

**Draft Resolutions for the Ordinary General Meeting
of Asseco South Eastern Europe S.A.
convened for 10th of June 2021**

Warsaw, 14 May 2021

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 10th of May 2021.

**"RESOLUTION NO. 1
OF THE ORDINARY GENERAL MEETING
Of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021
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."

**"RESOLUTION NO. 2
OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021
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 2020.*
- 5. Consideration of the Financial Statements of the Company and the Capital Group of Asseco South Eastern Europe for financial year 2020.*
- 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 2020.*
- 7. Acquaintance with the Report of the Supervisory Board of Asseco South Eastern Europe S.A. on activities of the Supervisory Board in the financial year 2020, on the assessment of the Company's standing and the company's compliance with the disclosure obligations, as well as with 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 2020 and the opinion on Financial*

Statements of the Company and the Capital Group of Asseco South Eastern Europe for the financial year 2020.

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 2020 and approval of the Financial Statements of the Company and the Capital Group of Asseco South Eastern Europe for the 2020 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 2020 financial year.*
11. *Adoption of the resolutions on acknowledgement of the fulfillment of duties of the Supervisory Board's members in 2020 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 2019-2020.*
13. *Closing of the General Meeting.*

§2

The Resolution shall become effective upon adoption."

**"RESOLUTION NO. 3
OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021
on approval of Management Board Report on operations of the Company and the
Capital Group of Asseco South Eastern Europe for financial year 2020**

§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 2020.

§2

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

**"RESOLUTION NO. 4
OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021
on approval of the Financial Statement of the Company
for the financial year 2020**

§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 2020.

§2

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

"RESOLUTION NO. 5

**OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021
on approval of the Financial Statement of the Capital Group of Asseco South
Eastern Europe S.A. for the financial year 2020**

§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 for the financial year 2020 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 2020.

§2

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

**"RESOLUTION NO. 6
OF THE ORDINARY GENERAL MEETING OF
Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021
on the division of profit from the operations of Asseco South Eastern Europe S.A.
in the financial year 2020**

§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 2020 in the amount of **PLN 58,336,993.21** (in words: fifty-eight million, three hundred thirty six thousand and nine hundred ninety three 21/100 PLN) as follows:

- a) the amount of **PLN 4,666,959.46** (in words: four million six hundred sixty-six thousand, nine hundred and fifty nine 46/100 PLN) will be allocated to increase the supplementary capital,
- b) the amount of **PLN 51,894,251** (in words: fifty-one million eight hundred ninety-four thousand, two hundred and fifty-one 63/100 PLN) will be allocated for distribution between all shareholders of the Company,), i.e. to pay the dividend in the amount of **PLN 1** (in words: one PLN) per one share of the Company
- c) the remaining part of the profit from 2020 in the amount of **PLN 1,775,782.75** (in words: one million seven hundred seventy five thousand seven hundred eighty two 75/100 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 **24 June 2021** and sets the date of payment of dividend for **7 July 2021**.

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

"RESOLUTION NO. 7

**OF THE ORDINARY GENERAL MEETING
Of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021
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 2020.

§2

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

**"RESOLUTION NO. 8
OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021 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 2020.

§2

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

**"RESOLUTION NO. 9
OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow,
dated 10 June 2021
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 2020.

§2

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

**"RESOLUTION NO. 10
OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow,
dated 10 June 2021
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 2020.

§2

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

**"RESOLUTION NO. 11
OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021 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 2020.

§2

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

**"RESOLUTION NO. 12
OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021
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 2020.

§2

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

**"RESOLUTION NO. 13
OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021
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 2020.

§2

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

**"RESOLUTION NO. 14
OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021
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 2020.

§2

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

**"RESOLUTION NO. 15
OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021
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 2020.

§2

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

**"RESOLUTION NO. 16
OF THE ORDINARY GENERAL MEETING
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow
dated 10 June 2021
on the assessment of the Report on the remuneration of the Members of the
Management Board and Supervisory Board for 2019-2020**

§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 years 2019-2020. Remuneration of Members of the Management Board and Supervisory Board of Asseco Poland S.A. for the years 2019-2020 is set out in the Appendix to this Resolution.

§2

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