

Resolution No. 1
of the Extraordinary General Meeting
of the company under the name: MLP GROUP Spółka Akcyjna with its registered
office in Pruszków

on the amendment of the Company's statute by authorising the Management Board to increase the Company's share capital within the limits of the authorised capital and at the same time authorising the Management Board to deprive the existing shareholders of their full pre-emptive rights

Acting on the basis of Article 430 § 1 and § 5, Article 433 § 2, Article 444 § 1 of the Commercial Companies Code (Journal of Laws of 2020, item 1526, as amended) (“CCC”), the Extraordinary General Meeting of the Company (“**the Company**”) hereby adopts the following resolution with the following content: -----

SECTION 1

1. The General Meeting of the Company resolves to authorize the Company’s Management Board, for a consecutive three-year period from the date of registration of the amendment to the Company’s statute set forth in this resolution, to effect a one-time increase of the Company’s share capital, within the limits of the Authorized Capital as set forth in this resolution (as defined in sec. 4 below), through the issuance of series F shares. -----
2. At the same time, the General Meeting resolves to authorize the Management Board, acting with the consent of the Supervisory Board, to deprive the existing shareholders of their statutory pre-emptive rights to series F shares offered by the Company within the limits of the Authorized Capital. -----
3. In case the Management Board decides to deprive the existing Company’s shareholders of their pre-emptive right to series F shares offered by the Company within the limits of the Authorized Capital, such series F shares shall be offered solely to the investors referred to in the Article 1 sec. 4 point a) and d) of the regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC. The rules of allotment of series F shares shall provide for the right of each and every Company’s shareholder that conforms with the definition of allowed addressees of the offering to be allotted with series F shares in such number that allows him to maintain its shareholding in the Company. -----
4. In connection with granting the Company’s Management Board the right to increase the share capital within the limits of the Authorized Capital, the wording of the Company’s statute is hereby amended as follows: -----

Article 9a of the Company’s statute shall be amended to read as follows:-----

*„9a.1 The Company’s Management Board is authorised, pursuant to Article 444 of the Commercial Companies Code, to increase the Company’s share capital by no more than PLN 655,335.75 (six hundred and fifty-five thousand three hundred and thirty-five zlotys and 75/100) (the “**Authorised Capital**”) through a single issue of series F shares, for a period not exceeding three years, starting from the date of registration by the competent*

registry court of an amendment to the statute which introduces the Management Board's power contained herein. The Management Board may exercise the authorisation granted to it by making one increase of the share capital through an issue of series F shares, within the limits of the Authorised Capital. An increase of the share capital within the limits of the Authorised Capital may only be made for cash contributions.-----

9a.2 The Management Board is authorized to perform all activities related to the issue of shares within the limits of the Authorized Capital, in particular to:-----

1) determine the amount of the share capital increase, including the minimum and maximum amount of the share capital increase, -----

2) subject to the prior consent of the Supervisory Board, deprive shareholders of their pre-emptive rights to shares issued under the authorisation contained in this Article 9a,-----

3) subject to obtaining the Supervisory Board's subsequent consent, determine the issue price of the shares, however, if the existing shareholders are deprived of their pre-emptive rights to shares issued within the limits of the Authorised Capital, the price should be determined on the basis of book-building in an offer non-discriminatory to the Company's existing shareholders, -----

4) setting the opening and closing dates for the subscription of shares issued within the limits of the Authorised Capital, -----

5) determine the terms and conditions for placing subscriptions for shares issued within the limits of the Authorised Capital, including the division of shares issued within the limits of the Authorised Capital into tranches and making shifts between tranches, -----

6) conclude agreements with entities authorised to accept such subscriptions, as well as to determine the places where subscriptions for shares issued under the Authorised Capital will be accepted,-----

7) determine other principles of allocation and distribution of shares issued within the limits of the Authorised Capital within particular tranches, -----

