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Subject: **Resolutions adopted by the Extraordinary General Meeting of CNT S.A. on 7 June 2018 together with the results of voting.**

Contents of the report:

Centrum Nowoczesnych Technologii S.A. with its registered office in Sosnowiec hereby presents the resolutions adopted at the Extraordinary General Meeting of CNT S.A. on 7 June 2018 together with the results of voting on individual resolutions and information on the objections to Resolution No. 3 recorded in the minutes.

RESOLUTION NO. 1

OF THE EXTRAORDINARY GENERAL MEETING OF

CNT S.A. with its registered office in Sosnowiec

of 7 June 2018.

concerning the election of the Chairman of the Extraordinary General Meeting of the CNT S.A.

§ 1

Extraordinary General Meeting of Shareholders of the Company under the business name of CNT S.A. with its registered office in Sosnowiec, acting pursuant to Art. 409 § 1 of the Commercial Companies Code, hereby elects Ms. Katarzyna Szwarc as the Chairman of the Extraordinary General Meeting.

§ 2

This Resolution shall come into force upon its adoption.

The Chairperson stated that 6,552,846 (six million five hundred fifty two thousand eight hundred forty six) valid votes were cast in a secret ballot from 6,552,846 (six million five hundred fifty two thousand eight hundred forty six) shares of the Company, including

6,552,845 (six million five hundred fifty two thousand eight hundred forty five) votes were cast for the resolution,

- 1 (one) vote was cast against the resolution,





- 0 (zero) "abstention" votes were cast,

Resolution No. 1 was therefore taken.

## RESOLUTION NO. 2

OF THE EXTRAORDINARY GENERAL MEETING OF

CNT S.A. with its registered office in Sosnowiec

of 7 June 2018.

concerning the adoption of the agenda of the Extraordinary General Meeting of the CNT S.A.

### § 1

Extraordinary General Meeting of Shareholders of the Company under the business name of CNT S.A. with its registered office in Sosnowiec adopts the following agenda:

1. Opening of the meeting and election of the Chairman of the Extraordinary General Meeting.
2. Confirmation that the Extraordinary General Meeting has been duly convened and is capable of adopting resolutions.
3. Adoption of the agenda.
4. Adoption of a resolution on the elimination of the dematerialization of the Company's shares and their withdrawal from trading on the regulated market operated by the Warsaw Stock Exchange.
5. Adoption of a resolution on determining the entity bearing the costs of convening and holding the Extraordinary General Meeting of Shareholders of the Company.
6. Closing of the meeting.

### § 2

This Resolution shall come into force upon its adoption.

The Chairman stated that in the open voting 6,552,846 (six million five hundred fifty two thousand eight hundred forty six) valid votes were cast out of 6,552,846 (six million five hundred fifty two thousand eight hundred forty six) shares of the Company, including

6,552,845 (six million five hundred fifty two thousand eight hundred forty five) votes were cast for the resolution,

- 1 (one) vote was cast against the resolution,





- 0 (zero) "abstention" votes were cast,

Resolution No. 2 was therefore taken.

The Chairwoman of the Meeting stated that the conditions set forth in Article 91, sections 4, 5 and 6 of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (consolidated text: Journal of Laws 2018, item 512, as amended) had been fulfilled and requested that the notary public record this fact in the minutes.

### RESOLUTION NO. 3

OF THE EXTRAORDINARY GENERAL MEETING OF

CNT S.A. with its registered office in Sosnowiec

of 7 June 2018.

concerning the elimination of the dematerialization of the Company's shares and their withdrawal from trading on the regulated market operated by the Warsaw Stock Exchange S.A.

Pursuant to Article 91 section 4 of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (consolidated text in Journal of Laws of 2016, item 1639) ("Act on Public Offering"), the following is hereby adopted: --

§ 1.

1) The Extraordinary General Meeting of the Company resolves to abolish the dematerialization of all the Company's shares registered in the National Depository for Securities S.A. (the "KDPW") and admitted and introduced to trading on the regulated market of the Warsaw Stock Exchange S.A. (the "WSE"), that is:

- a) 255,000 (in words: two hundred and fifty-five thousand) series A shares;
- b) 255,000 (in words: two hundred and fifty-five thousand) series BI shares;
- c) 510,000 (in words: five hundred and ten thousand) Series BII shares;
- d) 400,000 (in words: four hundred thousand) series C shares;
- e) 700,000 (in words: seven hundred thousand) series D shares;
- f) 100,000 (in words: one hundred thousand) series E shares;





g) 6,870,000 (in words: six million eight hundred seventy thousand) series F shares a total of 9,090,000 (in words: nine million ninety thousand) shares with a nominal value of PLN 4.00 (in words: four zlotys) each and a total nominal value of PLN 36,360,000.00 (in words: thirty six million three hundred sixty thousand), designated by KDPW with ISIN PLERGPL00014 code (the "Shares") by restoring their form.

