



Ronson Development SE

Extraordinary General Meeting convened for 8 March 2022

ADOPTED RESOLUTIONS

RESOLUTION NO. 1

**of the Extraordinary General Meeting of Ronson Development SE
of 8 March 2022**

regarding the election of the Chairman of the Extraordinary General Meeting

§ 1

The Ordinary General Meeting of Ronson Development SE with its registered office in Warsaw, acting pursuant to Article 409 § 1 of the Code of Commercial Companies in connection with Article 9 and Article 53 of Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the Statute for a European Company (SE) elects Mr. Ryszard Manteuffel as the Chairman of the Meeting.

§ 2

The resolution comes into force upon its adoption.

Information on voting on the resolution:

Number of shares of which valid votes were cast: 162.442.859

Number of shares from which voting rights were not exercised: 1.567.954 (treasury shares of the Company)

Percentage of share capital represented by the shares on which valid votes were cast: 99,04%

Total number of valid votes: 162.442.859

including votes: for: 162.442.859

against: 0

abstain: 0

No objections were raised to the resolution.



RESOLUTION NO. 2
of the Extraordinary General Meeting of Ronson Development SE
of 8 March 2022
regarding the adoption of the agenda of the Extraordinary General Meeting

§1

The Ordinary General Meeting of Ronson Development SE with its registered office in Warsaw adopts the following agenda:

- 1) Opening of the Extraordinary General Meeting;
- 2) Election of the Chairman of the Extraordinary General Meeting;
- 3) Confirmation of the legality of convening the Extraordinary General Meeting and its ability to pass resolutions;
- 4) Adoption of the agenda of the Extraordinary General Meeting;
- 5) Adoption of a resolution on withdrawal of the Company's shares from trading on a regulated market operated by Giełda Papierów Wartościowych w Warszawie S.A.;
- 6) Adoption of a resolution concerning leaving the Company's shares in the securities depository within the meaning of Article 3(21) of the Act of 29 July 2005 on trading in financial instruments;
- 7) adoption of a resolution on incurring the costs of convening and holding the Extraordinary General Meeting;
- 8) Closing of the Extraordinary General Meeting.

§ 2

The resolution comes into force upon its adoption.

Information on voting on the resolution:

Number of shares of which valid votes were cast: 162.442.859

Number of shares from which voting rights were not exercised: 1.567.954 (treasury shares of the Company)

Percentage of share capital represented by the shares on which valid votes were cast: 99,04%

Total number of valid votes: 162.442.859

including votes: for: 162.442.859

against: 0

abstain: 0

No objections were raised to the resolution.



RESOLUTION NO. 3
of the Extraordinary General Meeting of Ronson Development SE
of 8 March 2022
concerning withdrawal of the Company's shares from trading on the regulated market operated by
Giełda Papierów Wartościowych w Warszawie S.A.

§ 1

Pursuant to Article 91.3 of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (the "**Act on Public Offering**"), the Extraordinary General Meeting of Ronson Development SE resolves to withdraw from trading on the regulated market of the Warsaw Stock Exchange (Giełda Papierów Wartościowych w Warszawie S.A.) ("**WSE**") of all 164,010,813 (one hundred sixty four million ten thousand eight hundred thirteen) ordinary bearer shares of the Company series 1), 2), 3), 4), 5) and 6) with a nominal value of EUR 0.02 (two eurocents) each and a total nominal value of EUR 3,280,216.26 (three million two hundred eighty thousand two hundred sixteen and 26 eurocents) (collectively: "**Shares**"), marked by the National Depository for Securities (Krajowy Depozyt Papierów Wartościowych S.A.) ("**NDS**") with ISIN code NL0006106007.

§ 2

The Extraordinary General Meeting of Ronson Development SE with its registered office in Warsaw authorizes and commits the Management Board to:

- 1) Submit an application to the Polish Financial Supervision Authority (Komisja Nadzoru Finansowego) ("**PFSA**") pursuant to Article 91 Section 1 of the Polish Act on Public Offering, for the permission to withdraw the Shares from trading on the regulated market maintained by the WSE;
- 2) Take all factual and legal actions necessary to withdraw the Shares from trading on the regulated market maintained by the WSE, including, in particular, taking all factual and legal actions necessary in this respect before the PFSA, the WSE and the NDS.

§ 3

The Resolution shall come into force upon its adoption, with the proviso that withdrawal of the Shares from trading on the regulated market maintained by the WSE shall be effected on the date indicated in the decision of the FSA authorizing withdrawal of the Shares from trading on the regulated market maintained by the WSE, issued pursuant to Article 91 Section 1 of the Act on Public Offering.

Information on voting on the resolution:

Number of shares of which valid votes were cast: 162.442.859

Number of shares from which voting rights were not exercised: 1.567.954 (treasury shares of the Company)

Percentage of share capital represented by the shares on which valid votes were cast: 99,04%

Total number of valid votes: 162.442.859

including votes: for: 162.442.859

against: 0

abstain: 0

No objections were raised to the resolution.



RESOLUTION NO. 4
of the Extraordinary General Meeting of Ronson Development SE
of 8 March 2022
concerning leaving the Company shares in the securities depository
within the meaning of Article 3(21) of the Act on Trading in Financial Instruments of July 29, 2005

§1

The Extraordinary General Meeting of Ronson Development SE with its registered office in Warsaw, in connection with the withdrawal of the Shares from trading on the regulated market, pursuant to Article 328¹¹ § 1 of the Commercial Companies Code, hereby resolves to:

- 1) elect the National Depository for Securities S.A. as the registrar of the Company's dematerialized shares;
- 2) authorise the Company's Management Board to perform all legal and factual acts necessary for the proper implementation of this Resolution.

§2

The Resolution shall come into force on the date indicated in the PFSA's decision permitting withdrawal of Shares from trading on the regulated market maintained by the WSE, issued pursuant to Article 91 Section 1 of the Act on Public Offering.

Information on voting on the resolution:

Number of shares of which valid votes were cast: 162.442.859

Number of shares from which voting rights were not exercised: 1.567.954 (treasury shares of the Company)

Percentage of share capital represented by the shares on which valid votes were cast: 99,04%

Total number of valid votes: 162.442.859

including votes: for: 162.442.859

against: 0

abstain: 0

No objections were raised to the resolution.



RESOLUTION NO. 5
of the Extraordinary General Meeting of Ronson Development SE
of 8 March 2022
on incurring the costs of convening and holding the Extraordinary General Meeting

§ 1

Acting pursuant to Article 400 § 4 of the Commercial Companies Code and Article 53 of Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the Statute for a European company, the Extraordinary General Meeting of Ronson Development SE of Warsaw resolves that the costs of convening and holding this Extraordinary General Meeting shall be borne by the Company.

§ 2

This resolution comes into force upon its adoption.

Information on voting on the resolution:

Number of shares of which valid votes were cast: 162.442.859

Number of shares from which voting rights were not exercised: 1.567.954 (treasury shares of the Company)

Percentage of share capital represented by the shares on which valid votes were cast: 99,04%

Total number of valid votes: 162.442.859

including votes: for: 162.442.859

against: 0

abstain: 0

No objections were raised to the resolution.
