To item 2 on the agenda: *secret ballot*

RESOLUTION NO. 1/EGM/2021
OF THE EXTRAORDINARY GENERAL MEETING
OF CCC JOINT STOCK COMPANY WITH REGISTERED OFFICE IN POLKOWICE

of 6 September 2021

regarding election of the Chairperson of the Extraordinary General Meeting of Shareholders

Acting pursuant to article 409 § 1 of the Code of Commercial Companies and § 5 of the Rules of Procedure of the General Meeting, the Extraordinary General Meeting of CCC S.A. based in Polkowice ("**Company**") passes the following resolution

§ 1

Mr./Ms. [•] is hereby elected Chairman of the Extraordinary General Meeting.

§ 2

The resolution shall enter into force as soon as it is adopted.

To item 4 on the agenda: *open vote*

RESOLUTION NO. 2/EGM/2021
OF THE EXTRAORDINARY GENERAL MEETING
OF CCC JOINT STOCK COMPANY WITH REGISTERED OFFICE IN POLKOWICE

of 6 September 2021

regarding the adoption of the agenda of the Extraordinary General Meeting

The Extraordinary General Meeting of CCC S.A. ("**Company**") resolves as follows:

§ 1

It is decided to adopt the agenda of this Extraordinary General Meeting as follows:

1. Opening of the Extraordinary General Meeting of the Company.
2. Election of the Chairman of the Extraordinary General Meeting of the Company.
3. Drawing up the attendance list, confirmation of the correctness of convening the Extraordinary General Meeting of the Company and its capacity to adopt resolutions.
4. Approval of the agenda of the Extraordinary General Meeting of the Company.
5. Adoption of a resolution regarding a conditional increase of the share capital of the Company through the issuance of series L shares.
6. Adoption of a resolution on the exclusion of the pre-emptive right of existing shareholders in relation to newly issued series L shares.
7. Adoption of a resolution on the issue of subscription warrants of the D series.
8. Adoption of a resolution on the exclusion of pre-emptive rights of the current shareholders to the subscription warrants of D series and bonds which are debt financial instruments convertible or exchangeable for shares of the Company, which may result in an obligation to provide performance in the form of transfer of ownership or delivery of shares of the Company, or transfer of ownership or delivery of an instrument (including a security) entitling the holder to subscribe for shares of the Company, irrespective of any other performance, including cash performance, issued by the Company, governed by the English law.
9. Adoption of a resolution on dematerialisation of series L shares issued as part of the conditional share capital increase, dematerialisation of series D subscription warrants, applying for admission and introduction of series L shares to trading on the regulated market and authorising the Management Board to perform all actions necessary to this end.
10. Adoption of a resolution to amend the Company's Articles of Association with regard to a conditional increase in the Company's share capital.
11. Closing of the Extraordinary General Meeting of the Company.

§ 2

The resolution shall enter into force as soon as it is adopted.

To item 5 on the agenda: *open vote*

RESOLUTION NO. 3/EGM/2021
OF THE EXTRAORDINARY GENERAL MEETING
OF CCC JOINT STOCK COMPANY WITH REGISTERED OFFICE IN POLKOWICE

of 6 September 2021

regarding a conditional increase of the share capital of the Company through the issuance of series L shares

§ 1

Acting pursuant to Article 448 of the Code of Commercial Companies, the Extraordinary General Meeting of CCC S.A. ("**the Company**") hereby resolves as follows:

1. The share capital of the Company shall be conditionally increased by an amount not higher than PLN 223,200.00 (two hundred and twenty-three thousand two hundred zlotys).
2. The share capital shall be increased by issuing up to 2,232,000 (two million two hundred and thirty two thousand) ordinary series L bearer shares with a par value of PLN 0.10 (ten groszy) each ("**Series L Shares**").
3. The issue price of Series L Shares shall be determined by the Company's Management Board, however, the issue price of Series L Shares may be determined in a currency other than the zloty, including in euro, and may not be lower than the conversion price of the Debt Instruments (as defined below), as specified in and determined in accordance with the terms and conditions of such Debt Instruments, which shall not be less than PLN 161.29 (one hundred and sixty one zlotys, twenty nine grosz'es) or the equivalent thereof expressed in euro, calculated according to the PLN:EUR exchange rate used for the purpose of fixing the conversion price of the Debt Instruments as specified in the pricing announcement in relation to the Debt Instruments, subject to potential adjustments set forth in the terms and conditions of the Debt Instruments, resulting from inter alia share splits or consolidations, capital distributions, dividends, including preliminary dividend, bonus issues or rights issues, share repurchases, mergers and spinoffs of the Company etc.
4. The share capital increase shall be made with the exclusion of subscription rights.
5. The Series L Shares shall be taken up in exchange for a cash contribution, however the issue price of Series L Shares may be set off against the debt repayment obligations owed by the Company to the holders of the Debt Instruments, following an exercise of conversion rights by any such holder as specified in the terms and conditions of the issue of these Debt Instruments.
6. The Series L Shares shall participate in dividends on the following terms:
   (a) Series L Shares issued or recorded for the first time in the securities account no later than on the record date established in the resolution of the General Meeting of the Company on the distribution of profit shall participate in dividend starting from the profit for the previous financial year, i.e. from the beginning of the financial year immediately preceding the year in which the shares were issued or recorded for the first time in the securities account;
   b) Series L Shares issued or recorded for the first time in the securities account on a date after the record date established in a resolution of the General Meeting of the Company on the distribution of profit shall participate in the dividend starting with the profit for the financial year in which such shares were issued or recorded for the first time in the securities account, i.e. from the beginning of the financial year.
7. The right to subscribe for Series L Shares shall expire on 31 December 2027.

