Prepared on: 28/06/2019

Subject:

Information on the content of resolutions adopted by the Ordinary General Meeting of BEST S.A. on 28 June 2019

Legal basis:

Article 56(1)(2) of the Offering Act – current and periodic disclosures

Report contents:

The Management Board of BEST S.A., having its registered office in Gdynia (Issuer), announces that on 28 June 2019 the Issuer’s Ordinary General Meeting adopted 23 (twenty-three) resolutions. Their contents, number of shares under which valid votes were cast, their percentage share in the Issuer’s share capital, total number of valid votes, including yes-votes, no-votes and abstentions, are included in Annex 1 to this report.

Furthermore, the Issuer’s Management Board announces that, during the above Ordinary General Meeting of the Issuer, all resolutions put to the vote were adopted. Therefore, the Issuer does not provide the contents of any draft resolutions that were put to the vote but not adopted by the Ordinary General Meeting of BESTS.A. on 28/06/2019.

The Issuer’s Ordinary General Meeting did not abandon the items of the agenda, but it adopted resolutions on abandoning the vote on the resolutions covered by items 15 and 16 of the agenda, reading as in Annex No. 1 to this report.

Annexes:

<table>
<thead>
<tr>
<th>File</th>
<th>Description</th>
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<td>Resolutions adopted by Ordinary GSM 28.06.2019.pdf</td>
<td>Contents of resolutions adopted by the Ordinary GSM of BEST S.A. on 28/06/2019</td>
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<table>
<thead>
<tr>
<th>Best S.A.</th>
<th>(full name of the issuer)</th>
</tr>
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<tbody>
<tr>
<td>BEST</td>
<td>Other finance (fin) (sector as per GPW (Warsaw Stock Exchange) classification)</td>
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<td>(abbreviated name of the issuer)</td>
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<tr>
<td>81-537</td>
<td>Gdynia</td>
</tr>
<tr>
<td>(postal code)</td>
<td>(city/town)</td>
</tr>
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<td>Łużycza</td>
<td>8A</td>
</tr>
<tr>
<td>(street)</td>
<td>(number)</td>
</tr>
<tr>
<td>(0-58) 76 99 299</td>
<td>(0-58) 76 99 226</td>
</tr>
<tr>
<td>(telephone)</td>
<td>(fax)</td>
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</table>
SIGNATURES OF THE PERSONS REPRESENTING THE COMPANY:

<table>
<thead>
<tr>
<th>Date</th>
<th>First name and surname</th>
<th>Position/Function</th>
<th>Signature</th>
</tr>
</thead>
<tbody>
<tr>
<td>28/06/2019</td>
<td>Krzysztof Borusowski</td>
<td>President of the Management Board</td>
<td></td>
</tr>
<tr>
<td>28/06/2019</td>
<td>Marek Kucner</td>
<td>Vice-President of the Management Board</td>
<td></td>
</tr>
</tbody>
</table>
RESOLUTIONS ADOPTED BY THE ORDINARY GENERAL MEETING OF BEST S.A.
ON 28 JUNE 2019
ADOPTED RESOLUTIONS CONCERNING ITEM 2 OF THE AGENDA:

Resolution no. 1
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on the appointment of the Chairman of the General Meeting

The Ordinary General Meeting, acting pursuant to Article 409 § 1 and Article 420 § 2 of the Commercial Companies Code, and § 9 of the Rules of the General Meeting of BEST S.A., resolves as follows:

§ 1
The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, decides to appoint Karol Józef Rudnicki as Chairman of the Ordinary General Meeting of the Company.

§ 2
The resolution comes to force upon its adoption.

In a secret ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.
In total, 27,000,236 valid votes were cast.
Yes-votes: 27,000,236.
No-votes: 0.
Abstained: 0.
There were no objections.
ADOPTED RESOLUTIONS CONCERNING ITEM 4 OF THE AGENDA:

Resolution no. 2
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on abandoning the appointment of the Ballot-Counting Committee

The Ordinary General Meeting, acting pursuant to § 15(2) of the Rules of the General Meeting of BEST S.A., resolves as follows:

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, hereby abandons the appointment of the Ballot Counting Committee.

§ 2

The resolution comes into force as of its adoption.

In an open ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.
In total, 27,000,236 valid votes were cast.
Yes-votes: 27,000,236.
No-votes: 0.
Abstained: 0.
There were no objections.
ADOPTED RESOLUTIONS CONCERNING ITEM 5 OF THE AGENDA:

Resolution no. 3
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on adopting the agenda

The Ordinary General Meeting resolves as follows:

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, hereby decides to adopt the following agenda:

1. Opening of the meeting.
2. Appointment of the Chairman of the General Meeting.
3. Confirmation of correct convening of the General Meeting and its capacity to adopt resolutions.
5. Adoption of the agenda.
7. Submission by the Supervisory Board of a written report on the assessment of:
   a) the Company’s financial statements for 2018,
   b) consolidated financial statements of BEST S.A. Capital Group for 2018,
   c) management report of the Capital Group and of BEST S.A. for 2018,
   d) the Management Board’s proposal on the appropriation of the Company’s profit for 2018.
8. Presentation by the Supervisory Board of:
   a) an assessment of the Company’s situation, including an assessment of the internal control system, risk management, compliance and the internal audit function,
   b) Supervisory Board Report for 2018,
   c) an assessment of the Company’s fulfilment of its disclosure obligations concerning the application of corporate governance, as specified in the WSE Rules as well as the laws on current and periodic information to be submitted by issuers of securities,
d) an assessment of the Company's sponsorship policy.

