

REGULATIONS OF THE SUPERVISORY BOARD

CPD S.A.

with its registered office in Warsaw

1. [GENERAL PROVISIONS]

- 1.1. These regulations set out in detail the rules and procedures for convening and conducting work by the Supervisory Board of CPD S.A. with its registered office in Warsaw.
- 1.2. The terms used in the regulations shall mean:
 - a) Regulations – these regulations, adopted by the Supervisory Board;
 - b) Company, CPD – CPD Spółka Akcyjna with its registered office in Warsaw;
 - c) Articles of Association – the articles of association of CPD S.A.;
 - d) General Meeting – the general meeting of CPD S.A.;
 - e) Supervisory Board, Board – the supervisory board of CPD S.A.;
 - f) Chairman of the Supervisory Board – the chairman of the supervisory board of CPD S.A.;
 - g) Vice-Chairman – the vice-chairman of the supervisory board of CPD S.A.;
 - h) Secretary – the secretary of the supervisory board of CPD S.A.;
 - i) Management Board – the management board of CPD S.A.;
 - j) Independent Member of the Supervisory Board – a member of the Supervisory Board meeting the independence criteria indicated in: (i) Annex II to the European Commission Recommendation of 15 February 2005 on the role of non-executive or supervisory directors of listed companies and on the committees of the (supervisory) board and (ii) the guidelines contained in the document "Best Practices for WSE Listed Companies 2016", or (iii) as indicated in the regulations applicable on the date of election of the Independent Member concerning independence criteria required of independent members of supervisory boards of public companies;
 - k) Code of Commercial Companies, C.C.C. – the Act of 15 September 2000 – Code of Commercial Companies (Journal of Laws No. 94, item 1037, as amended);
 - l) Act on Statutory Auditors, Act – the Act of 11 May 2017 on statutory auditors, audit firms and public oversight (Journal of Laws of 2017, item 1089, as amended).
 - m) Committee – a committee established within the Supervisory Board of CPD S.A.;
 - n) Audit Committee – the audit committee within the meaning of the Act on Statutory Auditors, established within the Supervisory Board of the Company.
 - o) Committee Chairman – the chairman of a committee established within the Supervisory Board of CPD S.A.;
 - p) Independent Member of the Audit Committee – a member of the Supervisory Board meeting the independence criteria indicated in the Act.

2. [COMPOSITION, APPOINTMENT AND TERM OF THE BOARD]

- 2.1. The Supervisory Board is a collective body and consists of 5 (five) to 7 (seven) members. The number of members of the Supervisory Board, in accordance with the provisions of the preceding sentence, shall be determined by the General Meeting.
- 2.2. Members of the Supervisory Board are appointed and dismissed by the General Meeting, with the exception of the first personal composition of the Supervisory Board of the first term, which was appointed by the founder of the Company.
- 2.3. From the moment the Company's shares are admitted to stock exchange trading and as long as the Company remains a listed company, at least two members of the Supervisory Board shall be Independent Members.
- 2.4. At least one member of the Supervisory Board / member of the Audit Committee if appointed, should have knowledge and skills in the field of accounting or auditing of financial statements, as referred to in the Act on Statutory Auditors.
- 2.5. Members of the Supervisory Board should possess knowledge and skills in the industry in which the Company operates; this condition shall be deemed satisfied if at least one member of the Supervisory Board / Audit Committee, if appointed, has knowledge and skills in that industry, or individual members have knowledge and skills in that industry within specific areas.
- 2.6. The General Meeting may, by resolution, change the number of members of the Supervisory Board during a term of office, but only in connection with changes in the composition of the Supervisory Board in the course of the term.
- 2.7. Members of the Supervisory Board are appointed for a joint term of office of the length specified in the Articles of Association (Joint Term of Office).
- 2.8. Members of the Supervisory Board may be dismissed before the end of the term of office at any time.
- 2.9. Each member of the Supervisory Board may be re-elected for further terms of office.
- 2.10. The mandate of a Board member shall expire:
 - a) on the date of the General Meeting approving the financial statements for the last full financial year of service as a member of the Supervisory Board,
 - b) upon the death of a member of the Supervisory Board,
 - c) as a result of dismissal,
 - d) as a result of resignation, on the date of delivery to the Company of the resignation statement.
- 2.11. The mandate of a member of the Supervisory Board appointed before the end of a given Joint Term of Office shall expire simultaneously with the expiry of the mandates of the remaining members of the Supervisory Board.
- 2.12. A member of the Supervisory Board may at any time, subject to point 2.14, resign from the function performed. The resignation shall be submitted in writing to the Management Board. In the event of resignation by a member of the Supervisory Board or expiry of a member's mandate for another reason, the Management Board shall immediately convene a General Meeting to supplement the personal composition of the Supervisory Board.
- 2.13. If the mandate of a member of the Supervisory Board expires in the course of a term of office, the Supervisory Board shall continue to act in a reduced composition until a new member of the Supervisory Board is appointed by the General Meeting.