§ 2

The objective of the conditional increase of the Company's share capital is to vest the right to subscribe for Series L Shares in the holders of registered subscription warrants of the D series issued by the Company pursuant to Resolution No. 5/EGM/2021 of the Extraordinary General Meeting of the Company of 6 September 2021 regarding the issue of subscription warrants of the D series (the "**Warrants**"), which will enable the Company to satisfy its obligations arising from bonds which are debt financial instruments convertible or exchangeable into shares of the Company which (in addition to other obligations of the Company, including cash payments in respect of interest coupon and other amounts) may involve an obligation to transfer the ownership of, issue or deliver the Company's shares or to transfer the ownership of or otherwise issue or deliver an instrument (including a security) entitling its holder to subscribe for the Company's shares, issued by the Company and governed by English law (the "**Debt Instruments**"). The Debt Instruments shall be issued in the principal amount of EUR 100,000 each.

§ 3

The persons authorized to take up Series L Shares shall be holders of the Warrants.

§ 4

The Management Board of the Company is hereby authorised to take all legal and factual actions necessary to perform this Resolution, including in particular to:

a) determine the issue prices of the Series L Shares in accordance with § 1 item 3 above;

b) determine detailed rules for accepting declarations on the exercise of the Warrants and subscription of Series L Shares, including in particular the places and dates for submitting the said declarations, pursuant to Art. 451 § 1 of the Commercial Companies Code;

c) report the data required under Art. 452 of the Commercial Companies Code to the Registry Court.

§ 5

This Resolution shall come into force upon its adoption.

Justification of the Resolution:

The resolution on the conditional increase of the Company's share capital through the issue of Series L Shares is adopted in order to enable the Company to fulfil its obligations arising from the Debt Instruments convertible or exchangeable to Company's shares. A decision to consider the issue of Debt Instruments was made by the Management Board based on a feedback from international capital markets, indicating the interest of foreign investors in such an instrument and its potentially attractive terms and conditions for the Company.

The objective of the issue of the Debt Instruments will be to raise funds to finance the purchase price of 10% of the shares in eObuwie.pl S.A. (a subsidiary of the Company) from the company MKK 3 Sp. z o.o. (or its related parties) and/or pay related costs (including taxes). If, after the purchase of such 10% of shares in eObuwie and the paying of the related costs, there remains any surplus net proceeds from the issue of the Debt Instruments, such surplus funds shall be used for the Company's general business purposes. Depending on the decision of the Company's Management Board, the above objectives may (but need not) be included in the announcements and documentation relating to the offering of the Debt Instruments as the purpose of the issue.

The purchase of the aforementioned block of shares in eObuwie.pl. S.A. from MKK 3 Sp. o.o. will complete the execution of the agreement with MKK3 sp. z o. o., about which the Company informed in current reports 14/2021 dated 31 March 2021 (Disclosure of delayed confidential information concerning commencement of negotiations with MKK3 sp. z o.o. on investment in eobuwie.pl S.A.), 15/2021 dated 31 March 2021 (Transaction of purchase of shares in eobuwie.pl S.A.) and 41/2021 of 22 June 2021 (Conclusion of agreements on the sale of shares in eobuwie.pl S.A.). Raising funds in the form of an issue of Debt Instruments is one of the alternative sources of financing considered for the acquisition of the stake in eObuwie.pl S.A. from MKK3 sp. z o.o. (in addition to, inter alia, issuing convertible bonds subject to the resolution no. 4/EGM/2021 of 3 August 2021, published in current report no. 50/2021 of 3 August 2021). The Management Board of the Company intends to select the most convenient source of financing in an appropriate time before the transaction is completed. At the same time, for the avoidance of doubt, the Management Board of the Company does not intend to issue simultaneously Debt Instruments (convertible or exchangeable to series L shares) and convertible bonds already approved in the resolution no. 4/EGM2021 of 3 August 2021 (convertible to series K shares).

The issuance of the Debt Instruments by the Company (if such a decision is ultimately made by the Management Board of the Company) will allow such financing to be raised from new international investors to achieve the above objectives. Due to the nature of the Debt Instruments - debt instruments governed by English law convertible or exchangeable for shares of the Company - carrying out the issue requires the exclusion of the pre-emptive rights of all existing shareholders in its entirety, both with respect to the Debt Instruments, the Warrants and the shares of the Company issued for the purpose of granting them to the holders of the Warrants.

Additional information on the purpose of the issuance of the Debt Instruments and the justification of the exclusion of the pre-emptive rights of shareholders to the Warrants, Debt Instruments and Series L Shares was included in: "Opinion of the Management Board of CCC S.A. on the full exclusion of all shareholders of the Company from the pre-emptive rights to the series L shares issued within the conditional increase of the share capital of the Company and "Opinion of the Management Board of CCC S.A. on the exclusion of all shareholders of the Company of the pre-emptive rights to the debt instruments, warrants and series L shares issued within the conditional increase of the share capital of the Company".

To item 6 on the agenda: *open vote*

RESOLUTION NO. 4/EGM/2021
OF THE EXTRAORDINARY GENERAL MEETING
OF CCC JOINT STOCK COMPANY WITH REGISTERED OFFICE IN POLKOWICE

of 6 September 2021

on exclusion of the pre-emptive right of existing shareholders in relation to newly issued series L shares

Acting pursuant to Article 433 § 2 of the Code of Commercial Companies and having read the opinion of the Management Board of CCC S.A. (the "**Company**") on the exclusion of the pre-emptive right of existing shareholders of the Company with respect to new issue series L shares, constituting Annex No. 1 to this resolution, the Extraordinary General Meeting of the Company hereby resolves as follows

§ 1

The pre-emptive rights of the Company's existing shareholders are entirely excluded in respect of all shares in the new issue designated as series L ("**Series L Shares**").

