

**DRAFT RESOLUTIONS
OF THE ORDINARY GENERAL MEETING
OF THE COMPANY AUTOSTRADA WIELKOPOLSKA II S.A.
ON 16 JUNE 2021**

**Resolution No. 1/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A., acting pursuant to art. 393 sec. 1 of the Commercial Companies Code and Art. 16.16 a) of the Company Statutes, hereby resolves as follows:

"The Management Board report on the Company's activity for the period from 1 January 2020 until 31 December 2020 is hereby approved."

**Resolution No. 2/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A., acting pursuant to Art. 16.16 a) of the Company Statutes and art. 53 sec. 1 of the Accounting Act dated September 29, 1994 hereby resolves as follows:

"The Company's financial statements are hereby approved, including:

- the balance sheet of the Company as at 31 December 2020 with total assets and liabilities amounting to PLN 5.988.572.543,55,
- the profit and loss account for the period from 1 January 2020 until 31 December 2020 showing a net profit of PLN 137.770.023,45,
- the cash flow statement for the period from 1 January 2020 until 31 December 2020,
- the notes to the financial statements."

**Resolution No. 3/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A. hereby resolves as follows:

"The Supervisory Board report on the results of the audit of the financial statements, the Management Board report and the Management Board proposal to distribute the profit for the year 2020 is hereby approved."

**Resolution No. 4/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A., acting pursuant to Art. 16.16 c) of the Company Statutes hereby resolves as follows:

"The General Meeting hereby acknowledges the fulfillment of duties in the year 2020 by Mr. Sebastian Joachimiak, Member of the Management Board of the Company Autostrada Wielkopolska II S.A. "

**Resolution No. 5/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A., acting pursuant to Art16.16.c) of the Company Statutes, hereby resolves as follows:

"The General Meeting hereby acknowledges the fulfillment of duties in the year 2020 by Mr. Krzysztof Andrzejewski, Member of the Management Board of the Company Autostrada Wielkopolska II S.A."

**Resolution No. 6/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A., acting pursuant to Art. 16.16 c) of the Company Statutes, hereby resolves as follows:

"The General Meeting hereby acknowledges the fulfillment of duties in the year 2020 by Mr. Sebastian Kulczyk, Chairman of the Supervisory Board of the Company Autostrada Wielkopolska II S.A."

**Resolution No. 7/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A., acting pursuant to Art. 16.16 c) of the Company Statutes, hereby resolves as follows:

"The General Meeting hereby acknowledges the fulfillment of duties in the year 2020 by Mr. Thierry Déau, Member of the Supervisory Board of the Company Autostrada Wielkopolska II S.A."

**Resolution No. 8/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A., acting pursuant to Art. 16.16 c) of the Company Statutes, hereby resolves as follows:

"The General Meeting hereby acknowledges the fulfillment of duties in the year 2020 by Ms. Natasha Mol-Knechtel, Member of the Supervisory Board of the Company Autostrada Wielkopolska II S.A."

**Resolution No. 9/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A., acting pursuant to Art. 16.16 c) of the Company Statutes, hereby resolves as follows:

"The General Meeting hereby acknowledges the fulfillment of duties in the year 2020 by Mr. Mariusz Nowak, Member of the Supervisory Board of the Company Autostrada Wielkopolska II S.A."

**Resolution No. 10/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A., acting pursuant to Art. 16.16 c) of the Company Statutes, hereby resolves as follows:

"The General Meeting hereby acknowledges the fulfillment of duties in the year 2020 by Mr. Łukasz Rędziniak, Member of the Supervisory Board of the Company Autostrada Wielkopolska II S.A."

**Resolution No. 11/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A., acting pursuant to Art. 16.16 c) of the Company Statutes, hereby resolves as follows:

"The General Meeting hereby acknowledges the fulfillment of duties in the year 2020 by Mr. Marco Rosso, Member of the Supervisory Board of the Company Autostrada Wielkopolska II S.A."

**Resolution No. 12/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A., acting pursuant to Art. 16.16 c) of the Company Statutes, hereby resolves as follows:

"The General Meeting hereby acknowledges the fulfillment of duties in the year 2020 by Mr. Wolfgang Zechmeister, Member of the Supervisory Board of the Company Autostrada Wielkopolska II S.A."

**Resolution No. 13/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

- (a) Acting pursuant to art. 395 § 2 item 1 in conjunction with Art. 396 of the Commercial Companies Code and pursuant to § 12 and § 18 item 18.1 of the Company Statutes, the General Meeting hereby resolves, as follows:
- (i) that part of the profit for the financial year 2020 amounting to PLN 137.770.023,45 in the amount of PLN 75.025.700,00 be appropriated for the dividend distribution to the Company shareholders,
 - (ii) that the retained profit for the financial year 2020 in the amount of PLN 62.744.323,45 be not appropriated, this meaning that it shall not be allocated to the reserve capital or the statutory reserve.
- (b) The dividend per share be PLN 35,50.
- (c) The right to dividend accrues to those shareholders who are eligible for Company shares on the day this resolution is passed.
- (d) The dividend payment date shall be 30 June 2021.

**Resolution No. 14/2021
of the e-Ordinary General Meeting
of Autostrada Wielkopolska II S.A.
dated 16 June 2021**

The Ordinary General Meeting of Autostrada Wielkopolska II S.A. acting pursuant to § 16 item 16.9 of the Company Statutes:

- 1) repeals the Regulations of General Meetings of the Company Autostrada Wielkopolska II S.A. in their current wording, adopted by a resolution of the General Meeting of 28 September 2009,
- 2) adopts the Regulations of the General Meeting of the Company Autostrada Wielkopolska II S.A. in the wording constituting an appendix to this resolution.