

**Draft Resolutions for the Ordinary General Meeting  
of Asseco South Eastern Europe S.A.  
convened for 21<sup>st</sup> of June 2022**

Warsaw, 25<sup>th</sup> May 2022

The Management Board of Asseco South Eastern Europe S.A. ("Company") publishes the draft resolutions that will be on the agenda of the Ordinary General Meeting of the Company held on 21<sup>st</sup> of June 2021.

**"RESOLUTION NO. 1  
OF THE ORDINARY GENERAL MEETING  
Of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 21<sup>st</sup> June 2022  
on election of the Chairman of the General Meeting**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów (the "Company") acting on the basis of Article 409 § 1 of the Commercial Companies Codes decides in a secret ballot to elect Ms/Mr ..... to the Chairman of the Ordinary General Meeting of the Company.*

**§2**

*The Resolution shall become effective upon adoption."*

**Justification  
to the draft resolution concerning election of the Chairman of the General Meeting**

In accordance with Article 409 § 1 of the Commercial Companies Code, a Chairman is elected from among the persons entitled to participate in the General Meeting. Moreover, according to § 2 section 1 of the Regulations of the General Meeting of Asseco South Eastern Europe S.A., the General Meeting is opened by the Chairman of the Supervisory Board or a person designated by him. In the absence of the Chairman of the Supervisory Board or his designated person, the General Meeting is opened by the President of the Management Board or a person designated by the Management Board. Subsequently, the person opening the General Meeting shall order election of a Chairman from among all participants. In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting

**"RESOLUTION NO. 2  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 21<sup>st</sup> June 2022  
on adoption of the Agenda of the Meeting**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów (the "Company") decides to accept the following agenda of the meeting:*

- 1. Opening of the meeting and election of the Chairman.*
- 2. Determination of the correct convocation of the General Meeting and its ability to adopt binding resolutions.*
- 3. Adoption of the Agenda.*
- 4. Consideration of the Management Board Report on Operations of the Company and Capital Group of Asseco South Eastern Europe for financial year 2021.*
- 5. Consideration of the Financial Statements of the Company and the Capital Group of Asseco South Eastern Europe for financial year 2021.*

6. Acquaintance with the audit reports of independent certified auditor on Financial Statements of the Company and the Capital Group of Asseco South Eastern Europe for the financial year 2021.
7. Acquaintance with the Report of the Supervisory Board of Asseco South Eastern Europe S.A. including the Report on activities of the Supervisory Board in the financial year 2021, and the Report of the Supervisory Board of Asseco South Eastern Europe S.A. on the opinion on Management Board Report on operations of the Company and the Capital Group of Asseco South Eastern Europe for financial year 2021 and the opinion on Financial Statements of the Company and the Capital Group of Asseco South Eastern Europe for the financial year 2021.
8. Adoption of a resolutions on approving the Management Board Report on Operations of the Company and the Capital Group of Asseco South Eastern Europe for financial year 2021 and approval of the Financial Statements of the Company and the Capital Group of Asseco South Eastern Europe for the 2021 financial year.
9. Adoption of a resolution on the division of profits and distribution of dividend.
10. Adoption of the resolutions on acknowledgement of the fulfillment of duties of Management Board's members in 2021 financial year.
11. Adoption of the resolutions on acknowledgement of the fulfillment of duties of the Supervisory Board's members in 2021 financial year.
12. Adoption of the resolution on assessment of the Report on the remuneration of the Members of the Management Board and Supervisory Board for 2021 financial year.
13. Adoption of the resolutions on appointment of Members of the Supervisory Board.
14. Adoption of a resolution on determination the remuneration of Members of the Supervisory Board and the Audit Committee of Asseco South Eastern Europe S.A.
15. Closing of the General Meeting.

## **§2**

*The Resolution shall become effective upon adoption."*

### **Justification**

#### **to the draft resolution concerning the adoption of the agenda of the General Meeting**

The General Meeting shall proceed in accordance with the adopted agenda. The agenda contained in the draft resolution was proposed by the Company's Management Board. Pursuant to Art. 404 § 1 of the Commercial Companies Code, no resolution may be passed on matters not included on the agenda unless the entire share capital is represented at the General Meeting and none of the persons present objects to passing such a resolution.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

### **"RESOLUTION NO. 3 OF THE ORDINARY GENERAL MEETING of Asseco South Eastern Europe S.A. with the registered office in Rzeszow dated 21<sup>st</sup> June 2022 on approval of Management Board Report on operations of the Company and the Capital Group of Asseco South Eastern Europe for financial year 2021**

## **§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów (the "Company"), acting on the basis of Article 395 § 2 point 1) of the Commercial Companies Code and on the basis of § 12 section 4 point 1) of the Company's Statute, after consideration, approves the Management Board Report on Operations of the Company and the Capital Group of Asseco South Eastern Europe for financial year 2021.*

## **§2**

*The Resolution shall become effective as of the date hereof."*

**Justification**  
**to the draft resolution on consideration and approval of the Management Board's report on operations of the Company and the Capital Group of Asseco South Eastern Europe for the financial year 2021**

According to article 393 point 1 of the Commercial Companies Code, a resolution of the General Meeting is required for review and approval of the Management Board's report on the company's operations and the financial statements for the previous financial year, as well as the discharge of duties of members of the company's governing bodies.