Series L Shares shall be issued to holders of series D registered subscription warrants (the "**Warrants**") issued by the Company in order to perform obligations arising from bonds which are debt financial instruments convertible or exchangeable into shares of the Company which (in addition to other obligations of the Company, including cash payments in respect of interest coupon and other amounts) may involve an obligation to transfer the ownership of, issue or delivery the Company's shares or to transfer the ownership of or otherwise issue or deliver an instrument (including a security) entitling its holder to subscribe for the Company's shares, issued by the Company and governed by English law (the "**Debt Instruments**"). The Warrants are issued for the purpose of granting their holders the right to subscribe for shares in the Company in order for the Company to satisfy the performance of its obligations under the Debt Instruments. The Warrants may only be subscribed for by the investors holding the Debt Instruments or by the entity(ies) acting on their behalf or for their benefit, in order for the Series L Shares to be subscribed for by the investors or the entity(ies) acting on their behalf or for their benefit.

The purpose and nature of the conditional increase in the Company's share capital justify depriving the Company's shareholders of all pre-emptive rights to the Series L Shares.

§ 2

The resolution shall enter into force on the date of its adoption.

Justification of the resolution:

The resolution on exclusion of pre-emptive rights of the existing shareholders with respect to the Series L Shares is adopted in order to enable the Company to issue Warrants, which in turn will make it possible for the Company to issue shares and satisfy its obligations arising under the Debt Instruments. A decision to consider the issue of Debt Instruments was made by the Management Board based on a feedback from international capital markets, indicating the interest of foreign investors in such an instrument and its potentially attractive terms and conditions for the Company.

The objective of the issue of the Debt Instruments will be to raise funds to finance the purchase price of 10% of the shares in eObuwie.pl S.A. (a subsidiary of the Company) from the company MKK 3 Sp. z o.o. (or its related parties) and/or pay related costs (including taxes). If, after the purchase of such 10% of shares in eObuwie and the paying of the related costs, there remains any surplus net proceeds from the issue of the Debt Instruments, such surplus funds shall be used for the Company's general business purposes. Depending on the decision of the Company's Management Board, the above objectives may (but need not) be included in the announcements and documentation relating to the offering of the Debt Instruments as the purpose of the issue.

The purchase of the aforementioned block of shares in eObuwie.pl. S.A. from MKK 3 Sp. o.o. will complete the execution of the agreement with MKK3 sp. z o. o., about which the Company informed in current reports 14/2021 dated 31 March 2021 (Disclosure of delayed confidential information concerning commencement of negotiations with MKK3 sp. z o.o. on investment in eobuwie.pl S.A.), 15/2021 dated 31 March 2021 (Transaction of purchase of shares in eobuwie.pl S.A.) and 41/2021 of 22 June 2021 (Conclusion of agreements on the sale of shares in eobuwie.pl S.A.). Raising funds in the form of an issue of Debt Instruments is one of the alternative sources of financing considered for the acquisition of the stake in eObuwie.pl S.A. from MKK3 sp. z o.o. (in addition to, inter alia, issuing convertible bonds subject to the resolution no. 4/EGM/2021 of 3 August 2021, published in current report no. 50/2021 of 3 August 2021). The Management Board of the Company intends to select the most convenient source of financing in an appropriate time before the transaction is completed. At the same time, for the avoidance of doubt, the Management Board of the Company does not intend to issue simultaneously Debt Instruments (convertible or exchangeable to series L shares) and convertible bonds already approved in the resolution no. 4/EGM2021 of 3 August 2021 (convertible to series K shares).

The issuance of the Debt Instruments by the Company (if such a decision is ultimately made by the Management Board of the Company) will allow such financing to be raised from new international investors to achieve the above objectives. Due to the nature of the Debt Instruments - debt instruments governed by English law convertible or exchangeable for shares of the Company - carrying out the issue requires the exclusion of the pre-emptive rights of all existing shareholders in its entirety, both with respect to the Debt Instruments, the Warrants and the shares of the Company issued for the purpose of granting them to the holders of the Warrants.

Additional information concerning the justification for the exclusion of shareholders' pre-emptive rights to the Series L Shares was included in: "Opinion of the Management Board of CCC S.A. on the full exclusion of all shareholders of the Company from the pre-emptive rights to the series L shares issued within the conditional increase of the share capital of the Company and "Opinion of the Management Board of CCC S.A. on the exclusion of all shareholders of the Company of the pre-emptive rights to the debt instruments, warrants and series L shares issued within the conditional increase of the share capital of the Company".

Appendix 1
to resolution No. 4/EGM/2021 on the exclusion of the pre-emptive rights of the existing shareholders with regard to new issue series L shares

OPINION OF THE MANAGEMENT BOARD OF CCC S.A. ON THE FULL EXCLUSION OF ALL SHAREHOLDERS OF THE COMPANY FROM THE PRE-EMPTIVE RIGHTS TO THE SERIES L SHARES ISSUED WITHIN THE CONDITIONAL INCREASE OF THE SHARE CAPITAL OF THE COMPANY

Acting pursuant to Article 433 § 2 of the Code of Commercial Companies, the Management Board of the Company hereby recommends that the shareholders of the Company be deprived of the pre-emptive rights to series L ordinary bearer shares with a par value of PLN 0.10 each, which will be issued under the conditional share capital increase adopted pursuant to the proposed Resolution No. 3/EGM/2021 of the Extraordinary General Meeting of the Company on conditional increase of the Company's share capital through issuing series L shares ("**Series L Shares**").

