

DRAFT RESOLUTIONS OF THE ORDINARY GENERAL MEETING

The Management Board of FEERUM S.A. (the “**Company**” or the “**Issuer**”), hereby presents draft resolutions of the Ordinary General Shareholders’ Meeting of the Company convened for 25 June 2025, 11.00 AM, in the Company’s registered seat, in Chojnów at 6 Okrzei St.

Ad point 2 of the Agenda

**“Resolution No. 1/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on election of the Chairman of the Ordinary General Meeting of Company**

§1

Pursuant to Art. 409 § 1 of the Commercial Companies Code and §13 and §15 section 1 of the “Bylaws of the General Meeting of Feerum S.A. with its registered seat in Chojnów” the Ordinary General Meeting appoints Mrs./Mr. [●] as the Chairman of the Ordinary General Meeting of the Company.

§2

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

Ad point 4 of the Agenda

**“Resolution No. 2/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
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 Ordinary General Meeting appoints Mrs./Ms. [●] and Mrs./Ms. [●] to the Returning Committee.

§2

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

Ad point 5 of the Agenda

**“Resolution No. 3/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on adoption of the agenda of the Ordinary General Meeting**

§1

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

1. Opening the Ordinary General Meeting;
2. Election of the Chairman of the Ordinary General Meeting;
3. Drawing up attendance list, asserting that the Ordinary 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 Ordinary General Meeting;
6. Adoption of the resolution on consideration and approval of the report of the Management Board from the operations of the Company and Capital Group of the Company for financial year 2024 and separate financial statement of the Company for financial year 2024 and consolidated financial statement of the Capital Group of the Company for financial year 2024;
7. Adoption of the resolution on consideration and approval of the report of the Supervisory Board of the Company together with the report of the Audit Committee for financial year 2024;
8. Adoption of the resolution on covering the net loss shown in the financial statement of the Company for the financial year 2024;
9. Adoption of the resolution on acknowledgement of the fulfillment of duties by members of the Management Board of the Company for financial year 2024;
10. Adoption of the resolution on acknowledgement of the fulfillment of duties by members of the Supervisory Board of the Company for financial year 2024;
11. Adoption of the resolution on the opinion of the Supervisory Board’s report regarding remuneration of the Management Board and the Supervisory Board for financial year 2024;
12. Adoption of the resolutions on the dismissal of the Supervisory Board’s member;
13. Adoption of the resolutions on the appointment of the Supervisory Board’s member;
14. Closing of the Ordinary General Meeting.

§2

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

Ad point 6 of the Agenda

**“Resolution No. 4/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on consideration and approval of the report of the Management Board on the activity of
the Company and Capital Group of the Company for the financial year 2024 and the
separate financial statement of the Company for the financial year 2024 and the
consolidated financial statement of Capital Group of the Company for the financial year
2024**

§1

The Ordinary General Meeting of the Company, pursuant to article 395 § 2 point 1 and under Art. 395 § 5 of the Commercial Companies Code and § 11 paragraph 1 letter (a) of the Articles of Association of the Company, after consideration, decides to approve the report of the Management Board on the activity of the Company and Capital Group of the Company for the financial year 2024.

§2

The Ordinary General Meeting of the Company, acting according to Art. 395 § 2 point 1 of the Commercial Companies Code, Art. 53 section 1 of the Accounting Act and § 11. section 1 letter (a) of Articles of Association of the Company, after consideration, decides to approve financial statement of the Company for financial year 2024, which includes:

- 1) balance sheet prepared as of 31 December 2024, showing total assets and liabilities of PLN 141.031 thousand (in words: one hundred and forty one million thirty one thousand Polish zloty),
- 2) profit and loss account for the period from 1 January 2024 to 31 December 2024, showing a net loss of PLN 2.206 thousand (in words: two million two hundred and six thousand Polish zloty),
- 3) total income statement for the period from 1 January 2024 to 31 December 2024, showing total loss in the amount of PLN 2.206 thousand (in words: two million two hundred and six thousand Polish zloty),
- 4) statement of changes in equity for the period from 1 January 2024 to 31 December 2024, showing a decrease in equity by the amount of PLN 2.206 thousand (in words: two million two hundred and six thousand Polish zloty),

- 5) cash flow statement for the period from 1 January 2024 to 31 December 2024, showing an increase in cash by the amount of PLN 1.212 thousand (in words: one million two hundred and twelve thousand Polish zloty),
- 6) additional notes, comprising a summary of significant accounting policies and other explanatory information.

