

## **RULES OF PROCEDURE OF THE GENERAL MEETING OF SECO/WARWICK S.A.**

### **Par. 1**

1. The General Meeting of SECO/WARWICK Spółka Akcyjna of Świebodzin shall be convened as an annual or an extraordinary General Meeting, in accordance with these Rules as well as the provisions of the Commercial Companies Code and the Company's Articles of Association.
2. General Meetings shall be called and arranged in accordance with the Commercial Companies Code, the Company's Articles of Association, and these Rules.

### **Par. 2**

1. The right to participate in the General Meeting is held by persons who are the Company's shareholders sixteen days prior to the date of the Meeting ("the Record Date"). The Record Date for participation in the General Meeting is the same for persons holding rights attached to bearer shares and provisional certificates, as well as for pledgees and usufructuaries holding voting rights, with the proviso that:

- 1) Holders of rights under registered shares or provisional certificates are entitled to participate in the General Meeting provided that their names are in the share register as at the Record Date;
- 2) Holders of certificated bearer shares are entitled to participate in the General Meeting provided that the share certificates are submitted to the Company no later than on the Record Date and are not collected prior to the end of the Record Date; instead of the share certificates, the shareholder may submit a document confirming that the shares have been deposited with a notary public, bank, or an investment firm with registered offices or a branch in the European Union or in a state which is a party to the treaty on the European Economic Area, specified in the notice convening the General Meeting; such document shall specify serial numbers of the share certificates and state that the share certificates will not be released prior to the end of the Record Date;
- 3) Holders of rights attached to book-entry bearer shares are entitled to participate in the General Meeting if they are the Company's shareholders as at the Record Date.

The list of persons holding rights attached to book-entry bearer shares to participate in the General Meeting will be compiled by the Company's employees, based on a record prepared by the entity operating the depository for securities in accordance with the applicable regulations on trading in financial instruments.

The entity operating the depository for securities shall draw up the record on the basis of records provided by brokerage houses and other authorised entities specified in applicable regulations on trading in financial instruments, not later than twelve days prior to the date of the General Meeting.

The entity operating the depository for securities shall deliver the record to the Company by electronic means, not later than one week prior to the date of the General Meeting.

Whenever the record cannot be delivered by electronic means on account of technical problems, the entity operating the depository for securities shall issue the same in the form of a written document, not later than six days prior to the date of the General Meeting, at the offices of the entity's management body.

At the request of a holder of rights attached to book-entry bearer shares, submitted not earlier than after the General Meeting is announced and not later than on the first business day following the Record Date, the entity maintaining a relevant securities account shall issue a certificate to such holder's name confirming the holder's right to participate in the General Meeting.

At the request of a holder of rights attached to book-entry bearer shares, the certificate shall specify all or a portion of the shares registered in the holder's account.

2. Pledgees and usufructuaries holding voting rights are entitled to participate in the General Meeting provided that they are entered in the share register as at the Record Date.
3. The list of shareholders entitled to participate in the General Meeting is prepared and signed by the Management Board. The list shall include the names or company names of the shareholders, the addresses of their residence or registered offices, type and serial numbers of shares held by them and number of votes to which they are entitled. A natural person may give his or her address for correspondence, instead of residence address. The list shall be available to the public at the Management Board's offices for three weekdays preceding the General Meeting date.
4. Shareholders may inspect the list of shareholders in the Management Board's offices and may

demand to be issued with a copy of the list against reimbursement of costs. Within one week prior to the date of the General Meeting, shareholders may demand to be issued copies of proposals pertaining to the matters included in the agenda. Shareholders may request to be sent the list of shareholders free of charge via e-mail, specifying the address to which the list shall be delivered. Such requests shall be sent to [info@secowarwick.com.pl](mailto:info@secowarwick.com.pl).

5. If the person entitled to exercise the voting right attached to a share is a pledgee or usufructuary, the fact must be indicated in the list of shareholders at the entitled person's request.