The Series L Shares are to be issued in order to exercise the right arising from exchangeable or convertible bonds, which the Company intends to issue under English law and offer to international investors. These bonds will subsequently be listed on the multilateral trading facility operated by the Frankfurt Stock Exchange (*Börse Frankfurt*) (the "**Debt Instrument**"). The satisfaction of the claim of the holder of the Debt Instrument to receive Series L Shares will be satisfied in such a way that each Debt Instrument will entitle the holder thereof to receive a subscription warrant issued pursuant to the proposed resolution No. 5/EGM/2021 on the issue of subscription warrants of series D (the "**Warrants**"). Each Warrant received will in turn entitle the holder to subscribe for Series L Shares. The Warrants shall be allotted and the Series L Shares shall be subscribed for on the terms and conditions set forth in the terms and conditions of the issue of the Debt Instruments, whereby the Series L Shares shall be subscribed for at the issue price set forth in the terms and conditions of the issue, but not less than that determined in Resolution No. 3/EGM/2021. The Series L Shares shall be subscribed for by way of set-off of the mutual claims: the Company for payment of the issue price to cover the Series L Shares and the holder for redemption of the Debt Instruments. After determining the final issue price of Series L Shares and the amount of the Debt Instruments, the Company's Management Board shall additionally prepare the report referred to in Art. 6a of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, dated 29th July 2005, and subject it to the auditor's assessment.

The purpose of the issue of the Debt Instruments is to raise funds by the Company in the amount of PLN 360,000,000 (three hundred and sixty million zloty) to finance the purchase of a 10% interest in eObuwie.pl S.A. from MKK 3 Sp. z o.o. Purchase of this block of shares in the company eObuwie.pl S.A. (and therefore its financing) is necessary for the fulfilment of the obligations assumed by the Company to purchase this block of shares from MKK 3 Sp. z o.o. The purchase of the aforementioned block of shares in eObuwie.pl. S.A. from MKK 3 Sp. z o.o. will complete the performance of the agreement with MKK3 sp. z o. o. about which the Company informed in current reports 14/2021 dated 31 March 2021 (Disclosure of delayed confidential information concerning commencement of negotiations with MKK3 sp. z o.o. on investment in eobuwie.pl S.A.), 15/2021 dated 31 March 2021 (Transaction of purchase of shares in eobuwie.pl S.A.) and 41/2021 of 22 June 2021 (Conclusion of agreements for the sale of shares in eobuwie.pl S.A.).

Obtaining funds in the form of a Debt Instrument issue is one of the alternative sources of financing considered for the acquisition of the stake in eObuwie.pl S.A. from MKK3 sp. z o.o. (in addition to, inter alia, the issue of convertible bonds subject to Resolution No. 4/EGM/2021 of 3 August 2021, published in Current Report No. 50/2021 of 3 August 2021). However, unlike the convertible bonds, the placement of the issue of the Debt Instrument will take place on the international capital market, which will enable the Company to access a wider range of investors and capital. The final decision on the choice of the source of financing will be made by the Board, with the decision being made after a comparison of such factors as: (i) the probability of raising the entire amount necessary to buy 10% of the shares of eObuwie.pl S.A., (ii) the cost of obtaining financing, (iii) the consequences of the issue made for the Company's shareholders, including the number of shares offered necessary to satisfy the rights of holders of convertible bonds and Debt Instruments. The intention of the Management Board is to select one of the indicated methods of obtaining financing. If the issue of Debt Instrument (exchangeable on Series L Shares) is selected, the Company will not issue convertible bonds (convertible on series K shares).

It is proposed that the issue price of Series L Shares is determined by the Company's Management Board, pursuant to the authorization contained in Resolution No. 3/EGM/2021. The final issue price of Series L Shares will be determined in the terms and conditions of the Debt Instrument issue. However, it is proposed that the issue price of Series L Shares is not lower than PLN 161,29 (one hundred and sixty-one zlotys and twenty-nine groszy) or the equivalent thereof expressed in euro at the PLN:EUR exchange rate applied to determine the conversion price of the Debt Instruments, as specified in the price announcement regarding the Debt Instruments, and considering adjustments, if any, set forth in the terms and conditions of issue, resulting from, among other things, stock splits or mergers, a decrease in the share capital, dividend, including prepaid dividend, bonus issues or right issues, share buy-backs, mergers and demergers of the Company, etc.

In view of the foregoing, the purpose and nature of the issue of the Series L Shares justify that all shareholders of the Company shall be entirely deprived of their pre-emptive rights relating to the Series L Shares.

To item 7 on the agenda: *open vote*

RESOLUTION NO. 5/EGM/2021
OF THE EXTRAORDINARY GENERAL MEETING
OF CCC JOINT STOCK COMPANY WITH REGISTERED OFFICE IN POLKOWICE

of 6 September 2021

on the issue of series D subscription warrants

Acting pursuant to Article 393(5) and Article 453 § 2 and 3 of the Code of Commercial Companies and in conjunction with Resolution No. 3/EGM/2021 of the Extraordinary General Meeting of CCC S.A. ("**Company**") of 6 September 2021 on the conditional increase of share capital of the Company through the issue of series L shares, the Extraordinary General Meeting of the Company hereby resolves as follows:

§ 1

2,232,000 (two million two hundred and thirty two thousand) registered subscription warrants of D series ("**Warrants**") are issued, entitling their holders to subscribe for series L ordinary bearer shares of the nominal value of PLN 0.10 (ten groszy) each ("**Series L Shares**") issued by the Company pursuant to the Resolution No. 3/EGM/2021 of the Extraordinary General Meeting of the Company of 6 September 2021.