According to article 395 § 2 point 1 of the Commercial Companies Code, the subject matter of the ordinary general meeting should be the review and approval of the management board report on the company's activities and the financial statement for the previous financial year.

According to article 55 section 2a of the Accounting Act, however, the report on operations of the capital group may be prepared jointly with the report on operations of the parent company as one report. Using this authorization, the Company has prepared one report on the operations of the Company and the Asseco South Eastern Europe Group for the financial year 2021.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 4**  
**OF THE ORDINARY GENERAL MEETING**  
**of Asseco South Eastern Europe S.A. with the registered office in Rzeszow**  
**dated 21<sup>st</sup> June 2022**  
**on approval of the Financial Statement of the Company**  
**for the financial year 2021**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów (the "Company"), acting on the basis of 395 § 2 point 1) of the Commercial Companies Code and on the basis of § 12 section 4 point 1) of the Company's Statute, after consideration, approves the Financial Statement of the company Asseco South Eastern Europe S.A., including financial highlights, income statement, statement of comprehensive income, statement of financial position, statement of changes in the Company's equity, statement of cash flows as well as supplementary information and explanatory notes for the financial year 2021.*

**§2**

*The Resolution shall become effective as of the date hereof."*

**Justification**  
**to the draft resolution on the approval of the financial statement of the Company for the financial year 2021**

According to article 393 point 1 of the Commercial Companies Code, a resolution of the General Meeting is required for review and approval of the Management Board's report on the company's operations and the financial statements for the previous financial year, as well as the discharge of duties of members of the company's governing bodies.

According to article 395 § 2 point 1 of the Commercial Companies Code, the subject matter of the ordinary general meeting should be the review and approval of the management board report on the company's activities and the financial statement for the previous financial year.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 5**  
**OF THE ORDINARY GENERAL MEETING**  
**of Asseco South Eastern Europe S.A. with the registered office in Rzeszow**  
**dated 21<sup>st</sup> June 2022**  
**on approval of the Financial Statement of the Capital Group of Asseco South Eastern Europe S.A. for the financial year 2021**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów (the "Company"), acting on the basis of Article 395 § 5 point of the Commercial Companies Code after consideration, approves the Financial Statement of the Capital Group*

*Asseco South Eastern Europe including financial highlights, consolidated income statement, consolidated statement of comprehensive income, consolidated statement of financial position, consolidated statement of changes in the Company's equity, consolidated statement of cash flows as well as supplementary information and explanatory notes for the financial year 2021.*

## **§2**

*The Resolution shall become effective as of the date hereof."*

### **Justification**

**to the draft resolution on the consideration and approval of the Company's consolidated financial statement for the financial year 2021**

According to article 395 § 5 of the Commercial Companies Code, the subject matter of the ordinary general meeting may be also consideration and approval of the group's financial statement within the meaning of the accounting regulations and other matters, not listed in § 2 of the above article. In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 6  
OF THE ORDINARY GENERAL MEETING OF  
Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 21<sup>st</sup> June 2022  
on the division of profit from the operations of Asseco South Eastern Europe S.A.  
in the financial year 2021 and distribution of dividend**

## **§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów (the "Company"), acting on the basis of Article 395 § 2 point 2) and Article 396 § 1 of the Commercial Companies Code and on the basis of the provision of § 12 section 4 point 2) of the Company's Statute, resolves to distribute the profit for the financial year 2021 in the amount of **PLN 100 370 509,48** (in words: one hundred million, three hundred seventy thousand, five hundred and nine 48/100 PLN) as follows:*

*a) the amount of **PLN 8 029 640,76** (in words: eight million, twenty-nine thousand, six hundred and forty 76/100 PLN) will be allocated to increase the supplementary capital,*

*b) the amount of **PLN 66 424 641,28** (in words: sixty-six million, four hundred and twenty-four thousand, six hundred and forty-one 28/100 PLN) will be allocated for distribution between all shareholders of the Company, i.e. to pay the dividend in the amount of PLN 1,28 (in words: one 28/100 PLN) per one share of the Company*