9. Adoption of a resolution on approving the Company's financial statements for 2018.

10. Adoption of a resolution on approving the consolidated financial statements of BEST S.A. Capital Group for 2018.

11. Adoption of a resolution on approving the management report of the Capital Group and of BEST S.A. for 2018.

12. Adoption of a resolution on approving the report of the Supervisory Board of BEST S.A. for 2018.

13. Adoption of a resolution on the appropriation of the Company's net profit in FY 2018.

14. Adoption of resolutions on acknowledging the fulfilment of duties by members of the Company's corporate bodies in 2018.

15. Adoption of a resolution on the rules for the Company's Incentive Programme for its key managers.

16. Adoption of a resolution on: (i) the issue of series D subscription warrants vested with the right to acquire series H shares, (ii) the conditional increase of the share capital by way of issue of series H shares, (iii) the exclusion of the pre-emptive right to series D subscription warrants and to series H shares to allow the participants of the Incentive Programme for the Company's key managers to acquire shares, (iv) the authorisation of the Company's bodies, and (v) on amending the Company's Statute by way of a conditional increase of its share capital.

17. Adoption of a resolution on amending the Company's Statute with respect to authorising the Company's Management Board to increase the share capital within the limits of the authorised capital, excluding the pre-emptive right of the existing shareholders.

18. Adoption of a resolution on amending § 21 of the Company's Statute.

19. Adoption of a resolution on adopting a complete text of the Company's Statute.

20. Any other business.

21. Closing of the session.

§ 2

The resolution comes into force as of its adoption.

_in an open ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital._

_In total, 27,000,236 valid votes were cast._

Yes-votes: 27,000,236.

No-votes: 0.

Abstained: 0.

There were no objections._
ADOPTED RESOLUTIONS CONCERNING ITEM 9 OF THE AGENDA:

Resolution no. 4
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on approving the Company’s financial statements for FY 2018

Pursuant to Article 393(1), Article 395 § 2(1) of the Commercial Companies Code and § 13(1)(1) of the Statute of BEST S.A., having examined the financial statements of BEST S.A. for FY 2018 presented by the Management Board, the results of the audit of the financial statements of BEST S.A. for FY 2018 by the statutory auditor and the Supervisory Board’s assessment of the financial statements of BEST S.A. for FY 2018:

§ 1
The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, approves the financial statements of BEST S.A. for FY 2018, as verified by the statutory auditor, including the following:

1) separate statement of financial position as of 31 December 2018, presenting a total balance of assets, equity and liabilities of PLN 856,561 thousand (in words: eight hundred fifty-six million five hundred sixty-one thousand zloty 00/100);
2) separate statement of comprehensive income for the 12-month period ended 31 December 2018, with a net profit amounting to PLN 12,495 thousand (in words: twelve million four hundred ninety-five thousand zloty 00/100) and a net comprehensive income amounting to PLN 12,473 thousand (in words: twelve million four hundred seventy-three thousand zloty 00/100);
3) separate statement of changes in equity for the 12-month period ended 31 December 2018, presenting an increase in equity by PLN 12,272 thousand (in words: twelve million two hundred seventy-two thousand zloty 00/100);
4) separate cash flow statement for the 12-month period ended 31 December 2018, presenting a negative net cash flow of PLN 605 thousand (in words: six hundred five thousand zloty 00/100);
5) notes.

§ 2
The resolution comes to force upon its adoption.

In an open ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.
In total, 27,000,236 valid votes were cast.
Yes-votes: 27,000,236.
No-votes: 0.
Abstained: 0.
There were no objections.
ADOPTED RESOLUTIONS CONCERNING ITEM 10 OF THE AGENDA:

Resolution no. 5
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on approving the consolidated financial statements of BEST S.A. Capital Group for FY 2018

Pursuant to Article 395 § 5 of the Commercial Companies Code and § 13(1)(1) of the Statute of BEST S.A., having examined the consolidated financial statements of BEST S.A. Capital Group for FY 2018 presented by the Management Board, the results of the audit of the consolidated financial statements of BEST S.A. Capital Group for FY 2018 by the statutory auditor and the Supervisory Board’s assessment of the consolidated financial statements of BEST S.A. Capital Group for FY 2017:

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, approves the consolidated financial statements of BEST S.A. Capital Group for FY 2018, as verified by the statutory auditor, including the following:

1) consolidated statement of financial position as of 31 December 2018, presenting total assets, equity and liabilities in the amount of PLN 1,283,348 thousand (in words: one billion two hundred eighty-three million three hundred forty-eight thousand zloty 00/100);
2) consolidated statement of comprehensive income for the 12-month period ended 31 December 2018, with a net profit amounting to PLN 34,942 thousand (in words: thirty-four million nine hundred forty-two thousand zloty 00/100) and a net comprehensive income amounting to PLN 29,318 thousand (in words: twenty-nine million three hundred eighteen thousand zloty 00/100);
3) consolidated statement of changes in equity for the 12-month period ended 31 December 2018, presenting an increase in equity by PLN 107,592 thousand (in words: one hundred seven million five hundred ninety-two thousand zloty 00/100);
4) consolidated cash flow statement for the 12-month period ended 31 December 2018, presenting a negative net cash flow of PLN 19,703 thousand (in words: nineteen million seven hundred three thousand zloty 00/100);
5) notes.

