

Form enabling the exercise of voting rights by a proxy

Shareholder:

(First name and surname, company name)

(Residential address, registered office)

(Identity document number – applicable to natural persons)

(PESEL number, KRS number)

(Tax Identification Number – NIP)

(Number of shares held)

(Email address, telephone number)

I hereby appoint as my proxy Mr./Ms./Entity:

(First name and Surname, company name)

(Residential address, registered office)

(Identity document number – applicable to natural persons)

(KRS number / Tax Identification Number – NIP)

(Email address, telephone number)

to participate in and exercise voting rights attached to shares held by me in CPD Spółka Akcyjna with its registered office in Warsaw (the "Company") at the Extraordinary General Meeting of the Company convened for 19 March 2026 at 11:00 a.m.

The power of attorney is valid until the close of the General Meeting.

Does this power of attorney authorize the granting of sub-proxies? YES / NO (underline as appropriate)

(Shareholder's Signature) (Date) _____

ADDITIONAL INFORMATION

A shareholder who is a natural person may participate in the Extraordinary General Meeting and exercise voting rights in person or through a proxy. A shareholder who is not a natural person may participate in the Extraordinary General Meeting and exercise voting rights through the person(s) authorized to submit declarations of intent on its behalf or through a proxy. The proxy shall exercise all rights of the Shareholder at the Extraordinary General Meeting, unless otherwise specified in the power of attorney. The proxy may grant a sub-proxy if this follows from the content of the power of attorney.

A proxy may represent more than one Shareholder and vote differently in respect of shares held by each Shareholder. A Shareholder holding shares registered in an omnibus account may appoint separate proxies to exercise rights attached to shares registered in that account. A Shareholder holding shares registered in more than one securities account may appoint separate proxies to exercise rights attached to shares registered in each account.

A power of attorney to participate in the Extraordinary General Meeting and exercise voting rights must be granted in writing or in electronic form. A power of attorney granted in electronic form does not require a qualified electronic

signature. The form serving as a proxy template and the form to be used during voting by proxy are available from the date of publication of this notice on the Company's website at www.cpdsa.pl, in the General Meeting section. Use of these forms is not mandatory. The Company must be notified of the grant of a power of attorney in electronic form using electronic means of communication, in the form of information sent to shareholders@cpdsa.pl, within a timeframe that enables verification of the identity and authority of the Shareholder and the proxy, taking all reasonable steps to ensure effective verification of the validity of the power of attorney. For this purpose, the power of attorney should be sent in PDF format. The notification of the grant of a power of attorney should contain precise identification of the proxy and the principal (stating first name, surname, series and number of identity document/passport, PESEL number, place of residence – in respect of natural persons, and company name, registered office, address, KRS number or other register number, registration court or other registration authority, NIP – in respect of legal persons or other organizational units). In addition, telephone numbers and email addresses of the Shareholder and the proxy should be provided, so that the Company can contact the Shareholder and the proxy. The notification of the grant of a power of attorney should also include the number of shares from which voting rights will be exercised, as well as the date and name of the General Meeting at which these rights will be exercised, and specify whether the power of attorney is valid only for the day of the opening of the General Meeting or until its actual closure. Together with the notification of the grant of a power of attorney in electronic form, the Shareholder should send in PDF format a scan of an identity document, passport or other official document enabling identification of the Shareholder as the principal and of the appointed proxy. Where a power of attorney is granted by a legal person or organizational unit, the Shareholder as principal should send an extract from the relevant register or a scan thereof, in which the principal is registered, or another document confirming the authorization of the natural person(s) granting the power of attorney to represent the Shareholder.

The Company may take appropriate steps to identify the Shareholder and the proxy. Verification may consist, in particular, of return correspondence in electronic form or a telephone call directed to the Shareholder or the proxy in order to confirm the fact and scope of the power of attorney. The Company reserves that failure to respond to questions asked during the verification process shall be treated as the impossibility of verifying the grant of the power of attorney and shall constitute grounds for refusing the proxy access to the Extraordinary General Meeting. The rules regarding notification of the grant of a power of attorney also apply in the case of notifying the Company of the revocation of a power of attorney. Notification of the grant or revocation of a power of attorney without complying with the requirements set out above shall have no legal effect against the Company. The choice of the method of appointing a proxy rests with the Shareholder and the Company shall bear no liability for errors in completing the forms or for actions of persons using powers of attorney. Sending the above-mentioned documents electronically does not release the proxy from the obligation to present, upon signing the attendance list of persons entitled to participate in the Extraordinary General Meeting, documents serving to identify the proxy. Upon arrival at the Meeting, and before signing the attendance list, the proxy should present the power of attorney document or a printout of the power of attorney granted in electronic form, as well as a document enabling identification of the proxy. The person or persons granting the power of attorney on behalf of a shareholder who is not a natural person should be listed as authorized to represent the shareholder in a current extract from the relevant register, submitted in the original or a copy certified as a true copy by a notary.

The Company does not require that the power of attorney be granted on this form.

**Resolution No. 1
of the Extraordinary General Meeting
of CPD Spółka Akcyjna with its registered office in Warsaw
of 19 March 2026
concerning the election of the Chairperson of the Extraordinary General Meeting**

§1

Acting pursuant to Article 409 § 1 of the Commercial Companies Code, the Extraordinary General Meeting of the Company elects Ms./Mr. (●) as Chairperson of the Extraordinary General Meeting.

§2

The Resolution enters into force upon its adoption.

Voting instruction:

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"FOR"	"AGAINST"	"ABSTAIN"	DEMAND FOR OBJECTION	AT PROXY'S DISCRETION
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Resolution No. 2
of the Extraordinary General Meeting
of CPD Spółka Akcyjna with its registered office in Warsaw
of 19 March 2026
concerning the election of the Counting Committee

§1

The Extraordinary General Meeting of the Company hereby waives the appointment of a Counting Committee.

§2

The Resolution enters into force upon its adoption.