### **Par. 3**

1. Annual General Meetings are convened by the Management Board.

2. The Supervisory Board may convene the Annual General Meeting if the Management Board fails to do so within the time limit specified in the Articles of Association or in generally applicable laws.

3. The right to convene an Extraordinary General Meeting rests with:

- 1) the Management Board,
- 2) the Supervisory Board – if it determines that convening such meeting is advisable,
- 3) shareholders representing at least half of the share capital or at least half of the total vote at the General Meeting.

4. A shareholder or shareholders representing at least one-twentieth of the share capital may demand that an Extraordinary General Meeting be convened, and that particular items be placed on the agenda of the Meeting. Such request shall be submitted to the Company's Management Board in writing, or in electronic form by sending it to the following e-mail address: [info@secowarwick.com.pl](mailto:info@secowarwick.com.pl).

5. In the cases specified in Section 3.3 and Section 4 above, the shareholder or shareholders should provide evidence that as at the date of submitting the request they hold the required number of shares (or votes), and in the case of shareholders other than natural persons, they shall confirm their authority to act on behalf of the entity by attaching a valid excerpt from the relevant register. If the request is submitted by means of electronic communication, all the documents shall be sent in the PDF format.

6. General Meetings of the Company shall be called by publishing a relevant notice on the Company's website and in any other manner prescribed for the purposes of current disclosures under the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies.

7. The notice shall be published at least twenty-six days before the date of the General Meeting, in compliance with generally applicable laws.

### **Par. 4**

1. Members of the Management Board and the Supervisory Board shall participate in the General Meeting.

2. If the General Meeting is to discuss the Company's financial matters, the Company's auditor shall be present at the Meeting.

3. The General Meeting may also be attended by persons whose presence is deemed necessary by the Supervisory Board or the Management Board.

4. The Chair of the General Meeting may consent to the presence of persons other than listed in Par. 1–Par. 3.

5. Absence of a member of the Management Board or Supervisory Board at the General Meeting requires an explanation. Such an explanation shall be presented to the entity convening the General Meeting.

### **Par. 5**

1. Shareholders may participate in the General Meeting and exercise voting rights in person or through a proxy, with the proviso that:

- 1) The right to appoint a proxy for the General Meeting and the number of proxies may not be restricted.
- 2) The proxy may exercise all the rights of the shareholder at the General Meeting unless otherwise stipulated in the power of proxy.
- 3) The proxy may grant further powers of proxy if the original power of proxy so permits.
- 4) A proxy may represent more than one shareholder and vote the shares of different shareholders in

different ways.

5) A shareholder whose shares are registered in a collective account may appoint separate proxies to exercise the rights attached to shares registered in the account.

6) A shareholder whose shares are registered in more than one securities account may appoint separate proxies to exercise the rights attached to shares registered in each of the accounts.

2. A power of proxy to participate in the General Meeting and exercise voting rights must be granted in written or electronic form.

3. The grant of the power of proxy in electronic form shall:

1) not require an electronic signature verified with a valid qualified certificate;

2) be submitted prior to the date of the General Meeting, by mail (registered mail) or courier service, to the Company's registered office address, or by means of electronic communication, sent to [info@secowarwick.com.pl](mailto:info@secowarwick.com.pl), unless a different e-mail address is specified in the notice convening the General Meeting.

