

Subject: Resolutions passed by SECO/WARWICK Annual General Meeting on May 29th 2018
Current Report No. 18/2018 of May 29th 2018

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 to this report, the resolutions passed by SECO/WARWICK S.A.'s Annual General Meeting on May 29th 2018.

The Management Board of SECO/WARWICK S.A. announces that no decision was made by the Annual 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 General Meeting.

Legal basis:

Par. 19.1.6, Par. 19.1.7 and Par. 19.1.9 of the Minister of Finance's Regulation of March 29th 2018 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.

Appendices:

File:

1. Uchwały podjęte przez WZ SECO/WARWICK S.A. 29 maja 2018.pdf

Description:

1. Resolutions passed by the General Meeting of SECO/WARWICK S.A. on May 29th 2018.

Appendix to Current Report No. 18/2018 of SECO/WARWICK S.A.

Item 2 of the agenda:

The following resolution was passed by secret ballot:

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

Adam Goliński is appointed Chair of the Annual General Meeting.

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 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 Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to hold election of the Ballot Counting Committee as open vote**

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

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
- 7,256,676 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 Annual 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:

- Piotr Walasek
- Paweł Wyrzykowski
- Mirosław Słomian

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 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 Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to adopt the agenda of the Extraordinary General Meeting**

The Annual 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 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

Item 10 of the agenda:

The following resolution was passed by open ballot:

**Resolution No. 5
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to approve the Company's financial statements for the financial year 2017**

Acting pursuant to Art. 395.2.1 of the Commercial Companies Code, and having reviewed the Directors' Report, the Annual General Meeting hereby resolves to:

- 1) approve the Company's statement of financial position for the period from January 1st 2017 (January first two thousand seventeen) to December 31st 2017 (December thirty-first two thousand seventeen), showing a balance-sheet total of PLN 353,257,392.76 (three hundred and fifty-three million, two hundred and fifty-seven thousand, three hundred and ninety-two złoty, 76/100);
- 2) approve the Company's statement of comprehensive income for the period from January 1st 2017 (January first two thousand seventeen) to December 31st 2017 (December thirty-first two thousand seventeen), showing a net profit of PLN 16,499,323.73 (sixteen million, four hundred and ninety-nine thousand, three hundred and twenty-three złoty, 73/100);
- 3) approve the statement of changes in equity for the period from January 1st 2017 (January first two thousand seventeen) to December 31st 2017 (December thirty-first two thousand seventeen), showing an increase in equity of PLN 59,053,461.04 (fifty-nine million, fifty-three thousand, four hundred and sixty-one złoty, 04/100);
- 4) approve the statement of cash flows for the period from January 1st 2017 (January first two thousand seventeen) to December 31st 2017 (December thirty-first two thousand seventeen), showing an increase in cash of PLN 11,992,241.51 (eleven million, nine hundred and ninety-two thousand, two hundred and forty-one złoty, 27/100);
- 5) approve the notes to the financial statements for the period from January 1st 2017 (January first two thousand seventeen) to December 31st 2017 (December thirty-first two thousand seventeen).

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

Item 11 of the agenda:

The following resolution was passed by open ballot:

**Resolution No. 6
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to approve the Directors' Report on the operations of the Company
in the financial year 2017**

Acting pursuant to Art. 395.2.1 of the Commercial Companies Code, and having reviewed the Directors' Report, the Annual General Meeting hereby resolves to:

approve in whole the Directors' Report on the operations of the Company in the period from January 1st 2017 (January first two thousand seventeen) to December 31st 2017 (December thirty-first two thousand seventeen).

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
- 7,256,676 votes cast in favour of the resolution,
- 0 votes cast against the resolution,
- 0 abstentions.

Item 12 of the agenda:

The following resolutions were passed by open ballot:

Resolution No. 7
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to approve the Directors' Report on the operations of the SECO/WARWICK Group in the
financial year 2017

Acting pursuant to Art. 395.5 of the Commercial Companies Code, and having reviewed the Directors' Report, the Annual General Meeting hereby resolves to:

approve in whole the Directors' Report on the operations of the SECO/WARWICK Group in the period from January 1st 2017 (January first two thousand seventeen) to December 31st 2017 (December thirty-first two thousand seventeen).