§ 2

The resolution comes to force upon its adoption.
In an open ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital. In total, 27,000,236 valid votes were cast.
Yes-votes: 27,000,236.
No-votes: 0.
Abstained: 0.
There were no objections.
ADOPTED RESOLUTIONS CONCERNING ITEM 11 OF THE AGENDA:

Resolution no. 6
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on approving the management report of the Capital Group and of BEST S.A. for
2018.

Pursuant to Article 395 § 2(1) of the Commercial Companies Code and § 13(1)(1) of the Statute of BEST S.A., having read the Management Report of the Capital Group and of BEST S.A. for 2018:

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, approves the management report of BEST S.A. and its Capital Group for 2018.

§ 2

The resolution comes to force upon its adoption.

In an open ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.
In total, 27,000,236 valid votes were cast.
Yes-votes: 27,000,236.
No-votes: 0.
Abstained: 0.
There were no objections.
ADOPTED RESOLUTIONS CONCERNING ITEM 12 OF THE AGENDA:

Resolution no. 7
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on approving the report of the Supervisory Board of BEST S.A. for 2018.

Having read the report of the Supervisory Board of BEST S.A. for 2018:

§ 1
The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, approves the report of the Supervisory Board of BEST S.A. for 2018.

§ 2
The resolution comes to force upon its adoption.

In an open ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.
In total, 27,000,236 valid votes were cast.
Yes-votes: 27,000,236.
No-votes: 0.
Abstained: 0.
There were no objections.
ADOPTED RESOLUTIONS CONCERNING ITEM 13 OF THE AGENDA:

Resolution no. 8
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on the appropriation of the Company’s net profit for FY 2018

Pursuant to Article 395 § 2(2) of the Commercial Companies Code and § 13(1)(2) of the Statute of BEST S.A., it is resolved as follows:

§ 1
The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, allocates the Company’s net profit generated in FY 2018 in the amount of PLN 12,494,966.54 (in words: twelve million four hundred ninety-four thousand nine hundred sixty-six zloty 54/100) in full to supplementary capital.

§ 2
The resolution comes to force upon its adoption.

In an open ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.
In total, 27,000,236 valid votes were cast.
Yes-votes: 27,000,236.
No-votes: 0.
Abstained: 0.
There were no objections.
ADOPTED RESOLUTIONS CONCERNING ITEM 14 OF THE AGENDA:

Resolution no. 9

of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,

of 28 June 2019

on acknowledging the fulfilment of duties by the President of the Company’s Management Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1
The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, acknowledges the fulfilment of duties by Krzysztof Piotr Borusowski, President of the Management Board of BEST S.A., in the period from 01/01/2018 to 31/12/2018.

§ 2
The resolution comes to force upon its adoption.

Pursuant to Article 413 of the Commercial Companies Code, no votes were cast under 17.160.236 shares held by Krzysztof Piotr Borusowski.

In a secret ballot, valid votes were cast under 3,120,000 shares, accounting for 13.56% of the share capital.

In total, 3.120.000 valid votes were cast.

Yes-votes: 3.120.000.
No-votes: 0.
Abstained: 0.
There were no objections.

Resolution no. 10

of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,

of 28 June 2019

on acknowledging the fulfilment of duties by the Vice-President of the Company’s Management Board
Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, acknowledges the fulfilment of duties by Marek Kucner, Vice-President of the Management Board of BEST S.A., in the period from 01/01/2018 to 31/12/2018.

§ 2

The resolution comes to force upon its adoption.

Pursuant to Article 413 of the Commercial Companies Code, no votes were cast under 3,120,000 shares held by Marek Kucner. In a secret ballot, valid votes were cast under 17,160,236 shares, accounting for 74.56% of the share capital. In total, 23,880,236 valid votes were cast.

Yes-votes: 23,880,236.
No-votes: 0.
Abstained: 0.
There were no objections.

Resolution no. 11
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on acknowledging the fulfilment of duties by a Member of the Company’s Management Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, acknowledges the fulfilment of duties by Jacek Mirosław Zawadzki, Member of the Management Board of BEST S.A., in the period from 01/01/2018 to 31/12/2018.

§ 2

The resolution comes to force upon its adoption.

In a secret ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.
In total, 27,000,236 valid votes were cast.

Yes-votes: 27,000,236.

No-votes: 0.

Abstained: 0.

There were no objections.

Resolution no. 12
of the Ordinary General Meeting of the company operating under the business name BEST S.A., having its registered office in Gdynia,
of 28 June 2019

on acknowledging the fulfilment of duties by a Member of the Company’s Management Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1
The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, acknowledges the fulfilment of duties by Barbara Anna Rudziks, Member of the Management Board of BEST S.A., in the period from 01/01/2018 to 01/10/2018.

§ 2
The resolution comes to force upon its adoption.

In a secret ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.
In total, 27,000,236 valid votes were cast.
Yes-votes: 27,000,236.
No-votes: 0.
Abstained: 0.
There were no objections.

Resolution no. 13
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,

of 28 June 2019

on acknowledging the fulfilment of duties by the Chairman of the Company’s Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, acknowledges the fulfilment of duties by Andrzej Piotr Klesyk, Chairman of the Supervisory Board of BEST S.A., in the period from 01/01/2018 to 31/12/2018.

§ 2

The resolution comes to force upon its adoption.

In a secret ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.

In total, 27,000,236 valid votes were cast.
Yes-votes: 27,000,236.
No-votes: 0.
Abstained: 0.
There were no objections.

