the agenda, as well as the maximum number of speeches by each participant in the General Meeting and the maximum duration of such speeches.
- 8. The Chairperson may take the floor away from a speaker who in their speech deviates from the matter currently under consideration by the General Meeting, exceeds the time allotted for the speech, by their speech violates the provisions of law or good manners or prevents the proper conduct of the General Meeting.
- 9. The Chairperson may give floor out of turn to members of the Management Board, members of the Supervisory Board or the auditor present at the General Meeting.
- 10. In formal matters, the Chairperson may give floor to the participants of the General Meeting out of turn.
- 11. After completing the discussion on a given matter, the Chairperson closes the discussion and orders a vote. From that moment on, participants in the General Meeting may speak only to make a formal motion on the manner or order of voting on the matter.
- 12. The General Meeting may order adjournments by a two-thirds majority vote. In total, such adjournments shall not exceed thirty days. Adjournment of the General Meeting may take place



- only in special situations, specified from time to time in the rationale presented by the Shareholder requesting such adjournment. If no such rationale is provided by the Shareholder requesting an adjournment, the Chairperson shall request such Shareholder to provide such rationale.
- 13. A resolution to order an adjournment of the General Meeting must clearly specify the date, time and place of resumption of the meeting, however such date of resumption must not prevent or restrict the Shareholders from exercising their right to participate in the General Meeting.

§ 10

PROVIDING INFORMATION DURING THE GENERAL MEETING

- 1. A Shareholder has the right to ask questions on any matter on the agenda that is currently under consideration.
- The Management Board of the Company, within the scope of its powers and to the extent permitted
 by the applicable provisions of law, shall provide the Shareholders, upon their request, with
 information concerning the Company, if it is justified by the need to evaluate a matter included in
 the agenda of the General Meeting.
- The Management Board shall refuse to provide information if it could be detrimental to the Company, any company related to the Company, or a subsidiary company or subsidiary cooperative of the Company, in particular by revealing technical, commercial or organizational secrets of the company.
- 4. A member of the Management Board may also refuse to provide information to a Shareholder if the provision of information could constitute grounds for criminal, civil or administrative liability of such Management Board member.
- 5. Information referred to in § 10 section 2 above shall be deemed to have been provided if the relevant information is available on the Company's website.
- 6. For important reasons, and whenever the provision of information during the General Meeting is impossible or significantly hindered due to the need to collect and process the relevant data or due to the wide scope of the requested information, the Management Board may provide the Shareholder with information in writing outside the General Meeting or inform the Shareholder of the refusal to provide information under the rules and within the time limits set forth in the Commercial Companies Code.

§ 11

VOTING AND RESOLUTIONS

- The General Meeting may adopt resolutions only on matters included in the agenda, unless the entire share capital is represented at the General Meeting and none of the participants objects to the adoption of the resolution.
- 2. Formal motions may be passed even though they have not been included in the agenda.
- 3. During the General Meeting, the Shareholders have the right to propose draft resolutions on matters included in the agenda and the right to suggest amendments to draft resolutions included in the agenda. Along with the draft resolution (or draft amendments to the resolution), the Shareholder shall provide the rationale for their proposal. If the Shareholder fails to provide such rationale, the Chairperson shall demand that the Shareholder provide one. If more than one draft resolution or more than one amendment to a resolution is submitted on a single issue, then the most far-reaching proposal shall be voted in the first place.
- 4. Voting at the General Meeting may be held using electronic devices that permit votes to be cast and counted, as well as in the case of secret ballots eliminate the possibility of identifying how individual Shareholders cast their votes. Before voting for the first time using such devices, the



Chairperson should ask the persons providing the voting service to give a brief instruction on the use of the voting devices.

- 5. Subject to the provisions of §11 section 6 below, voting shall be open.
- 6. Secret ballots are ordered:
 - (a) in elections and when voting on motions to dismiss members of the Company's bodies or liquidators,
 - (b) when voting on motions to hold members of the Company's bodies or liquidators liable,
 - (c) when voting on other personal matters,
 - (d) upon a request of even one of the Shareholders present or represented at the General Meeting.