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
- 7,256,676 votes cast in favour of the resolution,
- 0 votes cast against the resolution,
- 0 abstentions.

Resolution No. 8
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to approve the SECO/WARWICK Group's consolidated financial statements for the financial
year 2017

Acting pursuant to Art. 395.5 of the Commercial Companies Code, and having reviewed the Directors' Report, the Annual General Meeting hereby resolves to:

- 1) approve the consolidated statement of financial position of the SECO/WARWICK Group for the period from January 1st 2017 (January first two thousand seventeen) to December 31st 2017 (December thirty-first two thousand seventeen), showing a balance-sheet total of PLN 483,997,392.86 (four hundred and eighty-three million, nine hundred and ninety-seven thousand, three hundred and ninety-two zloty, 86/100);
- 2) approve the consolidated statement of comprehensive income for the period from January 1st 2017 (January first two thousand seventeen) to December 31st 2017 (December thirty-first two thousand seventeen), showing a net loss of PLN 41,859,658.30 (forty-one million, eight hundred and fifty-nine thousand, six hundred and fifty-eight zloty, 30/100);
- 3) approve the statement of changes in consolidated equity as at the end of period i.e. December 31st 2017 (December thirty-first two thousand seventeen), showing a decrease in equity of PLN 48,541,489.75 (forty-eight million, five hundred and forty-one thousand, four hundred and eighty-nine zloty, 75/100);
- 4) approve the consolidated statement of cash flows for the period from January 1st 2017 (January first two thousand seventeen) to December 31st 2017 (December thirty-first two thousand seventeen), showing an increase in cash of PLN 11,483,403.37 (eleven million, four hundred and eighty-three thousand, four hundred and three zloty, 37/100);

- 5) approve the notes to the consolidated financial statements for the period from January 1st 2017 (January first two thousand seventeen) to December 31st 2017 (December thirty-first two thousand seventeen).

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

Item 13 of the agenda:

The following resolutions were passed by secret ballot:

**Resolution No. 9
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Paweł Wyrzykowski in respect of his duties
as President of the Management Board**

Acting pursuant to Art. 17 of the Company's Articles of Association and having reviewed the Directors' Report, the Annual General Meeting hereby resolves:

To grant discharge to Paweł Wyrzykowski, President of the Management Board, in respect of his duties in the period January 1st–December 31st 2017.

The results of the vote were as follows:

- Valid votes were cast on 7,002,118 shares, representing 67.99% of the share capital,
- Total number of valid votes cast was 7,002,118, including:
 - 7,002,118 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

**Resolution No. 10
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Jarosław Talerzak in respect of his duties
as Vice President of the Management Board**

Acting pursuant to Art. 17 of the Company's Articles of Association and having reviewed the Directors' Report, the Annual General Meeting hereby resolves:

To grant discharge to Jarosław Talerzak, Vice President of the Management Board, in respect of his duties on January 1st 2017.

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

**Resolution No. 11
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Wojciech Peret in respect of his duties
as a Member of the Management Board**

Acting pursuant to Art. 17 of the Company's Articles of Association and having reviewed the Directors' Report, the Annual General Meeting hereby resolves:

To grant discharge to Wojciech Peret, Member of the Management Board, in respect of his duties in the period January 1st–August 31st 2017.

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

**Resolution No. 12
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Bartosz Klinowski in respect of his duties
as a Member of the Management Board**

Acting pursuant to Art. 17 of the Company's Articles of Association and having reviewed the Directors' Report, the Annual General Meeting hereby resolves:

To grant discharge to Bartosz Klinowski, Member of the Management Board, in respect of his duties in the period January 2nd–December 31st 2017.

