

The Management Board of the company FEERUM S.A. with its registered office in Chojnów, address: ul. Okrzei 6, 59-225, Chojnów (Poland), entered into the National Court Register kept by the District Court for the Wrocław-Fabryczna in Wrocław, IX Commercial Division of the National Court Register, under the National Court Register (KRS) number 0000280189 (the “**Company**”), on the basis of Art. 399 § 1 in connection with Art. 395 and Art. 402<sup>1</sup> of Polish Commercial Companies Code (the “**CCC**”) convenes on 28 April 2015, 9.00 AM, the Ordinary General Meeting of the Company (hereinafter referred to as the “**OGM**”), which will take place in Chojnów, in the Company registered office.

**Agenda:**

1. Opening the Ordinary General Meeting;
2. Election of the Chairperson 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 reviewing and approval of the report of the Management Board from the operations of the Company for 2014 and review of the Company’s financial statements for 2014;
7. Adoption of the resolution on reviewing and approval of the report of the Company’s Supervisory Board for 2014;
8. Adoption of the resolution on division of Company’s profits for 2014;
9. Adoption of the resolution on acknowledgement of the fulfilment of duties by members of the Company’s Management Board for 2014
10. Adoption of the resolution on acknowledgement of the fulfilment of duties by members of the Company’s Supervisory Board for 2014
11. Adoption of the resolution on the appointment of the Supervisory Board’s members ;
12. Adoption of the resolution on determine the amount of salary for the Supervisory Board’s members;
13. Closing of the Ordinary General Meeting.

**ELIGIBLE TO PARTICIPATE AT THE ORDINARY GENERAL MEETING**

According to the Art. 406<sup>1</sup> – 406<sup>3</sup> of CCC, the right to participate at the OGM have only the persons who are shareholders in the Company sixteen days prior to the date of the OGM, i.e. 12 April 2015 (the “**Registration Day**”) and person entitled under dematerialized bearer shares, if this person notify not earlier than after the announcement of the convocation of the OGM and not later than on the first business day after the Registration Day – the entity that operates a securities account issue a registered certificate confirming the right about his intention to participate in the OGM, in accordance with Art. 406<sup>3</sup>§2 CCC.

The list of shareholders entitled to participate in the OGM will be available in the Management Board’s office in Chojnów, address: ul. Okrzei 6, for 3 business days prior the OGM.

The Shareholder is entitled to demand the Company to send him the list of shareholders entitled to participate at the OGM, via e-mail on the declared address.

### **THE ORDINARY GENERAL MEETING DOCUMENTATIONS AND INFORMATION**

According to the Art. 402<sup>2</sup> point 5 and 6 of CCC the Management Board of the Company informs that, that the person entitled to participate at the OGM may become, since the day of convening the OGM, acquainted with the full documentation of the OGM, in particular with the documentations referred to Art. 402<sup>3</sup> of CCC:

1. in the Management Board office in Chojnów at the Okrzei 6 Street;
2. via the Company's website: [www.feerum.pl](http://www.feerum.pl)

### **DESCRIPTION OF THE PARTICIPATION AND EXERCISING THE VOTE RIGHT PROCEDURE**

#### **The right to place a certain matters in the agenda**

The shareholder or shareholders representing at least one twentieth of the share capital may request that certain matters be placed on the agenda of that OGM. The abovementioned request shall be reported no later than 21 days prior the date of the OGM, i.e. 7 April 2015, to the Company's Management Board.

The request should include a justification or a draft resolution of the proposed point of the agenda. The request may be fulfilled with the Company's register office in writing at the address: 59-225 Chojnów, Okrzei 6 Street or in the electronic form to the e-mail address of the company: [biuro@feerum.pl](mailto:biuro@feerum.pl).

The shareholder/shareholders should prove its/their ownership of the appropriate number of shares at the date of submission the request attaching a certificate of the deposit, an appropriate certificate from the brokerage house confirming the appropriate number of shares or other documents equivalent certificate, in case of shareholders being legal entities and partnerships, should be also confirmed the right to act on behalf of this entity attaching a current copy of the excerpt from National Court Register.

In case of shareholders submitting request using an electronic means of communication, the documents should be sent in the PDF format.

The Management Board with undue delay, but no later than eighteen days prior to the date of the OGM, i.e. 10 April 2015, announces changes to the agenda introduced upon shareholders request. The announcement is made in a manner proper to convene the OGM.

#### **The right to express draft resolutions on matters included in the agenda for the OGM or matters, which should be added to the OGM agenda prior to the date of the OGM**

A shareholder or shareholders representing at least one twentieth of the share capital of the Company are entitled to submit notification in writing before the OGM to the registered office

of the Company to the address: Chojnów 59-225, Okrzei 6 Street or via means of electronic communication to the email address of the Company: biuro@feerum.pl, draft resolutions concerning the agenda of the OGM which should be added to the OGM agenda.