Resolution no. 14

of the Ordinary General Meeting of the company operating under the business name

BEST S.A., having its registered office in Gdynia,

of 28 June 2019

on acknowledging the fulfilment of duties by the Vice-Chairman of the Company’s Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, acknowledges the fulfilment of duties by Prof. Leszek Pawłowicz, Vice-Chairman of the Supervisory Board of BEST S.A., in the period from 01/01/2018 to 31/12/2018.
§ 2

The resolution comes to force upon its adoption.

In a secret ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.

In total, 27,000,236 valid votes were cast.

Yes-votes: 27,000,236.

No-votes: 0.

Abstained: 0.

There were no objections.

Resolution no. 15
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on acknowledging the fulfilment of duties by a Member of the Company’s Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, acknowledges the fulfilment of duties by Prof. Dariusz Karol Filar, Member of the Supervisory Board of BEST S.A., in the period from 01/01/2018 to 31/12/2018.

§ 2

The resolution comes to force upon its adoption.

In a secret ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.

In total, 27,000,236 valid votes were cast.

Yes-votes: 27,000,236.

No-votes: 0.

Abstained: 0.

There were no objections.
Resolution no. 16
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on acknowledging the fulfilment of duties by a Member of the Company’s Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1
The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, acknowledges the fulfilment of duties by Mirosław Jerzy Gronicki, Member of the Supervisory Board of BEST S.A., in the period from 01/01/2018 to 31/12/2018.

§ 2
The resolution comes to force upon its adoption.

In a secret ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.

In total, 27,000,236 valid votes were cast.

Yes-votes: 27,000,236.

No-votes: 0.

Abstained: 0.

There were no objections.

Resolution no. 17
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on acknowledging the fulfilment of duties by a Member of the Company’s Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1
The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office
in Gdynia, acknowledges the fulfilment of duties by Karol Żbikowski, Member of the Supervisory Board of BEST S.A., in the period from 01/01/2018 to 31/12/2018.

§ 2

The resolution comes to force upon its adoption.

In a secret ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.

In total, 27,000,236 valid votes were cast.

Yes-votes: 27,000,236.

No-votes: 0.

Abstained: 0.

There were no objections.

Resolution no. 18
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on acknowledging the fulfilment of duties by a Member of the Company’s Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, acknowledges the fulfilment of duties by Wacław Nitka, Member of the Supervisory Board of BEST S.A., in the period from 28/06/2018 to 31/12/2018.

§ 2

The resolution comes to force upon its adoption.

In a secret ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.

In total, 27,000,236 valid votes were cast.

Yes-votes: 27,000,236.

No-votes: 0.

Abstained: 0.

There were no objections.
ADOPTED RESOLUTIONS CONCERNING ITEM 15 OF THE AGENDA:

Resolution no. 19
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on abandoning the vote on a resolution on the adoption of rules for the Company’s Incentive Programme for
its key managers

§ 1
The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, decides to abandon the vote on the adoption of rules for the Company’s Incentive Programme for its key managers in the wording proposed by the Management Board of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, as published by said company in current report no. 10/2019 on 29 May 2019.

§ 2
The resolution comes to force upon its adoption.

In an open ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.
In total, 27,000,236 valid votes were cast.
Yes-votes: 27,000,236.
No-votes: 0.
Abstained: 0.
There were no objections.
ADOPTED RESOLUTIONS CONCERNING ITEM 16 OF THE AGENDA:

Resolution no. 20
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019

on abandoning the vote on a resolution on (i) the issue of series D subscription warrants vested with the right to acquire series H shares, (ii) the conditional increase of the share capital, (iii) the exclusion of the pre-emptive right to series D subscription warrants and to series H shares, (iv) the authorisation of the Company’s bodies, and (v) on amending the Company’s Statute by way of a conditional increase of its share capital.

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, in connection with today’s adoption by said Ordinary General Meeting of Resolution no. 19 on abandoning the vote on a resolution on the adoption of rules for the Company’s Incentive Programme for its key managers, decides to abandon the vote on a resolution on (i) the issue of series D subscription warrants vested with the right to acquire series H shares, (ii) the conditional increase of the share capital, (iii) the exclusion of the pre-emptive right to series D subscription warrants and to series H shares, (iv) the authorisation of the Company’s bodies, and (v) on amending the Company’s Statute by way of a conditional increase of its share capital in the wording proposed by the Management Board of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, as published by said company in current report no. 10/2019 on 29 May 2019.

§ 2

The resolution comes to force upon its adoption.

In an open ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.

In total, 27,000,236 valid votes were cast.

Yes-votes: 0.

No-votes: 27,000,236.

Abstained: 0.

There were no objections.
ADOPTED RESOLUTIONS CONCERNING ITEM 17 OF THE AGENDA:

Resolution no. 21
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on amending the Company’s Statute with respect to authorising the Company’s Management Board to increase the share capital within the limits of the authorised capital, excluding the pre-emptive right of the existing shareholders.

Pursuant to Article 430 § 1 of the Commercial Companies Code, in connection with § 13(2)(1) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, amends § 7b of the Company’s Statute as follows:

“1. The Company’s Management Board is authorised, by 28 June 2022, to increase the share capital by not more than PLN 17,261,121.00 (seventeen million two hundred sixty-one thousand one hundred twenty-one zloty 00/100) (authorised capital). The Management Board may exercise its power by increasing the share capital on one or several consecutive occasions; however, shares may be acquired both in exchange for contributions in cash and contributions in-kind.

