

**JUSTIFICATION TO  
DRAFT RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING  
CONVENED FOR 31 AUGUST 2020**

**Ad point 2 of the Agenda**

**“Resolution No. 1/2020  
of the Extraordinary General Meeting of Feerum S.A.  
with its registered seat in Chojnów  
dated 31 August 2020  
on election of the Chairman of the Extraordinary General Meeting of Company**

**§1**

Pursuant to Art. 409 § 1 of the Commercial Companies Code the Extraordinary General Meeting appoints Mrs./Mr. [●] as the Chairman of the Extraordinary General Meeting of the Company.

**§2**

This resolution comes into force on the date of its adoption.”

*Justification: a resolution of a technical and organizational nature.*

**Ad point 4 of the Agenda**

**“Resolution No. 2/2020  
of the Extraordinary General Meeting of Feerum S.A.  
with its registered seat in Chojnów  
dated 31 August 2020  
on election of the Returning Committee**

**§1**

Pursuant to §22 of “Bylaws of the General Meeting of Feerum S.A. with its registered seat in Chojnów” the Extraordinary General Meeting appoints Mrs./Mr. [●] and Mrs./Mr. [●] to the Returning Committee.

**§2**

This resolution comes into force on the date of its adoption.”

*Justification: a resolution of a technical and organizational nature.*

**Ad point 5 of the Agenda**

**“Resolution No. 3/2020  
of the Extraordinary General Meeting of Feerum S.A.  
with its registered seat in Chojnów  
dated 31 August 2020  
on adoption of the agenda of the Extraordinary General Meeting**

## §1

Pursuant to §25 of “Bylaws of the General Meeting of Feerum S.A. with its registered seat in Chojnów” the Extraordinary General Meeting hereby accepts the following agenda:

1. Opening the Extraordinary General Meeting;
2. Election of the Chairman of the Extraordinary General Meeting;
3. Drawing up attendance list, asserting that the Extraordinary General Meeting has been convened correctly and is capable of adopting resolutions;
4. Election of the Returning Committee;
5. Adoption of the agenda of the Extraordinary General Meeting;
6. Adoption of the resolution on the “Remuneration Policy for the Management Board and Supervisory Board of Feerum S.A. in Chojnów”;
7. Closing of the Extraordinary General Meeting.

## §2

This resolution comes into force on the date of its adoption.”

*Justification: a resolution of a technical and organizational nature.*

### **Ad point 6 of the Agenda**

**“Resolution No. 4/2020  
of the Extraordinary General Meeting of Feerum S.A.  
with its registered seat in Chojnów  
dated 31 August 2020  
regarding the adoption of “Remuneration Policy for the Management Board and  
Supervisory Board of Feerum S.A. in Chojnów”**

## §1

The Extraordinary General Meeting of the Company, acting on the basis of article 90d sec. 1 of the Act on Public Offering and Conditions for Introducing Financial Instruments to the Organized Trading System and on Public Companies adopts the “Remuneration Policy for the Management Board and Supervisory Board of Feerum S.A. in Chojnów”.

## §2

The “Remuneration Policy for the Management Board and Supervisory Board of Feerum S.A. in Chojnów” is attached hereto.

## §3

This resolution comes into force on the date of its adoption.”

*Justification: purpose of this resolution is to adopt a remuneration policy for members of the management or supervisory board in accordance with article 90d sec. 1 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading and Public Companies.*