

FORM FOR THE EXERCISE OF VOTING RIGHTS THROUGH THE ATTORNEY AT THE  
EXTRAORDINARY GENERAL MEETING OF FEERUM S.A.  
CONVENED AS OF 30 OCTOBER 2017

The use of this form is not the responsibility of the Shareholder and is not a condition for giving up

voting by Proxy. This form does not replace the power of attorney document.

Shareholder's data:

Name and surname / Company:

.....

Address of residence / registered office:

.....

\*\* code: ..... PESEL \*: .....

No identity card (passport) \*: .....

No proper register \*\*: .....

E-mail address:.....

\* applies to Shareholders who are a natural person

\*\* applies to Shareholders who are not a natural person

Proxy's details:

First name and last

name:.....

Address:.....

PESEL number:

.....

No identity card (passport): .....

E-mail address:.....

The form below gives the opportunity to place instructions for the Proxy referring to the draft resolutions that were placed together with the published announcement on convening the Extraordinary General Meeting of the Company. The Management Board of FEERUM S.A. warns about the possibility of differences between draft resolutions and resolutions that will be put to the vote directly at the Extraordinary General Meeting of the Company, at the same time recommends that the Proxy be instructed on how to proceed in such a case.

The shareholder issues instructions by inserting "X" in the right place. If you wish to object to the resolution, it is recommended to provide justification. If it is necessary to give other or further instructions, the Shareholder (principal) should fill in the box "Further / other instructions" specifying the manner of exercising the voting right by the Proxy. If the Shareholder (the principal) decides to vote differently from the shares held, he is obliged to indicate in the appropriate place the number of shares from which the Plenipotentiary is to vote "for", "against" or "abstain". In the absence of an indication of the number of shares, it is considered that the Full Agent is authorized to vote in the indicat-

ed manner from all shares held by the Shareholder.

RESOLUTION No. 1

CONTENT OF RESOLUTION:

Resolution No. 1/2017

Of the Extraordinary General Meeting of FEERUM S.A. based in Chojnów  
from October 30, 2017

regarding the election of the Chairman of the Extraordinary General Meeting of the Company

§1

Based on Article. 409 § 1 of the Code of Commercial Companies, the Extraordinary General Meeting of the Company elects you [•] as the Chairman / Chairman of the Extraordinary General Meeting of the Company.

§2

The resolution comes into force upon its adoption.

θ For ..... (Number of votes)

θ Opposite ..... (number of votes)

θ Hold back ..... (number of votes)

θ Acquisition of the Plenipotentiary ..... (number of votes)

Contents of the opposition:

In the case of voting against the abovementioned Resolution, I object

(substantiation):.....

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Further / other instructions:

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RESOLUTION No. 2

CONTENT OF RESOLUTION:

Resolution No. 2/2017

Of the Extraordinary General Meeting of FEERUM S.A. based in Chojnów  
from October 30, 2017

regarding the election of the Returning Committee

§1

The Extraordinary General Meeting of the Company, pursuant to §22 of the "Regulations of the General Meeting of FEERUM Spółka Akcyjna with its registered office in Chojnów", decides to appoint the Scrutinizing Committee to you [and] Mr / Mrs [•].

§2

The resolution comes into force upon its adoption.

θ For ..... (Number of votes)

θ Opposite ..... (number of votes)

θ Hold back ..... (number of votes)

θ Acquisition of the Plenipotentiary ..... (number of votes)

Contents of the opposition:

In the case of voting against the abovementioned Resolution, I object

(substantiation):.....

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Further / other instructions:

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RESOLUTION No. 3

CONTENT OF RESOLUTION:

Resolution No. 3/2017

Of the Extraordinary General Meeting of FEERUM S.A. based in Chojnów

from October 30, 2017

regarding the adoption of the agenda

§1

The Extraordinary General Meeting of the Company, based on §25 of the "Regulations of the General Meeting of FEERUM Spółka Akcyjna with its registered office in Chojnów", hereby adopts the following agenda:

1. Opening the debates of the Extraordinary General Meeting of the Company;
2. Election of the Chairman of the Extraordinary General Meeting of the Company;
3. Preparing the attendance list, determining the correctness of convening the Extraordi-

nary General Meeting of the Company and its ability to adopt resolutions;

4. Election of the Returning Committee;

Adoption of the agenda of the Extraordinary General Meeting of the Company;

1. Adoption of a resolution regarding the change in the Articles of Association of the Company;

2. Adoption of resolutions regarding changes in the composition of the Company's Supervisory Board;

3. Adoption of resolutions on determining the remuneration of newly appointed Members of the Company's Supervisory Board;