8) allocate shares issued within the limits of the Authorised Capital within particular tranches, however, in such a manner that allows the existing shareholders of the Company that are allowed addressees of the offering to be allotted with new series F shares in such numbers that allows them to maintain their share in the share capital of the Company after the registration of the series F shares issuance, -----

9) conclude a firm commitment underwriting agreement or standby underwriting agreement, if the Management Board considers it appropriate, -----

10) conclude an agreement with Krajowy Depozyt Papierów Wartościowych S.A. (the Central Securities Depository of Poland) on the registration of securities, referred to in Article 5 of the Act of 29 July 2005 on trading in financial instruments (Journal of Laws of 2020, Item 89), in order to dematerialise them, -----

11) perform all factual and legal actions necessary to admit and introduce the shares issued under the Authorised Capital to trading on the regulated market on Giełda Papierów Wartościowych w Warszawie S.A. (the Warsaw Stock Exchange),-----

12) perform all factual and legal actions necessary to admit and introduce to trading on the regulated market on Giełda Papierów Wartościowych w Warszawie S.A. (the Warsaw Stock Exchange) the rights to shares created as a result of the subscription and allocation of shares issued within the limits of the Authorised Capital. -----

9a.3 Shares issued under the authorisation of the Management Board, within the limits of the Authorised Capital, shall not have any preference over the existing shares.-----

9a.4 This authorisation does not include the authorisation to increase the share capital from the Company's own funds. -----

9a.5 The resolution of the Company's Management Board adopted in accordance with Article 9a.1 above replaces the resolution of the General Meeting on the increase of the share capital and, for its validity, requires the form of a notarial deed. After subscription of the shares, the Management Board is entitled to introduce changes to the text of the statute which result from the issue within the limits of the Authorised Capital, by specifying the amount of the share capital and number of series F shares." -----

SECTION 2

The Company has adopted a strategy and defined strategic objectives, the achievement of which requires a one-time increase in share capital, within the limits of the Authorized Capital. The justification for the amendment to the Company's statute which consists of granting the Company's Management Board the authority to deprive the Company's shareholders of their pre-emptive right to acquire shares, when there is an increase of the share capital within the limits of the Authorised Capital, is to simplify and limit in time the procedure of the increase of the Company's share capital and the facility of an opportunistic reaction to the market situation, allowing the Company's assets to be increased by purchasing assets, the valuation of which in the subsequent months may be under pressure from the market situation. The authorization granted to the Company's Management Board includes the facility to carry out one issue of shares within the limits of the Authorized Capital only.-----

The protection of the existing shareholders' rights is guaranteed by the mechanism introduced by this resolution, which assumes that the Management Board must obtain consent of the Supervisory Board to deprive existing shareholders of the Company of their pre-emptive rights. Further, pursuant to this resolution, the offer price of shares not solely addressed to the Company's existing shareholders will be determined through book-building, which should allow this priced to be determined in a manner which protects the Company's existing shareholders, who do not participate in the offering. Moreover, the Management Board is to be obliged by the provisions of the resolution and statute, to exercise the offering in such a manner that allows shareholders who are allowed addressees of the offering and will subscribe for the shares in the course of the offering are allotted with shares in such a number that allows them to maintain their share in the share capital of the Company. In addition, the Management Board may not issue preference shares or grant a shareholder personal rights referred to in Article 354 of the CCC within the limits of the Authorised Capital. -----

Due to the facility of offering the shares to qualified investors, without the need to approve the prospectus, within deadlines allowing for the use of market opportunities, the Company

recommends that the shareholders give their consent to grant the Management Board, acting with the consent of the Supervisory Board, the right to deprive existing shareholders of their pre-emptive rights to shares issued within the limits of the Authorised Capital. -----