However, if after the Company has acquired the status of a public company the number of members of the Supervisory Board falls below 5 (five), the Supervisory Board shall lose the capacity to adopt resolutions until the number of Supervisory Board members is supplemented to at least 5 (five) members.

- 2.14 A member of the Supervisory Board should not resign from office when this could adversely affect the ability of the Supervisory Board to act, including adopting resolutions.

3. [CHAIRMAN, VICE-CHAIRMAN, SECRETARY OF THE SUPERVISORY BOARD]

- 3.1. At the first meeting, the newly elected Supervisory Board shall elect from among its members a Chairman of the Supervisory Board. The Supervisory Board may also appoint a Vice-Chairman of the Supervisory Board and a Secretary of the Supervisory Board. The Chairman of the Supervisory Board or the Vice-Chairman of the Supervisory Board may not serve as Secretary of the Supervisory Board. In the course of the Supervisory Board's term of office, it may dismiss the Chairman, Vice-Chairman or Secretary of the Supervisory Board from their position while keeping those persons in the composition of the Supervisory Board, simultaneously appointing another member of the Supervisory Board to those positions.
- 3.2. The competences of the Chairman of the Supervisory Board include:
- a) managing and coordinating the work of the Supervisory Board,
 - b) convening Supervisory Board meetings and presiding over them,
 - c) opening the General Meeting and presiding over it until the election of its chairman. In the absence of the Chairman of the Supervisory Board, the General Meeting shall be opened by the Vice-Chairman,
 - d) signing employment contracts with Management Board members on behalf of the Supervisory Board, as well as performing other actions related to the employment relationship of Management Board members, unless another member of the Supervisory Board is authorised to do so by a resolution of the Board or the General Meeting appoints an attorney-in-fact to perform specific actions.
- 3.3. In the absence of the Chairman of the Supervisory Board, all competences of the Chairman shall be exercised by the Vice-Chairman of the Supervisory Board, with the exception of the competence referred to in point 6.1, sentence 2.
- 3.4. The Vice-Chairman shall also substitute for the Chairman of the Supervisory Board in presiding over meetings of the Supervisory Board when the Chairman is unable to perform his/her duties.
- 3.5. The duties of the Secretary shall include:
- a) exercising ongoing supervision over maintaining the minutes book of the Supervisory Board and all documentation of the Supervisory Board's activities,
 - b) maintaining ongoing contacts with the Company's Management Board,
 - c) informing the Supervisory Board of the manner of implementation of its resolutions,
 - d) signing outgoing correspondence from the Supervisory Board.
- 3.6. Clerical and technical support for the Supervisory Board shall be provided by the Management Board.