Voting instruction:

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"FOR"	"AGAINST"	"ABSTAIN"	DEMAND FOR OBJECTION	AT PROXY'S DISCRETION

Resolution No. 3
of the Extraordinary General Meeting
of CPD Spółka Akcyjna with its registered office in Warsaw
of 19 March 2026
concerning the adoption of the agenda

§1

The Extraordinary General Meeting of the Company hereby adopts the following agenda:

- 1) Opening of the General Meeting.
- 2) Election of the Chairperson of the General Meeting.
- 3) Confirmation of the due convening of the General Meeting and its ability to adopt resolutions.
- 4) Adoption of a resolution on the election of the Counting Committee.
- 5) Adoption of the agenda of the General Meeting.
- 6) Adoption of resolutions on:
 - a) increase of the Company's share capital through the issuance of ordinary bearer shares by way of a closed subscription, i.e., with the pre-emptive rights of the current shareholders of the Company preserved, and amendment of the Company's Articles of Association (proposed pre-emptive rights date: 31 March 2026).
 - b) increase of the Company's share capital through the issuance of ordinary bearer shares of series G, exclusion of the existing shareholders' pre-emptive rights in full in respect of all issued shares of series G, and amendment of the Company's Articles of Association.
 - c) increase of the Company's share capital through the issuance of ordinary bearer shares of series H, exclusion of the existing shareholders' pre-emptive rights in full in respect of all issued shares of series H, and amendment of the Company's Articles of Association.
 - d) increase of the Company's share capital through the issuance of ordinary bearer shares of series I, exclusion of the existing shareholders' pre-emptive rights in full in respect of all issued shares of series I, and amendment of the Company's Articles of Association.
 - e) amendment of the Company's Articles of Association and authorization of the Management Board to increase the share capital within the authorized capital, as well as authorization of the Management Board to exclude shareholders' pre-emptive rights in respect of issued shares.
 - f) introduction of the Incentive Programme for the years 2026–2028.

g) issuance of subscription warrants with the exclusion of the pre-emptive rights of existing shareholders, entitling holders to subscribe for ordinary bearer shares, and conditional increase of the share capital through the issuance of ordinary bearer shares, with the exclusion of the existing shareholders' pre-emptive rights, and amendment of the Company's Articles of Association.

h) changes to the composition of the Supervisory Board.

7) Closure of the General Meeting.

§2

The Resolution enters into force upon its adoption.

Voting instruction:

* 				
"FOR"	"AGAINST"	"ABSTAIN"	DEMAND FOR OBJECTION	AT PROXY'S DISCRETION

**Resolution No. 4
of the Extraordinary General Meeting
of CPD Spółka Akcyjna with its registered office in Warsaw
of 19 March 2026**

concerning the increase of the Company's share capital through the issuance of ordinary bearer shares by way of a closed subscription, i.e., with the pre-emptive rights of the current shareholders of the Company preserved, and the amendment of the Company's Articles of Association

The Extraordinary General Meeting of the Company, acting pursuant to Articles 430 § 1, 431 § 1, 431 § 2 item 2), 432 § 1 and § 2, 433 § 1 and 436 § 1 to 4 of the Commercial Companies Code ("CCC"), hereby resolves as follows:

§ 1

1. The Company's share capital is increased by an amount not exceeding PLN 1,036,455.70 (one million thirty-six thousand four hundred and fifty-five zlotys and seventy groszy) through the issuance of not more than 10,364,557 (ten million three hundred and sixty-four thousand five hundred and fifty-seven) ordinary bearer shares of series F with a nominal value of PLN 0.10 each ("Series F Shares").
2. The issue price of the Series F Shares is set at PLN 0.50 (in words: fifty groszy).
3. Series F Shares may only be paid up in cash.
4. Series F Shares shall be offered by way of a closed subscription as referred to in Article 431 § 2 item 2) CCC, conducted as a public offering of securities within the meaning of Article 2(d) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC ("Regulation 2017/1129"), to which Article 1(4)(db) of Regulation 2017/1129 applies, i.e., a public offering of securities to which the obligation to publish a prospectus does not apply, provided that the document referred to in Article 1(4)(db)(iii) of Regulation 2017/1129 is submitted to the competent authority and made available to the public.
5. 31 March 2026 is set as the pre-emptive rights date for the Series F Shares (the "Pre-emptive Rights Date").
6. Shareholders of the Company holding shares of the Company at the end of the Pre-emptive Rights Date shall have pre-emptive rights to subscribe for Series F Shares, whereby for every 1 (one) share of the Company held at the end of the Pre-emptive Rights Date, a shareholder shall be entitled to 1 (one) pre-emptive right ("Pre-emptive Right"), and 1 (one) pre-emptive right entitles the holder to subscribe for 1 (one) Series F Share.
7. Shareholders of the Company who hold Pre-emptive Rights may submit an additional application for Series F Shares during the period of exercise of Pre-emptive Rights, in the event that other shareholders of the Company fail to exercise their Pre-emptive Rights. Series F Shares covered by additional applications shall be allocated to shareholders of the Company in proportion to the additional applications submitted by them.
8. The remaining Series F Shares not subscribed for in the manner set out in paragraphs 6 and 7 above shall be allocated by the Management Board at its discretion to persons selected by the Management Board (i.e., shareholders or persons outside the shareholder group of the Company), in accordance with Article 436 § 4 CCC, but at a price not lower than the issue price set in paragraph 2.

9. The period within which it will be possible to exercise Pre-emptive Rights shall be indicated in the announcement of the offer of Series F Shares (as referred to in Article 434 § 1 CCC) and in the relevant offering document relating to Series F Shares, if prepared by the Company.

10. Series F Shares shall participate in dividend on the following terms:

(a) Series F Shares entered for the first time in a securities account no later than on the dividend date established in a resolution of the Company's General Meeting shall participate in the dividend for the previous financial year immediately preceding the financial year in which those Shares were entered for the first time in a securities account.

(b) Series F Shares entered for the first time in a securities account after the dividend date established in a resolution of the Company's General Meeting shall participate in the dividend for the financial year in which those Shares were entered for the first time in a securities account.