2. The Management Board shall adopt resolutions on all matters related to increasing the Company’s share capital within the authorised capital. In particular, the Management Board is authorised to:

a. conclude agreements for investment underwriting, firm commitment underwriting or other agreements to ensure that the issue of shares is successful;

b. adopt resolutions and take other steps to dematerialise shares and conclude agreements with Krajowy Depozyt Papierów Wartościowych S.A. for the registration of shares, rights to shares or pre-emptive rights;

c. adopt resolutions and take other steps in connection with issuing shares by way of a public offering or applying for the admission of shares, rights to shares or pre-emptive rights on a regulated market.

3. The Management Board’s resolutions on setting the issue price and on issuing shares in return for contributions in kind require a consent of the Supervisory Board. The issue price cannot be lower than the volume weighted average price of the Company’s shares listed at Giełda Papierów Wartościowych w Warszawie S.A. in the last three months.

4. In the case of a share capital increase according to section 1, the Management Board is authorised to deprive the existing shareholders of their pre-emptive right in full or in part, with the Supervisory Board’s consent.”
§ 2
The resolution is necessary in order to simplify and reduce the duration of the procedure of increasing the share capital, and to make it easier to obtain funds or assets to improve the Company’s capital structure, implement the Company’s strategy and further its growth in the most optimal way, taking into consideration special supervision on the part of the Supervisory Board. The purposes of the changes is to refine the existing provisions and establish a minimum issue price for which the shares can be issued in connection with the increase of the share capital as part of the authorised capital, which is a market standard and response to requests directed by investors to the Company’s Management Board. A detailed opinion which justifies the authorisation of the Management Board of BEST S.A. to deprive the existing shareholders of the company of the pre-emptive right to the shares issued as part of the authorised capital and the proposed method for establishing the issue price for said shares, which the General Meeting fully agrees with, is included in Annex 1 to this resolution.

§ 3
The resolution comes to force upon its adoption.

Annex 1 to Resolution No. 21 of the Ordinary General Shareholders’ Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, of 28 June 2019, on amending the Company’s Statute with respect to authorising the Company’s Management Board to increase the share capital within the limits of the authorised capital, excluding the pre-emptive right of the existing shareholders.


Acting pursuant to Article 433 § 2, sentence four, in connection with Article 447 §2 of the Commercial Companies Code, the Management Board of BEST S.A. (Company), with respect to the proposed change of the wording of the authorisation for the Management Board to increase the Company’s share capital through the issue of new shares with a total nominal value not exceeding PLN 17,261,121.00 (seventeen million two hundred sixty-one thousand one hundred twenty-one zloty 00/100) by way of one or more share capital increases within the above limits, with the Management Board having the option to entirely or partially deprive the shareholders, with the Supervisory Board’s consent, of the pre-emptive right to the shares, presents to the Company’s Ordinary General Meeting convened on 28 June 2019 an opinion which justifies the deprivation of the company’s existing shareholders of the pre-emptive right to the shares issued as part of the authorised capital, and the method for establishing the issue price for said shares.
According to draft resolution no. 21 of the Company’s Ordinary General Shareholders’ Meeting convened on 28 June 2019 (Ordinary GSM), the Company intends to amend the provisions of §7b of the Company’s Statute, which includes the authorisation for the Company’s Management Board to increase the share capital using the authorised capital in such a way that it will specify the actions which the Company’s Management Board is authorised to perform in connection with the increase of the share capital as part of the authorised capital. Furthermore, a provision will be introduced which defines the minimum issue price of the shares issued in connection with the share capital increase as part of the authorised capital. This price may not be lower than the weighted average price of the Company’s shares listed at Giełda Papierów Wartościowych w Warszawie S.A. in the last three months. This minimum price is being introduced in response to the expectations which the investors have communicated to the Company’s Management Board and in response to the observed market practice, which the Company’s Management Board has decided to adopt and approve.

The authorisation to deprive the Company’s existing shareholders of the pre-emptive right to the shares issued in connection with the share capital increase as part of the authorised capital is in the Company’s interest, and is necessary in order to simplify and reduce the duration of the procedure of increasing the share capital, and to make it easier to obtain funds or assets to improve the Company’s capital structure, implement the Company’s strategy and further its growth in the most optimal way, in consideration of the Company’s business needs. At the same time, supervision is ensured on the part of the Supervisory Board, whose consent must be obtained each time when the Management Board wishes to exercise its right to cancel the pre-emptive right.

In consideration of the above, the Company’s Management Board recommends to the General Meeting to adopt the resolution in the proposed wording.

*In an open ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.*

*In total, 27,000,236 valid votes were cast.*

Yes-votes: 27,000,236.

No-votes: 0.

Abstained: 0.

There were no objections.
ADOPTED RESOLUTIONS CONCERNING ITEM 18 OF THE AGENDA:

Resolution no. 22
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on amending § 21 of the Company’s Statute

Pursuant to Article 430 § 1 of the Commercial Companies Code, in connection with § 13(2)(1) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, amends the provisions of § 21 of the Company’s Statute as follows:

1. The Company’s Management Board is composed of one to six members who are appointed and dismissed by the Supervisory Board, on a proposal of the President of the Management Board, for a joint term of office of three years. The number of the members of the Management Board is to be specified by the Supervisory Board according to the proposal of the President of the Management Board. When appointing a member to the Company’s Management Board, the Supervisory Board also determines their function (e.g. President, Vice-President or Member of the Management Board), according to the proposal of the President of the Management Board.