4. [CONVENING BOARD MEETINGS]

- 4.1. Supervisory Board meetings shall be convened as needed, but no less frequently than once per quarter.
- 4.2. Supervisory Board meetings shall be convened by the Chairman of the Supervisory Board or the Vice-Chairman of the Supervisory Board, taking into account the provisions of point 4.4 below. The Chairman may set regular dates for Supervisory Board meetings.
- 4.3. The first meeting of the Supervisory Board of a new term of office should be held no later than two weeks from the date of appointment of the Supervisory Board of the new term.
- 4.4. The Management Board or two members of the Supervisory Board may request that a Supervisory Board meeting be convened, specifying the proposed agenda. The Chairman of the Supervisory Board, or in his/her absence or difficulty in contacting him/her, the Vice-Chairman, shall convene the meeting within two weeks from the date of receipt of the request, on a date falling no later than twenty-one days after the expiry of that two-week period. In cases where the Board has not yet elected a Chairman and Vice-Chairman from among its members, and in force majeure situations where the persons holding these functions have lost their legal capacity through death, prolonged loss of consciousness, or have resigned from their functions on the Board, any member of the Supervisory Board may convene the meeting.
- 4.5. Meetings shall be convened in writing by means of notice.
- 4.6. The notice shall contain at least:
 - a) the date of the meeting, including the time of the meeting,
 - b) the place of the meeting,
 - c) the agenda,
 - d) draft resolutions.
- 4.7. Notice of convening a Supervisory Board meeting should be sent to all members of the Supervisory Board by registered mail at least seven days before the date of the meeting. Notices may, instead of registered mail, be sent by e-mail (if a member of the Supervisory Board has previously given consent in writing) to the addresses indicated to the Chairman of the Board by the remaining members of the Supervisory Board.
- 4.8. A Supervisory Board meeting may be held in ordinary or extraordinary mode.
- 4.9. A Supervisory Board meeting may be held in extraordinary mode, i.e. without formal convening as described in points 4.5, 4.6, 4.7, if all members of the Supervisory Board are present at the meeting and none of the Supervisory Board members raises an objection either to holding the Supervisory Board meeting or to the matters to be resolved by the Supervisory Board acting in extraordinary mode.
- 4.10. Unless the Supervisory Board decides otherwise in a specific case, Supervisory Board meetings, except for matters directly concerning the Management Board or its members, in particular: dismissal, liability and determination of remuneration, should be accessible and open to Management Board members.
- 4.11. Other persons invited by the Chairman of the Supervisory Board at his/her own initiative or at the request of another member of the Supervisory Board or the Management Board may also attend Supervisory Board meetings.

- 4.12. The agenda should not be changed or supplemented during the meeting to which it relates, unless all members of the Supervisory Board are present at the meeting and they consent to the change or supplementation of the agenda. This requirement shall not apply where taking specific action by the Supervisory Board is necessary to protect the Company from damage, as well as in the case of a resolution whose subject matter is the assessment of whether a conflict of interest exists between a member of the Supervisory Board and the Company.
- 4.13. Supervisory Board meetings shall be held at the registered office of the Company. In exceptional cases, Supervisory Board meetings may be held at another location within the territory of the Republic of Poland, at the choice of the Chairman of the Board.

5. [ADOPTION OF RESOLUTIONS. DETAILED RULES OF PARTICIPATION IN SUPERVISORY BOARD MEETINGS USING ELECTRONIC COMMUNICATION MEANS]

- 5.1. For the validity of resolutions of an ordinary Supervisory Board meeting, it is required that all members of the Supervisory Board be invited to the meeting in accordance with the requirements set out in point 4 above.
- 5.2. Members of the Supervisory Board may adopt resolutions in a special manner, i.e.:
- a) by casting their vote in writing through another Board member. Casting a vote in writing may not apply to matters introduced to the agenda at a Supervisory Board meeting,
 - b) by written circulation procedure (round-robin),
 - c) using means of direct remote communication, i.e. telephone, teleconference, e-mail, other technical means.
- 5.3. In the case of adopting resolutions by written circulation procedure as referred to in point 5.2(b) above, the date of adoption of the resolution shall be deemed to be the date on which the Chairman of the Supervisory Board receives the resolution signed by all members of the Supervisory Board participating in the vote, indicating whether a given member votes "in favour", "against" or "abstains". The Chairman of the Supervisory Board shall send to all members of the Supervisory Board the draft resolution by registered mail or by e-mail (if a member of the Supervisory Board has previously given consent in writing), together with information that he/she will await the return of the signed resolution within 10 days from the date of sending the draft resolution.
- 5.4. A resolution adopted by written circulation procedure shall be valid when all members of the Board have been notified of the content of the draft resolution and at least half of the Board members have participated in adopting the resolution.
- 5.5. A resolution adopted in the manner referred to in point 4.2(c) above shall be adopted in the following manner, sequentially:
- a) the Chairman communicates successively or simultaneously (teleconference) with all other members of the Supervisory Board,
 - b) the Chairman presents the draft resolution to the members of the Supervisory Board,
 - c) the Chairman awaits the casting of votes by individual members of the Supervisory Board on the resolution through the agreed telecommunications means, within a specified period of time, which may not be less than 15 minutes or more than 60