4. The Company may take appropriate steps aimed at checking the identity of the shareholder and the proxy in order to verify the validity of the power of proxy to participate in the General Meeting granted in the electronic form, both prior to and during the General Meeting. This shall not apply to a power of proxy bearing a secure electronic signature verified with a valid qualified certificate. Unless otherwise stated in the notice convening the General Meeting, in the case of a shareholder being a natural person, it is obligatory to send a scan of the shareholder's identity document along with the power of proxy in the electronic form, to the indicated e-mail address of the Company. In the case of a shareholder other than a natural person, it is obligatory to send a scan of identity documents of persons representing the shareholder and a scan of a valid document authorising the persons to represent the shareholder, including in particular a copy of the entry in the Register of Entrepreneurs of the National Court Register, as well as to provide in the power of proxy or in the e-mail message a telephone number of the shareholder or the persons authorised to represent the shareholder. At the moment of preparing the attendance list at the General Meeting, the proxy presents a document confirming his or her identity (for proxies who are natural persons) or a valid excerpt from the relevant register confirming the right of particular natural persons to represent the proxy, together with documents confirming the identity of these persons (for proxies who are not natural persons). In the event that further powers of proxy have been granted, the sub-proxy shall also submit the proxy document certifying the powers granted to the person they are replacing, providing for the possibility of granting further powers of proxy.

5. If a member of the Management Board or the Supervisory Board, a liquidator, an employee of the Company, or a member of the governing bodies or an employee of a company or cooperative being a subsidiary of the Company is to act as a proxy at the General Meeting, then the power of proxy may include the authorisation to represent a given shareholder only at one General Meeting. The proxy is obliged to disclose to the shareholder any circumstances indicating an actual or potential conflict of interests. The granting of further powers of proxy is not permitted. The proxy votes according to the instructions of the shareholder.

## **Par. 6**

1. Immediately upon the appointment of the Chair of the General Meeting, the list of shareholders entitled to participate in the General Meeting, referred to in Par. 2.3–Par. 2.5, shall serve to prepare an attendance list in accordance with the following procedure:

1) checking whether a shareholder is included in the list of shareholders entitled to participate in the General Meeting,

2) checking the identity of the shareholder, the person representing the shareholder, the shareholder's proxy – on the basis of an identity card or passport.

2. A shareholder's presence is confirmed by the shareholder placing its signature on the attendance list next to its name. A proxy's presence is confirmed by the proxy placing its signature next to the appointing shareholder's name and adding the word "proxy".

3. The attendance list, signed by the Chair of the General Meeting before being displayed in accordance with Par. 6.4, shall include the names of the participants of the General Meeting, stating the number of shares each of them represents and the number of votes attached to the shares.

4. The attendance list shall be displayed throughout the duration of the General Meeting, until its closing.
5. Persons preparing the attendance list shall update the list by adding the names of persons who arrived after the list had been prepared, making a note of the time of the shareholders' arrival, in compliance with the provisions of Par. 6.1.

#### **Par. 7**

1. The General Meeting shall be opened by the Chair or Deputy Chair of the Supervisory Board. In the event of their absence, the General Meeting shall be opened by the President of the Management Board or a person appointed by the Company's Management Board.
2. The person opening the General Meeting shall order the election, by secret ballot, of the Chair of the General Meeting, supervise over the correct conduct of the voting and announce its results.
3. The person opening the General Meeting shall only conduct the election of the Chair of the General Meeting. All other matters, including motions concerning the order and organisation of the Meeting and procedural motions, shall be considered after the Chair has been elected.
4. Only a person entitled to participate in the General Meeting may be elected Chair of the Meeting. The General Meeting shall elect the Chair from among candidates proposed by the participants of the General Meeting.
5. Candidates for the Chair of the General Meeting shall make statements, to be entered in the minutes, that they agree to participate in the election.
6. If more than one candidate has been proposed, the person opening the General Meeting shall prepare a list of candidates on which their first and last names are entered once they make the statement referred to in Par. 7.5.
7. In the situation described in Par. 7.6, the Chair of the General Meeting shall be elected by voting on each candidate separately and in alphabetical order.
8. The candidate who receives the largest number of validly cast votes shall become the Chair of the General Meeting. If several candidates receive the same number of votes, the voting shall be repeated.
9. The Chair of the General Meeting shall be elected by simple majority of votes.
10. If the Extraordinary General Meeting is convened by shareholders pursuant to Par. 3.3.3, the Chair of the General Meeting is appointed by indicated shareholders.
11. If the registry court authorises shareholders holding at least one-twentieth of the share capital to convene the Extraordinary General Meeting, the Chair of the General Meeting shall be appointed by the registry court.