§ 12

ELECTION OF THE SUPERVISORY BOARD BY GROUP VOTING

- At the request of the Shareholders representing at least one-fifth of the Company's share capital, the Supervisory Board should be elected by the forthcoming General Meeting by voting in separate groups, as governed by the Commercial Companies Code, the provisions of the Statutes and these Bylaws.
- 2. The motion referred to in § 12 section 1 should be submitted to the Management Board in writing within a time limit allowing the inclusion of a relevant item on the agenda of the General Meeting concerning election of the Supervisory Board by voting in separate groups.
- 3. Persons representing at the General Meeting that part of the shares which results from dividing the total number of represented shares by the number of members of the Supervisory Board may form a separate group for the purpose of electing one member of the Supervisory Board, however they will not participate in the election of other Supervisory Board members.
- 4. Before ordering voting in separate groups, the Chairperson shall inform the General Meeting of the number of shares represented by the Shareholders present or represented at the General Meeting and the number of shares required to form a group capable of electing a member of the Supervisory Board, after which the Chairperson shall order a short technical break in the meeting in order for the groups to be formed.
- 5. The group shall be formed by way of determining its composition, including preparing a list of a given group's members and appointing the group's chairperson. § 4 of the Bylaws shall apply accordingly to the list of members of a particular group. No chairperson of the group shall be appointed in the event the group includes one Shareholder only.
- After the break, the chairpersons of the formed groups shall submit to the Chairperson a written information identifying the group's chairperson and containing a list of the members of a given group.
- 7. The Chairperson shall examine the correctness of the groups' formation, and if any irregularities are found, the Chairperson shall order an additional short technical break to correct such irregularities. The correction of irregularities may consist, in particular, in amending, supplementing or submitting a new statement on the formation of the group or groups, or providing missing signatures.
- 8. Upon completion of the foregoing procedure, the Chairperson shall announce the list of groups and participants in each group, as well as the order in which the groups shall vote. Groups comprising the Shareholders representing a shareholding insufficient to form a group shall be omitted in the announcement.
- 9. If a Shareholder has subscribed to more than one group and such irregularity has not been corrected despite the announcement of an additional technical break for this purpose, or if the



- irregularity has been overlooked for any reason whatsoever, such Shareholder may vote only in the group that votes first. The shares held by such Shareholder shall be disregarded in determining the size of other groups the Shareholder has subscribed to.
- 10. Discussion and voting in individual groups shall be ordered by the Chairperson and moderated by the groups' chairpersons. Discussion and voting shall be held in the meeting room where the General Meeting takes place.
- 11. The provisions of the Bylaws relating to the Chairperson and discussion and voting at the General Meeting shall apply mutatis mutandis to the duties of the group's chairperson and group discussions and voting.
- 12. Upon the election of at least one member of the Supervisory Board by voting in separate groups, the terms of office of all existing members of the Supervisory Board shall expire prematurely.
- 13. Seats on the Supervisory Board not filled by a relevant group of Shareholders shall be filled by voting in which all Shareholders whose votes were not cast in the election of the Supervisory Board members elected by separate group voting shall participate.
- 14. If the General Meeting fails to form at least one group capable of electing a member of the Supervisory Board, no election shall be held.

§ 13 CLOSING THE GENERAL MEETING

After completing the agenda and formal matters submitted, the Chairperson shall announce the closing of the General Meeting.

§ 14 MINUTES

- 1. Resolutions of the General Meeting should be included in the minutes prepared by a notary.
- 2. The minutes shall state the correctness of the convening of the General Meeting and its ability to adopt resolutions, list the resolutions adopted, and for each resolution they shall specify: the number of shares from which valid votes were cast, the percentage of these shares in the share capital, the total number of valid votes, the number of votes "for", "against" and "abstaining" and any objections raised.
- The minutes shall be accompanied by a signed list of attendance and a list of Shareholders voting by electronic means of communication.
- 4. A copy of the minutes, together with evidence of the convening of the General Meeting and copies of the powers of attorney granted by the Shareholders, shall be appended by the Management Board to the book of minutes.
- Shareholders may review the book of minutes and request copies of resolutions certified by the Management Board.

§ 15 FINAL PROVISIONS

In matters not governed by these Bylaws, the applicable provisions of the Commercial Companies Code and the Statutes shall apply.