- minutes from the moment the content of the draft resolution is presented to a given Board member,
- d) failure to cast a vote within the designated period of time is equivalent to abstaining from voting,
 - e) the Chairman shall draw up minutes of the voting proceedings,
 - f) the minutes shall be signed by the participating members of the Supervisory Board at the next Supervisory Board meeting.
- 5.6. A resolution adopted using means of direct remote communication shall be valid if all members of the Supervisory Board have been notified of the content of the draft resolution and at least half of the Board members have participated in adopting the resolution.
- 5.7. The Supervisory Board may adopt resolutions by written procedure or using means of direct remote communication also in matters for which the Company's Articles of Association provide for a secret ballot, provided that no member of the Supervisory Board raises an objection.

6 [VOTING]

- 6.1. Resolutions of the Supervisory Board shall be adopted by a simple majority of votes of members of the Board present (more votes "in favour" than "against"; "abstaining" votes are not counted when calculating the voting results). In the event of a tie, the casting vote shall be that of the Chairman of the Board.
- 6.2. In matters personally or financially concerning a given member of the Supervisory Board, that member may not vote.
- 6.3. Resolutions of the Supervisory Board shall be adopted by open vote, unless the Articles of Association or the Regulations provide otherwise.

7. [CONFLICT OF INTEREST]

A member of the Supervisory Board should inform the Supervisory Board of an existing or potential conflict of interest and refrain from participating in a vote on a resolution in a matter in which a conflict of interest exists or may arise with respect to that member, unless the interests of the Company are at risk.

8. [MINUTES]

- 8.1. Resolutions of the Supervisory Board shall be recorded in minutes.
- 8.2. The minutes should contain at least:
- a) the consecutive number of the minutes,
 - b) the date and place of the meeting,
 - c) the first and last names of Supervisory Board members and other persons present at the meeting,
 - d) the agenda,
 - e) the texts of the resolutions,
 - f) the number of votes cast on individual resolutions (votes "in favour", "against" and "abstaining"),
 - g) dissenting opinions and objections.
- 8.3. The minutes shall be signed by all members of the Supervisory Board present. An attendance list signed by all members of the Supervisory Board present at the

meeting should be attached to the minutes. In the event of refusal to sign by any member of the Supervisory Board, the Chairman shall note this circumstance on the list, stating the reason for such refusal.

- 8.4. The Supervisory Board shall approve by resolution the content of the minutes of the previous Supervisory Board meeting at the next meeting of the Supervisory Board.
- 8.5. Absent members shall acknowledge and undertake to follow the resolutions adopted at the next meeting, confirming this fact by signing the minutes.
- 8.6. Minutes should be collected in a minute book.
- 8.7. Minutes shall be kept at the registered office of the Company.