2. If the President of the Management Board does not submit any of the proposals referred to in section 1 before, the Supervisory Board shall have the right to act on its own initiative in that regard.

§ 2

The resolution comes to force upon its adoption.

In an open ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.

In total, 27,000,236 valid votes were cast.

Yes-votes: 27,000,236.

No-votes: 0.

Abstained: 0.

There were no objections.
ADOPTED RESOLUTIONS CONCERNING ITEM 19 OF THE AGENDA:

Resolution no. 23
of the Ordinary General Meeting of the company operating under the business name
BEST S.A., having its registered office in Gdynia,
of 28 June 2019
on adopting a complete text of the Company’s Statute

Pursuant to Article 430 § 1 of the Commercial Companies Code, in connection with § 13(2)(1) of the Statute of BEST S.A., it is resolved as follows:

§ 1
The Ordinary General Shareholders’ Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, in consideration of the amendments to Resolution no. 21 and Resolution no. 22 of the Ordinary General Meeting of the company operating under the business name BEST Spółka Akcyjna, having its registered office in Gdynia, of 28 June 2019, adopts the following complete text of the Company’s Statute:

"STATUTE
OF BEST SPÓŁKA AKCYJNA"

I. General provisions

§1
1. The Company’s business name is BEST Spółka Akcyjna.
2. The Company may use the abbreviated name BEST S.A.

§2
The Company’s founders are:
1) Wojciech Gawdzik,
2) Jerzy Wiesław Łukomski,
3) Malwina Łukomska.

§3
1. The Company’s registered office is in Gdynia.
2. The Company may operate in the territory of the Republic of Poland and abroad.
§4
The Company may establish, operate and close branches, agencies and other organisational units.

§5
The Company's financial year is the same as the calendar year.

II. **Object and scope of the Company's activity**

§6
According to the Polish Classification of Activity (PKD), the Company's activity consists in:

1) construction of residential and non-residential buildings (PKD 41.2),
2) software, IT consulting and related activities (PKD 62),
3) financial services, except insurance and retirement funds (PKD 64),
4) insurance, reinsurance and pension funds, except statutory social insurance (PKD 65),
5) activities to support financial services, insurance and pension funds (PKD 66),
6) real property market services (PKD 68),
7) legal services (PKD 69.10.Z),
8) accounting, bookkeeping and tax consulting (PKD 69.20.Z),
9) activities of head offices and holdings, excluding financial holdings (PKD 70.10.Z),
10) business and other management consultancy activities (PKD 70.22.Z),
11) rental and leasehold of passenger cars and vans (PKD 77.11.Z),
12) rental and leasehold of other motor vehicles, except motorcycles (PKD 77.12.Z),
13) rental and leasehold of other machinery, equipment and tangible goods (PKD 77.3),
14) office administration and other support services for economic activity (PKD 82),
15) education (PKD 85),
16) other individual services (PKD 96).

III. **Share capital**

§7
1. The Company's share capital amounts to PLN 23,014,829 (twenty-three million fourteen thousand eight hundred twenty-nine zloty 00/100) and is divided into 23,014,829 (in words: twenty-three million fourteen thousand eight hundred twenty-nine) shares with a nominal value of PLN 1 (one zloty) each.
2. There are registered or bearer shares.
3. Based on type and the rights attached to them, the Company's shares are grouped as follows:
a) 1,680,000 (in words: one million six hundred eighty thousand) series A preference registered shares;
b) 19,173,220 (in words: nineteen million one hundred seventy-three thousand two hundred twenty) series B bearer shares;
c) 108,000 (in words: one hundred eight thousand) series C bearer shares;
d) 1,362,957 (in words: one million three hundred sixty-two thousand nine hundred fifty-seven) series D bearer shares;
e) 690,652 (in words: six hundred ninety thousand six hundred fifty-two) series G bearer shares.

4. The series A shares were fully paid for with an in-kind contribution of Przedsiębiorstwo Handlowe BEST in Gdynia to the Company.

5. The series B shares were paid for partially with an in-kind contribution to the Company of Przedsiębiorstwo Handlowe BEST in Gdynia and an in-kind contribution of the assets of Trzeci Polski Fundusz Rozwoju Sp. z o.o. as a result of that company’s business combination with BEST S.A., and partially with cash.

6. The series C shares were paid for in full with a contribution in cash.

7. The series D shares were paid for in full with a contribution in cash.

8. The series G shares were paid for in full with a contribution in cash.

§ 7a
1. The Company’s conditional share capital amounts up to PLN 768,000 (in words: seven hundred sixty-eight thousand zloty 00/100) and is divided into not more than 108,000 (in words: one hundred eight thousand) series C ordinary bearer shares with a nominal value of PLN 1 (in words: one zloty 00/100) each, 630,000 (in words: six hundred thirty thousand) series E ordinary bearer shares with a nominal value of PLN 1 (one zloty) each and 30,000 (in words: thirty thousand) series F ordinary bearer shares with a nominal value of PLN 1 (one zloty) each.

2. The purpose of the conditional increase of the Company’s share capital referred to in §7a section 1 is to grant the right to acquire series C, E and F shares to the holders of the subscription warrants issued by the Company based on Resolution No. 2 of the Company’s Extraordinary General Meeting of 16 November 2015, amended with Resolution No. 6 of the Company’s Extraordinary General Meeting of 25 March 2016, Resolution No. 7 of the Company’s Extraordinary General Meeting of 25 March 2016 and Resolution No. 5 of the Company’s Extraordinary General Meeting of 27 October 2016.