4. Adoption of a resolution regarding the repeal of the resolutions of the Extraordinary General Meeting of the Company of March 3, 2017;

5. Closing the debates of the Extraordinary General Meeting of the Company.

## §2

Adoption of the agenda of the Extraordinary General Meeting of the Company;

1. Adoption of a resolution regarding the change in the Articles of Association of the Company;

2. Adoption of resolutions regarding changes in the composition of the Company's Supervisory Board;

3. Adoption of resolutions on determining the remuneration of newly appointed Members of the Company's Supervisory Board;

4. Adoption of a resolution regarding the repeal of the resolutions of the Extraordinary General Meeting of the Company of March 3, 2017;

5. Closing the debates of the Extraordinary General Meeting of the Company.

RESOLUTION No. 4

CONTENT OF RESOLUTION:

Resolution No. 4/2017  
Of the Extraordinary General Meeting of FEERUM S.A. based in Chojnów  
from October 30, 2017  
regarding the change in the Articles of Association of the Company

The Extraordinary General Meeting of the Company, acting pursuant to art. 430 § 1 and 5  
of the Code of Commercial Companies and § 11 para. 1 lit. e) of the Company's Statute, it  
resolves as follows:

**§1**

1. The Company's Articles of Association are amended in such a way that:
  1. § 7. sec. 1. The Statutes of the Company are replaced by the following:  
"The share capital of the Company amounts to PLN 33,382,706.00 (say: thirty three million three hundred and eight hundred two thousand seven hundred and six zlotys) and is divided into 9.537.916 (in words: nine million five hundred thirty seven thousand nine hundred and sixteen) shares with a nominal value PLN 3.50 (in words: three zlotys and fifty penny) each share, including:
    - (a) 1,000,000 (one million) series A bearer shares,
    - (b) 335,000 (in words: three hundred and thirty-five thousand) series B bearer shares,
    - (c) 3,035,301 (in words: three million sixty thousand three hundred and one) series C bearer shares,
    - (d) 2,942,615 (in words: two million, nine hundred and forty-two thousand, six hundred and fifteen) series D bearer shares,
    - (e) 2,200,000 (in words: two million two hundred thousand) Series E bearer shares.";
  2. § 7. paragraph. 4. Company Statute;
  3. § 13. para. 1 of the Articles of Association of the Company is replaced by the following:  
"The Supervisory Board consists of 5 (five) to 7 (seven) members."
  4. § 13. para. 5. The Statutes of the Company are replaced by the following:
  5. "As long as the Company's shares are traded on a regulated market, at least two (two) members of the Supervisory Board meet the independence criteria set out in Article 129 paragraph 3 of the Act of 11 May 2017 on statutory auditors, audit firms and supervision Public (Journal of Laws, item 1089) ("Act on Chartered Auditors") At least two independent members should also meet the independence criteria set out

in the corporate governance rules or good practices of companies whose shares are listed on the regulated market, on which the Company will be listed. "

6. 6. § 14. para. 3. The Statutes of the Company are replaced by the following:  
"The Supervisory Board may appoint committees or committees (including the Remuneration Committee), both permanently and to clarify particular issues, as long as the subject matter of their work falls within the competence of the Supervisory Board. committees and appoint and dismiss their members. "
7. After § 14., § 14a is added, worded as follows:
  - "1. As long as the Company's shares are traded on the regulated market, the Supervisory Board appoints an audit committee composed of at least 3 (three) of its members, meeting the requirements set out in the Act on Auditors, and at least 2 (two ), the chairman of the audit committee meets the independence criteria set out in the Act on Statutory Auditors, the Chairman of the audit committee also meets the independence criteria set out in the corporate governance rules or good practices of companies whose shares are listed on the regulated market on which the Company will be listed.
  2. The Audit Committee performs the tasks specified in the Act on Statutory Auditors.
  3. The Supervisory Board determines the regulations of the audit committee. "

## §2

8. The Supervisory Board of the Company is authorized to determine the consolidated text of the amended Articles of Association.
  2. This resolution shall enter into force on the day of its adoption, with the reservation that the amendments to the Articles of Association of the Company referred to in § 1 above shall come into force, in accordance with art. 430 § 1 of the Code of Commercial Companies, as of the date of their registration by the registry court.

θ For .....	(Number of votes)
θ Opposite .....	(number of votes)
θ Hold back .....	... (number of votes)
θ Acquisition of the Plenipotentiary .....	(number of votes)

Contents of the opposition:

In the case of voting against the abovementioned Resolution, I object

(substantiation):.....

