

**Draft resolutions for the Extraordinary General Meeting of  
Asseco Poland Spółka Akcyjna on November 4, 2025**

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**RESOLUTION No. 1**

**Extraordinary General Meeting of  
Asseco Poland Spółka Akcyjna  
dated November 4, 2025**

**on: election of the Chair of the Extraordinary General Meeting**

**§1**

The Extraordinary General Meeting of Shareholders of Asseco Poland S.A. seated in Rzeszów, acting pursuant to Art. 409 § 1 of the Commercial Companies Code and § 2 section 2 of the Regulations of the General Meeting of Asseco Poland S.A., decides to elect Mr./Ms. ....  
..... as the Chair of the Extraordinary General Meeting

**§2**

The resolution comes into force upon adoption.

***Justification for the draft resolution on the election of the Chair of the Extraordinary General Meeting***

*According to Art. 409 § 1 of the Commercial Companies Code, a chair is elected from among the persons entitled to participate in the general meeting. In addition, according to § 2 section 1 and 2 of the Regulations of the General Meeting of Asseco Poland S.A., the session of the General Meeting shall be opened by the Chair of the Supervisory Board or the Vice Chair. In their absence, the General Meeting is opened by the President of the Management Board or a person designated by the Management Board. After that, the opening speaker orders the election of the Chair of the General Meeting from among all participants.*

*In view of the above, the Management Board submits a draft of this resolution for consideration at the Extraordinary General Meeting.*

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**RESOLUTION No. 2**

**Extraordinary General Meeting of**

**Asseco Poland Spółka Akcyjna**

**dated November 4, 2025**

**on: election of the Returning Committee**

§1

The Extraordinary General Meeting of Shareholders of Asseco Poland S.A. seated in Rzeszów, acting pursuant to § 8 section 1 of the Regulations of the General Meeting of Asseco Poland S.A., elects a Returning Committee composed of:

- ..... - Committee Chair,
- ..... - Committee member,
- ..... - Committee member.

§2

The resolution comes into force upon adoption.

***Justification for the draft resolution on the election of the Returning Committee***

*In accordance with § 8 section 1 of the Regulations of the General Meeting of Shareholders of Asseco Poland S.A., the Chair of the General Meeting may order the election of a 3-person Returning Committee, whose task is, among other things, to supervise the proper conduct of voting and inform the Chair of the results. The selection is made from among the candidates proposed by the Chair and participants. The Returning Committee elects a Chair from among its members, who directs its work.*

*In view of the above, the Management Board submits a draft of this resolution for consideration at the Extraordinary General Meeting*

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**RESOLUTION No. 3**  
**Extraordinary General Meeting of**  
**Asseco Poland Spółka Akcyjna**  
**dated November 4, 2025**  
**on: adoption of the agenda**

§1

The Extraordinary General Meeting of Shareholders of Asseco Poland S.A. seated in Rzeszów, acting pursuant to § 9 section 6 of the Regulations of the General Meeting of Asseco Poland S.A., decides to adopt the agenda as follows:

1. Opening of the meeting and election of the Chair of the Extraordinary General Meeting.
2. Determination of the correctness of the convening of the Extraordinary General Meeting and its capacity to adopt resolutions.
3. Election of the Returning Committee.
4. Adoption of the agenda.
5. Adoption of resolutions to amend the Company's Articles of Association.
6. Adoption of resolutions on changes in the composition of the Supervisory Board.
7. Closing the meeting.

§2

The resolution comes into force upon adoption.

***Justification for the draft resolution on the adoption of the agenda***

*The General Meeting deliberates in accordance with the adopted agenda. The agenda contained in the draft resolution was proposed by the Company's Management Board. According to Art. 404 § 1 of the Commercial Companies Code, no resolution may be adopted on matters not included in the agenda, unless the entire share capital is represented at the General Meeting and no one present has objected to the adoption of the resolution.*

*The draft resolution is the result of the Company Management Board's implementation of a joint request by shareholders TSS Europe B.V. and Adam Góral Fundacja Rodzinna (Adam Góral Family Foundation), acting as parties to the Shareholders' Agreement entered into on February 3, 2025, which the Company announced by providing a description of the material provisions of the Shareholders' Agreement entered into in Regulatory Filing No. 3/2025 dated February 3, 2025.*