Just as in point above, the shareholder/shareholders should prove its/their ownership of the appropriate number of shares at the date of submission the request attaching a certificate of the deposit, an appropriate certificate from the brokerage house confirming the appropriate number of shares or other documents equivalent certificate, in case of shareholders being legal entities and partnerships, should be also confirmed the right to act on behalf of this entity attaching a current copy of the excerpt from National Court Register. In case of shareholders submitting request using an electronic means of communication, the documents should be sent in the PDF format.

### **The right to submit draft resolutions related to the matters concluded in the agenda during the OGM**

Each of shareholders being entitled to participate in the OGM is entitled, during the OGM, to propose draft resolutions concerning matters placed in the agenda.

### **Manner of exercising voting rights by the its attorney-in-fact and notify the Company via using an electronic communication to grant the its attorney-in-fact as well as fulfilling the vote by its attorney-in-fact form**

Shareholder being a natural person shall participate in the OGM and exercise a voting right personally or by its attorney-in-fact. Shareholder being not a natural person may participate in the OGM and exercise voting rights by persons entitled to submitting statements of intent on its behalf or by a its attorney-in-fact.

The Company will take an appropriate actions in order to identify the shareholder and the its attorney-in-fact to verify the validity of power of attorney granted in an electronic form. This verification may rely particularly on feedback question in electronic form or via telephone refer to the shareholder and/or the its attorney-in-fact in order to confirm the granting of power of attorney and its scope. The Company reserves that in the abovementioned case the failure to answer the questions asked during the verification, will be treated as a lack of possibility to verify the granting power of attorney and will be constituted grounds for refusal to admission the its attorney-in-fact to participating in the OGM. After arriving at the OGM, and before signing the present list, the its attorney-in-fact should present an original identity document listed in the form of power of attorney to confirm the identity of the its attorney-in-fact. The Shareholders and the its attorneys-in-fact should possess a valid identity card.

The member of the Management Board of the Company and the Company's employee may be the attorney-in-fact at the OGM.

The power of attorney shall be drawn up in writing or in electronic form and attached to the Protocol of the OGM. The right to grant a further power of attorney shall result from the contents of the power of attorney.

The person/persons granting power of attorney on behalf of the shareholder being not a natural person shall prove a current copies of the relevant registers, replacing persons authorized to represent those of entities.

The Company shall be informed about granting the power of attorney in electronic form by means of electronic communication in the form of e-mail sent at least one day prior to the date of the OGM, at an address of the company: [biuro@feerum.pl](mailto:biuro@feerum.pl) making every effort in order to carry out effective verification of validity of power of attorney. The information about granting power of attorney shall contains details of the its attorney-in-fact and the principal (first name, last name, PESEL No., address, phone and e-mail addresses both). The information about granting power of attorney should contain its scope, i.e. indicate the number of shares for who the voting right will be executed and the date and names of the OGM of the Company, on which these voting rights will be executed.

The content of the power of attorney shall be an appendix to the e-mail (in PDF form).

The its attorney-in-fact of a legal persons or partnerships shall present valid extracts from the proper registers confirming their right to represent these entities. The vote by the its attorney-in-fact form is published on the website at the address: [www.feerum.pl](http://www.feerum.pl)

#### **Possibility and a manner to participate in the OGM by using electronic means of communication**

The Company does not provide any opportunities to participate at the OGM by means of electronic communication.

#### **The manner of speaking during the OGM by means of electronic communication**

The Company does not provide any opportunities to speaking at the OGM by means of electronic communication.

#### **The manner of exercising the voting right via a correspondence**

Company does not allow to exercise its voting rights via a correspondence or means of electronic communication.

#### **Indication where and how a person being entitled to attend at the OGM may obtain full text of the documents, which will be presented during the OGM, and draft resolutions or, if it is not provided to making resolutions, comments of the Management Board or the Supervisory Board regarding issues being in the agenda of the OGM, which will be put to the agenda prior to the date of the OGM**

Person being entitled to attend the OGM shall obtain full text of the documents, which will be presented at the OGM and draft resolutions in the registered office of the Company's at address: Chojnów 59-225, Okrzei 6 Street or on the Company's website at: [www.feerum.pl](http://www.feerum.pl).

All information regarding the OGM are available on the website of the Company: [www.feerum.pl](http://www.feerum.pl), under "Investor Relations".

In all matters being not covered by this announcement the provisions of the CCC, Company's Articles of Association and Rules of Procedure of the OGM FEERUM S.A. with its registered office in Chojnów shall apply. Therefore, the Company's shareholders are requested to familiarize themselves with the above-mentioned regulations. In case of any questions or doubts related to the participation in the OGM, please contact the Company via telephone: 76 81-96-738, or via e-mail address: [biuro@feerum.pl](mailto:biuro@feerum.pl)