§ 2

1. The Warrants shall be offered by the Company in order to fulfil obligations arising from bonds which are debt financial instruments convertible or exchangeable into the Company's shares, which may imply an obligation to provide performance in the form of a transfer of ownership or delivery of the Company's shares or a transfer of ownership or delivery of an instrument (including a security) entitling the holder to take up the Company's shares, notwithstanding any other consideration, including cash consideration, issued by the Company, governed by English law (the "**Debt Instruments**"). The issuance of the Warrants is intended to secure the performance of the above obligations and to protect the interests of investors acquiring the Debt Instruments, in particular by granting the Warrants to holders of the Debt Instruments who request the exchange of the Debt Instrument for Series L Shares.
2. The Warrants will be offered directly to the investors holding the Debt Instruments or to the entity(ies) acting on their behalf or for their benefit, in order for the investors or the entity(ies) acting on their behalf or for their benefit to subscribe for the Series L Shares. The Warrants may only be offered to holders of the Debt Instruments who are qualified investors within the meaning of Article 2(e) 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.
3. The Warrants will be offered subject to the issue of the Debt Instruments referred to in paragraph 1 above.
4. The Warrants shall be non-transferable, except for sale to the Company for redemption or sale by or for the benefit of an entity acting as a settlement agent for the purpose of enabling the holders of the Debt Instruments to exercise their right to subscribe for Series L Shares, under the terms and conditions of the issue of such Debt Instruments.
5. Each Warrant shall entitle the holder to subscribe for 1 (one) Series L Share, at the issue price determined by the Management Board of the Company in accordance with Resolution No. 3/EGM/2021 of the Extraordinary General Meeting of the Company dated 6 September 2021 on conditional increase of the Company's share capital by way of issue of series L shares.
6. The warrants shall be issued free of charge.
7. The Warrants shall be issued as non-documentary securities.
8. The Warrants shall entitle their holders to subscribe for Series L shares of the Company until 31 December 2027.
9. The Management Board of the Company shall be authorised to carry out the issue of the Warrants, including in particular:
    a) to accept a declaration to take up the Warrants;
    b) determining the final terms of the Warrants;
    c) issuing of the Warrants;
    d) performing all other factual and legal acts necessary to carry out this Resolution.

§ 3

This Resolution shall become effective as of the date of entry into the Register of Entrepreneurs of the National Court Register of the conditional increase of the share capital pursuant to Resolution No. 3/EGM/2021 of the Extraordinary General Meeting of the Company dated 6 September 2021 on the conditional increase of the share capital of the Company through the issuance of series L shares.

Justification of the Resolution:

The resolution is adopted in order to enable the Company to issue subscription warrants (the "**Warrants**"), which in turn will enable the Company to issue series L shares and fulfil its obligations under the Debt Instruments. A decision to consider the issue of Debt Instruments was made by the Management Board based on a feedback from international capital markets, indicating the interest of foreign investors in such an instrument and its potentially attractive terms and conditions for the Company.

The objective of the issue of the Debt Instruments will be to raise funds to finance the purchase price of 10% of the shares in eObuwie.pl S.A. (a subsidiary of the Company) from the company MKK 3 Sp. z o.o. (or its related parties) and/or pay related costs (including taxes). If, after the purchase of such 10% of shares in eObuwie and the paying of the related costs, there remains any surplus net proceeds from the issue of the Debt Instruments, such surplus funds shall be used for the Company's general business purposes. Depending on the decision of the Company's Management Board, the above objectives may (but need not) be included in the announcements and documentation relating to the offering of the Debt Instruments as the purpose of the issue.

The purchase of the aforementioned block of shares in eObuwie.pl. S.A. from MKK 3 Sp. o.o. will complete the execution of the agreement with MKK3 sp. z o. o., about which the Company informed in current reports 14/2021 dated 31 March 2021 (Disclosure of delayed confidential information concerning commencement of negotiations with MKK3 sp. z o.o. on investment in eobuwie.pl S.A.), 15/2021 dated 31 March 2021 (Transaction of purchase of shares in eobuwie.pl S.A.) and 41/2021 of 22 June 2021 (Conclusion of agreements on the sale of shares in eobuwie.pl S.A.). Raising funds in the form of an issue of Debt Instruments is one of the alternative sources of financing considered for the acquisition of the stake in eObuwie.pl S.A. from MKK3 sp. z o.o. (in addition to, inter alia, issuing convertible bonds subject to the resolution no. 4/EGM/2021 of 3 August 2021, published in current report no. 50/2021 of 3 August 2021). The Management Board of the Company intends to select the most convenient source of financing in an appropriate time before the transaction is completed. At the same time, for the avoidance of doubt, the Management Board of the Company does not intend to issue simultaneously Debt Instruments (convertible or exchangeable to series L shares) and convertible bonds already approved in the resolution no. 4/EGM2021 of 3 August 2021 (convertible to series K shares).