*c) the remaining part of the profit from 2021 in the amount of **PLN 25 916 227,44** (in words: twenty-five million, nine hundred sixteen thousand, two hundred and twenty-seven 44/100 PLN) is allocated to the reserve capital created by resolution No. 7 of the Ordinary General Meeting of the Company of March 31, 2016 to pay dividends in future years and to finance the Company's investments.*

## **§2**

*The General Meeting of the company Asseco South Eastern Europe S.A. with the registered office in Rzeszow, acting on the basis of 348 § 4 of the Commercial Companies Code and on the basis of § 12 section 4 point 2) of the Company's Statute sets the date for determining the right to dividend for **29 June 2022** and sets the date of payment of dividend for **12 July 2022**.*

## **§3**

*The Resolution shall become effective as of the date hereof."*

### **Justification**

**to the draft resolution concerning distribution of the Company's profit for 2021**

According to article 395 § 2 point 2 of the Commercial Companies Code, the agenda of an ordinary general meeting should include adoption of a resolution on profit distribution or loss coverage.

According to article 396 § 1 of the Commercial Companies Code, to cover a loss, a supplementary capital should be created, to which at least 8% of the profit for a given financial year is transferred, until the capital reaches at least one-third of the share capital.

The proposed dividend payment in the total amount of PLN 66,424,641.28 means the payment of PLN 1,28 per share. The dividend payout ratio will amount to 44.16% of the Company's consolidated profit. The proposed dividend amount is consistent with the Company's dividend policy.

When proposing the dividend amount, the Management Board took into account, among others:

- financial results achieved by the Asseco South Eastern Europe Group in 2021,
- investment needs resulting from the implementation of the Asseco South Eastern Europe Group's strategy,
- dividend rates and payout ratios applied by comparable companies,
- liquidity needs of the ASEE Group, which will depend on the current and expected market conditions, the amount of liabilities arising from current operations and debt service, as well as on optimization of the Asseco South Eastern Europe Group's financing structure.

According to article 348 § 3 of the Polish Companies Act, the dividend date in a public company and a company that is not a public company, whose shares are registered in a securities depository, is set by the ordinary general meeting.

According to article 348 § 4 of the Polish Companies Act, the ordinary general meeting determines the dividend date as a date falling not earlier than five days and not later than three months after the date of the resolution concerning the distribution of profit. If the resolution of the ordinary general meeting does not specify the dividend record date, the dividend record date shall be the date falling five days after the date of the resolution concerning the distribution of profit.

According to article 348 § 5 of the Polish Companies Act, dividends shall be paid on the date set forth in the resolution of the General Shareholders Meeting, and if the resolution of the General Shareholders Meeting does not specify a payment date, the dividend shall be paid on the date set forth by the Supervisory Board. The dividend payment date shall be set within three months from the dividend date. If neither the General Meeting nor the Supervisory board determines a time limit for dividend payment, the dividend shall be paid immediately after the dividend record date.

In addition, according to § 121 section 2 of the Detailed Rules of Operation of the National Depository for Securities, the dividend payment date may be at the earliest on the fifth day after the date of determination of rights to dividend. According to § 9 section 1 of the Rules of the National Depository for Securities, the deadlines specified in days exclude days which are statutory non-working days and Saturdays.

The dividend date and the dividend payment date have been determined in accordance with the aforementioned rules.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 7  
OF THE ORDINARY GENERAL MEETING  
Of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 21<sup>st</sup> June 2022  
on acknowledgement of the fulfillment of duties of the President  
of the Management Board of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów (the "Company"), acting pursuant to Article 395 § 2 point 3) Commercial Companies Code and on the basis of § 12 section 4 point 3) of the Statute of the Company, acknowledges the fulfillment of duties of the President of the Management Board of the Company, Mr. Piotr Jeleński, in the financial year 2021.*

**§2**

*The Resolution shall become effective as of the date hereof."*

**Justification  
to the draft resolution on acknowledgement of the fulfillment of duties of the President of the  
Management Board of Asseco South Eastern Europe S.A.**

According to article 393 point 1) of the Commercial Companies Code, a resolution of the General Meeting is required, among other things, to grant a vote of approval to members of the company's governing bodies for the discharge of their duties.

According to article 395 § 2 point 3 of the Commercial Companies Code, the subject of the Ordinary General Meeting should be granting a vote of approval to members of the company's governing bodies for the discharge of their duties.

