

**Attachment No. 1 to the Notice of Convening an Ordinary General Meeting  
of the company MLP Group S.A. seated in Pruszków of May 21, 2024  
Draft resolutions of the OGM**

Resolution No.  
of the Ordinary General Meeting  
company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on examination and approval of the Management Board's report on Company's activities in the year  
2023, the Company's financial statement for 2023, and MLP GROUP'S consolidated financial  
statements

(draft)

§1

Acting on the basis of Article 393.1 and Article 395 § 2.1 of the Commercial Companies Code and Article 17.1.1) of the Statute, the Ordinary General Assembly hereby approves:

1. the Management Board's report on the Company's activities in the year 2023;
2. the Company's financial statements for the year 2023 prepared in accordance with the International Financial Reporting Standards for the financial year from the date of 1.01.2023 until 31.12.2023, comprising:
  - a) Separate statement of profit or loss and other comprehensive income for the period from 1.01.2023 to 31.12.2023, with a net profit of PLN 42 095 thousand;
  - b) Separate statement of financial position as at 31.12.2023, with total assets and total equity and liabilities of PLN 1 372 344 thousand;
  - c) Separate statement of cash flows for the period from 1.01.2023 to 31.12.2023, with net cash decrease of PLN 44 927 thousand. Cash at the end of the period amounted PLN 155 115 thousand;
  - d) Separate statement of changes in equity for the period from 1.01.2023 to 31.12.2023, with an equity increase of PLN 42 059 thousand compared to the previous year. Total equity at the end of the period amounted PLN 660 385 thousand;
  - e) Notes to the separate financial statements;
3. the Management Board's report on the activities of the Capital Group of MLP Group S.A. in the year 2023;
4. the MLP Group's consolidated financial statements prepared in accordance with the International Financial Reporting Standards for the financial year 2023, beginning on 1.01.2023 until 31.12.2023, comprising:
  - a) Consolidated statement of profit or loss and other comprehensive income for the period from 1.01.2023 to 31.12.2023, with net loss of PLN 52 058 thousand;
  - b) Consolidated statement of financial position as at 31.12.2023 with total assets and total equity and liabilities in the amount of PLN 5 089 628 thousand;
  - c) Consolidated statement of cash flows for the period from of 1.01.2023 to 31.12.2023, with a net cash increase of PLN 29 047 thousand. Cash at the end of the period amounted PLN 344 247 thousand;
  - d) Statement of changes in consolidated equity for the period from 1.01.2023 to 31.12.2023, with an equity increase of PLN 102 323 thousand compared to the previous year. Total equity at the end of the period amounted PLN 2 395 628 thousand;
  - e) Explanatory information to the consolidated financial statements.

§ 2

The resolution shall come into force upon its adoption.

**Attachment No. 1 to the Notice of Convening an Ordinary General Meeting  
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Resolution No.  
of the Ordinary General Meeting  
company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the distribution of profit for 2023  
(project)

§ 1

The Ordinary General Meeting of the Company, acting on the basis of Article 395 § 2. 2 of the Commercial Companies Code and Article 17.1 2) of the Company's Statutes, decides that the profit for the financial year 2023 in the amount of PLN 42 095 thousand shall be allocated as a retained profits.

§ 2

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Resolution No.  
of the Ordinary General Meeting  
company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the approval of duties performed by the President of the Management Board of the  
Company  
(project)

§ 1

Acting on the basis of Article 393 .1 in connection with Article 395 § 2. 3 of the Commercial Companies Code and Article 17 .1 3) of the Company's Statute, the Ordinary General Meeting of the Company hereby approves duties performed by Mr Radosław T. Krochta - President of the Management Board of the Company - in the financial year ended 31 December 2023.

§ 2

The resolution shall come into force upon its adoption.

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Resolution No.  
of the Ordinary General Meeting  
company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the approval of duties performed by the Vice - President of the Management Board of the  
Company  
(project)

§ 1

Acting on the basis of Article 393.1 in connection with Article 395 § 2.3 of the Commercial Companies Code and Article 17.1 3) of the Company's Statute, the Ordinary General Meeting of the Company hereby approves duties performed by Mr Michael Shapiro – Vice - President of the Management Board of the Company - in the financial year ended 31 December 2023.

§ 2

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Resolution No.  
of the Ordinary General Meeting  
company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the approval of duties performed by the Member of the Management Board of the Company  
(project)

§ 1

Acting on the basis of Article 393.1 in connection with Article 395 § 2. 3 of the Commercial Companies Code and Article 17.1 3) of the Company's Statute, the Ordinary General Meeting of the Company hereby approves duties performed by Mr Tomasz Zabost – Member of the Management Board of the Company - in the financial year ended 31 December 2023.

§ 2

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Resolution No.  
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company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the approval of duties performed by the Member of the Management Board of the Company  
(project)

§ 1

Acting on the basis of Article 393.1 in connection with Article 395 § 2. 3 of the Commercial Companies Code and Article 17.1 3) of the Company's Statute, the Ordinary General Meeting of the Company hereby approves duties performed by Ms Monika Dobosz – Member of the Management Board of the Company - in the financial year ended 31 December 2023.

§ 2

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Resolution No.  
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company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the approval of duties performed by the Member of the Management Board of the Company  
(project)

§ 1

Acting on the basis of Article 393.1 in connection with Article 395 § 2. 3 of the Commercial Companies Code and Article 17.1 3) of the Company's Statute, the Ordinary General Meeting of the Company hereby approves duties performed by Ms Agnieszka Gózdź – Member of the Management Board of the Company - in the financial year ended 31 December 2023.

