

The Management Board of FEERUM Spółka Akcyjna with its registered office in Chojnów, address: ul. Okrzei 6, 59-225 Chojnów, entered into the Register of Entrepreneurs of the National Court Register kept by the District Court for Wrocław-Fabryczna in Wrocław, IX Commercial Division of the National Court Register, under KRS number 0000280189 (hereinafter the "Company"), makes the content public draft resolutions of the Ordinary General Meeting of Shareholders (hereinafter "AGM" or "General Meeting") convened for April 16, 2014 at 9:00 am at the registered office of the Company in Chojnów at ul. Okrzei 6.

Ad. point 2 of the agenda

"Resolution No. 1

Based on Article. 409 § 1 of the Code of Commercial Companies, the General Meeting elects you [...] as the Chairman / Chairman of the Ordinary General Meeting of FEERUM S.A.

"Ad. point 4 of the agenda

"Resolution No. 2

The General Meeting decides to call to the returning committee Mr / Ms [...] and Mr / Ms [...].

"Ad. point 5 of the agenda

"Resolution No. 3

In connection with § 25 of the Regulations of the General Meeting, the General Meeting hereby approves the announced agenda.

"Ad. point 6 of the agenda

"Resolution No. 4

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 1 of the Code of Commercial Companies, after considering the Management Board report on the activities of FEERUM S.A. and the Company's financial statements for the year ended 31 December 2013, approves the Management Board's report on the Company's operations and the financial statements of FEERUM S.A. including:

- 1) the balance sheet prepared as at December 31, 2013, which shows an amount of PLN 144.993 thousand on the side of assets and liabilities (in words: one hundred and forty four million nine hundred ninety three thousand zlotys),
- 2) profit and loss account for the period from January 1, 2013 to December 31, 2013, showing a net profit in the amount of PLN 12,033 thousand (in words: twelve million thirty three thousand zlotys),
- 3) statement of comprehensive income for the period from January 1, 2013 to December 31, 2013, showing total comprehensive income in the amount of PLN 12,033 thousand (in words: twelve million thirty three thousand zlotys),
- 4) a statement of changes in equity for the period from January 1, 2013 to December 31, 2013, showing an increase in equity of PLN 29,067 thousand (in words: twenty nine million sixty seven thousand),
- 5) cash flow statement for the period from January 1, 2013 to December 31, 2013, showing an increase in cash by PLN 8,030 thousand (in words: eight million thirty thousand zlotys),
- 6) additional information, including information about the adopted accounting policy and other explanatory information.

Ad. point 7 of the agenda
"Resolution No. 5

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 395 § 5 of the Code of Commercial Companies, after considering the Management Board's report on the operations of the FEERUM SA Capital Group. and consolidated financial statements of the FEERUM SA Capital Group. for the year ended December 31, 2013, approves the Management Board report on the operations of the FEERUM SA Capital Group. and consolidated financial statements of the FEERUM SA Capital Group including:

- 1) consolidated balance sheet prepared as at 31 December 2013, which shows an amount of PLN 129.311 thousand on the side of assets and liabilities (in words: one hundred and twenty-nine million, three hundred and eleven thousand zlotys)
- 2) consolidated profit and loss account for the period from January 1, 2013 to December 31, 2013, showing a net profit in the amount of PLN 12,109 thousand (in words: twelve million one hundred and nine thousand zlotys)
- 3) the consolidated statement of comprehensive income for the period from January 1, 2013 to December 31, 2013, showing total comprehensive income in the amount of PLN 12,109 thousand (in words: twelve million one hundred and nine thousand zlotys)
- 4) consolidated statement of changes in equity for the period from January 1, 2013 to December 31, 2013, showing an increase in equity of PLN 29.143 thousand (in words: twenty nine million one hundred and forty three thousand zlotys),
- 5) consolidated cash flow statement for the period from January 1, 2013 to December 31, 2013, showing an increase in cash of PLN 13,336 thousand (in words: thirteen million, three hundred and thirty-six thousand zlotys),
- 6) additional information, including information about the adopted accounting policy and other explanatory information.

Ad. point 8 of the agenda
"Resolution No. 6

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 382 § 3 and art. 395 § 5 of the Code of Commercial Companies and in accordance with the principle of III.1.1 of "Best Practices of WSE Listed Companies", after considering adopted by the Supervisory Board of the Company: the results of the assessment of the Management Board's report on the Company's operations in 2013, the financial statements of the Company for the financial year 2013, the consolidated financial statements of the FEERUM SA Capital Group for the 2013 financial year and the Management Board's motion regarding the distribution of profit and assessment of the Company's situation in 2013 constituting an attachment to this resolution.