§ 2

The Management Board of the Company is authorized to take all actions related to the increase of the share capital through the issuance of Series F Shares, including to:

(a) determine the detailed terms of the public offering of Series F Shares, in particular the opening and closing dates of the subscription for Series F Shares, the detailed rules for the distribution of Series F Shares, the detailed rules for the exercise of pre-emptive rights, including the submission of applications for Series F Shares, and the detailed rules for the allocation of Series F Shares;

(b) carry out the allocation of Series F Shares and all other related actions;

(c) submit a statement on the amount of the subscribed share capital of the Company in connection with the issuance of Series F Shares pursuant to Article 310 § 2 in conjunction with Article 431 § 7 of the Commercial Companies Code; and

(d) take all factual and legal steps necessary to register Series F Shares in the securities depository maintained by the National Depository for Securities in Warsaw S.A. and to introduce Series F Shares to trading on the regulated market operated by the Warsaw Stock Exchange S.A.

§ 3

§ 4 paragraph 1 of the Company's Articles of Association is amended to read as follows:

"The share capital of the Company amounts to not more than PLN 2,072,911.40 (two million seventy-two thousand nine hundred and eleven zlotys and forty groszy) and is divided into not more than 20,729,114 (twenty million seven hundred and twenty-nine thousand one hundred and fourteen) shares with a nominal value of PLN 0.10 (ten groszy) each, including:

a) 4,483,093 (four million four hundred and eighty-three thousand and ninety-three) ordinary bearer shares of series AA.

b) 890,000 (eight hundred and ninety thousand) ordinary bearer shares of series B.

c) 3,971,464 (three million nine hundred and seventy-one thousand four hundred and sixty-four) ordinary bearer shares of series C.

d) 1,020,000 (one million and twenty thousand) ordinary bearer shares of series E.

e) not more than 10,364,557 (ten million three hundred and sixty-four thousand five hundred and fifty-seven) ordinary bearer shares of series F."

§ 4

The Supervisory Board of the Company is authorized to adopt a consolidated text of the Articles of Association of the Company incorporating the amendments referred to in this Resolution.

§ 5

This Resolution enters into force upon its adoption.

Voting instruction:

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"FOR"	"AGAINST"	"ABSTAIN"	DEMAND FOR OBJECTION	AT PROXY'S DISCRETION

**Resolution No. 5
of the Extraordinary General Meeting
of CPD Spółka Akcyjna with its registered office in Warsaw
of 19 March 2026**

concerning the increase of the Company's share capital through the issuance of ordinary bearer shares of series G, the exclusion of the existing shareholders' pre-emptive rights in full in respect of all issued shares of series G, and the amendment of the Company's Articles of Association

The Extraordinary General Meeting of the Company, acting pursuant to Articles 431 and 433 of the Commercial Companies Code ("CCC"), hereby resolves as follows:

§ 1

1. The Company's share capital is increased by an amount not exceeding PLN 80,000.00 (eighty thousand zlotys) through the issuance of not more than 800,000 (eight hundred thousand) ordinary bearer shares of series G with a nominal value of PLN 0.10 each ("Series G Shares").
2. Series G Shares shall be offered by way of a private subscription as referred to in Article 431 § 2 item 1) CCC, as part of a public offering within the meaning of Article 2(d) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC ("Regulation 2017/1129"), conducted in the Republic of Poland.
3. The offer of Series G Shares shall be addressed to fewer than 150 natural or legal persons other than qualified investors, taking into account other offers of shares of the Company made during the preceding 12 months. Accordingly, pursuant to Article 1(4)(b) of Regulation 2017/1129, the public offering of Series G Shares is not subject to the obligation to prepare a prospectus, information memorandum or other offering document.
4. The Management Board of the Company is authorized to determine the issue price of Series G Shares. Determination of the issue price of Series G Shares requires the approval of the Company's Supervisory Board expressed in the form of a resolution.
5. Series G Shares shall participate in dividend on the following terms:
 - (a) Series G Shares entered for the first time in a securities account no later than on the dividend date established in a resolution of the Company's General Meeting shall participate in the dividend for the previous financial year immediately preceding the financial year in which those Shares were entered for the first time in a securities account.
 - (b) Series G Shares entered for the first time in a securities account after the dividend date established in a resolution of the Company's General Meeting shall participate in the dividend for the financial year in which those Shares were entered for the first time in a securities account.
6. Series G Shares may only be paid up in cash.
7. The share subscription agreement for Series G Shares shall be concluded promptly, but no later than within 6 months from the date of adoption of this Resolution.

§ 2

1. In the interest of the Company, the pre-emptive rights of all existing shareholders of the Company in respect of all Series G Shares are excluded in full.
2. The written opinion of the Management Board of the Company justifying the reasons for the full exclusion of the pre-emptive rights of all existing shareholders of the Company in respect of all Series G Shares and the proposed issue price of Series G Shares constitutes Annex No. 1 to this Resolution.

§ 3

The Management Board of the Company is authorized to take all actions related to the increase of the share capital through the issuance of Series G Shares, including to:

- (a) submit to investors selected by the Management Board an offer to subscribe for Series G Shares by way of private subscription, as well as to take all other actions related to the private subscription;
- (b) enter into share subscription agreements for Series G Shares with investors; and
- (c) submit a statement on the amount of the subscribed share capital of the Company in connection with the issuance of Series G Shares pursuant to Article 310 § 2 in conjunction with Article 431 § 7 of the Commercial Companies Code; and
- (d) take all factual and legal steps necessary to register Series G Shares in the securities depository maintained by the National Depository for Securities in Warsaw S.A. and to introduce Series G Shares to trading on the regulated market operated by the Warsaw Stock Exchange S.A.