#### **Par. 8**

1. The Chair of the General Meeting shall preside over the Meeting, make decisions on procedural and organisational matters, and shall be authorised to interpret these Rules.
2. The responsibilities of the Chair shall include ensuring that the Meeting is conducted efficiently in accordance with the agreed agenda and these Rules and that the rights and interests of all the persons entitled to participate in the General Meeting are respected, giving floor to the participants of the Meeting, receiving motions and draft resolutions, submitting them for discussion, ordering and conducting voting, and ascertaining that all items on the agenda have been addressed.
3. The Chair shall sign the minutes of the General Meeting immediately after their preparation by the notary public.
4. Short breaks in the Meeting which do not constitute an adjournment, ordered by the Chair in justified circumstances, may not be aimed at preventing the persons entitled to participate in the General Meeting from exercising their rights.
5. Voting on procedural matters may concern only issues related to the conduct of the General Meeting. Such voting procedure may not be applied to draft resolutions submitted during the General Meeting which may affect the exercise of shareholders' rights.
6. The Chair shall order voting on procedural matters prior to substantive matters.

#### **Par. 9**

1. Having confirmed that the Extraordinary General Meeting has been duly convened and has the capacity to adopt resolutions, and after signing the attendance list, the Chair of the General Meeting puts to vote a resolution concerning adoption of the agenda.
2. The General Meeting may adopt the following resolutions:
  - 1) a resolution not to consider an item of the agenda – in accordance with Par. 21.1–21.3,
  - 2) a resolution concerning a change in the sequence of items to be discussed.
3. The Chair of the General Meeting shall not remove any items from the agenda or change their sequence without the consent of the General Meeting as specified in Par. 9.2.
4. A shareholder or shareholders representing at least one twentieth of the share capital may request that certain items be placed on the agenda of the General Meeting. The request shall be submitted to the Management Board no later than twenty-one days prior to the scheduled date of the General Meeting. The request shall contain the grounds for, or a draft resolution regarding, the proposed agenda item. It may be sent in electronic form to [info@secowarwick.com.pl](mailto:info@secowarwick.com.pl). The Management Board is obliged to announce changes to the agenda introduced at the request of shareholders without delay, and in any case no later than eighteen days prior to the date of the General Meeting. Any such changes are announced in the same manner as the convening of the General Meeting.
5. A shareholder or shareholders representing at least one-twentieth of the share capital may, before the date of the General Meeting, submit to the Company draft resolutions in written or electronic form (to [info@secowarwick.com.pl](mailto:info@secowarwick.com.pl)), concerning the items placed or to be placed on the agenda of the General Meeting. The Company publishes draft resolutions on its website without delay ([www.secowarwick.com.pl](http://www.secowarwick.com.pl)).
6. During the General Meeting, each shareholder may propose draft resolutions concerning items placed on the agenda.

#### **Par. 10**

1. During the Meeting, the General Meeting may appoint:
  - 1) the Committee responsible for checking the attendance list,
  - 2) the Ballot Counting Committee,
  - 3) the Committee for Resolutions and Motions.
2. Subject to Par. 13, the General Meeting shall adopt the resolutions on appointment of the Committees referred to in Par. 10.1 by simple majority.
3. The Committees referred to in Par. 10.1 shall:
  - 1) be composed of at least three members,
  - 2) elect their Chairs from among their members,prepare reports on their activities, to be presented to the Chair of the General Meeting.

#### **Par. 11**

The Ballot Counting Committee shall ensure the proper conduct of voting, review and determine the voting results and report them to the Chair of the General Meeting.

#### **Par. 12**

1. The Management Board may appoint the Committee for Resolutions and Motions at the request of a shareholder.
2. The Committee for Resolutions and Motions shall be responsible for activities related to the preparation of draft resolutions and motions, and in particular it shall formally draw up such draft resolutions and motions and present them to the Chair of the General Meeting.
3. The Committee for Resolutions and Motions shall also handle proposals to amend or supplement draft resolutions, submitted by shareholders in accordance with the procedure set out in Par. 15.