§7b
1. The Company’s Management Board is authorised, by 28 June 2022, to increase the share capital by not more than PLN 17,261,121.00 (seventeen million two hundred sixty-one thousand one hundred twenty-one zloty 00/100) (authorised capital). The Management Board may exercise its power by increasing the share capital on one or several consecutive occasions; however, shares may be acquired both in exchange for contributions in cash and contributions in-kind.

2. The Management Board shall adopt resolutions on all matters related to increasing the Company’s share capital within the authorised capital. In particular, the Management Board is authorised to:
   a. conclude agreements for investment underwriting, firm commitment underwriting or other agreements to ensure that the issue of
shares is successful;

b. adopt resolutions and take other steps to dematerialise shares and conclude agreements with Krajowy Depozyt Papierów Wartościowych S.A. for the registration of shares, rights to shares or pre-emptive rights;

c. adopt resolutions and take other steps in connection with issuing shares by way of a public offering or applying for the admission of shares, rights to shares or pre-emptive rights on a regulated market.

3. The Management Board's resolutions on setting the issue price and on issuing shares in return for contributions in kind require a consent of the Supervisory Board. The issue price cannot be lower than the volume weighted average price of the Company's shares listed at Giełda Papierów Wartościowych w Warszawie S.A. in the last three months.

4. In the case of a share capital increase according to section 1, the Management Board is authorised to deprive the existing shareholders of their pre-emptive right in full or in part, with the Supervisory Board's consent.

§8

Before the Company was registered, the share capital had been paid for in the following amounts:

1) Wojciech Gawdzik made an in-kind contribution to the Company in the form of Przedsiębiorstwo Handlowe BEST, having its registered office in Gdynia, and acquired 500,000 shares with a total value of PLN 2,000,000;

2) Malwina Łukomska made a cash contribution to the Company in the amount of PLN 4 and acquired one share with a value of PLN 4;

3) Jerzy Łukomski made a cash contribution to the Company in the amount of PLN 4 and acquired one share with a value of PLN 4.

§9

The Company's series A registered shares carry a voting preference, i.e. one share is vested with five votes at the General Meeting.

§10

1. The shares may be redeemed.

2. The redemption of shares requires consent of the shareholder whose shares are to be redeemed.

3. Detailed terms and procedure for redeeming shares with a shareholder's consent shall be each time laid down in a resolution of the General Meeting, in particular the legal basis for the redemption, the amount of remuneration due to the holder of the shares to be redeemed or a statement of reasons for redeeming the shares without remuneration, and the mode of decreasing the Company's share capital.

4. In the event that any rights vested with the Company's series A registered shares are seized by way of administrative or court enforcement proceedings or if they become a part of bankruptcy estate and, following a disposal of such rights under the applicable laws, they are not acquired by a shareholder, a holder of series A shares or a person designated by the Company's Supervisory Board, such shares shall be redeemed without a resolution of the general meeting within 60 days from the day when the Company receives a notification on the acquisition of rights from such shares by a person other than a shareholder, a holder of series A shares.
or a person designated by the Company's Supervisory Board.

IV. Company authorities

§11

The Company’s corporate bodies are:

1) General Meeting,
2) Supervisory Board,
3) Management Board.

V. General Meeting

§12

1. The General Meeting shall be convened as an ordinary or extraordinary meeting.

2. The General Meeting shall be held at the Company’s registered office, in Warsaw, Gdańsk, Sopot or another place specified in the announcement of the convening of the General Meeting.

§13

1. The Ordinary General Meeting shall:

   1) examine and approve the Company’s management report and financial statements for the previous financial year, and the financial statements of the Company’s capital group;
   2) adopt resolutions on profit allocation or loss coverage;
   3) acknowledge the fulfilment of duties by members of the Company's authorities.

2. The following matters shall also require a resolution of the General Meeting:

   1) amendments to the Company’s statute and adoption of its complete text;
   2) decision on compensation claims for damage done when incorporating, managing or supervising the Company;
   3) selling or leasing out the enterprise or its organised part and establishing a limited property right thereon;
   4) increasing or decreasing the Company’s share capital;
   5) issuing convertible bonds and bonds with pre-emptive rights;
   6) redeeming shares and determining the detailed conditions of such redemption;
   7) merger, de-merger or liquidation of the Company, appointment of liquidators and decision on the manner of conducting liquidation;
   8) appointment and dismissal of Supervisory Board members;
   9) setting out the principles for remuneration and the remuneration amount for members of the Supervisory Board;
10) any other matters which are reserved for the General Meeting under the applicable laws and this Statute.

VI. Supervisory Board

§14
1. The Supervisory Board is composed of five to seven members who are appointed and dismissed by the General Meeting for a joint term of office of 3 years.
2. Prior to any changes in the composition of the Supervisory Board, the General Meeting determines the exact number of the Supervisory Board members in a resolution.

§15
The Supervisory Board appoints a Chairman and a Vice-Chairman from among its members. The appointment is by an absolute majority of votes cast in a secret ballot by the attending Supervisory Board members.

§16
The Supervisory Board acts based on its Rules which lay down its organisation and procedures. To be effective, any amendments to the Rules of the Supervisory Board must be approved by the General Meeting.