"Ad. point 9 of the agenda
"Resolution No. 7

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 395 § 2 point 2 of the Code of Commercial Companies, decides to allocate the net profit of FEERUM S.A. for the financial year 2013 in the amount of PLN 12,033 thousand (in words: twelve million thirty three thousand zlotys) for the supplementary capital of FEERUM S.A. Proposal by the FEERUM SA Management Board regarding the distribution of net profit for 2013 is attached to this resolution. "

Ad. point 10 of the agenda

"Resolution No. 8

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 3 of the Code of Commercial Companies, grants Daniel Janusz discharge in respect of his duties as the President of the Management Board of FEERUM S.A. in 2013 year."

"Resolution No. 9

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 3 of the Code of Commercial Companies, grants Mieczyslaw Mietelski discharge in respect of his duties as a Member of the Management Board of FEERUM S.A. in 2013 year."

"Resolution No. 10

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges the fulfillment of duties of a Member of the FEERUM SA Management Board by Piotr Wielecik in 2013 year."

Ad. point 11 of the agenda

"Resolution No. 11

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 3 of the Code of Commercial Companies, grants discharge to Magdalena Łabudzka-Janusz for the performance of her duties in the performance of her duties as the Chairperson of the Supervisory Board of FEERUM S.A. in 2013 year."

"Resolution No. 12

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfillment of duties of the Vice-President of the Supervisory Board of FEERUM SA by Maciej Kowalski. in 2013 year."

"Resolution No. 13

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 3 of the Code of Commercial Companies hereby acknowledges the fulfillment of duties of the Secretary of the Supervisory Board of FEERUM SA by Henryk Chojnacki. in the period from January 1, 2013 to February 22, 2013. "

"Resolution No. 14

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 item 3 of the Code of Commercial Companies hereby acknowledges fulfillment of duties of the Member of the Supervisory Board of FEERUM SA by Maciej Janusz. in 2013 year."

"Resolution No. 15

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 item 3 of the Code of Commercial Companies, grants to Jakub Marcinowski discharge in respect of his duties as a Member of the Supervisory Board of FEERUM S.A. in 2013 year."

"Resolution No. 16

The Ordinary General Meeting of FEERUM S.A. acting pursuant to art. 393 point 1 and art. 395 § 2 point 3 of the Code of Commercial Companies, grants Asen Gyczew discharge in respect of his duties as the Secretary of the Supervisory Board of FEERUM S.A. from July 22, 2013 to December 31, 2013. "

Ad. point 12 of the agenda

"Resolution No. 17

Based on Article. 392 § 1 of the Code of Commercial Companies and § 15 item 4 The Ordinary General Meeting of the Company FEERUM S.A. with its registered office in Chojnów, decides to set a quarterly remuneration for Mr Asena Gyczew, a member of the Company's Supervisory Board, in the amount of PLN 2,000 (in words: two thousand zlotys).

Attachments:

- 1. Report on the activities of the Supervisory Board of FEERUM S.A. in 2013,**
- 2. Proposal of the FEERUM SA Management Board to the Ordinary General Meeting regarding the distribution of the Company's net profit for the financial year 2013.**

REPORT ON THE ACTIVITY OF THE SUPERVISORY BOARD
FEERUM S.A.
IN 2013

The Supervisory Board presents a report on its activities in the 2013 financial year containing in particular an assessment of the Management Board's report on the operations of FEERUM S.A. ("Company") in the 2013 financial year, the Company's financial statements for the 2013 financial year and the Management Board's motion regarding the distribution of profits generated by the Company in the 2013 financial year and the assessment of the internal control system and risk management system important for the Company.

1. Composition of the Supervisory Board

In the period from January 1, 2013 to July 22, 2013, the following persons were members of the Supervisory Board:

- Magdalena Łabudzka-Janusz — Chairwoman of the Supervisory Board,
- Maciej Janusz — Member of the Supervisory Board,
- Henryk Chojnacki — Secretary of the Supervisory Board,
- Jakub Marcinowski — Member of the Supervisory Board,
- Maciej Kowalski — Vice Chairman of the Supervisory Board.

In 2013, all members of the Supervisory Board were appointed for a joint three-year term on the strength of the resolutions of the General Meeting of the Company adopted on October 5, 2012.

The Company's Supervisory Board as at December 31, 2013 was composed of the following persons:

- Magdalena Łabudzka-Janusz — Chairwoman of the Supervisory Board,
- Maciej Janusz — Member of the Supervisory Board,
- Asen Gyczew — Member of the Supervisory Board,
- Jakub Marcinowski — Member of the Supervisory Board,
- Maciej Kowalski — Vice Chairman of the Supervisory Board.

In connection with changes in the shareholding structure, at the Ordinary General Meeting of the Company, which took place on 22 July 2013, Mr Henryk Chojnacki was dismissed from the function of a member of the Supervisory Board of Feerum SA and appointed to serve as a member of the Supervisory Board for a joint three-year term of Mr. Asen Gyczewa.