### **Par. 13**

The Committee responsible for checking the attendance list shall be appointed at the request of shareholders holding at least one tenth of the Company's share capital represented at the General Meeting. The requesting shareholders shall have the right to appoint one member of the committee.

### **Par. 14**

1. After presentation of each item on the agenda, the Chair of the General Meeting shall open the discussion and give floor in the order in which the participants request to speak.

2. While taking the floor, the speakers may speak only on the matters included in the agenda and discussed at a given moment.

3. The Chair may allow participants to speak out of turn on procedural matters. Motions concerning the procedure of the Meeting or voting are considered motions on procedural matters. Motions on procedural matters are resolved by the Chair. The Chair may put a procedural motion to vote. If no objections are raised, the Chair of the General Meeting declares that a given item on the agenda has been addressed. Upon such declaration, participants of the Meeting may not discuss matters concerning those items of the agenda which have been declared addressed.

4. During the discussion of each item on the agenda, each shareholder shall be entitled to one speech and one reply.

5. Subject to Par. 14.6, the time allowed for speeches and replies shall be as follows:

1) five minutes for a speech,

2) three minutes for a reply.

The time allowed for speeches on matters concerning elections and for replies concerning such matters shall be as follows:

1) three minutes for a speech,

2) one minute for a reply.

The Chair may extend the time allowed for a speech or reply where justified by special circumstances.

The shareholders may ask the persons referred to in Par. 4.1-2 questions through the Chair of the General Meeting.

The Chair may call to order a speaker if their remarks are not relevant to the subject of the discussion or if they exceed the time allotted to speak or speak in an unacceptable manner.

10. The Chair may rule out of order a speaker who fails to comply with the Chair's admonishment or speaks in breach of these Rules.

11. The Chair shall decide on closing a debate.

### **Par. 15**

1. A shareholder has the right to propose amendments and supplements to the draft resolutions included in the agenda of the General Meeting.

2. Proposals referred to in Par. 15.1 shall be made in writing, separately for each draft resolution, and shall contain:

1) the shareholder's first name and surname or company name,

2) brief grounds.

3. The proposals referred to in Par. 15.1 shall be submitted to the Chair of the General Meeting.

4. Amendments or supplements referred to in Par. 15.1 shall be presented to the General Meeting by the Chair and then put to the vote.

5. If there is a number of draft resolutions concerning one issue and each such draft resolution has a different scope, the draft resolutions most extensive in scope shall be put to the vote first.

### **Par. 16**

1. During a debate the shareholders may request to close the list of speakers or to close the debate on a given item of the agenda.

2. The requests referred to in Par. 16.1 shall be put to the vote by the Chair of the General Meeting.

3. After the Chair of the General Meeting closes the list of speakers, no speakers may be added to the list, and after the discussion is declared closed no speakers may take the floor and no proposals referred to in

Par. 15 may be submitted.

#### **Par. 17**

1. Votes shall be cast in an open ballot, subject to Par. 2.
2. A secret ballot shall be held in the following cases:
  - 1) elections,
  - 2) motions to remove a member of a governing body of the Company or its liquidator,
  - 3) motions to hold liable a member of a governing body of the Company or its liquidator,
  - 4) motions concerning personnel matters,
  - 5) on demand by at least one shareholder present or represented at the General Meeting,
  - 6) any other cases provided for in generally applicable laws.
3. The General Meeting may adopt a resolution to abolish the secrecy of voting on the election of committees appointed by the General Meeting.