§ 4

§ 4 paragraph 1 of the Company's Articles of Association is amended to read as follows (taking into account Resolution No. 4 adopted by today's Extraordinary General Meeting of the Company):

"The share capital of the Company amounts to not more than PLN 2,152,911.40 (two million one hundred and fifty-two thousand nine hundred and eleven zlotys and forty groszy) and is divided into not more than 21,529,114 (twenty-one million five hundred and twenty-nine thousand one hundred and fourteen) shares with a nominal value of PLN 0.10 (ten groszy) each, including:

- a) 4,483,093 (four million four hundred and eighty-three thousand and ninety-three) ordinary bearer shares of series AA.
- b) 890,000 (eight hundred and ninety thousand) ordinary bearer shares of series B.
- c) 3,971,464 (three million nine hundred and seventy-one thousand four hundred and sixty-four) ordinary bearer shares of series C.
- d) 1,020,000 (one million and twenty thousand) ordinary bearer shares of series E.
- e) not more than 10,364,557 (ten million three hundred and sixty-four thousand five hundred and fifty-seven) ordinary bearer shares of series F.
- f) not more than 800,000 (eight hundred thousand) ordinary bearer shares of series G."

§ 5

The Supervisory Board of the Company is authorized to adopt a consolidated text of the Articles of Association of the Company incorporating the amendments referred to in this Resolution.

§ 6

This Resolution enters into force upon its adoption.

Voting instruction:

* 				
"FOR"	"AGAINST"	"ABSTAIN"	DEMAND FOR OBJECTION	AT PROXY'S DISCRETION

**Resolution No. 6
of the Extraordinary General Meeting
of CPD Spółka Akcyjna with its registered office in Warsaw
of 19 March 2026**

concerning the increase of the Company's share capital through the issuance of ordinary bearer shares of series H, the exclusion of the existing shareholders' pre-emptive rights in full in respect of all issued shares of series H, and the amendment of the Company's Articles of Association

The Extraordinary General Meeting of the Company, acting pursuant to Articles 431 and 433 of the Commercial Companies Code ("CCC"), hereby resolves as follows:

§ 1

1. The Company's share capital is increased by an amount not exceeding PLN 798,000.00 (seven hundred and ninety-eight thousand zlotys) through the issuance of not more than 7,980,000 ordinary bearer shares of series H with a nominal value of PLN 0.10 each ("Series H Shares").
2. Series H Shares shall be offered by way of a private subscription as referred to in Article 431 § 2 item 1) CCC, as part of a public offering within the meaning of Article 2(d) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC ("Regulation 2017/1129"), conducted in the Republic of Poland.
3. The offer of Series H Shares shall be addressed to fewer than 150 natural or legal persons other than qualified investors, taking into account other offers of shares of the Company made during the preceding 12 months. Accordingly, pursuant to Article 1(4)(b) of Regulation 2017/1129, the public offering of the New Issue Shares is not subject to the obligation to prepare a prospectus, information memorandum or other offering document.

4. The Management Board of the Company is authorized to determine the issue price of Series H Shares. Determination of the issue price of Series H Shares requires the approval of the Company's Supervisory Board expressed in the form of a resolution.

5. Series H Shares shall participate in dividend on the following terms:

(a) Series H Shares entered for the first time in a securities account no later than on the dividend date established in a resolution of the Company's General Meeting shall participate in the dividend for the previous financial year immediately preceding the financial year in which those Shares were entered for the first time in a securities account.

(b) Series H Shares entered for the first time in a securities account after the dividend date established in a resolution of the Company's General Meeting shall participate in the dividend for the financial year in which those Shares were entered for the first time in a securities account.

6. Series H Shares may only be paid up in cash.

7. The share subscription agreement for Series H Shares shall be concluded promptly, but no later than within 6 months from the date of adoption of this Resolution.

§ 2

1. In the interest of the Company, the pre-emptive rights of all existing shareholders of the Company in respect of all Series H Shares are excluded in full.

2. The written opinion of the Management Board of the Company justifying the reasons for the full exclusion of the pre-emptive rights of all existing shareholders of the Company in respect of all Series H Shares and the proposed issue price of Series H Shares constitutes Annex No. 1 to this Resolution.

§ 3

The Management Board of the Company is authorized to take all actions related to the increase of the share capital through the issuance of Series H Shares, including to:

(a) submit to investors selected by the Management Board an offer to subscribe for Series H Shares by way of private subscription, as well as to take all other actions related to the private subscription;

(b) enter into share subscription agreements for Series H Shares with investors; and

(c) submit a statement on the amount of the subscribed share capital of the Company in connection with the issuance of Series H Shares pursuant to Article 310 § 2 in conjunction with Article 431 § 7 of the Commercial Companies Code; and

(d) take all factual and legal steps necessary to register Series H Shares in the securities depository maintained by the National Depository for Securities in Warsaw S.A. and to introduce Series H Shares to trading on the regulated market operated by the Warsaw Stock Exchange S.A.

§ 4

§ 4 paragraph 1 of the Company's Articles of Association is amended to read as follows (taking into account Resolutions No. 4 and 5 adopted by today's Extraordinary General Meeting of the Company):

"The share capital of the Company amounts to not more than PLN 2,950,911.40 (two million nine hundred and fifty thousand nine hundred and eleven zlotys and forty groszy) and is divided into not more than 29,509,114 (twenty-nine million five hundred and nine thousand one hundred and fourteen) shares with a nominal value of PLN 0.10 (ten groszy) each, including:

a) 4,483,093 (four million four hundred and eighty-three thousand and ninety-three) ordinary bearer shares of series AA.

b) 890,000 (eight hundred and ninety thousand) ordinary bearer shares of series B.

c) 3,971,464 (three million nine hundred and seventy-one thousand four hundred and sixty-four) ordinary bearer shares of series C.

d) 1,020,000 (one million and twenty thousand) ordinary bearer shares of series E.

e) not more than 10,364,557 (ten million three hundred and sixty-four thousand five hundred and fifty-seven) ordinary bearer shares of series F.

f) not more than 800,000 (eight hundred thousand) ordinary bearer shares of series G.

g) not more than 7,980,000 (seven million nine hundred and eighty thousand) ordinary bearer shares of series H."

§ 5

The Supervisory Board of the Company is authorized to adopt a consolidated text of the Articles of Association of the Company incorporating the amendments referred to in this Resolution.

