



Report number: **18/2020**

Date of issue: **2020-06-09 16:06**

Subject: **Resolutions adopted by the Ordinary General Meeting of CNT S.A. on 9 June 2020 together with the results of votes and objections raised thereto.**

Contents of the report:

Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec hereby provides below the content of the resolutions adopted at the Ordinary General Meeting of CNT S.A. on 9 June 2020 (hereinafter also: the "OGM") together with the results of votes on individual resolutions:

RESOLUTION NO 1

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020

on the election of the Chairman of the Ordinary General Meeting of CNT S.A.

§ 1

Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec, acting under Art. 409 § 1 of the Commercial Companies Code, elects Ms Katarzyna Kozińska as the Chairperson of the Ordinary General Meeting of Shareholders.-----

§ 2

The resolution shall enter into force upon its adoption.-----

The Chairperson stated that in a secret ballot a total of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all shares, including:-----

- 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) votes were cast for the resolution,-----

- 0 (zero) votes were cast against the resolution,-----





- 0 (zero) abstentions were cast,-----

accordingly, the resolution was passed. -----

RESOLUTION NO 2

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020

on the adoption of the agenda of the Ordinary General Meeting of CNT S.A.

§ 1

Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A., seated in Sosnowiec, adopts the following agenda: -----

1. Opening of the meeting and election of the Chairperson of the Ordinary General Meeting. -----
2. Statement of the correctness of convening the Ordinary General Meeting and its ability to adopt resolutions. -----
3. Adoption of the agenda. -----
4. Consideration and adoption of a resolution on the approval of the financial statement of CNT S.A. and the report on activities of CNT S.A. for the financial year 2019.
5. Consideration and adoption of a resolution on the approval of the consolidated financial statement of the CNT Capital Group and the report on the activities of the CNT Capital Group for the financial year 2019.
6. Consideration and adoption of a resolution on the approval of the report of the Supervisory Board of Centrum Nowoczesnych Technologii S.A. on its activity in 2019, taking into account the work of the Audit Committee, with a brief assessment of the Company's situation, including the internal control system and the significant risk management system, as well as an assessment of the Company's compliance with information obligations concerning the application of corporate governance. -----
7. Adoption of a resolution on the distribution of profit for the financial year 2019.





8. Adoption of a resolution to authorise the Company's Management Board to repurchase shares issued by the Company (the so-called Buy-back). -----

9. Adoption of a resolution on granting the President of the Management Board of the Company a vote of acceptance for the discharge of his duties in the financial year 2019.

10. Adoption of resolutions on granting a vote of acceptance to members of the Company's Supervisory Board for the discharge of their duties in the financial year 2019.

11. Adoption of a resolution on the remuneration policy of the Management Board and Supervisory Board of CNT S.A.

12. Closing of the meeting. -----

§ 2

The resolution shall enter into force upon its adoption.-----

The Chairperson stated that in an open vote 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all shares, including:

- 5,854,031 (five million eight hundred and fifty-four thousand and thirty-one) votes were cast for the resolution,-----

- 0 (zero) votes were cast against the resolution,-----

- 0 (zero) abstentions were cast,-----

accordingly, the resolution was passed. -----

RESOLUTION NO 3

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020

on the approval of the financial statements of the Company and the report on the activities of the





Company for the financial year 2019.

§ 1

Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec, acting pursuant to Art. 393(1) and Art. 395 § 2(1) of the Commercial Companies Code of 20 September 2000, Art. 53(1) of the Accounting Act of 29 September 1994 and § 14(1)(1) of the Company's Articles of Association, resolves to approve the report on the activities of Centrum Nowoczesnych Technologii S.A. for the financial year 2019 and the financial statement of Centrum Nowoczesnych Technologii S.A. for the financial year 2019. -----

§ 2

The resolution shall enter into force upon its adoption. -----

The Chairperson stated that in an open vote 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all shares, including:

- 5,854,031 (five million eight hundred and fifty-four thousand and thirty-one) votes were cast for the resolution,-----

- 0 (zero) votes were cast against the resolution,-----

- 0 (zero) abstentions were cast,-----

accordingly, the resolution was passed. -----

RESOLUTION NO 4

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020.

on the approval of the consolidated financial statement of the CNT Capital Group and the report on the activities of the CNT Capital Group for the financial year 2019.