#### **Par. 18**

1. The Chair of the General Meeting shall decide whether the votes shall be cast using the traditional method (by raising hand) or in writing, subject to the provisions of Par. 11.
2. A shareholder who intends to leave the venue of the General Meeting while the Meeting is in progress shall check out and check in again upon return. If a shareholder does not check out and a voting is conducted during their absence, their votes shall be treated as abstentions.  
The following votes shall be treated as invalid:
  - 1) votes by shareholders who in the same voting cast opposing votes regarding the same motion or resolution,
  - 2) votes cast by a shareholder during elections for more candidates than there were positions to fill.

#### **Par. 19**

1. Depending on their subject matter, resolutions of the General Meeting shall be adopted by voting majorities required by the Company's Articles of Association, the Commercial Companies Code, or other generally applicable laws.
2. A shareholder may not vote, in person or by proxy, on resolutions concerning such shareholder's responsibility towards the Company in any area, including approval of the performance of duties, release from an obligation towards the Company, or a dispute between the shareholder and the Company.
3. A shareholder may vote in the capacity of a proxy on a resolution concerning such shareholder's responsibility towards the Company in any area, including approval of the performance of duties, release from an obligation towards the Company, or a dispute between the shareholder and the Company. The provisions of Art. 412 <sup>[2]</sup>.3 and 412 [2].4 of the Polish Commercial Companies Code apply accordingly, i.e. the power of proxy may include authorisation to represent a shareholder only at one General Meeting, the proxy is obliged to disclose to the shareholder any circumstances indicating an actual or potential conflict of interests, the granting of further powers of proxy is not permitted, and the proxy must vote in accordance with the shareholder's instructions.
4. Each share confers the right to one vote at the General Meeting. Shareholders acquire the voting right as soon as they have paid for the shares in full.
5. A shareholder may vote each of its shares in a different manner.
6. The Rules of Procedure for the General Meeting do not provide for the possibility to vote at the General Meeting by postal ballot.

#### **Par. 20**

A shareholder participating in the General Meeting who voices an objection against a resolution may briefly justify their position.

#### **Par. 21**

1. A decision to remove an item from the agenda or not to consider an item included in the agenda at the shareholders' request shall require a resolution of the General Meeting adopted by a majority of 75% of

votes cast at the General Meeting.

2. A resolution on refraining from consideration of an item included in the Meeting's agenda may be adopted only if it is supported by reasons of substance.
3. Motions concerning the matter referred to in Par. 21.1 above shall be furnished with detailed justifications.
4. The General Meeting may not adopt resolutions on issues not included in the agenda unless the entire share capital is represented and none of the shareholders present objects to the adoption of such resolution.
5. The General Meeting may adopt resolutions on proposals to convene an Extraordinary General Meeting and proposals concerning procedural matters even if they have not been included in the agenda.

#### **Par. 22**

The number of members of the Supervisory Board of a given term of office shall be determined by the General Meeting pursuant to Par. 20 of the Company's Articles of Association.

#### **Par. 23**

1. At the General Meeting, shareholders shall submit candidates for Supervisory Board members in writing or orally to the Chair of the General Meeting, pursuant to the provisions of the Company's Articles of Association.
2. Outside the General Meeting shareholders shall submit candidates for Supervisory Board members in writing to the Management Board of the Company.
3. A party submitting a candidate for a Supervisory Board member shall provide a detailed justification in support of that candidate, indicating in particular the candidate's education and professional experience.
4. The Supervisory Board members are elected by block voting in circumstances required by law.
5. Shareholders comprising a separate block submit to the Chair of the General Meeting a report on creation of the block. Such report shall be made in writing and shall contain a list of shareholders comprising the block, including the number of shares and votes held by each shareholder and the entire block, as well as the shareholders' signatures.
6. After the Chair of the General Meeting closes the submission of reports on created blocks, the Ballot Counting Committee (or, if the Committee is not appointed, the Chair of the General Meeting) will determine whether the blocks represent appropriate shareholdings. If none of the blocks meet the statutory requirements, the elections shall not be conducted by way of block voting.
7. The order of casting votes within the blocks is determined by the Chair of the General Meeting, who shall order voting in relevant blocks. The votes cast within the blocks are counted by the Ballot Counting Committee (or, if the Committee is not appointed, by the Chair of the General Meeting). The results are announced by the Chair of the General Meeting together with the notary public.
8. Minutes of the proceedings and the block voting are taken by the notary public and form an integral part of the minutes of the General Meeting.