The discharge relates to the period from 1 January 2021 to 31 December 2021, during which Mr Piotr Jeleński served as President of the Management Board of the Company.  
In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 8  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 21<sup>st</sup> June 2022  
on acknowledgement of the fulfillment of duties of the Member  
of the Management Board of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów (the "Company") acting pursuant to Article 395 § 2 point 3) Commercial Companies Code and on the basis of § 12 section 4 point 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Management Board of the Company, Mr. Miljan Mališ, in the financial year 2021.*

**§2**

*The Resolution shall become effective as of the date hereof."*

**Justification  
to the draft resolution on acknowledgement of the fulfillment of duties of the Member of the  
Management Board of Asseco South Eastern Europe S.A.**

According to article 393 point 1) of the Commercial Companies Code, a resolution of the General Meeting is required, among other things, to grant a vote of approval to members of the company's governing bodies for the discharge of their duties.

According to article 395 § 2 point 3 of the Commercial Companies Code, the subject of the Ordinary General Meeting should be granting a vote of approval to members of the company's governing bodies for the discharge of their duties.

The discharge relates to the period from 1 January 2021 to 31 December 2021, during which Mr Miljan Mališ served as Member of the Management Board of the Company.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 9  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow,  
dated 21<sup>st</sup> June 2022  
on acknowledgement of the fulfillment of duties of the member  
of the Management Board of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów (the "Company"), acting pursuant to Article 395 § 2 point 3) Commercial Companies Code and on the basis of § 12 section 4 point 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Management Board of the Company, Mr. Kostadin Slavkoski, in the financial year 2021.*

**§2**

*The Resolution shall become effective as of the date hereof."*

**Justification  
to the draft resolution on acknowledgement of the fulfillment of duties of the Member of the  
Management Board of Asseco South Eastern Europe S.A.**

According to article 393 point 1) of the Commercial Companies Code, a resolution of the General Meeting is required, among other things, to grant a vote of approval to members of the company's governing bodies for the discharge of their duties.

According to article 395 § 2 point 3 of the Commercial Companies Code, the subject of the Ordinary General Meeting should be granting a vote of approval to members of the company's governing bodies for the discharge of their duties.

The discharge relates to the period from 1 January 2021 to 31 December 2021, during which Mr Kostadin Slavkoski served as Member of the Management Board of the Company.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 10  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow,  
dated 21<sup>st</sup> June 2022  
on acknowledgement of the fulfillment of duties of the member  
of the Management Board of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów (the "Company"), acting pursuant to Article 395 § 2 point 3) Commercial Companies Code and on the basis of § 12 section 4 point 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Management Board of the Company, Mr. Michał Nitka, in the financial year 2021.*

**§2**

*The Resolution shall become effective as of the date hereof."*

**Justification**

**to the draft resolution on acknowledgement of the fulfillment of duties of the Member of the Management Board of Asseco South Eastern Europe S.A.**

According to article 393 point 1) of the Commercial Companies Code, a resolution of the General Meeting is required, among other things, to grant a vote of approval to members of the company's governing bodies for the discharge of their duties.

According to article 395 § 2 point 3 of the Commercial Companies Code, the subject of the Ordinary General Meeting should be granting a vote of approval to members of the company's governing bodies for the discharge of their duties.

The discharge relates to the period from 1 May 2021 to 31 December 2021, during which Mr Michał Nitka served as Member of the Management Board of the Company.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 11  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow,  
dated 21<sup>st</sup> June 2022  
on acknowledgement of the fulfillment of duties of the member  
of the Management Board of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów (the "Company"), acting pursuant to Article 395 § 2 point 3) Commercial Companies Code and on the basis of § 12 section 4 point 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Management Board of the Company, Mr. Marcin Rulnicki, in the financial year 2021.*

**§2**

*The Resolution shall become effective as of the date hereof."*

**Justification**

**to the draft resolution on acknowledgement of the fulfillment of duties of the Member of the Management Board of Asseco South Eastern Europe S.A.**

According to article 393 point 1) of the Commercial Companies Code, a resolution of the General Meeting is required, among other things, to grant a vote of approval to members of the company's governing bodies for the discharge of their duties.

According to article 395 § 2 point 3 of the Commercial Companies Code, the subject of the Ordinary General Meeting should be granting a vote of approval to members of the company's governing bodies for the discharge of their duties.

The discharge relates to the period from 1 January 2021 to 30 April 2021, during which Mr Marcin Rulnicki served as Member of the Management Board of the Company.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting

**"RESOLUTION NO. 12  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 21<sup>st</sup> June 2022  
on acknowledgement of the fulfillment of duties of the Member  
of the Supervisory Board of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów (the "Company"), acting pursuant to Article 395 § 2 point 3) Commercial Companies Code and on the basis of § 12 section 4 point 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Supervisory Board of the Company, Mr Jozef Klein, in the financial year 2021.*

**§2**

*The Resolution shall become effective as of the date hereof."*

**Justification**

**to the draft resolution on acknowledgement of the fulfillment of duties of the Member of the Supervisory Board of Asseco South Eastern Europe S.A.**

According to article 393 point 1) of the Commercial Companies Code, a resolution of the General Meeting is required, among other things, to grant a vote of approval to members of the company's governing bodies for the discharge of their duties.