§ 1

Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec, acting pursuant to Art. 395 § 5 of the Commercial Companies Code of 20 September 2000 and Art. 63 c item 4 of the Accounting Act of 29 September 1994, resolves to approve the report on the activities of CNT Capital Group for the financial year 2019 and the consolidated financial statement of CNT Capital Group for the financial year 2019. -----

§ 2

The resolution shall enter into force upon its adoption. -----

The Chairperson stated that in an open vote 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all shares, including:

- 5,854,031 (five million eight hundred and fifty-four thousand and thirty-one) votes were cast for the resolution,-----

- 0 (zero) votes were cast against the resolution,-----

- 0 (zero) abstentions were cast,-----

accordingly, the resolution was passed. -----

RESOLUTION NO 5

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020

on the approval of the report of the Supervisory Board of Centrum Nowoczesnych Technologii S.A. on its activity in 2019, taking into account the works of the Audit Committee, together with a brief assessment of the Company's situation, including the internal control system and the significant risk management system, as well as an assessment of the Company's fulfilment of its information obligations concerning the application of corporate governance.

§ 1





Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A. seated in Sosnowiec, acting pursuant to Art. 395 § 5 of the Act of 20 September 2000 of the Commercial Companies Code in connection with § 14 par. 1 item 2) of the Company's Articles of Association, approves the Report of the Supervisory Board of CNT S.A. on its activity for the financial year 2019 together with a brief assessment of the Company's situation, including the assessment of the internal control system and the significant risk management system and the assessment of the Company's fulfilment of the information obligations concerning the application of corporate governance.

§ 2

The resolution shall enter into force upon its adoption. -----

The Chairperson stated that in an open vote 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all shares, including:

- 5,738,031 (five million seven hundred and thirty-eight thousand and thirty-one) votes were cast for the resolution,-----

- 0 (zero) votes were cast against the resolution,-----

- 116,000 (one hundred and sixteen thousand) "abstentions" were cast,-----

accordingly, the resolution was passed. -----

RESOLUTION NO 6

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020

on the distribution of profit for the financial year 2019.

§ 1

1. The Ordinary General Meeting of Shareholders of the company under the name: Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec, acting pursuant to art. 395 § 2 point 2) of the Act of 20 September 2000 of the Commercial Companies Code, resolves to allocate the





Company's net profit for the financial year 2019 in the amount: PLN 22,344,384.24 (in words: twenty-two million three hundred forty-four thousand three hundred eighty-four and 24/100) for the reserve capital allocated for the purchase of the Company's own shares for redemption and for the costs of their buy-back. -----

2. The reserve capital, referred to in sec. 1 of this resolution, intended to cover the total price of the Company's buy-back, was created pursuant to art. 362 § 1 item 8 of the Commercial Companies Code in the amount of PLN 22,344,384.24 (in words: twenty two million three hundred forty four thousand three hundred eighty four and 24/100), from the amounts which, under art. 348 § 1 of the Commercial Companies Code, may be allocated for distribution among the Company's shareholders. -----

§ 2

The resolution shall enter into force upon its adoption. -----

The Chairperson stated that in an open vote 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all shares, including:-----

- 5.648.531 (five million six hundred forty-eight thousand five hundred thirty-one) votes were cast for the resolution,-

- 89,500 (eighty nine thousand five hundred) votes were cast against the resolution,-----

- 116,000 (one hundred and sixteen thousand) "abstentions" were cast,-----

accordingly, the resolution was passed. -----

RESOLUTION NO 7

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020

on authorising the Management Board of the Company to repurchase shares issued by the Company (the so-called buy-back)





§ 1

Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec, acting pursuant to art. 362 § 1 item 8 and art. 396 § 5 of the Commercial Companies Code, resolves as follows: -----

§ 2

1. The General Meeting authorizes the Management Board to repurchase, in the name and on behalf of the Company, own shares in a total number not exceeding 1,100,000 (say: one million one hundred thousand) shares, i.e. 12.94 % (say: twelve and ninety-four hundredth per cent) of the Company's share capital, with the total nominal value not exceeding PLN 4,400,000 (say: four million four hundred thousand), by 25 June 2020, but not longer than until the funds allocated for the buy-back have been exhausted. -----