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

Resolution No. 13
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to Sławomir Woźniak in respect of his duties
as a Member of the Management Board

Acting pursuant to Art. 17 of the Company's Articles of Association and having reviewed the Directors' Report, the Annual General Meeting hereby resolves:

To grant discharge to Sławomir Woźniak, Member of the Management Board, in respect of his duties in the period January 2nd–December 31st 2017.

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

Item 14 of the agenda:

The following resolutions were passed by secret ballot:

Resolution No. 14
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to
Andrzej Zawistowski in respect of his duties as a Member of the Supervisory Board

Acting pursuant to Art. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

To grant discharge to Andrzej Zawistowski, Member of the Supervisory Board, in respect of his duties in the period January 1st–December 31st 2017.

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

Resolution No. 15
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to
Henryk Pilarski in respect of his duties as a Member of the Supervisory Board

Acting pursuant to Art. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

To grant discharge to Henryk Pilarski, Member of the Supervisory Board, in respect of his duties in the period January 1st–December 31st 2017.

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

Resolution No. 16
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to
James Albert Goltz in respect of his duties as a Member of the Supervisory Board

Acting pursuant to Art. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

To grant discharge to James Albert Goltz, Member of the Supervisory Board, in respect of his duties in the period January 1st–December 31st 2017.

The results of the vote were as follows:

- Valid votes were cast on 6,619,648 shares, representing 64.28% of the share capital,

- Total number of valid votes cast was 6,619,648, including:
- 6,619,648 votes cast in favour of the resolution,
- 0 votes cast against the resolution,
- 0 abstentions.

Resolution No. 17
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to
Jeffrey Boswell in respect of his duties as a Member of the Supervisory Board

Acting pursuant to Art. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

To grant discharge to Jeffrey Boswell, Member of the Supervisory Board, in respect of his duties in the period January 1st–December 31st 2017.

The results of the vote were as follows:

- Valid votes were cast on 6,133,339 shares, representing 59.56% of the share capital,
- Total number of valid votes cast was 6,133,339, including:
- 6,133,339 votes cast in favour of the resolution,
- 0 votes cast against the resolution,
- 0 abstentions.

Resolution No. 18
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to
Paweł Tamborski in respect of his duties as a Member of the Supervisory Board

Acting pursuant to Art. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

To grant discharge to Paweł Tamborski, Member of the Supervisory Board, in respect of his duties in the period January 1st–December 31st 2017.

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
- 7,256,676 votes cast in favour of the resolution,
- 0 votes cast against the resolution,
- 0 abstentions.

Resolution No. 19
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
to grant discharge to
Marcin Murawski in respect of his duties as a Member of the Supervisory Board

Acting pursuant to Art. 17 of the Company's Articles of Association and having reviewed the Supervisory Board's Report, the Annual General Meeting hereby resolves:

To grant discharge to Marcin Murawski, Member of the Supervisory Board, in respect of his duties in the period January 1st–December 31st 2017.

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.

Item 15 of the agenda:

The following resolution was passed by open ballot:

**Resolution No. 20
of the Annual General Meeting of SECO/WARWICK Spółka Akcyjna
of Świebodzin
on allocation of the Company's profit for the period
from January 1st to December 31st 2017**

Acting pursuant to Art. 17 of the Company's Articles of Association in conjunction with Art. 395.2.2 of the Commercial Companies Code, and having reviewed the Directors' Report, the Annual General Meeting hereby resolves as follows:

In the financial year from January 1st to December 31st 2017, SECO/WARWICK S.A. of Świebodzin earned a net profit of PLN 16,499,323.73 (sixteen million, four hundred and ninety-nine thousand, three hundred and twenty-three złoty, 73/100), which is allocated as follows:

- The entire net profit, of PLN 16,499,323.73 (sixteen million, four hundred and ninety-nine thousand, three hundred and twenty-three złoty, 73/100), is allocated to the Company's statutory reserve funds.

The results of the vote were as follows:

- Valid votes were cast on 7,256,676 shares, representing 70.46% of the share capital,
- Total number of valid votes cast was 7,256,676, including:
 - 7,256,676 votes cast in favour of the resolution,
 - 0 votes cast against the resolution,
 - 0 abstentions.