According to article 395 § 2 point 3 of the Commercial Companies Code, the subject of the Ordinary General Meeting should be granting a vote of approval to members of the company's governing bodies for the discharge of their duties.

The discharge relates to the period from 1 January 2021 to 31 December 2021, during which Mr Jozef Klein served as a Chairman of the Supervisory Board of the Company.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 13  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 21<sup>st</sup> June 2022  
on acknowledgement of the fulfillment of duties of the Member  
of the Supervisory Board of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 point 3) Commercial Companies Code and on the basis of § 12 section 4 point 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Supervisory Board of the Company, Mr. Adam Góral, in the financial year 2021.*

**§2**

*The Resolution shall become effective as of the date hereof."*

**Justification**

**to the draft resolution on acknowledgement of the fulfillment of duties of the Member of the Supervisory Board of Asseco South Eastern Europe S.A.**

According to article 393 point 1) of the Commercial Companies Code, a resolution of the General Meeting is required, among other things, to grant a vote of approval to members of the company's governing bodies for the discharge of their duties.

According to article 395 § 2 point 3 of the Commercial Companies Code, the subject of the Ordinary General Meeting should be granting a vote of approval to members of the company's governing bodies for the discharge of their duties.

The discharge relates to the period from 1 January 2021 to 31 December 2021, during which Mr Adam Góral served as a Vice- Chairman of the Supervisory Board of the Company.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 14  
OF THE ORDINARY GENERAL MEETING**



**of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 21<sup>st</sup> June 2022  
on acknowledgement of the fulfillment of duties of the Member  
of the Supervisory Board of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 point 3) Commercial Companies Code and on the basis of § 12 section 4 point 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Supervisory Board of the Company, Mr. Jacek Duch, in the financial year 2021.*

**§2**

*The Resolution shall become effective as of the date hereof."*

**Justification**

**to the draft resolution on acknowledgement of the fulfillment of duties of the Member of the Supervisory Board of Asseco South Eastern Europe S.A.**

According to article 393 point 1) of the Commercial Companies Code, a resolution of the General Meeting is required, among other things, to grant a vote of approval to members of the company's governing bodies for the discharge of their duties.

According to article 395 § 2 point 3 of the Commercial Companies Code, the subject of the Ordinary General Meeting should be granting a vote of approval to members of the company's governing bodies for the discharge of their duties.

The discharge relates to the period from 1 January 2021 to 31 December 2021, during which Mr Jacek Duch served as Member of the Supervisory Board of the Company.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 15  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 21<sup>st</sup> June 2022  
on acknowledgement of the fulfillment of duties of the Member  
of the Supervisory Board of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to Article 395 § 2 point 3) Commercial Companies Code and on the basis of § 12 section 4 point 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Supervisory Board of the Company, Mr. Artur Kucharski, in the financial year 2021.*

**§2**

*The Resolution shall become effective as of the date hereof."*

**Justification**

**to the draft resolution on acknowledgement of the fulfillment of duties of the Member of the Supervisory Board of Asseco South Eastern Europe S.A.**

According to article 393 point 1) of the Commercial Companies Code, a resolution of the General Meeting is required, among other things, to grant a vote of approval to members of the company's governing bodies for the discharge of their duties.

According to article 395 § 2 point 3 of the Commercial Companies Code, the subject of the Ordinary General Meeting should be granting a vote of approval to members of the company's governing bodies for the discharge of their duties.

The discharge relates to the period from 1 January 2021 to 31 December 2021, during which Mr Artur Kucharski served as Member of the Supervisory Board of the Company.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 16  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 21<sup>st</sup> June 2022  
on acknowledgement of the fulfillment of duties of the Member**

**of the Supervisory Board of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with the registered seat in Rzeszow (Company), acting pursuant to Article 395 § 2 point 3) Commercial Companies Code and on the basis of § 12 section 4 point 3) of the Statute of the Company, acknowledges the fulfillment of duties of the Member of the Supervisory Board of the Company, Mr. Adam Pawłowicz, in the financial year 2021.*

**§2**

*The Resolution shall become effective as of the date hereof."*

**Justification**

**to the draft resolution on acknowledgement of the fulfillment of duties of the Member of the Supervisory Board of Asseco South Eastern Europe S.A.**

According to article 393 point 1) of the Commercial Companies Code, a resolution of the General Meeting is required, among other things, to grant a vote of approval to members of the company's governing bodies for the discharge of their duties.