Mr. Jakub Marcinowski and Mr. Henryk Chojnacki were appointed as independent members of the

Supervisory Board, which is the implementation of rule 111.6 of the "Best Practices of WSE Listed Companies", adopted by resolution of the Supervisory Board of the Warsaw Stock Exchange S.A. of July 4, 2007, as amended, according to which at least two members of the Council

The Supervisory Board should meet the criteria of being independent from the Company and entities with significant connections with the Company.

In the period from January 1, 2013 to December 31, 2013, Magdalena Łabudzka-Janusz was the chairman of the Supervisory Board.

The scope of activity of the Supervisory Board

The Supervisory Board operates on the basis of the provisions of the Code of Commercial Companies, and also on the basis of the Company's Articles of Association and the Regulations of the Supervisory Board of the Company of November 7, 2013.

In 2013, the Supervisory Board exercised permanent supervision over the Company's operations in all areas of activity.

The Supervisory Board of the Company also selected Grant Thornton Frąckowiak sp. O.o. sp. k. to audit the financial statements of the Company and the consolidated financial statements for 2013.

In 2013, the Supervisory Board did not carry out audits or investigations, nor did it suspend members of the Management Board of the Company.

Assessment of the internal control system and risk management system significant for the Company

The Company has an internal control system, which is the responsibility of the Management Board. The internal control system covers the main processes of the Company's operations, where there is a need to establish control mechanisms for monitoring and limiting risks material to the Company. The basic task of this system is to ensure the implementation of the Company's business objectives. The company has and continuously updates the organizational structure in which the reporting, responsibility and authority levels have been clearly defined, which allows to additionally reduce the significant risks associated with running the business. In the opinion of the Supervisory Board, the system of internal control and risk management significant for the Company is at a satisfactory level.

Evaluation of the Management Board's report on the Company's operations in the 2013 financial year, the Company's financial statements for the 2013 financial year and the Management Board's motion regarding the distribution of profit generated by the Company in the financial year 2013.

The Supervisory Board of FEERUM S.A. with its registered office in Chojnów, presents a report on the results of the evaluation of the following reports of the Company for the financial year 2013:

1. Financial statements of the Company;
2. Management Board reports on the Company's operations, and
3. Evaluation of the Management Board's motion regarding the distribution of profit.

Ad. 1

The Supervisory Board, after hearing the opinion and the auditor's report on the course and results of the audit of the Company's financial statements for 2013 and after assessing this report, states that the financial statements of the Company for the 2013 financial year were prepared on the basis of properly kept accounting books, to the form and content of applicable law and present all information relevant to the

profitability and financial result in the audited period, as well as the property and financial situation of the Company as at December 31, 2013. In addition, the Supervisory Board states that the Company's financial statements for the year 2013 is compatible with the Company's books and documents as well as with the actual state. In connection with the above, the Supervisory Board requests the General Meeting to approve the financial statements of the Company for the financial year 2013.

Ad. 2

The Supervisory Board, after analyzing and evaluating the Management Board's report on the Company's operations in 2013, states that the Management Board's report on the Company's activities in the 2013 financial year is consistent with the Company's books and documents and with the actual state. In connection with the above, the Supervisory Board accepts the presented report and applies to the General Meeting for its approval. In addition, the Supervisory Board requests the General Meeting to grant the President of the Management Board - Mr Daniel Janusz, a Member of the Management Board Mr Mieczyslaw Mietelski and the Member of the Management Board Mr Piotr Wielecik discharge in respect of their duties in the financial year 2013.

Ad. 3

The Supervisory Board, taking into consideration the investment plan of the Company for the years 2013-2014 and after hearing the Management Board's application regarding the allocation of the whole profit for 2013 in the amount of PLN 12,033 thousand. zlotys for supplementary capital, he gives his positive opinion and requests the General Meeting to adopt a resolution regarding the distribution of profit in the manner proposed by the Management Board.

**REQUEST BY THE MANAGEMENT BOARD OF FEERUM S.A. TO THE ORDINARY
WALNEGO
MEETINGS ON THE DIVISION OF NET PROFIT FOR THE YEAR
ROTARY 2013**

Board Feerum S.A. requests that the Company's net profit for the financial year 2013 be allocated in the amount of PLN 12,033 thousand (in words: twelve million thirty three thousand zlotys) to the supplementary capital of Feerum S.A.

SUBSTANTIATION

The allocation of profit for 2013 to supplementary capital is in line with the Company's development policy, assuming in 2013-2014 investment expenditure at the level of approximately PLN 34,000,000. in order to: (i) strengthen the sales network and design department, (ii) intensify sales activities on foreign markets, (iii) expand the production base as well as research and development activities carried out in the Company, co-financed from European Union funds. "

Legal basis: Article 56 para. 1 point 2 of the Act on the offer - current and periodic information.