The issuance of the Debt Instruments by the Company (if such a decision is ultimately made by the Management Board of the Company) will allow such financing to be raised from new international investors to achieve the above objectives. Due to the nature of the Debt Instruments - debt instruments governed by English law convertible or exchangeable for shares of the Company - carrying out the issue requires the exclusion of the pre-emptive rights of all existing shareholders in its entirety, both with respect to the Debt Instruments, the Warrants and the shares of the Company issued for the purpose of granting them to the holders of the Warrants.

Additional information on the purpose of the issuance of the Debt Instruments and the justification of the exclusion of the pre-emptive rights of shareholders to the Warrants, Debt Instruments and Series L Shares was included in: "Opinion of the Management Board of CCC S.A. on the full exclusion of all shareholders of the Company from the pre-emptive rights to the series L shares issued within the conditional increase of the share capital of the Company and "Opinion of the Management Board of CCC S.A. on the exclusion of all shareholders of the Company of the pre-emptive rights to the debt instruments, warrants and series L shares issued within the conditional increase of the share capital of the Company".

To item 8 on the agenda: *open vote*

RESOLUTION NO. 6/EGM/2021
OF THE EXTRAORDINARY GENERAL MEETING
OF CCC JOINT STOCK COMPANY WITH REGISTERED OFFICE IN POLKOWICE
of 6 September 2021

on the exclusion of pre-emptive rights of the current shareholders to the subscription warrants of D series and bonds which are debt financial instruments convertible or exchangeable for shares of the Company, which may result in an obligation to provide performance in the form of transfer of ownership or delivery of shares of the Company, or transfer of ownership or delivery of an instrument (including a security) entitling the holder to subscribe for shares of the Company, irrespective of any other performance, including cash performance, issued by the Company, governed by the English law

Acting pursuant to Article 433 § 2 and § 6 of the Code of Commercial Companies and after the review of the opinion of the Management Board of CCC S.A. (the "Company") on the exclusion of the pre-emptive right of existing shareholders of the Company in relation to new issue series L shares ("the **Series L Shares**") and in relation to subscription warrants of series D and debt instruments, constituting Annex No. 1 to this Resolution, the Extraordinary General Meeting of the Company hereby resolves as follows:

§ 1

The pre-emptive right of the existing shareholders of the Company shall be entirely excluded in respect of all registered subscription warrants of the D series (the "**Warrants**") and bonds which are debt financial instruments convertible or exchangeable into shares of the Company, which may result in an obligation to provide performance in the form of transfer of ownership or delivery of shares of the Company, or transfer of ownership or delivery of an instrument (including a security) entitling the holder to subscribe for the Company's shares, regardless of any other consideration, including cash consideration, issued by the Company, governed by English law (the "**Debt Instruments**").

The Warrants are issued for the purpose of granting their holders the right to subscribe for shares in the Company in order for the Company to satisfy the performance of its obligations under the Debt Instruments. The Warrants may only be subscribed for by the investors holding the Debt Instruments or by the entity(ies) acting on their behalf or for their benefit in order for the Series L Shares to be subscribed for by the investors or the entity(ies) acting on their behalf or for their benefit.

The objective and nature of the conditional increase of the Company's share capital and the issuance of the Debt Instruments and the Warrants justify depriving the Company's shareholders of the pre-emptive rights to the Debt Instruments and the Warrants in their entirety.

§ 2

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

Justification of the resolution:

The resolution on the exclusion of the pre-emptive rights of the Company's existing shareholders with respect to the Debt Instruments and Warrants is adopted in order to enable the Company to issue these Warrants, which in turn will enable the Company to issue Series L Shares and fulfill its obligations under the Debt Instruments. A decision to consider the issue of Debt Instruments was made by the Management Board based on a feedback from international capital markets, indicating the interest of foreign investors in such an instrument and its potentially attractive terms and conditions for the Company.

The objective of the issue of the Debt Instruments will be to raise funds to finance the purchase price of 10% of the shares in eObuwie.pl S.A. (a subsidiary of the Company) from the company MKK 3 Sp. z o.o. (or its related parties) and/or pay related costs (including taxes). If, after the purchase of such 10% of shares in eObuwie and the paying of the related costs, there remains any surplus net proceeds from the issue of the Debt Instruments, such surplus funds shall be used for the Company's general business purposes. Depending on the decision of the Company's Management Board, the above objectives may (but need not) be included in the announcements and documentation relating to the offering of the Debt Instruments as the purpose of the issue.

The purchase of the aforementioned block of shares in eObuwie.pl. S.A. from MKK 3 Sp. o.o. will complete the execution of the agreement with MKK3 sp. z o. o., about which the Company informed in current reports 14/2021 dated 31 March 2021 (Disclosure of delayed confidential information concerning commencement of negotiations with MKK3 sp. z o.o. on investment in eobuwie.pl S.A.), 15/2021 dated 31 March 2021 (Transaction of purchase of shares in eobuwie.pl S.A.) and 41/2021 of 22 June 2021 (Conclusion of agreements on the sale of shares in eobuwie.pl S.A.). Raising funds in the form of an issue of Debt Instruments is one of the alternative sources of financing considered for the acquisition of the stake in eObuwie.pl S.A. from MKK3 sp. z o.o. (in addition to, inter alia, issuing convertible bonds subject to the resolution no. 4/EGM/2021 of 3 August 2021, published in current report no. 50/2021 of 3 August 2021). The Management Board of the Company intends to select the most convenient source of financing in an appropriate time before the transaction is completed. At the same time, for the avoidance of doubt, the Management Board of the Company does not intend to issue simultaneously Debt Instruments (convertible or exchangeable to series L shares) and convertible bonds already approved in the resolution no. 4/EGM2021 of 3 August 2021 (convertible to series K shares).