According to article 395 § 2 point 3 of the Commercial Companies Code, the subject of the Ordinary General Meeting should be granting a vote of approval to members of the company's governing bodies for the discharge of their duties.

The discharge relates to the period from 1 January 2021 to 31 December 2021, during which Mr Adam Pawłowicz served as Member of the Supervisory Board of the Company.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 17**

**OF THE ORDINARY GENERAL MEETING**

**of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 21<sup>st</sup> June 2022**

**on the assessment of the Report on the remuneration of the Members of the  
Management Board and Supervisory Board for 2021**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe SA with the registered seat in Rzeszow, acting pursuant to the provision of Article 90g section 6 of the Act dated 29 July 2005 on Public Offer and Financial Instruments Act, hereby resolves to issue a positive opinion on the Report on Remuneration of Members of the Management Board and Supervisory Board of Asseco Poland S.A. for the year 2021. Report on Remuneration of Members of the Management Board and Supervisory Board of Asseco Poland S.A. for the year 2021 is set out in the Appendix no 1 to this Resolution.*

**§2**

*The Resolution shall become effective as of the date hereof."*

**Justification**

**to the draft resolution concerning the opinion on the Report on remuneration of the members  
of the Management Board and Supervisory Board for the year 2021**

According to article 395 § 2(1) of the Commercial Companies Code, in companies referred to in Article 90c section 1 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, dated 29 July 2005, the agenda of an ordinary general meeting should also include adoption of the resolution referred to in Article 90g section 6 of that Act, or holding the discussion referred to in Article 90g section 7 of that Act.

According to article 90g section 6 of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, the General Meeting adopts a resolution providing an opinion on the remuneration report that the Supervisory Board is required to prepare. The resolution is advisory in nature.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 18**

**OF THE ORDINARY GENERAL MEETING OF**

**Asseco South Eastern Europe S.A. with the registered office in Rzeszów,  
dated 21<sup>st</sup> June 2022  
on appointment of the Member of the Supervisory Board  
of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Shareholders Asseco South Eastern Europe S.A. seated in Rzeszów ("the Company"), acting on the basis of art. 385 §1 of the Polish Commercial Companies Code and with reference to art. 386§2, art. 369§4 of the Polish Commercial Companies Code and the provision of § 13 sect. 2 and sect. 3 point 2) of the Statute of the Company, hereby appoints – due to expiration of the mandates of the members the existing Supervisory Board with the date of holding this Ordinary General Meeting – Mr/Ms \_\_\_\_\_ to the position of Member of the Supervisory Board of the Company. The Member of the Supervisory Board is appointed to Supervisory Board for consecutive, five-year joint term of office from 22 June 2022.*

**§2**

*The Resolution shall become effective as of 22 June 2022."*

**Justification**

**to the draft resolution on appointment of the Member of the Supervisory Board of Asseco South Eastern Europe S.A.**

According to article 385 §1 of the Commercial Companies Code, the Supervisory Board in public companies consists of at least five members appointed and dismissed by the General Meeting. At the same time, § 13 sec. 2 and § 13 sec. 3 point 2) of the Company's Articles of Association stipulates that the Supervisory Board shall be composed of 5 to 7 members appointed and dismissed by the General Meeting. According to § 13 section 5 of the Company's Articles of Association in connection with Article 386 §1 of the Commercial Companies Code, the joint term of office of Supervisory Board members is five years. According to article 369 §4 in connection with article 386 §2 of the Commercial Companies Code, the term of office of a Supervisory Board member expires, at the latest, on the date of the General Meeting which approves the financial statement for the last full financial year in which the member served on the Supervisory Board. In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 19  
OF THE ORDINARY GENERAL MEETING OF  
Asseco South Eastern Europe S.A. with the registered office in Rzeszów,  
dated 21<sup>st</sup> June 2022  
on appointment of the Member of the Supervisory Board  
of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Shareholders Asseco South Eastern Europe S.A. seated in Rzeszów ("the Company"), acting on the basis of art. 385 §1 of the Polish Commercial Companies Code and with reference to art. 386§2, art. 369§4 of the Polish Commercial Companies Code and the provision of § 13 sect. 2 and sect. 3 point 2) of the Statute of the Company, hereby appoints – due to expiration of the mandates of the members the existing Supervisory Board with the date of holding this Ordinary General Meeting – Mr/Ms \_\_\_\_\_ to the position of Member of the Supervisory Board of the Company. The Member of the Supervisory Board is appointed to Supervisory Board for consecutive, five-year joint term of office from 22 June 2022.*

**§2**

*The Resolution shall become effective as of 22 June 2022."*

**Justification**

**to the draft resolution on appointment of the Member of the Supervisory Board of Asseco South Eastern Europe S.A.**

According to article 385 §1 of the Commercial Companies Code, the Supervisory Board in public companies consists of at least five members appointed and dismissed by the General Meeting. At the same time, § 13 sec. 2 and § 13 sec. 3 point 2) of the Company's Articles of Association stipulates that the Supervisory Board shall be composed of 5 to 7 members appointed and dismissed by the General Meeting.