§17
(deleted)

§18
1. The Members of the Supervisory Board can participate in adopting the Supervisory Board’s resolutions through voting in writing via another member of the Supervisory Board.
2. The Supervisory Board can adopt resolutions by written ballot or using means of telecommunication.

§19
The resolutions of the Supervisory Board are adopted by an absolute majority of votes. In the event of a tied vote, the Chairman of the Supervisory Board has the casting vote.

§20
1. The Supervisory Board exercises continuous supervision over all areas of the Company’s activity.
2. Responsibilities specific to the Supervisory Board include:
   1) assessing the Company’s management report and financial statements, and the financial statements of the Company’s capital group for the previous financial year for their compliance with the books, documents and facts;
2) assessing the Management Board’s proposals concerning the allocation of profit or coverage of loss;

3) filing an annual written report to the General Meeting concerning the results of the assessment referred to in items 1 and 2;

4) suspending from service, for important reasons, any or all Members of the Management Board as well as delegating Members of the Supervisory Board, for a period not longer than three months, to temporarily perform duties of Members of the Management Board who have been dismissed, resigned or are unable to perform their duties for other reasons;

5) setting out the principles for remuneration and the remuneration amount for members of the Supervisory Board;

6) expressing consent to members of the Management Board becoming involved in competitive businesses or participating in a competitive company;

7) appointing an entity authorised to audit the financial statements of the Company and of its capital group;

8) appointing and dismissing Members of the Management Board, including the President or the Vice-Presidents of the Management Board;

9) approving the following:

   a) establishing a foreign operation;
   
   b) concluding loan and borrowing agreements, and issuing bonds whose value exceeds the equivalent of 20% of the Company’s equity;
   
   c) incurring liabilities other than those referred to in item b) before whose value exceeds the equivalent of 20% of the Company’s equity; no consent is required for actions taken as part of ordinary management, such as in particular any operations consisting in the trade in claims;
   
   d) establishing securities, guarantees and sureties whose value exceeds the equivalent of 20% of the Company’s equity;
   
   e) disposing of or encumbering, under one or more legal transactions, tangible assets whose net book value exceeds the equivalent of 20% of the Company’s equity;
   
   f) acquiring and disposing of real property or a share in real property, perpetual usufruct title or a share in perpetual usufruct title; the acquisition and disposal of real property or a share in real property, perpetual usufruct title or a share in perpetual usufruct title representing the assets of the Company’s debtor for an amount not exceeding 20% of the Company’s equity may be performed by the Management Board based on its resolution without the supervisory Board’s consent;
   
   g) incorporating commercial law companies.

3. For the actions referred to in section 2(9) letters b) - e), no consent is required if the other party to the transaction is an entity related to BEST S.A. within the meaning of International Accounting Standard 24, and the transaction is a typical transaction concluded by BEST S.A. as part of its operating activity or the transaction is within the limits specified in a budget approved by the Supervisory Board.

4. The amount of equity referred to in section 2(9) before shall be determined based on the recent financial statements of the Company.
published in accordance with separate laws.

5. The Supervisory Board's responsibilities also include taking steps to build a positive market image of the Company, in particular through the participation of the Members of the Supervisory Board in public debates on internal control systems, business ethics and protecting consumer rights.

VII. Management Board

§21
1. The Company's Management Board is composed of one to six members who are appointed and dismissed by the Supervisory Board, on a proposal of the President of the Management Board, for a joint term of office of three years. The number of the members of the Management Board is to be specified by the Supervisory Board according to the proposal of the President of the Management Board. When appointing a member to the Company's Management Board, the Supervisory Board also determines their function (e.g. President, Vice-President or Member of the Management Board), according to the proposal of the President of the Management Board.

2. If the President of the Management Board does not submit any of the proposals referred to in section 1 before, the Supervisory Board shall have the right to act on its own initiative in that regard.

§22
1. The Management Board acts based on its adopted Rules. The Rules of the Management Board lay down the Management Board's procedures as well as detailed responsibilities of the President of the Management Board and a detailed decision-making procedure of the Management Board. To be effective, any amendments to the Rules of the Management Board must be approved by the Supervisory Board.

2. The Management Board is obliged to receive the Supervisory Board's consent to the actions referred to in §20(2)(9) of the Company's Statute. The consent can be expressed retroactively, within 2 months from the date of a transaction.

§23
The resolutions of the Management Board are adopted by an absolute majority of votes. In the event of a tied vote, the President of the Management Board shall have the casting vote.

§24
1. Representations on behalf of the Company require cooperation of two members of the Management Board or joint action of a member of the Management Board and a proxy.

2. Members of the Management Board may represent the other party to a legal transaction which they conclude on behalf of the Company as its management board or attorneys, provided that the other party and the company are members of the same capital group, as stipulated by the accounting laws.
VIII. Final provisions

§25

1. The first joint term of office of the Management Board begins on the date of the General Meeting which approves the Company’s financial statements for 2009.

2. The first joint term of office of the Supervisory Board begins on the date of the General Meeting which approves the Company’s financial statements for 2010.

3. The term of office of Supervisory Board members appointed in 2010 is one year and ends on the date of the General Meeting which approves the Company’s financial statements for 2010."

§2

The resolution comes to force upon its adoption.

In an open ballot, valid votes were cast under 20,280,236 shares, accounting for 88.12% of the share capital.

In total, 27,000,236 valid votes were cast.

Yes-votes: 27,000,236.

No-votes: 0.

Abstained: 0.

There were no objections.