2. Only fully covered shares may be repurchased. -----

3. The price of the repurchased shares will be the same for all shareholders and will amount to PLN 20 (say: twenty) per 1 (say: one) share. -----

4. The total repurchase price of own shares under this authorization, increased by the costs of their buy-back, may not be higher than the reserve capital established for this purpose by a relevant resolution of this General Meeting. -----

5. The own shares repurchased by the Company may be used only for redemption. ----

§ 3

Shares may be repurchased on a regulated market or outside a regulated market. -----

§ 4

The Company's Management Board shall be entitled to take all factual and legal actions to implement the provisions of this resolution in order to carry out the buy-back of the Company's own shares for the purpose of redemption. -----

§ 5

The resolution shall enter into force upon its adoption. -----

The Chairperson stated that in an open vote 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all





shares, including:

- 5.648.531 (five million six hundred forty-eight thousand five hundred thirty-one) votes were cast for the resolution,-

- 89,500 (eighty nine thousand five hundred) votes were cast against the resolution,

- 116,000 (one hundred and sixteen thousand) "abstentions" were cast,

accordingly, the resolution was adopted. -----

RESOLUTION NO 8

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020

on granting a vote of acceptance to a Member of the Management Board of the Company.

§ 1

Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec, acting pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Commercial Companies Code of 20 September 2000 and § 14 (1) (3) of the Company's Articles of Association, hereby acknowledges the fulfilment of duties by Mr Jacek Taźbirek, President of the Management Board, in the financial year 2019. -----

§ 2

The resolution shall enter into force upon its adoption. -----

The Chairperson stated that the total of 5,830,535 (five million eight hundred and thirty thousand five hundred and thirty-five) valid votes were cast out of 5,830,535 (five million eight hundred and thirty thousand five hundred and thirty-five) shares of the Company, which constitutes 68.59% (sixty-eight and fifty-nine hundredth per cent) of all shares, including:

- 5,830,535 (five million eight hundred and thirty thousand five hundred and thirty-five) were cast for the resolution,---





- 0 (zero) votes were cast against the resolution,-----

- 0 (zero) abstentions were cast,-----

accordingly, the resolution was adopted. -----

Mr. Jacek Taźbirek did not take part in the vote.-----

RESOLUTION NO 9

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020

on granting a vote of acceptance to a Member of the Supervisory Board of the Company.

§ 1

Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec, acting pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Commercial Companies Code of 20 September 2000 and § 14 (1) (3) of the Company's Articles of Association, hereby acknowledges the fulfilment of duties by Ms Ewa Danis, the President of the Supervisory Board, in the financial year 2019. -----

§ 2

The resolution shall enter into force upon its adoption. -----

The Chairperson stated that in a secret vote 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all shares, including:

- 5,738,031 (five million seven hundred and thirty-eight thousand and thirty-one) votes were cast for the resolution,-----

- 0 (zero) votes were cast against the resolution,-----

- 116,000 (one hundred and sixteen thousand) "abstentions" were cast,-----





accordingly, the resolution was passed. -----

RESOLUTION NO 10

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020.

on granting a vote of acceptance to a Member of the Supervisory Board of the Company.

§ 1

Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec, acting pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Commercial Companies Code of 20 September 2000 and § 14 (1) (3) of the Company's Articles of Association, hereby acknowledges the fulfilment of duties by Mr. Waldemar Dąbrowski, the Vice-President of the Supervisory Board, in the financial year 2019. -----

§ 2

The resolution shall enter into force upon its adoption. -----

The Chairperson stated that in a secret vote 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all shares, including:-----

- za uchwałą oddano 5.738.031 (pięć milionów siedemset trzydzieści osiem tysięcy trzydzieści jeden) głosów,-----

- 0 (zero) votes were cast against the resolution,-----

- oddano 116.000 (sto szesnaście tysięcy) głosów „wstrzymujących”,-----

accordingly, the resolution was passed. -----

RESOLUTION NO 11





OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020

on granting a vote of acceptance to a Member of the Supervisory Board of the Company.