§ 6

This Resolution enters into force upon its adoption.

Voting instruction:

* 				
"FOR"	"AGAINST"	"ABSTAIN"	DEMAND FOR OBJECTION	AT PROXY'S DISCRETION

**Resolution No. 7
of the Extraordinary General Meeting
of CPD Spółka Akcyjna with its registered office in Warsaw
of 19 March 2026**

concerning the increase of the Company's share capital through the issuance of ordinary bearer shares of series I, the exclusion of the existing shareholders' pre-emptive rights in full in respect of all issued shares of series I, and the amendment of the Company's Articles of Association

§ 1

The Extraordinary General Meeting of the Company, acting pursuant to Articles 430, 431 § 1 and § 2 item 1, 432 and 433 § 2 of the Commercial Companies Code ("CCC"), hereby resolves as follows:

1. The Company's share capital is increased by an amount not exceeding PLN 85,600.00 (eighty-five thousand six hundred zlotys).
2. The increase of the Company's share capital referred to in paragraph 1 above shall be effected through the issuance of not more than 856,000 (eight hundred and fifty-six thousand) ordinary bearer shares of series I, with a nominal value of PLN 0.10 (ten groszy) each (hereinafter "Series I Shares").
3. The issue price of each Series I Share shall be PLN 2.00 (two zlotys).
4. Series I Shares shall participate in dividend on the following terms:
 - (a) Series I Shares entered for the first time in a securities account no later than on the dividend date established in a resolution of the Company's General Meeting shall participate in the dividend for the previous financial year immediately preceding the financial year in which those Shares were entered for the first time in a securities account.
 - (b) Series I Shares entered for the first time in a securities account after the dividend date established in a resolution of the Company's General Meeting shall participate in the dividend for the financial year in which those Shares were entered for the first time in a securities account.
5. No special privileges shall be attached to Series I Shares.
6. Series I Shares shall be taken up in exchange for in-kind contributions consisting of shares (hereinafter "OK Contribution Shares") in the company operating under the business name Osiedle Kmicica Spółka z ograniczoną odpowiedzialnością with its registered office in Częstochowa, address: ul. Bór 53/57, 42-200 Częstochowa, entered in the register of entrepreneurs of the National Court Register maintained by the District Court in Częstochowa, 17th Commercial Division of the National Court Register, KRS: 0000926715, NIP: 5732929904, REGON: 520231872 (hereinafter "OK"), in a total number not exceeding 107 (one hundred and seven) with a unit nominal value of PLN 100.00 (one hundred zlotys) and a unit fair value of PLN 17,179.00 (seventeen thousand one hundred and seventy-nine zlotys). The opinion on the fair value of the OK Contribution Shares determined as of 30 September 2025 was prepared on 15 October 2025 by certified auditor Ireneusz Łazarski entered in the register of certified auditors maintained by the National Council of Certified Auditors under number 9601, address: ul. Widok No. 20, apt. 2, 00-023 Warsaw.
7. All Series I Shares shall be offered by way of a private subscription as referred to in Article 431 § 2 item 1) CCC.
8. The Management Board shall offer the subscription for Series I Shares exclusively to the persons indicated in paragraph 9 of this § 1, who are shareholders of Osiedle Kmicica Spółka z ograniczoną odpowiedzialnością with its registered office in Częstochowa.
9. Series I Shares shall be offered to the following persons:
 - 1) Artur Błasik – PESEL: – shall be offered the subscription for 456,000 (four hundred and fifty-six thousand) Series I Shares with a nominal value of PLN 0.10 (ten groszy) each, with a total nominal value of PLN 45,600.00 (forty-five thousand six hundred zlotys) at a total issue price of PLN 912,000.00 (nine hundred and twelve thousand zlotys), in exchange for an in-kind contribution with a total fair value of PLN 979,203.00 (nine hundred and seventy-nine thousand two hundred and three zlotys) consisting of: 57 (fifty-seven) shares in Osiedle Kmicica Spółka z ograniczoną odpowiedzialnością with its registered office in Częstochowa, address: ul. Bór 53/57, 42-200 Częstochowa,

entered in the register of entrepreneurs of the National Court Register maintained by the District Court in Częstochowa, 17th Commercial Division of the National Court Register, KRS: 0000926715, NIP: 5732929904, REGON: 520231872, with a total nominal value of PLN 5,700.00 (five thousand seven hundred zlotys), representing a total of 14.04% (fourteen and four hundredths of a percent) of the share capital.

2) Tomasz Górski – PESEL: – shall be offered the subscription for 400,000 (four hundred thousand) Series I Shares with a nominal value of PLN 0.10 (ten groszy) each, with a total nominal value of PLN 40,000.00 (forty thousand zlotys) at a total issue price of PLN 800,000.00 (eight hundred thousand zlotys), in exchange for an in-kind contribution with a total fair value of PLN 858,950.00 (eight hundred and fifty-eight thousand nine hundred and fifty zlotys) consisting of: 50 (fifty) shares in Osiedle Kmicica Spółka z ograniczoną odpowiedzialnością with its registered office in Częstochowa, address: ul. Bór 53/57, 42-200 Częstochowa, entered in the register of entrepreneurs of the National Court Register maintained by the District Court in Częstochowa, 17th Commercial Division of the National Court Register, KRS: 0000926715, NIP: 5732929904, REGON: 520231872, with a total nominal value of PLN 5,000.00 (five thousand zlotys), representing a total of 12.32% (twelve and thirty-two hundredths of a percent) of the share capital.

10. Contributions for Series I Shares shall be made before the registration of the share capital increase.

11. Share subscription agreements for Series I Shares shall be concluded by 29 May 2026.

12. The report on in-kind contributions made to cover Series I Shares, covering the valuation method applied to the contributions, constituting Annex No. 1 to this Resolution, and the opinion of the certified auditor regarding the determination of the fair value of the in-kind contributions made to cover Series I Shares referred to in Article 312(1) § 1 item 2 of the Commercial Companies Code, justifying the non-submission of the report on in-kind contributions made to cover Series I Shares to review by a certified auditor as referred to in Article 312 of the Commercial Companies Code, are hereby accepted.