9. [COMMITTEES]

- 9.1. The Supervisory Board may, from among its members, appoint standing or ad hoc committees acting as collegiate advisory and opinion-forming bodies of the Supervisory Board.
- 9.2. A committee consists of 3 to 5 members, who shall elect a Committee Chairman from among themselves.
- 9.3. The Committee Chairman convenes committee meetings, inviting committee members, and notifies all other members of the Supervisory Board of the meeting. All members of the Supervisory Board have the right to attend committee meetings.
- 9.4. Notice of convening a committee meeting shall be provided to its members and the remaining members of the Supervisory Board no later than 7 days before the committee meeting, and in urgent matters no later than 1 day before the committee meeting.
- 9.5. The Committee Chairman may invite Management Board members, Company employees and other persons whose participation in the meeting is advisable for the performance of the Committee's tasks to attend committee meetings.
- 9.6. Committee resolutions shall be adopted by a simple majority of votes. In the event of a tie, the casting vote shall be that of the Committee Chairman.
- 9.7. Committee members may vote on the adoption of resolutions by personally attending the committee meeting, or by the procedures specified in points 5.2(b) and (c) above.
- 9.8. Committees should submit annual reports on their activities to the Supervisory Board, which shall be made available to shareholders by the Company's Management Board.
- 9.9. With regard to the tasks and functioning of committees acting within the Supervisory Board, Annex I to the European Commission Recommendation of 15 February 2005 on the role of non-executive or supervisory directors of listed companies and on the committees of the (supervisory) board shall apply.

10. [AUDIT COMMITTEE]

- 10.1. The Supervisory Board shall appoint an Audit Committee when required by law.
- 10.2. If the Company's shares are traded on a regulated market, the Supervisory Board may, even in the absence of such a statutory obligation, adopt a resolution on the establishment of an Audit Committee.
- 10.3. With regard to the activities of the Audit Committee and the recognition of its members as Independent Members of the Audit Committee, Annex II to the

European Commission Recommendation of 15 February 2005 on the role of non-executive or supervisory directors of listed companies and on the committees of the (supervisory) board and the provisions of the Act on Statutory Auditors shall apply.

- 10.4. The Supervisory Board shall adopt the regulations of the Audit Committee, which shall specify the tasks of the Audit Committee and the procedure for its operation.

11. [DUTIES OF SUPERVISORY BOARD MEMBERS]

- 11.1. A member of the Supervisory Board should possess appropriate knowledge and experience and be able to devote the necessary amount of time to performing his/her duties.
- 11.2. A member of the Supervisory Board should take appropriate actions to ensure that the Supervisory Board receives information on important matters concerning the Company.
- 11.3. Each member of the Supervisory Board should be guided in his/her conduct by the interests of the Company and the independence of opinions and judgements, and in particular:
- should not demand or accept unjustified benefits that could negatively affect the assessment of the independence of his/her opinions and judgements,
 - should clearly state his/her objection and dissenting opinion in the event that he/she considers that a decision of the Supervisory Board is contrary to the interests of the Company.

12. [COMPETENCES OF THE SUPERVISORY BOARD]

The competences of the Supervisory Board shall include in particular:

- 1) assessing the Company's financial statements for the previous financial year, in particular with regard to their compliance with the books and documents and with the actual state of affairs,
- 2) assessing the Management Board's report on the Company's activities in the previous financial year, in particular with regard to its compliance with the books and documents and with the actual state of affairs, and assessing the Management Board's proposals regarding the distribution of profit or coverage of losses,
- 3) presenting to the General Meeting annual written reports on the results of the activities referred to in points 1) and 2) above;
- 4) approving annual budgets and development plans of the Company and the Capital Group,
- 5) selecting and dismissing the statutory auditor conducting the audit of the Company's financial statements,
- 6) appointing and dismissing members of the Management Board, including the President of the Management Board,
- 7) suspending, for important reasons, the activities of Management Board members, including the President of the Management Board, and delegating from among its members a person or persons to temporarily perform the duties of a Management Board member;
- 8) submitting to the General Meeting motions for granting discharge to the Management Board,
- 9) determining the principles and amount of remuneration of Management Board members; the remuneration of the Management Board should result from the