*In view of the above, the Management Board submits a draft of this resolution for consideration at the Extraordinary General Meeting.*

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**RESOLUTION No. 4**

**Extraordinary General Meeting of**

**Asseco Poland Spółka Akcyjna**

**dated November 4, 2025**

**on: changes in the Articles of Association of the Company**

**§1**

The Extraordinary General Meeting of Shareholders of Asseco Poland S.A. seated in Rzeszów, acting pursuant to Art. 430 § 1 of the Commercial Companies Code and § 12 section 4 item (8) of the Company's Articles of Association, resolves to amend the Company's Articles of Association as follows:

**§ 13 section 7 in its current wording:**

"Resolutions of the Supervisory Board shall be adopted by a simple majority of votes, unless the law provides for stricter conditions for adopting resolutions. If the vote remains inconclusive, the vote of the Chair of the Supervisory Board is decisive, and if he/she is absent - the vote of the Chair of the meeting."

**receives the following new wording:**

"Resolutions of the Supervisory Board shall be adopted by a simple majority of votes, unless the law provides for stricter conditions for passing resolutions."

**§2**

The Extraordinary General Meeting of Shareholders of Asseco Poland S.A. seated in Rzeszów authorizes the Supervisory Board to determine the consolidated text of the Company's Articles of Association, taking into account the amendments covered by this Resolution.

**§3**

The resolution comes into force on the date of adoption with effect from the date of registration in the National Court Register.

***Justification for the draft resolution on amendments to the Articles of Association of the Company***

*According to Art. 430 § 1 and § 5 of the Commercial Companies Code and § 12 section 4 item (8) of the Company's Articles of Association - amendment of the Company's Articles of Association requires a resolution of the general meeting and entry in the register of entrepreneurs.*

*The draft resolution is the result of the Company Management Board's implementation of a joint request by shareholders TSS Europe B.V. and Adam Góral Fundacja Rodzinna (Adam Góral Family Foundation), acting as parties to the Shareholders' Agreement entered into on February 3, 2025, which the Company announced by providing a description of the material provisions of the Shareholders' Agreement entered into in Regulatory Filing No. 3/2025 dated February 3, 2025.*

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*In view of the above, the Management Board submits a draft of this resolution for consideration at the Extraordinary General Meeting.*

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**RESOLUTION No. 5**

**Extraordinary General Meeting of**

**Asseco Poland Spółka Akcyjna**

**dated November 4, 2025**

**on: changes in the Articles of Association of the Company**

**§1**

The Extraordinary General Meeting of Shareholders of Asseco Poland S.A. seated in Rzeszów, acting pursuant to Art. 430 § 1 of the Commercial Companies Code and § 12 section 4 item (8) of the Company's Articles of Association, resolves to amend the Company's Articles of Association as follows:

**1) In § 13 section 11, point (11) is added to read as follows:**

"(11) giving the Management Board approval to make an advance payment on the dividend expected at the end of the fiscal year."

**2) In § 15, section 5 is added to read as follows:**

„5. The Management Board may, with the approval of the Supervisory Board, make advance payments on the dividends expected at the end of the fiscal year."

**§2**

The Extraordinary General Meeting of Shareholders of Asseco Poland S.A. seated in Rzeszów authorizes the Supervisory Board to determine the consolidated text of the Company's Articles of Association, taking into account the amendments covered by this Resolution.

**§3**

The resolution comes into force on the date of adoption with effect from the date of registration in the National Court Register.