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Further / other instructions:

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#### UCHWAŁA NR 5

#### TREŚĆ UCHWAŁY:

**Uchwała nr 5/2017**  
**Nadzwyczajnego Walnego Zgromadzenia FEERUM S.A. z siedzibą w Chojnowie**  
**z dnia 30 października 2017 roku**  
**w przedmiocie odwołania Członka Rady Nadzorczej Spółki**

#### §1

Nadzwyczajne Walne Zgromadzenie Spółki, działając na podstawie art. 385 § 1 Kodeksu Spółek Handlowych oraz § 11 ust. 1 lit. c) Statutu Spółki, niniejszym odwołuje Pana/Panią [•] ze składu Rady Nadzorczej Spółki.

#### §2

Niniejsza uchwała wchodzi w życie z chwilą podjęcia.

Za.....(liczba głosów)

Przeciw.....(liczba głosów)

Wstrzymuję się.....(liczba głosów)

Według uznania Pełnomocnika.....(liczba głosów)

Treść sprzeciwu:

W przypadku głosowania przeciw w/w Uchwale zgłaszam sprzeciw

(uzasadnienie):.....

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Dalsze/inne instrukcje:.....

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RESOLUTION No. 6  
CONTENT OF RESOLUTION:

Resolution No. 6/2017  
Of the Extraordinary General Meeting of FEERUM S.A. based in Chojnów  
from October 30, 2017  
regarding the appointment of a Member of the Supervisory Board of the Company

§1

The Extraordinary General Meeting of the Company, acting pursuant to art. 385 § 1 of the Code of Commercial Companies and § 11 para. 1 lit. c) of the Company's Articles of Association hereby appoints you [•] to the Supervisory Board of the Company.

§2

This resolution shall enter into force upon its adoption.

θ For ..... (Number of votes)

θ Opposite ..... (number of votes)

θ Hold back ..... (number of votes)

θ Acquisition of the Plenipotentiary ..... (number of votes)

Contents of the opposition:

In the case of voting against the abovementioned Resolution, I object

(substantiation):.....

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Further / other instructions:

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RESOLUTION No. 7  
CONTENT OF RESOLUTION:

Resolution No. 7/2017  
Of the Extraordinary General Meeting of FEERUM S.A. based in Chojnów  
from October 30, 2017  
in determining the remuneration of a newly appointed Member of the Supervisory Board  
of the Company

§1



The Extraordinary General Meeting of the Company, acting pursuant to art. 392 § 1 of the Code of Commercial Companies and § 11 para. 1 lit. c) of the Company's Statute, hereby decides to set a quarterly remuneration for the newly appointed Member of the Company's Supervisory Board, your [•] for PLN 2,000 (say: two thousand zlotys) per month.

§2

The resolution comes into force upon its adoption.

θ For ..... (Number of votes)

θ Opposite ..... (number of votes)

θ Hold back ..... (number of votes)

θ Acquisition of the Plenipotentiary ..... (number of votes)

Contents of the opposition:

In the case of voting against the abovementioned Resolution, I object

(substantiation):.....

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Further / other instructions:

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## **RESOLUTION No. 8**

### **CONTENT OF RESOLUTION:**

Resolution No. 8/2017

Of the Extraordinary General Meeting of FEERUM S.A. based in Chojnów

from October 30, 2017

regarding the repeal of the resolutions of the Extraordinary General Meeting of the Company of March 3, 2017.

#### **§1**

The Extraordinary General Meeting of the Company hereby repeals:

1. Resolution No. 7 of the Extraordinary General Meeting of Feerum Spółka Akcyjna with its registered office in Chojnów of March 3, 2017 regarding increasing the Company's share capital by issuing series F shares, excluding the pre-emptive rights of existing shareholders and amending the Company's Articles of Association; and
2. Resolution No. 7 of the Extraordinary General Meeting of Feerum Spółka Akcyjna with its registered office in Chojnów of March 3, 2017 regarding the increase of the Company's

share capital by way of issuing series G shares, excluding the pre-emptive rights of existing shareholders and amending the Company's Articles of Association.

**§2**

The resolution comes into force upon its adoption.

θ For ..... (Number of votes)

θ Opposite ..... (number of votes)

θ Hold back ..... (number of votes)

θ Acquisition of the Plenipotentiary ..... (number of votes)

Contents of the opposition:

In the case of voting against the abovementioned Resolution, I object

(substantiation):.....

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Further / other instructions:

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