- remuneration policy and the principles of its determination developed by the Supervisory Board,
- 10) giving consent to benefits provided by the Company to Management Board members other than remuneration for work,
 - 11) representing the Company in contracts and disputes with Management Board members, unless these activities are performed by an attorney-in-fact appointed by a resolution of the General Meeting; in such a case, the Chairman of the Supervisory Board or another member of the Supervisory Board shall make declarations on behalf of the Supervisory Board, after obtaining appropriate authorisation contained in a Supervisory Board resolution regarding the conclusion of the contract or conduct of the dispute with Management Board members,
 - 12) giving consent to Management Board members engaging in competitive activities against the Company,
 - 13) approving the Management Board Regulations adopted by the Management Board, including approving amendments to the Management Board Regulations,
 - 14) from the moment of the Company's acquisition of the status of a public company and as long as the Company remains a public company – giving consent to the conclusion by the Company of a material agreement with a shareholder holding at least 5% of the total number of votes in the Company or a related entity within the meaning of international accounting standards adopted in accordance with Regulation (EC) No 1606/2002 of the European Parliament and of the Council of 19 July 2002 on the application of international accounting standards. Consent shall not be required for typical transactions concluded on market terms in the course of operating activities by the Company with entities forming part of the Company's capital group,
 - 15) convening the Annual General Meeting in the event that the Company's Management Board has not convened it within the period specified in the Articles of Association or in the provisions of law,
 - 16) convening an Extraordinary General Meeting, if the Supervisory Board considers it advisable, subject to the provisions of point 16 of the Regulations,
 - 17) from the moment of the Company's acquisition of the status of a public company, preparing and presenting to the Annual General Meeting (i) an assessment of the Company's situation, including an assessment of the internal control system, risk management, compliance and the internal audit function; (ii) a report on the activities of the Supervisory Board; (iii) an assessment of the Company's compliance with its information obligations relating to the application of corporate governance principles; (iv) an assessment of the reasonableness of the Company's sponsorship and charitable policy; (v) consideration and opinion on matters to be the subject of General Meeting resolutions,
 - 18) the right to request that specific matters be placed on the agenda of the next General Meeting,
 - 19) considering other matters of the Company assigned by the General Meeting or requested by the Management Board.

13. [PRINCIPLES OF PERFORMING DUTIES]

- 13.1. The Supervisory Board exercises permanent supervision over the activities of the Company.

- 13.2. The Supervisory Board performs its duties collectively, but may delegate its members to independently perform specific supervisory activities. Delegated members receive separate remuneration, the amount of which shall be determined by a resolution of the General Meeting.
- 13.3. Each member of the Supervisory Board delegated to independently perform specific supervisory activities has the right to request that any information relating to the supervisory activities entrusted to him/her concerning the Company's enterprise be provided, and has the right to examine the information obtained about the Company, including requesting reports and explanations from the Management Board and employees of the Company. Each member of the Supervisory Board has the right to inspect all documents of the Company.
- 13.4. In the event of entering into contracts between the Company and Management Board members, the Supervisory Board shall approve the content of the agreement by resolution, which shall be signed in accordance with the principles set out in point 12(11) of these Regulations.
- 13.5. Members of the Supervisory Board perform their rights and duties personally. The appointment of an attorney-in-fact to perform the function of a Supervisory Board member is not permissible.
- 13.6. Members of the Supervisory Board should attend General Meetings in a composition enabling substantive answers to be given to questions asked during the General Meeting.

14. [COOPERATION WITH THE MANAGEMENT BOARD AND OTHER ENTITIES]

- 14.1. Members of the Supervisory Board shall take appropriate actions to receive from the Management Board regular and comprehensive information on all material matters relating to the Company's activities and on the risks associated with the activities conducted and the methods of managing those risks.
- 14.2. The Supervisory Board may at any time request from the Management Board and employees of the Company any reports and explanations, review books and documents, and directly verify the Company's property status and monitor the activities of facilities; where such an examination requires special knowledge, qualifications or specialised activities, the Board may oblige the Management Board to commission an expert to prepare an expert opinion or assessment for its use.
- 14.3. The Supervisory Board may express opinions on all matters concerning the Company and submit proposals and initiatives to the Management Board.
- 14.4. The Supervisory Board, within the scope of matters under its supervision, has the right to commission the preparation of opinions, expert assessments and the conduct of studies. Experts, auditors or assessors indicated by the Supervisory Board shall carry out the commissioned work on the basis of a contract concluded with the Company.
- 14.5. The substantive acceptance of the work shall be performed by the Supervisory Board.