According to § 13 section 5 of the Company's Articles of Association in connection with Article 386 §1 of the Commercial Companies Code, the joint term of office of Supervisory Board members is five years. According to article 369 §4 in connection with article 386 §2 of the Commercial Companies Code, the term of office of a Supervisory Board member expires, at the latest, on the date of the General Meeting which approves the financial statement for the last full financial year in which the member served on the Supervisory Board.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 20  
OF THE ORDINARY GENERAL MEETING OF  
Asseco South Eastern Europe S.A. with the registered office in Rzeszow,  
dated 21<sup>st</sup> June 2022  
on appointment of the Member of the Supervisory Board  
of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Shareholders Asseco South Eastern Europe S.A. seated in Rzeszów ("the Company"), acting on the basis of art. 385 §1 of the Polish Commercial Companies Code and with reference to art. 386§2, art. 369§4 of the Polish Commercial Companies Code and the provision of § 13 sect. 2 and sect. 3 point 2) of the Statute of the Company, hereby appoints – due to expiration of the mandates of the members the existing Supervisory Board with the date of holding this Ordinary General Meeting - Mr/Ms \_\_\_\_\_ to the position of Member of the Supervisory Board of the Company. The Member of the Supervisory Board is appointed to Supervisory Board for consecutive, five-year joint term of office from 22 June 2022.*

**§2**

*The Resolution shall become effective as of 22 June 2022."*

**Justification  
to the draft resolution on appointment of the Member of the Supervisory Board of Asseco  
South Eastern Europe S.A.**

According to article 385 §1 of the Commercial Companies Code, the Supervisory Board in public companies consists of at least five members appointed and dismissed by the General Meeting. At the same time, § 13 sec. 2 and § 13 sec. 3 point 2) of the Company's Articles of Association stipulates that the Supervisory Board shall be composed of 5 to 7 members appointed and dismissed by the General Meeting.

According to § 13 section 5 of the Company's Articles of Association in connection with Article 386 §1 of the Commercial Companies Code, the joint term of office of Supervisory Board members is five years. According to article 369 §4 in connection with article 386 §2 of the Commercial Companies Code, the term of office of a Supervisory Board member expires, at the latest, on the date of the General Meeting which approves the financial statement for the last full financial year in which the member served on the Supervisory Board.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 21  
OF THE ORDINARY GENERAL MEETING OF  
Asseco South Eastern Europe S.A. with the registered office in Rzeszow,  
dated 21<sup>st</sup> June 2022  
on appointment of the Member of the Supervisory Board  
of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Shareholders Asseco South Eastern Europe S.A. seated in Rzeszów ("the Company"), acting on the basis of art. 385 §1 of the Polish Commercial Companies Code and with reference to art. 386§2, art. 369§4 of the Polish Commercial Companies Code and the provision of § 13 sect. 2 and sect. 3 point 2) of the Statute of the Company, hereby appoints – due to expiration of the mandates of the members the existing Supervisory Board with the date of holding this Ordinary General Meeting - Mr/Ms \_\_\_\_\_ to the position of Member of the Supervisory Board of the Company. The Member of the Supervisory Board is appointed to Supervisory Board for consecutive, five-year joint term of office from 22 June 2022.*

**§2**

*The Resolution shall become effective as of 22 June 2022."*

**Justification**  
**to the draft resolution on appointment of the Member of the Supervisory Board of Asseco**  
**South Eastern Europe S.A.**

According to article 385 §1 of the Commercial Companies Code, the Supervisory Board in public companies consists of at least five members appointed and dismissed by the General Meeting. At the same time, § 13 sec. 2 and § 13 sec. 3 point 2) of the Company's Articles of Association stipulates that the Supervisory Board shall be composed of 5 to 7 members appointed and dismissed by the General Meeting.

According to § 13 section 5 of the Company's Articles of Association in connection with Article 386 §1 of the Commercial Companies Code, the joint term of office of Supervisory Board members is five years.