2) The Extraordinary General Meeting of Shareholders resolves to delist the Shares from trading on the regulated market operated by the WSE.

§ 2.

The Extraordinary General Meeting of the Company hereby authorizes and obliges the Board of Management of the Company to:

a) submitting to the Polish Financial Supervision Authority, pursuant to Art. 91 sec.1 of the Act on Public Offering, an application for granting permission to reinstate the form of a document to the Shares (abolition of dematerialization), and - submitting an application for granting a permit to reinstate the form of a document to the Shares.

b) take all factual and legal actions necessary to restore the form of the Shares and withdraw them from trading on the regulated market operated by the WSE, in particular to take all necessary factual and legal actions in this respect before the Polish Financial Supervision Authority, KDPW and the WSE.

§ 3.

The Resolution shall come into force on the day of its adoption, with the reservation that the abolition of dematerialization of the Company's shares mentioned in § 1 of this Resolution and the withdrawal from trading of the Shares marked by KDPW with ISIN PLERGPL00014 code on the regulated market operated by the WSE shall take place within the period to be specified in the permission issued by the Polish Financial Supervision Authority to restore the form of the document referred to above to Shares of the Company.

The Chairperson stated that in the open voting a total of 6,552,846 (six million five hundred fifty two thousand eight hundred forty six) valid votes were cast out of 6,552,846 (six million five hundred fifty two thousand eight hundred forty six) shares of the Company, including:

- 6,333,020 (six million three hundred thirty three thousand twenty) votes were cast for the resolution,
- 206,830 (two hundred and six thousand eight hundred and thirty) votes were cast against the resolution,
- 12,996 (twelve thousand nine hundred ninety-six) "abstention" votes were cast.

Resolution No. 4 was therefore taken.





At this point, shareholders voting against resolution no. 3 raised objections to the minutes.

RESOLUTION NO. 4

OF THE EXTRAORDINARY GENERAL MEETING OF

CNT S.A. with its registered office in Sosnowiec

of 7 June 2018.

on determining the entity bearing the costs of convening and holding the Extraordinary General Meeting of Shareholders of the Company

§ 1

Acting pursuant to art. 400 § 4 of the Commercial Companies Code, the Extraordinary General Meeting of Shareholders resolves that the costs of convening and holding the Extraordinary General Meeting of Shareholders shall be borne by FIP 11 Fundusz Zamknięty Aktywów Niepublicznych with its registered office in Warsaw.

§ 2

This Resolution shall come into force upon its adoption.

The Chairman stated that in the open voting 6,552,846 (six million five hundred fifty two thousand eight hundred forty six) valid votes were cast out of 6,552,846 (six million five hundred fifty two thousand eight hundred forty six) shares of the Company, including:

- 6,348,486 (six million three hundred forty eight thousand four hundred eighty six) votes were cast for the resolution,
- 204,360 (two hundred and four thousand three hundred and sixty votes) were cast against the resolution,
- 0 (zero) "abstention" votes were cast.

Resolution No. 4 was therefore taken.

The Extraordinary General Meeting of Shareholders of the Company did not abandon consideration of any of the items on the planned agenda, and moreover, there were no draft resolutions which were voted on and not adopted.





In connection with the filing of objections to Resolution No. 3 concerning the abolition of dematerialization of the Company's shares and their withdrawal from trading on the regulated market operated by the Warsaw Stock Exchange, as referred to above, the Board of Management of the Company decided to withhold the submission of the application to the Polish Financial Supervision Authority concerning the permission to restore the form of the document to the shares (abolition of share dematerialization) pursuant to Article 91 of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies (Journal of Laws of 2018, item 512, as amended) until the deadline for appealing against the said resolution expires or until the deadline for potential appeals against the resolution by eligible shareholders and until the Company becomes familiar with the justification for any claims brought against the Company in this respect.

**Legal basis:** § 19 section 1 Regulation of the Minister of Finance of 29 March 2018 on current and periodic information provided by issuers of securities and conditions for recognizing as equivalent information required by the laws of a third country (Journal of Laws of 2018, item 757).