The issuance of the Debt Instruments by the Company (if such a decision is ultimately made by the Management Board of the Company) will allow such financing to be raised from new international investors to achieve the above objectives. Due to the nature of the Debt Instruments - debt instruments governed by English law convertible or exchangeable for shares of the Company - carrying out the issue requires the exclusion of the pre-emptive rights of all existing shareholders in its entirety, both with respect to the Debt Instruments, the Warrants and the shares of the Company issued for the purpose of granting them to the holders of the Warrants.

Additional information on the objective of issuing the Debt Instruments and the justification of the exclusion of the pre-emptive rights of shareholders to the Debt Instruments, Warrants and Series L Shares was included in: "Opinion of the Management Board of CCC S.A. on the full exclusion of all shareholders of the Company from the pre-emptive rights to the series L shares issued within the conditional increase of the share capital of the Company and "Opinion of the Management Board of CCC S.A. on the exclusion of all shareholders of the Company of the pre-emptive rights to the debt instruments, warrants and series L shares issued within the conditional increase of the share capital of the Company".

<u>Appendix 1</u>

to Resolution No. 6/EGM/ 2017 on the exclusion of the pre-emptive right of the existing shareholders of the Company with regard to registered subscription warrants and debt instruments

OPINION OF THE MANAGEMENT BOARD OF CCC S.A. ON THE EXCLUSION OF ALL SHAREHOLDERS OF THE COMPANY OF THE PRE-EMPTIVE RIGHTS TO THE DEBT INSTRUMENTS, WARRANTS AND SERIES L SHARES ISSUED WITHIN THE CONDITIONAL INCREASE OF THE SHARE CAPITAL OF THE COMPANY

Acting pursuant to art. 433 § 2 in connection with art. 433 § 6 of the Commercial Companies Code, the Management Board of the Company hereby recommends that the shareholders of the Company be deprived of the pre-emptive right to the subscription warrants issued pursuant to the proposed resolution No. 5/EGM/2021 on the issue of series D subscription warrants (the " **Warrants**"), entitling to subscribe for the series L ordinary bearer shares with a nominal value of PLN 0.10 each, to be issued under a conditional share capital increase adopted pursuant to the proposed resolution No. 3/EGM/2021 of the Extraordinary General Meeting of the Company on conditional increase of the Company's share capital through issue of series L shares ("**Series L Shares**"). The Management Board also recommends the exclusion of pre-emptive rights regarding bonds issued by the Company under English law, convertible or exchangeable into Series L Shares ("**Debt Instruments**").

The Warrants are to be issued to exercise the right under the Debt Instruments. Each Debt Instrument will entitle its holder to receive a Warrant. Each Warrant received will in turn entitle the holder to subscribe for Series L Shares. The Warrants shall be allotted and the Series L Shares shall be subscribed for on the terms and conditions set forth in the terms and conditions of the issue of the Debt Instruments, whereby the Series L Shares shall be subscribed for at the issue price set forth in the terms and conditions of the issue, but not less than that determined in Resolution No. 3/EGM/2021.

The purpose of the issue of the Debt Instruments is to raise funds by the Company in the amount of PLN 360,000,000 (three hundred and sixty million zloty) to finance the purchase of a 10% interest in eObuwie.pl S.A. from MKK 3 Sp. z o.o. Purchase of this block of shares in the company eObuwie.pl S.A. (and therefore its financing) is necessary for the fulfilment of the obligations assumed by the Company to purchase this block of shares from MKK 3 Sp. z o.o. The purchase of the aforementioned block of shares in eObuwie.pl. S.A. from MKK 3 Sp. z o.o. will complete the performance of the agreement with MKK3 sp. z o. o. about which the Company informed in current reports 14/2021 dated 31 March 2021 (Disclosure of delayed confidential information concerning commencement of negotiations with MKK3 sp. z o.o. on investment in eobuwie.pl S.A.), 15/2021 dated 31 March 2021 (Transaction of purchase of shares in eobuwie.pl S.A.) and 41/2021 of 22 June 2021. (Conclusion of agreements for the sale of shares in eobuwie.pl S.A.).

Obtaining funds in the form of a Debt Instruments issue is one of the alternative sources of financing considered for the acquisition of the stake in eObuwie.pl S.A. from MKK3 sp. z o.o. (in addition to, inter alia, the issue of convertible bonds subject to Resolution No. 4/EGM/2021 of 3 August 2021, published in Current Report No. 50/2021 of 3 August 2021). However, unlike the convertible bonds, the placement of the issue of the Debt Instruments will take place on the international capital market, which will enable the Company to access a wider range of investors and capital. The final decision on the choice of the source of financing will be made by the Board, with the decision being made after a comparison of such factors as: (i) the probability of raising the entire amount necessary to buy back 10% of the shares of eObuwie.pl S.A., (ii) the cost of obtaining financing, (iii) the consequences of the issue made for the Company's shareholders, including the number of shares offered necessary to satisfy the rights of holders of convertible bonds and Debt Instruments. The intention of the Management Board is to select one of the indicated methods of obtaining financing. If the issue of Debt Instrument (exchangeable on Series L Shares) is selected, the Company will not issue convertible bonds (convertible on series K shares).