§ 2

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Resolution No.  
of the Ordinary General Meeting  
company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the approval of duties performed by the Chairman of the Supervisory Board of the Company  
(project)

§ 1

Acting on the basis of Article 393.1 in connection with Article 395 § 2. 3 of the Commercial Companies Code and Article 17.1 3) of the Company's Statute, the Ordinary General Meeting of the Company hereby approves duties performed by Mr Shimshon Marfogel - Chairman of the Supervisory Board of the Company - in the financial year ended 31 December 2023.

§ 2

The resolution shall come into force upon its adoption.



**Attachment No. 1 to the Notice of Convening an Ordinary General Meeting  
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Resolution No.  
of the Ordinary General Meeting  
company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the approval of duties performed by the Vice - Chairman of the Supervisory Board of the Company  
(project)

§ 1

Acting on the basis of Article 393.1 in connection with Article 395 § 2. 3 of the Commercial Companies Code and Article 17.1 3) of the Company's Statute, the Ordinary General Meeting of the Company hereby approves duties performed by Mr Eytan Levy — Vice - Chairman of the Supervisory Board of the Company - in the financial year ended 31 December 2023.

§ 2

The resolution shall come into force upon its adoption.

**Attachment No. 1 to the Notice of Convening an Ordinary General Meeting  
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Resolution No.  
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company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the approval of duties performed by the Member of the Supervisory Board of the Company  
(project)

§ 1

Acting on the basis of Article 393.1 in connection with Article 395 § 2. 3 of the Commercial Companies Code and Article 17.1 3) of the Company's Statute, the Ordinary General Meeting of the Company hereby approves duties performed by Mr Oded Setter - Member of the Supervisory Board of the Company - in the financial year ended 31 December 2023.

§ 2

The resolution shall come into force upon its adoption.

**Attachment No. 1 to the Notice of Convening an Ordinary General Meeting  
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Resolution No.  
of the Ordinary General Meeting  
company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the approval of duties performed by the Member of the Supervisory Board of the Company  
(project)

§ 1

Acting on the basis of Article 393.1 in connection with Article 395 § 2. 3 of the Commercial Companies Code and Article 17.1 3) of the Company's Statute, the Ordinary General Meeting of the Company hereby approves duties performed by Mr Guy Shapira - Member of the Supervisory Board of the Company - in the financial year ended 31 December 2023.

§ 2

The resolution shall come into force upon its adoption.

**Attachment No. 1 to the Notice of Convening an Ordinary General Meeting  
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Draft resolutions of the OGM**

Resolution No.  
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company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the approval of duties performed by the Member of the Supervisory Board of the Company  
(project)

§ 1

Acting on the basis of Article 393.1 in connection with Article 395 § 2. 3 of the Commercial Companies Code and Article 17.1 3) of the Company's Statute, the Ordinary General Meeting of the Company hereby approves duties performed by Mr Maciej Matusiak - Member of the Supervisory Board of the Company - in the financial year ended 31 December 2023.

§ 2

The resolution shall come into force upon its adoption.

**Attachment No. 1 to the Notice of Convening an Ordinary General Meeting  
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Resolution No.  
of the Ordinary General Meeting  
company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the approval of duties performed by the Member of the Supervisory Board of the Company  
(project)

§ 1

Acting on the basis of Article 393.1 in connection with Article 395 § 2. 3 of the Commercial Companies Code and Article 17.1 3) of the Company's Statute, the Ordinary General Meeting of the Company hereby approves duties performed by Mr Piotr Chajderowski - Member of the Supervisory Board of the Company - in the financial year ended 31 December 2023.

§ 2

The resolution shall come into force upon its adoption.

**Attachment No. 1 to the Notice of Convening an Ordinary General Meeting  
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Draft resolutions of the OGM**

Resolution No.  
of the Ordinary General Meeting  
company under the name MLP GROUP Spółka Akcyjna with its registered office in Pruszków  
on the report of the Supervisory Board's on the remuneration of the Members of the Management  
Board and Supervisory Board in the financial year 2023

(draft)

§ 1

Acting pursuant to Article 90g(6) of the Act of 29 July 2005 *on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies* (consolidated text, Journal of Laws of 2022 item 2554, as amended), the Ordinary General Meeting of Shareholders of the Company, having reviewed the Report of the Supervisory Board on the Remuneration of the Members of the Management Board and the Supervisory Board in the financial year 2023 and having familiarised itself with the auditor's assessment as regards the inclusion therein of the information required pursuant to Art. 90g sections 1-5 and 8 of the Act of 29 July 2005 *on public offering and the conditions for introducing financial instruments into an organised trading system and on public companies*, gives a positive opinion on the Report submitted by the Supervisory Board.

§ 2

This resolution shall come into force upon its adoption.

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Resolution No.  
of the Ordinary General Meeting  
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:

§ 1

1. It is decided to change the amount of remuneration of the Members of the Supervisory Board of the Company previously in force in the quarterly gross amount of PLN 15,000 (fifteen thousand Polish zloty) and to establish that as of July 1, 2024 each Member of the Supervisory Board is entitled to a quarterly gross remuneration of PLN 20,000 (twenty 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.

§ 2

The resolution shall come into force upon its adoption.