***Justification for the draft resolution on amendments to the Articles of Association of the Company***

*The proposed addition of item (11) in § 13 section 11 and section 5 in § 15 of the Company's Articles of Association concerns the intention to amend and adjust the Company's Articles of Association to provide for the possibility and authorization for the Company's Management Board to make advance payments to shareholders of anticipated dividends at the end of the fiscal year, in accordance with the disposition and conditions provided for by Art. 349 of the Commercial Companies Code. According to Art. 430 § 1 and § 5 of the Commercial Companies Code and § 12 section 4 item (8) of the Company's Articles of Association - amendment of the Company's Articles of Association requires a resolution of the general meeting and entry in the register of entrepreneurs.*

*The draft resolution is the result of the Company Management Board's implementation of a joint request by shareholders TSS Europe B.V. and Adam Góral Fundacja Rodzinna (Adam Góral Family Foundation), acting as parties to the Shareholders' Agreement entered into on February 3, 2025, which the Company announced by providing a description of the material provisions of the Shareholders' Agreement entered into in Regulatory Filing No. 3/2025 dated February 3, 2025.*

*In view of the above, the Management Board submits a draft of this resolution for consideration at the Extraordinary General Meeting.*

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**RESOLUTION No. 6**  
**Extraordinary General Meeting of**  
**Asseco Poland Spółka Akcyjna**  
**dated November 4, 2025**

**on: dismissal of a Member of the Supervisory Board of Asseco Poland S.A. of the current term covering the years 2022-2026**

**§1**

The Extraordinary General Meeting of Shareholders of Asseco Poland S.A. seated in Rzeszów (hereinafter referred to as the "Company"), acting pursuant to the provisions of Art. 385 § 1 of the Commercial Companies Code and § 13 section 3 of the Company's Articles of Association, decides to dismiss Mr./Ms. .... from the Supervisory Board of the Company.

**§2**

The resolution comes into force on the date of adoption.

***Justification to the draft resolution on dismissal of a Member of the Supervisory Board of Asseco Poland S.A. of the current term covering the years 2022-2026***

*According to Art. 385 § 1 of the Commercial Companies Code and § 13 section 3 of the Company's Articles of Association, removal of a member of the Supervisory Board requires a resolution of the general meeting.*

*The draft resolution is the result of the Company Management Board's implementation of a joint request by shareholders TSS Europe B.V. and Adam Góral Fundacja Rodzinna (Adam Góral Family Foundation), acting as parties to the Shareholders' Agreement entered into on February 3, 2025, which the Company announced by providing a description of the material provisions of the Shareholders' Agreement entered into in Regulatory Filing No. 3/2025 dated February 3, 2025.*

*The submission of a resolution to a vote and the number of resolutions voted on will depend on the decision of the Shareholders.*

*In view of the above, the Management Board submits a draft of this resolution for consideration at the Extraordinary General Meeting.*

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**RESOLUTION No. 7**

**Extraordinary General Meeting of  
Asseco Poland Spółka Akcyjna  
dated November 4, 2025**

**on: appointment of a Member of the Supervisory Board of Asseco Poland S.A. of the current term covering the years 2022-2026**

§1

The Extraordinary General Meeting of Shareholders of Asseco Poland S.A. seated in Rzeszów (hereinafter referred to as the "Company"), acting pursuant to Art. 385 § 1 and Art. 369 § 1 in conjunction with Art. 386 § 2 of the Commercial Companies Code and § 13 section 2 and 3 of the Company's Articles of Association decides to appoint Mr./Ms. .... to the Supervisory Board of the Company - to serve as a member of the Supervisory Board.

A member of the Supervisory Board is appointed to the Supervisory Board for a joint five-year term covering 2022-2026.

§2

The resolution comes into force as of the date of adoption.

***Justification for the draft resolution on appointment of a Member of the Supervisory Board of Asseco Poland S.A. of the current term covering the years 2022-2026***

*According to Art. 385 § 1 and Art. 369 § 1 in conjunction with Art. 386 § 2 of the Commercial Companies Code, and in conjunction with § 13 section 3 of the Company's Articles of Association, the appointment of a member of the Supervisory Board requires a resolution of the general meeting.*

*The draft resolution is the result of the Company Management Board's implementation of a joint request by shareholders TSS Europe B.V. and Adam Góral Fundacja Rodzinna (Adam Góral Family Foundation), acting as parties to the Shareholders' Agreement entered into on February 3, 2025, which the Company announced by providing a description of the material provisions of the Shareholders' Agreement entered into in Regulatory Filing No. 3/2025 dated February 3, 2025.*

*The number of resolutions voted on will depend on the decision of the Shareholders.*

*In view of the above, the Management Board submits a draft of this resolution for consideration at the Extraordinary General Meeting.*