15. [PRINCIPLE OF CONFIDENTIALITY, LOYALTY, NON-COMPETITION CLAUSE]

- 15.1. Members of the Supervisory Board are obliged to maintain the confidentiality of all information concerning Company matters obtained in the course of performing their functions.

- 15.2. Members of the Supervisory Board are obliged to be loyal to the Company and to refrain from any activities of a competitive nature with respect to the Company, i.e. in particular they may not participate in the management bodies or be partners in companies with a scope of activity similar to that of the Company; the foregoing shall not apply to companies within the Capital Group.
- 15.3. The non-competition clause shall apply to members of the Supervisory Board delegated to individual and permanent supervision and to members of the Supervisory Board delegated to temporarily perform functions in the Management Board.

16. [AUTHORITY TO CONVENE GENERAL MEETINGS]

- 16.1. The Supervisory Board may submit a written request to the Management Board to convene an Extraordinary General Meeting.
- 16.2. The Supervisory Board shall convene a General Meeting:
 - a) where the Management Board has not convened the Annual General Meeting within the period specified in the Articles of Association or in the provisions of law,
 - b) if, despite submission of the request referred to in point 16.1, the Management Board has not convened an Extraordinary General Meeting within 2 (two) weeks.
- 16.3. The Supervisory Board may convene an Extraordinary General Meeting if it considers this advisable.

17. [INFORMATION PROVIDED BY SUPERVISORY BOARD MEMBERS]

- 17.1. Immediately after the election of a member of the Supervisory Board (within no more than 24 hours), he/she is required to provide the Company with personal information, including: a curriculum vitae, contact addresses (postal address, telephone number including mobile phone number, fax number and e-mail address for correspondence). A Board member is required to keep the above data up to date on an ongoing basis.
- 17.2. A candidate for Independent Member of the Supervisory Board and for Independent Member of the Audit Committee shall submit to the Chairman of the General Meeting a written declaration on meeting the independence criteria. This declaration shall be attached to the minutes of the General Meeting.
- 17.3. A member of the Supervisory Board should provide the Management Board with information on his/her connections with a shareholder of the Company holding shares representing not less than 5% of the total number of votes at the General Meeting. This obligation concerns connections of an economic, family or other nature that may influence the position of a Supervisory Board member in matters resolved by the Supervisory Board.
- 17.4. A member of the Supervisory Board is required to immediately notify the Management Board of transactions involving the acquisition or disposal of the Company's shares, shares of a dominant or subsidiary company, as well as transactions with such companies, if they are material for his/her financial situation. This obligation does not exclude the information obligations of Supervisory Board members arising from applicable law.
- 17.5. At the request of the Management Board, a member of the Supervisory Board is also required to submit a declaration on the number of shares in the Company or its subsidiary held by him/her.

18. [FINAL PROVISIONS]

- 18.1. Members of the Supervisory Board shall receive remuneration for their work on the Supervisory Board in the amount and on the terms determined by the General Meeting, which terms should in particular specify the form, structure and level of remuneration of Supervisory Board members, and in determining the remuneration policy of the Supervisory Board, the European Commission Recommendation of 14 December 2004 on fostering an appropriate regime for the remuneration of directors of listed companies (2004/913/EC), supplemented by the European Commission Recommendation of 30 April 2009 (2009/385/EC), should apply.
- 18.2. A member of the Supervisory Board delegated to temporarily perform the duties of a Management Board member shall receive remuneration in the amount provided for the Management Board member whose duties he/she performs on the basis of the Supervisory Board's delegation.
- 18.3. In matters not regulated in these Regulations, the relevant provisions of law shall apply, and in particular the Code of Commercial Companies and the Articles of Association.
- 18.4. These Regulations shall enter into force on the date of their approval by the Supervisory Board.