13. The excess of the issue price at which Series I Shares are subscribed over their nominal value shall be transferred in full to the Company's supplementary capital.

§ 2

In the interest of the Company, the pre-emptive rights of the existing shareholders in respect of Series I Shares are excluded in full. The opinion of the Management Board regarding the exclusion of pre-emptive rights in respect of Series I Shares, submitted in writing to the General Meeting, a copy of which constitutes Annex No. 2 to this Resolution, is hereby acknowledged.

§ 3

The General Meeting authorizes the Management Board of the Company to take all factual and legal steps necessary for the proper execution of this Resolution in accordance with applicable law, in particular to:

- 1) take all actions aimed at registering Series I Shares in the securities depository.
- 2) take all actions aimed at introducing Series I Shares to trading on the regulated market operated by the Warsaw Stock Exchange S.A.

§ 4

The General Meeting resolves to amend § 4 paragraph 1 of the Company's Articles of Association, which shall read as follows:

"The share capital of the Company amounts to not more than PLN 3,036,511.40 (three million thirty-six thousand five hundred and eleven zlotys and forty groszy) and is divided into not more than 30,365,114 (thirty million three hundred and sixty-five thousand one hundred and fourteen) shares with a nominal value of PLN 0.10 (ten groszy) each, including:

- a) 4,483,093 (four million four hundred and eighty-three thousand and ninety-three) ordinary bearer shares of series AA.
- b) 890,000 (eight hundred and ninety thousand) ordinary bearer shares of series B.
- c) 3,971,464 (three million nine hundred and seventy-one thousand four hundred and sixty-four) ordinary bearer shares of series C.
- d) 1,020,000 (one million and twenty thousand) ordinary bearer shares of series E.
- e) not more than 10,364,557 (ten million three hundred and sixty-four thousand five hundred and fifty-seven) ordinary bearer shares of series F.
- f) not more than 800,000 (eight hundred thousand) ordinary bearer shares of series G.
- g) not more than 7,980,000 (seven million nine hundred and eighty thousand) ordinary bearer shares of series H.
- h) not more than 856,000 (eight hundred and fifty-six thousand) ordinary bearer shares of series I."

§ 5

The Resolution enters into force upon its adoption.

Voting instruction:

* * *				
"FOR"	"AGAINST"	"ABSTAIN"	DEMAND FOR OBJECTION	AT PROXY'S DISCRETION

**Resolution No. 8
of the Extraordinary General Meeting
of CPD Spółka Akcyjna with its registered office in Warsaw
of 19 March 2026**

concerning the amendment of the Company's Articles of Association and the authorization of the Management Board to increase the share capital within the authorized capital, as well as the authorization of the Management Board to exclude shareholders' pre-emptive rights in respect of issued shares

The Extraordinary General Meeting of the Company, acting pursuant to Article 430 in conjunction with Articles 444, 445 and 447 of the Commercial Companies Code, in connection with the almost complete exhaustion of the authorization for the increase of the share capital within the authorized capital as set out in § 4a of the Company's Articles of Association, hereby resolves a new authorization for the Management Board of the Company to increase the share capital within the authorized capital, and accordingly adopts the following:

§ 1

The content of § 4a of the Company's Articles of Association is amended by giving it the following new wording:

"1. The Management Board of the Company is authorized, until 31 December 2028, to increase the Company's share capital within the authorized capital by an amount not exceeding PLN 777,341.00 (seven hundred and seventy-seven thousand three hundred and forty-one zlotys). The Management Board may exercise the authorization referred to in the preceding sentence by making one or more successive increases of the share capital, and shares may be subscribed for both in cash and in-kind contributions (contributions in kind).

2. The Management Board of the Company is authorized, with the consent of the Supervisory Board, to exclude in full or in part the shareholders' pre-emptive rights in respect of shares issued pursuant to the authorization granted in paragraph 1."

§ 2

1. The authorization granted to the Management Board of the Company to increase the share capital within the authorized capital is justified by the need to ensure the Company's ability to raise funds efficiently through a simplified procedure for increasing the share capital. The exercise by the Management Board of the statutory authorization will accelerate the process of obtaining new funds for carrying out projects related to the development of the Company's business or for the Company's current operations, which will serve to build the Company's value. By conducting a new share issuance, the Management Board will be able to adjust the conditions, size and timing of the issuance to prevailing market conditions. In light of the above, the proposed amendment of the Articles of Association is in the interest of the Company.

2. The written opinion of the Management Board justifying the reasons for granting the Management Board, with the consent of the Company's Supervisory Board, the right to exclude in full or in part shareholders' pre-emptive rights in respect of shares issued within the authorized capital, and also justifying the method of determining the issue price of shares issued within the authorized capital (constituting an annex to this Resolution), is hereby accepted.

§ 3

The Supervisory Board of the Company is authorized to adopt a consolidated text of the Articles of Association of the Company incorporating the amendments referred to in this Resolution.

§ 4

The Resolution enters into force upon its adoption.

Voting instruction:

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"FOR"	"AGAINST"	"ABSTAIN"	DEMAND FOR OBJECTION	AT PROXY'S DISCRETION

**Resolution No. 9
of the Extraordinary General Meeting
of CPD Spółka Akcyjna with its registered office in Warsaw
of 19 March 2026
concerning the introduction of the Incentive Programme for the years 2026–2028**

The Extraordinary General Meeting of the Company, acting pursuant to Article 393 item 5) of the Commercial Companies Code, hereby resolves as follows:

§ 1

1. The Extraordinary General Meeting of the Company resolves to introduce an incentive programme (the "Incentive Programme") for selected persons from among the members of the Company's governing bodies (Management Board and Supervisory Board), employees and collaborators of the Company and its subsidiaries (the "Incentive Programme Participants"), based on the issuance of subscription warrants entitling holders to subscribe for shares of the Company in accordance with item 3 below.
2. The introduction of the Incentive Programme is aimed at creating a mechanism supporting the implementation of the Company's new development strategy for the years 2025–2028 (consisting of building a portfolio of properties generating stable long-term rental income) by establishing an additional remuneration system for key persons involved in the implementation of the strategy, thereby binding these persons to the Company and increasing their engagement and work efficiency for the Company.
3. The Incentive Programme shall consist of offering the Incentive Programme Participants the right to acquire not more than 5,150,000 (five million one hundred and fifty thousand) subscription warrants issued by the Company on the basis of a resolution of the General Meeting ("Subscription Warrants") entitling holders to subscribe for not more than 5,150,000 (five million one hundred and fifty thousand) ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each, to be issued on the basis of a resolution of the General Meeting of the Company ("Shares").
4. The Incentive Programme shall be implemented until 31 December 2028, provided that the right to subscribe for Shares attached to the Subscription Warrants may be exercised until 30 June 2029.
5. Within the Incentive Programme, Shares and Subscription Warrants may be offered for acquisition to Incentive Programme Participants, i.e., persons selected by the Management Board (in respect of persons who are not Members of the Management Board) and by the Supervisory Board (in respect of persons who are Members of the Management Board), from among persons employed in the Company and its subsidiaries (regardless of the legal basis of employment), including Members of the Management Board, Members of the Supervisory Board, employees and collaborators. The selection of Entitled Persons along with an indication of the number of Subscription Warrants granted shall be made taking into account criteria differentiating the situation of individual persons (e.g., personal grade, length of service, level of engagement, achievement of specific key performance indicators).
6. The granting of Subscription Warrants may be conditional upon the achievement of specific key performance indicators (targets set for the Incentive Programme Participants) ("KPIs") or upon continued employment in the Company, regardless of the legal basis of such employment (in particular under an employment agreement; mandate agreement; contract for a specific work; service agreement; other civil law agreement), i.e., the granting of Subscription Warrants may be made with the application of differentiating criteria, namely personal grade, length of service, level of engagement, achievement of specific KPIs.
7. The issuance of Subscription Warrants and Shares should be carried out by way of a private subscription without the obligation to prepare a prospectus, based on the exemptions provided for in Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC, and in the Act of 29 July 2005 on public offering and conditions for introducing financial instruments to an organized trading system and on public companies.
8. Other detailed rules and conditions for the implementation of the Incentive Programme not specified in this Resolution shall be determined by the Management Board of the Company in the regulations or regulation of the Incentive Programme approved by the Supervisory Board (the "Incentive Programme Regulations").
9. The granting of Subscription Warrants shall be made on the basis of a resolution of the Supervisory Board or Management Board, as appropriate, within the timeframes specified in the Incentive Programme Regulations.

§ 2

The General Meeting authorizes and instructs the Management Board and the Supervisory Board to take all steps necessary for the implementation and proper execution of the Incentive Programme on the basis of this Resolution.

Voting instruction:

* 				
"FOR"	"AGAINST"	"ABSTAIN"	DEMAND FOR OBJECTION	AT PROXY'S DISCRETION

**Resolution No. 10
of the Extraordinary General Meeting
of CPD Spółka Akcyjna with its registered office in Warsaw
of 19 March 2026**

concerning the issuance of subscription warrants with the exclusion of the pre-emptive rights of existing shareholders, entitling holders to subscribe for ordinary bearer shares, and the conditional increase of the share capital through the issuance of ordinary bearer shares, with the exclusion of the existing shareholders' pre-emptive rights, and the amendment of the Company's Articles of Association

The Extraordinary General Meeting of the Company, acting pursuant to Article 393 item 5) in conjunction with Article 453 § 2 of the Commercial Companies Code, for the purpose of implementing the Incentive Programme adopted in the Company as referred to in Resolution No. 9 of today's Extraordinary General Meeting of the Company, hereby resolves as follows:

§ 1

1. Subject to the registration of the conditional increase of the Company's share capital referred to in § 2 of this Resolution, and subject to the conditions and provisions of this Resolution, not more than 5,150,000 (five million one hundred and fifty thousand) registered subscription warrants of series A are hereby issued.
2. One subscription warrant of series A entitles the holder to subscribe for one share of series J ("Series J Shares") issued within the conditional increase of the Company's share capital pursuant to this Resolution, on the terms and conditions set out in Resolution No. 9 of today's Extraordinary General Meeting of the Company (the "Resolution") and the Incentive Programme Regulations adopted on its basis.
3. Subscription Warrants shall be offered for subscription by way of private subscription.
4. The persons entitled to subscribe for subscription warrants of series A are those participating in the Incentive Programme, subject to the fulfillment of conditions set out in the Incentive Programme Regulations adopted by the Management Board and Supervisory Board of the Company pursuant to the authorization granted in the Resolution.
5. Subscription warrants of series A shall not be in documentary form and shall be registered in the securities depository maintained by the National Depository for Securities ("KDPW"). The Management Board of the Company is authorized to take all legal and factual steps necessary for the execution of this Resolution, including concluding an agreement with KDPW on the registration of Warrants in the securities depository maintained by KDPW. In relations between Members of the Management Board and the Company, the Company shall be represented by the Supervisory Board.
6. Subscription warrants of series A shall be issued free of charge.
7. Subscription warrants of series A are non-transferable, except for gratuitous transfer to the Company for the purpose of their redemption.
8. Subscription warrants of series A are subject to inheritance.
9. Holders of subscription warrants of series A may exercise the rights attached to these warrants in accordance with the schedule specified in the Incentive Programme Regulations adopted pursuant to the Resolution, provided that the right to subscribe for Series J Shares may be exercised no later than 30 June 2029.
10. Subscription warrants of series A in respect of which entitled persons have not exercised the right to subscribe for Series J Shares shall be subject to redemption.
11. The pre-emptive rights of the existing shareholders of the Company in respect of subscription warrants of series A are hereby excluded in full. The Management Board's opinion justifying the exclusion of pre-emptive rights has been submitted to the General Meeting in writing and constitutes Annex No. 1 to this Resolution.
12. The Management Board of the Company is hereby authorized and instructed to take all necessary steps related to the issuance and allocation of Subscription Warrants, in particular to:

- a) issue from 1 (one) to 5,150,000 (five million one hundred and fifty thousand) subscription warrants of series A;
- b) submit to persons entitled in accordance with the Incentive Programme rules a proposal to subscribe for subscription warrants of series A;
- c) enter into agreements with persons entitled in accordance with the Incentive Programme rules for the subscription of subscription warrants of series A;
- d) take other steps necessary for the execution of the provisions resulting from this Resolution.