§3

The Ordinary General Meeting of the Company, acting according to Art. 395 § 5 of the Commercial Companies Code, Art. 63c section 4 of the Accounting Act, after consideration, decides to approve consolidated financial statement of the Capital Group of the Company for financial year 2024, which includes:

- 1) consolidated balance sheet prepared as of 31 December 2024, showing total assets and liabilities of PLN 142.714 thousand (in words: one hundred and forty two million seven hundred and fourteen thousand Polish zloty),
- 2) consolidated profit and loss account for the period from 1 January 2024 to 31 December 2024, showing a net loss of PLN 2.121 thousand (in words: two million and one hundred and twenty one thousand Polish zloty),
- 3) consolidated total income statement for the period from 1 January 2024 to 31 December 2024, showing total loss in the amount of PLN 2.121 thousand (in words: two million and one hundred and twenty one thousand Polish zloty),
- 4) consolidated statement of changes in equity for the period from 1 January 2024 to 31 December 2024, showing an decrease in equity by the amount of PLN 2.121 thousand (in words: two million and one hundred and twenty one thousand Polish zloty),
- 5) consolidated cash flow statement for the period from 1 January 2024 to 31 December 2024, showing an increase in cash by the amount of PLN 1.925 thousand (in words: one million nine hundred and twenty five thousand Polish zloty),
- 6) additional notes, comprising a summary of significant accounting policies and other explanatory information.

§4

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

Ad point 7 to the Agenda

**“Resolution No. 5/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on consideration and approval of the report of the Supervisory Board of the Company
together with the report of the Audit Committee for the financial year 2024**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 382 § 3 and Art. 395 § 5 the Polish Commercial Companies Code, after consideration, approves:

- the report of the Supervisory Board of the Company, which includes report on the results of the evaluation of the report of the Management Board of the Company on the activity of the Company and Capital Group of the Company for the financial year 2024, the financial statements of the Company and Capital Group of the Company for the financial year 2024 and motion of the Management Board of the Company on covering the net loss for the financial year 2024;
and
- the report of the Audit Committee for the financial year 2024.

§2

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

Ad point 8 to the Agenda

**“Resolution No. 6/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on distribution of profit generated by the Company
in financial year 2024**

§1

Pursuant to Art. 395 § 2 point 2 of the Commercial Companies Code the Ordinary General Meeting of the Company, decides to cover Company’s loss in financial year 2024 in the amount of PLN 2.205.809,95 (in words: two million two hundred and five thousand eight hundred and nine Polish zloty 95/100) from the funds collected in the supplementary capital of the Company.

§2

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

Ad point 9 to the Agenda

**“Resolution No. 7/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on approval of the performance of duties carried out by
Mr. Daniel Janusz
as the President of the Management Board of the Company
in the financial year 2024**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 395 § 2 point 3 of the Commercial Companies Code, hereby approves the performance of duties carried out by Mr. Daniel Janusz as the President of the Management Board of the Company in the financial year 2024.

§2

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

**“Resolution No. 8/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on approval of the performance of duties carried out by
Mr. Piotr Wieleśik
as Member of the Management Board of the Company
in the financial year 2024**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 395 § 2 point 3 of the Commercial Companies Code, hereby approves the performance of duties carried out by Mr. Piotr Wieleśik as Member of the Management Board of the Company in the financial year 2024.

§2

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

Ad point 10 of the Agenda

**“Resolution No. 9/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on approval of the performance of duties carried out by
Mrs. Magdalena Łabudzka-Janusz
as Member of the Supervisory Board of the Company
in the financial year 2024**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 395 § 2 point 3 of the Commercial Companies Code, hereby approves the performance of duties carried out by Mrs. Magdalena Łabudzka-Janusz as Member of the Supervisory Board of the Company in the financial year 2024.

§2

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

**“Resolution No. 10/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on approval of the performance of duties carried out by
Mr. Jakub Marcinowski
as Member of the Supervisory Board of the Company
in the financial year 2024**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 395 § 2 point 3 of the Commercial Companies Code, hereby approves the performance of duties carried out by Mr. Jakub Marcinowski as Member of the Supervisory Board of the Company in the financial year 2024.

§2

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

**“Resolution No. 11/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów**

dated 25 June 2025
on approval of the performance of duties carried out by
Mr. Maciej Janusz
as Member of the Supervisory Board of the Company
in the financial year 2024

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 395 § 2 point 3 of the Commercial Companies Code, hereby approves the performance of duties carried out by Mr. Maciej Janusz as Member of the Supervisory Board of the Company in the financial year 2024.

§2

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

“Resolution No. 12/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on approval of the performance of duties carried out by
Mr. Jakub Rzucidło
as Member of the Supervisory Board of the Company
in the financial year 2024

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 395 § 2 point 3 of the Commercial Companies Code, hereby approves the performance of duties carried out by Mr. Jakub Rzucidło as Member of the Supervisory Board of the Company in the financial year 2024.

§2

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

**“Resolution No. 13/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on approval of the performance of duties carried out by
Mr. Henryk Chojnacki
as Member of the Supervisory Board of the Company
in the financial year 2024**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 395 § 2 point 3 of the Commercial Companies Code, hereby approves the performance of duties carried out by Mr. Henryk Chojnacki as Member of the Supervisory Board of the Company in the financial year 2024.