According to article 369 §4 in connection with article 386 §2 of the Commercial Companies Code, the term of office of a Supervisory Board member expires, at the latest, on the date of the General Meeting which approves the financial statement for the last full financial year in which the member served on the Supervisory Board.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 22**  
**OF THE ORDINARY GENERAL MEETING OF**  
**Asseco South Eastern Europe S.A. with the registered office in Rzeszow,**  
**dated 21<sup>st</sup> June 2022**  
**on appointment of the Member of the Supervisory Board**  
**of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Shareholders Asseco South Eastern Europe S.A. seated in Rzeszów ("the Company"), acting on the basis of art. 385 §1 of the Polish Commercial Companies Code and with reference to art. 386§2, art. 369§4 of the Polish Commercial Companies Code and the provision of § 13 sect. 2 and sect. 3 point 2) of the Statute of the Company, hereby appoints – due to expiration of the mandates of the members the existing Supervisory Board with the date of holding this Ordinary General Meeting – Mr/Ms \_\_\_\_\_ to the position of Member of the Supervisory Board of the Company. The Member of the Supervisory Board is appointed to Supervisory Board for consecutive, five-year joint term of office from 22 June 2022.*

**§2**

*The Resolution shall become effective as of 22 June 2022."*

**Justification**  
**to the draft resolution on appointment of the Member of the Supervisory Board of Asseco**  
**South Eastern Europe S.A.**

According to article 385 §1 of the Commercial Companies Code, the Supervisory Board in public companies consists of at least five members appointed and dismissed by the General Meeting. At the same time, § 13 sec. 2 and § 13 sec. 3 point 2) of the Company's Articles of Association stipulates that the Supervisory Board shall be composed of 5 to 7 members appointed and dismissed by the General Meeting.

According to § 13 section 5 of the Company's Articles of Association in connection with Article 386 §1 of the Commercial Companies Code, the joint term of office of Supervisory Board members is five years.

According to article 369 §4 in connection with article 386 §2 of the Commercial Companies Code, the term of office of a Supervisory Board member expires, at the latest, on the date of the General Meeting which approves the financial statement for the last full financial year in which the member served on the Supervisory Board.

In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.

**"RESOLUTION NO. 23**  
**OF THE ORDINARY GENERAL MEETING OF**  
**Asseco South Eastern Europe S.A. with the registered office in Rzeszow**  
**dated 21<sup>st</sup> June 2022**  
**on determination rules for the remuneration of Members of the Supervisory Board**  
**of Asseco South Eastern Europe S.A.**

**§1**

*The Ordinary General Meeting of Shareholders of Asseco South Eastern Europe S.A. with its registered seat in Rzeszów ("the Company"), acting on the basis of art. 392§1 of the Commercial*

*Companies Code and the provision of § 12 sect. 4 point 10) of the Statute of the Company, hereby decides as follows:*

- 1. Each Member of the Supervisory Board is entitled to remuneration for performing her/his duties as the Member of the Supervisory Board.*
- 2. The monthly remuneration for Members of the Supervisory Board, is determined in the following amounts:*
  - (a) for the Chairman of the Supervisory Board – PLN 7 000 (in words: seven thousand) monthly, gross remuneration,*
  - (b) for the Vice-Chairman of the Supervisory Board – PLN 5 500 (in words: five thousand, five hundred) monthly, gross remuneration*
  - (c) for the remaining Members of the Supervisory Board – PLN 4 000 (in words: four thousand) monthly, gross remuneration.*
- 3. The additional monthly remuneration for a Member of the Supervisory Board performing function in the Audit Committee is determined in the following amounts:*
  - (a) for the Chairman of the Audit Committee – PLN 5 000 (in words: five thousand) monthly, gross remuneration,*
  - (b) the remaining Members of the Audit Committee – PLN 2 500 (in words: two thousand, five hundred) monthly, gross remuneration.*
- 4. The Resolution shall become effective as of the date hereof. In connection with adoption of this Resolution, the Resolution no 4 of the Extraordinary General Meeting of the Company dated 13 June 2017 on determining rules for the remuneration of Members of the Supervisory Board of Asseco South Eastern Europe S.A is expired.*
- 5. A Member of the Supervisory Board is entitled to its remuneration commencing the day following the day in which she/he is appointed to perform a given function.*

## **§2**

*The Resolution shall become effective as of 22 June 2022.”*

### **Justification to the draft resolution on establishing the principles for remuneration of the Members of the Supervisory Board of Asseco South Eastern Europe S.A.**

According to article 392 §1 of the Commercial Companies Code in connection with § 12 section 4 point 10) of the Company's Articles of Association, Members of the Supervisory Board may receive remuneration. The amount of remuneration is determined by a resolution of the General Meeting. The previous amount of remuneration set by the 2017 Resolution of the General Meeting is currently not adequate for the involvement and nature of the work of the members of the Supervisory Board for the Company in connection with their functions. An additional factor influencing the change in the current remuneration of Supervisory Board members is the level of inflation. In view of the foregoing, a draft of this resolution is presented for consideration at the Ordinary General Meeting.