§ 2

1. The Extraordinary General Meeting of the Company, acting pursuant to Articles 430 § 1, 448, 449 § 1 and 453 of the Commercial Companies Code, hereby resolves a conditional increase of the Company's share capital by an amount not exceeding PLN 515,000.00 (five hundred and fifteen thousand zlotys), through the issuance of not more than 5,150,000 (five million one hundred and fifty thousand) shares of series J ("Series J Shares").
2. Series J Shares are ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each.
3. The purpose of the conditional increase of the share capital is to implement the rights of holders of subscription warrants of series A to subscribe for shares of the Company, issued under the Incentive Programme adopted by Resolution No. 9 of today's Extraordinary General Meeting.
4. The issue price of each Series J Share is set at PLN 0.10 (ten groszy).
5. Persons entitled to subscribe for Series J Shares shall be holders of subscription warrants of series A.
6. The right to subscribe for Series J Shares may be exercised no later than 30 June 2029.
7. Series J Shares shall be subscribed for exclusively in cash.
8. Series J Shares shall participate in dividend on the following terms:
 - 1) Series J Shares entered for the first time in a securities account no later than on the dividend date established in a resolution of the General Meeting on profit distribution shall participate in profit from the previous financial year, i.e., from 1 January of the financial year immediately preceding the year in which those shares were entered for the first time in a securities account;
 - 2) Series J Shares entered for the first time in a securities account on a date falling after the dividend date established in a resolution of the General Meeting on profit distribution shall participate in profit from the financial year in which those shares were entered for the first time in a securities account, i.e., from 1 January of that financial year.
9. All Series J Shares shall be offered by way of a private subscription as referred to in Article 431 § 2 item 1) of the Commercial Companies Code, as part of a public offering within the meaning of Article 2(d) of Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017 on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC ("Regulation 2017/1129"), conducted in the Republic of Poland.
10. The offer of Series J Shares shall be addressed to fewer than 150 natural or legal persons other than qualified investors. Accordingly, pursuant to Article 1(4)(b) of Regulation 2017/1129, the public offering of Series J Shares is not subject to the obligation to prepare a prospectus or information memorandum.

§ 3

In the interest of the Company, the pre-emptive rights of the existing shareholders in respect of Series J Shares are hereby excluded in full. The opinion of the Management Board regarding the exclusion of pre-emptive rights in respect of Series J Shares, submitted in writing to the General Meeting, a copy of which constitutes Annex No. 1 to this Resolution, is hereby acknowledged.

§ 4

The General Meeting authorizes the Management Board of the Company to take all factual and legal steps necessary for the proper execution of this Resolution in accordance with applicable law, in particular to:

- 1) take all actions aimed at registering Series J Shares in the securities depository.
- 2) take all actions aimed at introducing Series J Shares to trading on the regulated market operated by the Warsaw Stock Exchange S.A.

§ 5

1. In connection with § 2 of this Resolution, the Articles of Association of the Company are amended by adding § 5b with the following wording:

"1. The conditional share capital of the Company amounts to not more than PLN 515,000.00 (five hundred and fifteen thousand zlotys) and comprises not more than 5,150,000 (five million one hundred and fifty thousand) shares of series J.

2. Series J Shares are ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each.

3. The subscription for Series J Shares by persons entitled under subscription warrants of series B shall be made on the basis of Resolutions No. 9 and 10 of the Extraordinary General Meeting of the Company of 19 March 2026.
4. The purpose of the conditional increase of the Company's share capital referred to in paragraph 1 above through the issuance of Series J Shares is the implementation of the Incentive Programme for the years 2026–2028, adopted by Resolution No. 9 of the Extraordinary General Meeting of 19 March 2026.
5. The conditional increase of the Company's share capital referred to in paragraph 1 above through the issuance of Series J Shares may occur until 30 June 2029."

§ 6

The justification for the conditional increase of the Company's share capital is the intention to offer Series J Shares to holders of subscription warrants of series A issued under the Company's Incentive Programme for the years 2026–2028. The rationale for introducing the Incentive Programme is to ensure that key persons for the implementation of the Company's new strategy (providing for the development of a property portfolio) participate in the benefits of the growing value. The Incentive Programme aims to create incentives that will motivate qualified persons to act in the interest of the Company and its shareholders. As a consequence of introducing the Incentive Programme, the Company's shares should increase in value. The Incentive Programme is therefore intended to benefit all shareholders of the Company. The conditional increase of the Company's share capital, which is a tool for implementing the Incentive Programme, will thus enable the long-term growth of the Company's value.

§ 7

This Resolution enters into force upon its adoption.

Voting instruction:

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"FOR"	"AGAINST"	"ABSTAIN"	DEMAND FOR OBJECTION	AT PROXY'S DISCRETION

**Resolution No. 11
of the Extraordinary General Meeting
of CPD Spółka Akcyjna with its registered office in Warsaw
of 19 March 2026
concerning changes to the composition of the Supervisory Board**

§ 1

The Extraordinary General Meeting of the Company, acting pursuant to § 9 paragraph 2 of the Company's Articles of Association

§ 2

The Resolution enters into force upon its adoption.

Voting instruction:

*

"FOR"	"AGAINST"	"ABSTAIN"	DEMAND FOR OBJECTION	AT PROXY'S DISCRETION

(Shareholder's Signature) (Date)

*To cast your vote on a resolution, place an "X" in the appropriate column in the table below the respective resolution.

To lodge an objection to a resolution, place a mark in the "DEMAND FOR OBJECTION" column in the table below the respective resolution.