

**Draft Resolutions for the Ordinary General Meeting  
of Asseco South Eastern Europe S.A.  
convened for 7th of May 2024**

Warsaw, 9<sup>th</sup> April 2024

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 7th of May 2024.

**"RESOLUTION NO. 1  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 7th of May 2024  
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 7th of May 2024  
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 2023.*
5. *Consideration of the Financial Statements of the Company and the Capital Group of Asseco South Eastern Europe for financial year 2023.*

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 2023.*
7. *Acquaintance with the Report of the Supervisory Board of Asseco South Eastern Europe S.A. for 2023 which includes the Report on activities of the Supervisory Board in the financial year 2023 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 2023 and the opinion on Financial Statements of the Company and the Capital Group of Asseco South Eastern Europe for the financial year 2023.*
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 2023 and approval of the Financial Statements of the Company and the Capital Group of Asseco South Eastern Europe for the 2023 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 2023 financial year.*
11. *Adoption of the resolutions on acknowledgement of the fulfillment of duties of the Supervisory Board's members in 2023 financial year.*
12. *Adoption of the resolution on assessing of the Report of Supervisory Board on Remuneration of the Members of Management Board and Supervisory Board for 2023 financial year.*
13. *Adoption of a resolution on the Remuneration Policy.*
14. *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 7th of May 2024 on approval of Management Board Report on operations of the Company and the Capital Group of Asseco South Eastern Europe for financial year 2023**

## **§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 2023.*

## **§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 2023**

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 2023.

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 7th of May 2024  
on approval of the Financial Statement of the Company  
for the financial year 2023**

**§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 2023.*

**§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 2023**

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 7th of May 2024  
on approval of the Financial Statement of the Capital Group of Asseco South  
Eastern Europe S.A. for the financial year 2023**

**§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 2023.*

## §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 2023**

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 7th of May 2024**

**on the division of profit from the operations of Asseco South Eastern Europe S.A.  
in the financial year 2023 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 2023 in the amount of **PLN 81 555 388.65** (in words: eighty-one million five hundred and fifty-five thousand three hundred and eighty-eight 65/100) as follows:*

- a) *the amount of **PLN 6 524 431.09** (in words: six million five hundred and twenty-four thousand four hundred and thirty-one 9/100) will be allocated to increase the supplementary capital,*
- b) *the amount of **PLN 75 030 957.56** (in words: seventy-five million thirty thousand nine hundred and fifty-seven 56/100) will be allocated for distribution between all shareholders of the Company.*

## §2

*In addition, the Ordinary General Meeting resolves to additionally allocate the amount of **PLN 10 594 556.59** (ten million five hundred and ninety-four thousand five hundred and fifty-six 59/100) for the payment of dividends to be distributed among all shareholders of the Company, being part of the funds of the reserve capital created from the net profit of the Company by Resolution No. 7 of the Ordinary General Meeting of the Company dated March 31, 2016.*

## §3

*In total, the Ordinary General Meeting resolves to allocate for distribution to all shareholders of the Company both from the net profit for the 2023 financial year and from part of the reserve capital, the amount of **PLN 85 625 514.15** (in words: eighty-five million six hundred and twenty-five thousand five hundred and fourteen zloty 15/100), i.e. to pay a dividend of **PLN 1.65** (in words: one zloty 65/100) per share of the Company.*

## §4

*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 **13 June 2024** and sets the date of payment of dividend for **20 June 2024**.*

## §5

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

### **Justification**

#### **to the draft resolution concerning distribution of the Company's profit for 2023**

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 85 625 514.15* (from net profit for the year 2023 and part of the reserve capital) means the payment of PLN 1.65 per share. The dividend payout ratio will amount to 41 % 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 2023,
- 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 second 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 7th of May 2024  
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 2023.*

**§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 2023 to 31 December 2023, 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 7th of May 2024  
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 2023.*

**§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 2023 to 31 December 2023, 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 7th of May 2024  
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 2023.*

**§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 2023 to 31 December 2023, 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 7th of May 2024**  
**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 2023.*

**§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 2023 to 31 December 2023, 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 7th of May 2024**  
**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 2023.*

**§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 2023 to 31 December 2023, 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. 12**  
**OF THE ORDINARY GENERAL MEETING**  
**of Asseco South Eastern Europe S.A. with the registered office in Rzeszow**  
**dated 7th of May 2024**  
**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 2023.*

**§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 2023 to 31 December 2023, 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. 13**  
**OF THE ORDINARY GENERAL MEETING**  
**of Asseco South Eastern Europe S.A. with the registered office in Rzeszow**  
**dated 7th of May 2024**  
**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 2023.*

**§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 2023 to 31 December 2023, 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. 14  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 7th of May 2024  
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 2023.*

**§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 2023 to 31 December 2023, 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. 15  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 7th of May 2024  
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 2023.*

**§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 2023 to 31 December 2023, 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. 16  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 7th of May 2024  
on the assessment of the Report on the remuneration of the Members of the  
Management Board and Supervisory Board for 2023**

**§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 2023. Report on Remuneration of Members of the Management Board and Supervisory Board of Asseco Poland S.A. for the year 2023 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 2023**

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. 17  
OF THE ORDINARY GENERAL MEETING  
of Asseco South Eastern Europe S.A. with the registered office in Rzeszow  
dated 7th of May 2024  
on Remuneration Policy**

**§1**

*The Ordinary General Meeting of Asseco South Eastern Europe S.A. with its registered office in Rzeszów (hereinafter referred to as the "Company"), acting on the basis of Article 90e(4) Act dated 29 July 2005 on Public Offer and Financial Instruments Act, in connection with the review of the remuneration policy for members of the Management Board and Supervisory Board of the Company adopted by resolution of the Ordinary General Meeting of the Company held on 16 June 2005 ("Remuneration Policy") and the positive evaluation of its application in the Company, hereby resolves to maintain the current wording of the Remuneration Policy.*

**§2**

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

**Justification**

**to the draft resolution concerning amendment of the Articles of Association of the Company**

According to Article 90e(4) Act dated 29 July 2005 on Public Offer and Financial Instruments Act, the general meeting shall adopt a resolution on the remuneration policy at least every four years and any significant change to the remuneration policy shall be adopted by resolution. In view of the expiry of the four-year period of the Remuneration Policy, following the review and positive assessment of the functioning of the Remuneration Policy, a draft of this resolution will be submitted to the Ordinary General Meeting.