#### **Par. 24**

1. Based on submissions received in the manner specified in Par. 23, the Chair of the General Meeting shall prepare the list of candidates for Supervisory Board members.
2. Upon the announcement of the list of candidates for Supervisory Board members, the list shall be deemed closed.
3. If the number of candidates on the list prepared pursuant to Par. 24.1 equals the number determined pursuant to Par. 21 of the Company's Articles of Association, the shareholders shall vote on the candidates from that list, at the request of the Chair of the General Meeting, in one resolution, unless any of the shareholders raises an objection.
4. If the number of candidates on the list prepared pursuant to Par. 24.1 exceeds the number determined pursuant to Par. 21 of the Company's Articles of Association, the shareholders shall vote on each candidate separately, in an alphabetical order of the names of the candidates.
5. Those from among the candidates who receive the highest number of "for" votes shall be appointed. In the event of a tied vote, when the number of candidates exceeds the number of positions to fill, voting shall



be repeated with respect to the candidates who received the same number of votes. In such a case, votes are cast for one of the two candidates and the candidate is elected by an absolute majority of votes. In the event of a second tied vote, the Chair of the General Meeting orders another round of submitting candidate proposals for the unfilled positions.

#### **Par. 25**

1. At the General Meetings, the Management Board is required to provide shareholders, at their request, with information on the Company if such information is needed to assess a matter placed on the Meeting's agenda.
2. The Management Board shall refuse to provide such information if it could adversely affect the Company, its affiliate, its subsidiary company or co-operative, and especially if it could result in disclosing their technical, trade or organisational secrets.
3. A Management Board member may refuse to provide such information if providing it could lead to the member's liability under penal, civil or administrative law, as well as in cases provided for in generally applicable laws.
4. Such a request for information is deemed fulfilled if relevant information is available on the Company's website, in the section devoted to submitting and answering shareholders' questions.
5. For valid reasons, the Management Board may provide such information in writing outside the General Meeting. The Management Board is required to provide the information not later than within two weeks from the submission of the request at the General Meeting.
6. If a shareholder requests information concerning the Company outside the General Meeting, the Management Board may provide such information to the shareholder in writing.
7. In the documents submitted to the nearest General Meeting, the Management Board shall disclose in writing the information provided to the shareholder outside the General Meeting, giving the date of disclosing the information and details of its recipient. The information submitted to the nearest General Meeting may be exclusive of publicly available information and information disclosed at the General Meeting.
8. The Company's Management Board shall provide responses to shareholders' questions in compliance with the provisions of this Par. 25 and in consideration of the fact that the Company, being a public company, is subject to special disclosure requirements and fulfils its reporting obligations in the way stipulated in the Act on Trading in Financial Instruments Law, and that certain information may not be provided otherwise than in the manner provided for in the applicable regulations.

#### **Par. 26**

1. A request for the General Meeting to be convened and for certain items to be placed on its agenda, made by parties entitled to do so, shall be justified.
2. Draft resolutions proposed for adoption by the General Meeting and other material documents shall be presented to the shareholders together with a justification and a Supervisory Board's opinion before the General Meeting to allow them time sufficient to review and evaluate the same. If a draft resolution is proposed for adoption or any other material document is created during the General Meeting, the opinion of the Supervisory Board is not required.

#### **Par. 27**

Upon completion of the agenda and settlement of any organisational matters, the Chair of the General Meeting shall announce the closing of the Meeting.

#### **Par. 28**

1. Any amendments to these Rules require a General Meeting resolution passed by open ballot and with absolute majority of votes.
2. These Rules come into force on the date of adoption, superseding the previous Rules of the General Meeting of SECO/WARWICK S.A.