§2

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

Ad point 11 of the Agenda

**“Resolution No. 14/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on the opinion of the Supervisory Board’s report regarding remuneration of the
Management Board and the Supervisory Board for financial year 2024**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 395 § 2¹ of the Commercial Companies Code, taking into account the assessment of the Supervisory Board's report regarding remuneration of the Management Board and the Supervisory Board of the Company, made by the statutory auditor in the scope specified by law, gives a positive opinion on the Supervisory Board’s report regarding remuneration of the Management Board and the Supervisory Board of the Company for financial year 2024.

§2

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

Ad point 12 of the Agenda

**“Resolution No. 15/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on the dismissal of the Supervisory Board’s Member**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 385 § 1 of the Commercial Companies Code and § 13. sec. 2 of the Articles of Association of the Company, hereby dismisses Mrs. Magdalena Łabudzka-Janusz from the Supervisory Board of the Company.

§2

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

**“Resolution No. 16/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on the dismissal of the Supervisory Board’s Member**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 385 § 1 of the Commercial Companies Code and § 13. sec. 2 of the Articles of Association of the Company, hereby dismisses Mr. Henryk Chojnacki from the Supervisory Board of the Company.

§2

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

**“Resolution No. 17/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on the dismissal of the Supervisory Board’s Member**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 385 § 1 of the Commercial Companies Code and § 13. sec. 2 of the Articles of Association of the Company, hereby dismisses Mr. Jakub Marcinowski from the Supervisory Board of the Company.

§2

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

**“Resolution No. 18/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on the dismissal of the Supervisory Board’s Member**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 385 § 1 of the Commercial Companies Code and § 13. sec. 2 of the Articles of Association of the Company, hereby dismisses Mr. Maciej Janusz from the Supervisory Board of the Company.

§2

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

**“Resolution No. 19/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on the dismissal of the Supervisory Board’s Member**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 385 § 1 of the Commercial Companies Code and § 13. sec. 2 of the Articles of Association of the Company, hereby dismisses Mr. Jakub Rzucidło from the Supervisory Board of the Company.

§2

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

Ad point 13 of the Agenda

**“Resolution No. 20/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on the appointment of the Supervisory Board’s Member**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 385 § 1 of the Commercial Companies Code and § 13. sec. 2 of the Articles of Association of the Company, hereby appoints [●] as Member of the Supervisory Board of the Company.

§2

The Ordinary General Meeting of the Company, acting pursuant to Article 392 § 1 of the Commercial Companies Code and § 18. of the Company’s Articles of Association, grants the Member of Supervisory Board remuneration in the amount of [●], payable [●].

§3

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

**“Resolution No. 21/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on the appointment of the Supervisory Board’s Member**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 385 § 1 of the Commercial Companies Code and § 13. sec. 2 of the Articles of Association of the Company, hereby appoints [●] as Member of the Supervisory Board of the Company.

§2

The Ordinary General Meeting of the Company, acting pursuant to Article 392 § 1 of the Commercial Companies Code and § 18. of the Company’s Articles of Association, grants the Member of Supervisory Board remuneration in the amount of [●], payable [●].

§3

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

**“Resolution No. 22/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on the appointment of the Supervisory Board’s Member**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 385 § 1 of the Commercial Companies Code and § 13. sec. 2 of the Articles of Association of the Company, hereby appoints [●] as Member of the Supervisory Board of the Company.

§2

The Ordinary General Meeting of the Company, acting pursuant to Article 392 § 1 of the Commercial Companies Code and § 18. of the Company’s Articles of Association, grants the Member of Supervisory Board remuneration in the amount of [●], payable [●].

§3

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

**“Resolution No. 23/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on the appointment of the Supervisory Board’s Member**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 385 § 1 of the Commercial Companies Code and § 13. sec. 2 of the Articles of Association of the Company, hereby appoints [●] as Member of the Supervisory Board of the Company.

§2

The Ordinary General Meeting of the Company, acting pursuant to Article 392 § 1 of the Commercial Companies Code and § 18. of the Company’s Articles of Association, grants the Member of Supervisory Board remuneration in the amount of [●], payable [●].

§3

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

**“Resolution No. 24/2025
of the Ordinary General Meeting of FEERUM S.A. with its registered seat in Chojnów
dated 25 June 2025
on the appointment of the Supervisory Board’s Member**

§1

The Ordinary General Meeting of the Company, acting pursuant to Art. 385 § 1 of the Commercial Companies Code and § 13. sec. 2 of the Articles of Association of the Company, hereby appoints [●] as Member of the Supervisory Board of the Company.

§2

The Ordinary General Meeting of the Company, acting pursuant to Article 392 § 1 of the Commercial Companies Code and § 18. of the Company’s Articles of Association, grants the Member of Supervisory Board remuneration in the amount of [●], payable [●].

§3

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