§ 1

Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec, acting pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Commercial Companies Code of 20 September 2000 and § 14 (1) (3) of the Company's Articles of Association, hereby acknowledges the fulfilment of duties by Ms Katarzyna Kozińska, the Secretary of the Supervisory Board of the Company, in the financial year 2019. -----

§ 2

The resolution shall enter into force upon its adoption. -----

The Chairperson stated that in a secret vote 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all shares, including:-----

- 5,738,031 (five million seven hundred thirty-eight thousand thirty-one) votes were cast for the resolution,-----

- 0 (zero) votes were cast against the resolution,-----

- 116,000 (one hundred and sixteen thousand) "abstentions" were cast",-----

accordingly, the resolution was passed. -----

RESOLUTION NO 12

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020.





on granting a vote of acceptance to a Member of the Supervisory Board of the Company.

§ 1

Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec, acting pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Commercial Companies Code of 20 September 2000 and § 14 (1) (3) of the Company's Articles of Association, hereby acknowledges the fulfilment of duties by Mr Rober Mirosław Sołek, Member of the Supervisory Board of the Company, in the financial year 2019. -----

§ 2

The resolution shall enter into force upon its adoption. -----

The Chairperson stated that in a secret vote 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all shares, including:-----

- 5,738,031 (five million seven hundred thirty-eight thousand thirty-one) votes were cast for the resolution,-----

- 0 (zero) votes were cast against the resolution,-----

- 116,000 (one hundred and sixteen thousand) "abstentions" were cast,-----

accordingly, the resolution was passed. -----

RESOLUTION NO 13

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020.

on granting a vote of acceptance to a Member of the Supervisory Board of the Company.

§ 1

Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A. with





its registered office in Sosnowiec, acting pursuant to Art. 393 (1) and Art. 395 § 2 (3) of the Commercial Companies Code of 20 September 2000 and § 14 (1) (3) of the Company's Articles of Association, hereby acknowledges the fulfilment of duties by Mr Adam Świetlicki vel Węgorek, Member of the Supervisory Board of the Company, in the financial year 2019. -----

§ 2

The resolution shall enter into force upon its adoption. -----

The Chairperson stated that in a secret vote 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all shares, including:-----

- 5,738,031 (five million seven hundred thirty-eight thousand thirty-one) votes were cast for the resolution,-----

- 0 (zero) votes were cast against the resolution,-----

- 116,000 (one hundred and sixteen thousand) "abstentions" were cast,-----

accordingly, the resolution was passed. -----

RESOLUTION NO 14

OF THE ORDINARY GENERAL MEETING OF CNT S.A.

with its seat in Sosnowiec, Partyzantów 11

of 9 June 2020

on the adoption of the Remuneration Policy for the Management Board and Supervisory Board of CNT S.A.

§ 1

Ordinary General Meeting of the company under the name: Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec (hereinafter referred to as "the Company"), acting pursuant to art. 90 d section 1 of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading and Public Companies (hereinafter referred to as "the Act") decides to adopt the Remuneration Policy for the Management Board and Members of the Supervisory Board of Centrum Nowoczesnych Technologii S.A. (hereinafter referred to as the "Remuneration Policy") in the





wording attached hereto. -----

§ 2

The Ordinary General Meeting of the Company, acting on the basis of Article 90d section 7 of the Act, authorizes the Supervisory Board of the Company to specify the elements of the Remuneration Policy.

§ 3

The resolution shall enter into force upon its adoption. -----

The Chairperson stated that in a secret vote 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) valid votes were cast out of 5,854,031 (five million eight hundred and fifty-four thousand thirty-one) shares of the Company, representing 68.87% (sixty-eight and eighty-seven hundredth per cent) of all shares, including:-----

- 5,854,031 (five million eight hundred and fifty-four thousand and thirty-one) were voted for the resolution,-

- 0 (zero) votes were cast against the resolution,-----

- 0 (zero) abstentions were cast,-----

accordingly, the resolution was passed. -----

The Ordinary General Meeting of the Company did not refrain from considering any of the items on the planned agenda.

None of the shareholders present at the meeting objected to the minutes with respect to the resolutions put to vote during the Ordinary General Meeting of Shareholders.

Due to the adoption by the OGM of resolutions No. 6 and No. 7, the draft resolution on the distribution of profit (for the payment of dividends) was not put to a vote as it was not subject to subject matter.

Legal basis: § 19 section 1 item 6, item 7, item 8 and item 9 of the Regulation of the Minister of Finance of 29 March 2018 on current and periodic information to be published by issuers of securities and conditions for recognising as equivalent information required by the laws of a non-member state (Journal of Laws of 2018, item 757).

