

Subject: Resolutions passed by the Extraordinary General Meeting on December 2nd 2016
Current Report No. 33/2016 of December 2nd 2016

Legal basis: Art. 56.1.2 of the Public Offering Act – Current and periodic information.

Text of the report:

The Management Board of SECO/WARWICK S.A. publishes, attached as an appendix hereto, the resolutions passed by the Extraordinary General Meeting of SECO/WARWICK S.A. on December 2nd 2016.

The Management Board of SECO/WARWICK S.A. announces that no decision was made by the Extraordinary General Meeting not to consider any of the planned agenda items and that no objections were noted for the record in the minutes of the Extraordinary General Meeting.

Legal basis:

Par. 38.1.7–9 of the Minister of Finance’s Regulation on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state, dated February 19th 2009.

Appendices:

File

Resolutions passed by the Extraordinary General Meeting of SECO/WARWICK S.A. on December 2nd 2016.pdf

Description:

Text of the resolutions passed by the Extraordinary General Meeting of SECO/WARWICK S.A. on December 2nd 2016.

Appendix to Current Report No. 33/2016 of SECO/WARWICK S.A.

Item 2 of the agenda:

The following resolution was passed by secret ballot:

**Resolution No. 1
of the Extraordinary General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to appoint the Chair of the General Meeting**

Adam Wojciech Goliński, PESEL 74010306733, residing at 64 – 111 Lipno, Spółdzielcza 26 is appointed Chair of the Extraordinary General Meeting.

The results of the vote were as follows:

- Valid votes were cast on 6,618,677 shares, representing 64.27% of the share capital,
- The total number of valid votes cast was 6,618,677, including:
- 6,618,677 votes cast in favour of the resolution,
- 0 votes cast against the resolution,
- 0 abstentions.

Item 3 of the agenda:

The following resolution was passed by open ballot:

**Resolution No. 2
of the Extraordinary General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to abolish the secrecy of election of the Ballot Counting Committee**

The Extraordinary General Meeting hereby resolves to abolish the secrecy of election of the Ballot Counting Committee.

The results of the vote were as follows:

- Valid votes were cast on 6,618,677 shares, representing 64.27% of the share capital,
- The total number of valid votes cast was 6,618,677, including:
- 6,618,677 votes cast in favour of the resolution,
- 0 votes cast against the resolution,
- 0 abstentions.

Item 4 of the agenda:

The following resolution was passed by open ballot:

**Resolution No. 3
of the Extraordinary General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to appoint the Ballot Counting Committee**

The following persons are appointed to the Ballot Counting Committee:

- Paweł Tomasz Wyrzykowski
- Agnieszka Katarzyna Gudaczewska
- Andrzej Jan Zawistowski

The results of the vote were as follows:

- Valid votes were cast on 6,618,677 shares, representing 64.27% of the share capital,
- The total number of valid votes cast was 6,618,677, including:
 - 6,618,677 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

Item 5 of the agenda:

The following resolution was passed by open ballot:

**Resolution No. 4
of the Extraordinary General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to adopt the agenda of the General Meeting**

The Extraordinary General Meeting hereby approves in whole the agenda proposed for the Meeting.

The results of the vote were as follows:

- Valid votes were cast on 6,618,677 shares, representing 64.27% of the share capital,
- The total number of valid votes cast was 6,618,677, including:
- 6,618,677 votes cast in favour of the resolution,
- 0 votes cast against the resolution,
- 0 abstentions.

Item 6 of the agenda:

The following resolution was passed by open ballot:

**Resolution No. 5
of the Extraordinary General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to approve the merger of Seco/Warwick S.A.
with Seco/Warwick Europe Sp. z o.o.**

The Extraordinary General Meeting of the Company operating under the name of Seco/Warwick Spółka Akcyjna of Świebodzin hereby approves the plan of merger of the Company, as the Acquiring Company, with Seco/Warwick Europe Spółka z ograniczoną odpowiedzialnością, as the Target Company.

This Resolution shall become effective as of its date.

The results of the vote were as follows:

- Valid votes were cast on 6,618,677 shares, representing 64.27% of the share capital,
- The total number of valid votes cast was 6,618,677, including:
 - 6,618,677 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

Item 7 of the agenda:

The following resolution was passed by open ballot:

**Resolution No. 6
of the Extraordinary General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to merge the Company, as the Acquiring Company, with
Seco/Warwick Europe spółka z ograniczoną odpowiedzialnością, as the Target Company**

The Extraordinary General Meeting of the Company operating under the name of Seco/Warwick Spółka Akcyjna of Świebodzin hereby resolves to merge the Company, as the Acquiring Company, with Seco/Warwick Europe Spółka z ograniczoną odpowiedzialnością, as the Target Company, on the terms provided for in the plan of merger, that is by way of transfer of all assets of the Target Company onto the Company.

The Extraordinary General Meeting authorises the Management Board of Seco/Warwick Spółka Akcyjna to take any steps relating the procedure of merging Seco/Warwick Spółka Akcyjna with Seco/Warwick Europe Sp. z o.o., including in particular filing for registration of the merger in the Business Register at the National Court Register.

This Resolution shall become effective as of its date.

The results of the vote were as follows:

- Valid votes were cast on 6,618,677 shares, representing 64.27% of the share capital,
- The total number of valid votes cast was 6,618,677, including:
- 6,618,677 votes cast in favour of the resolution,
- 0 votes cast against the resolution,
- 0 abstentions.