The Company's Management Board, using the authorisation to increase the share capital within the limits of the Authorised Capital and the possibility to offer the shares without the need to prepare and approve the offer document, will be able to adjust the date and volume of the issue to current market conditions and the Company's needs, in accordance with the adopted development strategy and with a view to achieving the Company's strategic objectives.-----

Therefore, the Management Board's new authorisation to increase the Company's share capital within the limits of the Authorised Capital should be regarded as acting in the interest of the Company and its shareholders. -----

SECTION 3

The Company's Supervisory Board is authorised to determine the consolidated text of the amended Company's statute, which contain the changes introduced by this resolution. -----

SECTION 4

The resolution shall come into force upon adoption, with the reservation that the legal effect in the form of an amendment to the Company's statute referred to in § 1 of this resolution shall arise upon registration of the amendment to the Company's statute in the register of entrepreneurs of the National Court Register. -----

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an open ballot was 17,378,331, representing 81.31% of the share capital. The number of valid votes was 17,378,331 with: -----

- 14,493,339 votes in favour of the resolution, constituting 83.40% of votes cast-----
- 1,384,992 votes were cast against-----
- Abstentions were 1,500,000,-----
- and no objections raised.-----

Accordingly, resolution No. 1 was passed. -----

Resolution No. 2
of the Extraordinary General Meeting
of the company under the name MLP GROUP Spółka Akcyjna with its registered office
in Pruszków
on amending the Company's statute by amendment of the numbers of the Management
Board's members

Acting pursuant to Article 430 § 1 and § 5 of the Act of 15 September 2000. - Code of Commercial Companies (Journal of Laws of 2020, item 1526, as amended) (the "CCC"), the Extraordinary General Meeting of MLP Group S.A. with its registered office in Pruszków (the "**Company**") hereby adopts a resolution with the following content: -----

SECTION 1

Article 25.1 of the Company's statute is amended to read as follows: -----

"The Management Board shall consist of two to five members, appointed and dismissed by the Supervisory Board. The President of the Management Board shall be elected by the Supervisory Board." -----

SECTION 2

The Company's Supervisory Board is hereby authorised to determine the consolidated text of the amended Company's statute, taking into account the changes introduced by this resolution.

§ 3

The resolution shall come into force upon its adoption, with the reservation that the legal effect in the form of the amendment to the Company's statute referred to in § 1 of this resolution shall arise at the point when the amendments into the Company's statute are entered in the register of entrepreneurs of the National Court Register.-----

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an open ballot was 17,378,331, representing 81.31% of the share capital. The number of valid votes was 17,378,331 with: -----

- 17,378,331 votes in favour of the resolution,-----
- no votes against, -----
- no abstentions, -----
- and no objections raised.-----

Accordingly, resolution No. 2 was passed. -----

Resolution No. 3
of the Extraordinary General Meeting of the company under the name MLP GROUP
Spółka Akcyjna with its registered office in Pruszków
on the change the amount of remuneration of the Members of the Supervisory Board

Acting on the basis of Article 17.2 point 3) of the Company's Statute, the Extraordinary General Meeting of the Company hereby adopts a resolution with the following content:-----

SECTION 1

1. It is decided to change the amount of remuneration of the Members of the Supervisory Board of the Company and to establish that the Members of the Supervisory Board are entitled to a quarterly gross remuneration of PLN 15,000 (fifteen thousand Polish zloty), however, this does not apply to periods in which the Member of the Supervisory Board was not present for unjustified reasons at any of the meetings.-----
2. The principles of remuneration of the Supervisory Board Members remain unchanged in other respects.-----

SECTION 2

The resolution shall come into force upon its adoption. -----

The Chairwoman of the General Meeting stated that the number of shares on which valid votes were cast in an open ballot was 17,378,331, representing 81.31% of the share capital. The number of valid votes was 17,378,331 with: -----

- 17,378,331 votes in favour of the resolution,-----
- no votes against, -----
- no abstentions, -----
- and no objections raised.-----

Accordingly, resolution No. 3 was passed. -----