It is proposed that the Warrants be issued free of charge, as they are merely an instrument for the exchange of rights under the Debt Instruments for Series L Shares. Settlement of bondholders' claims arising from the conversion of the Debt Instruments may be affected by offsetting their mutual claims: the Company for making contributions to cover the issue price of the Series L Shares and the holders for the redemption of the Debt Instruments. The issue price of Series L Shares shall be determined by the Management Board of the Company, pursuant to the authorization contained in Resolution No. 3/EGM/2021. The final issue price of Series L Shares shall be set forth in the terms and conditions of the Debt Instruments issue.

Accordingly, the purpose and nature of the issue of the Warrants and the Debt Instruments justify depriving all shareholders of the Company of their pre-emptive rights relating to the Warrants and the Debt Instruments in their entirety.

To item 9 on the agenda: *open vote*

RESOLUTION NO. 7/EGM/2021
OF THE EXTRAORDINARY GENERAL MEETING
OF CCC JOINT STOCK COMPANY WITH REGISTERED OFFICE IN POLKOWICE

of 6 September 2021

on dematerialisation of series L shares issued as part of the conditional share capital increase, dematerialisation of series D subscription warrants, applying for admission and introduction of series L shares to trading on the regulated market and authorising the Management Board to perform all actions necessary to this end

In connection with Resolution No. 3/EGM/2021 of the Extraordinary General Meeting of CCC S.A. ("the **Company**") of 6 September 2021 on the conditional increase of the share capital of the Company through the issue of series L shares, the Extraordinary General Meeting of the Company resolves as follows:

§ 1

It is agreed on:

1. dematerialisation of the Company's series L shares issued under the conditional share capital increase and series D subscription warrants;
2. applying for admission and introduction to trading on a regulated market maintained by the Warsaw Stock Exchange of the Company's L-series shares issued under a conditional share capital increase.

§ 2

The Company's Management Board is authorised to take all legal and factual actions necessary for the admission and introduction of the Company's series L shares issued under the conditional share capital increase to trading on the regulated market and for the dematerialisation of such shares and series D subscription warrants, including in particular:

1. perform with the National Depository for Securities (*Krajowy Depozyt Papierów Wartościowych S.A.*) all activities necessary to perform this resolution, including concluding with the National Depository for Securities (*Krajowy Depozyt Papierów Wartościowych S.A.*) an agreement for the registration of the Company's series L shares issued as a conditional share capital increase and series D subscription warrants in the deposit of securities kept by the National Depository for Securities;
2. perform all actions with the Warsaw Stock Exchange, including submission of applications for admission and introduction to trading on the regulated market maintained by the Warsaw Stock Exchange of the Company's L-series shares issued under the conditional share capital increase;
3. take all other actions necessary for the dematerialisation and admission and introduction of the Company's L-series shares issued under the conditional share capital increase to trading on the regulated market operated by the Warsaw Stock Exchange.

§ 3

The resolution comes into force subject to the entry into force of Resolution No. 3/EGM/2021 on conditional increase of the Company's share capital by way of issue of series L shares.

Justification of the resolution:

The resolution on dematerialisation of series L shares issued as part of the conditional share capital increase, dematerialisation of series D subscription warrants, applying for admission and introduction of series L shares to trading on the regulated market and authorising the Management Board to perform all actions necessary to this end is adopted in order to approve by the Extraordinary Shareholders' Meeting a dematerialisation of Warrants and Series L Shares and in order to authorize the admission and introduction of Series L Shares to trading on the regulated market maintained by the Warsaw Stock Exchange.

To item 10 on the agenda: *open vote*

RESOLUTION NO. 8/EGM/2021
OF THE EXTRAORDINARY GENERAL MEETING
OF CCC JOINT STOCK COMPANY WITH REGISTERED OFFICE IN POLKOWICE

of 6 September 2021

on amending the Company's Articles of Association in relation to a conditional increase of the share capital of the Company

§ 1

In connection with Resolution No. 3/EGM/2021 of the Extraordinary General Meeting of CCC S.A. ("**Company**") of 6 September 2021 on conditional increase of share capital of the Company through the issuance of series L shares and Resolution No. 5/EGM/2021 of the Extraordinary General Meeting of the Company of 6 September 2021 on the issuance of series D subscription warrants, the Extraordinary General Meeting of the Company resolves to make the following amendments to the Articles of Association of the Company ("**Articles of Association**"):

1. Paragraph 1 of §6b of the Articles of Association shall be amended to read as follows:

   "*1. The conditional share capital of the Company amounts to no more than PLN 764,292.00 (seven hundred and sixty four thousand two hundred and ninety two zloty) and is divided into: (a) no more than 4,000 (four thousand) ordinary series E bearer shares with a nominal value of PLN 0.10 (ten groszy) each; (b) no more than 1,174,920 (one million one hundred seventy-four thousand nine hundred twenty) ordinary series F bearer shares with a nominal value of PLN 0.10 (ten groszy) each; (c) no more than 2,000.000 (two million) series G ordinary bearer shares with the nominal value of PLN 0.10 (ten groszy) each; (d) no more than 2,232,000 (two million two hundred and thirty-two thousand) series K ordinary bearer shares with the nominal value of PLN 0.10 (ten groszy) each; and (e) no more than 2,232,000 (two million two hundred and thirty-two thousand) series L ordinary bearer shares with the nominal value of PLN 0.10 (ten groszy) each.*".

2. In §6b of the Statutes, the following paragraph 10 is added after paragraph 9:

   "*10. The purpose of the conditional share capital increase referred to in sec. 1(e) above is to grant rights to subscribe for series L shares to holders of series D subscription warrants (the "**Warrants**") issued pursuant to (i) Resolution No. 3/EGM/2021 of the Extraordinary General Meeting of the Company of 6 September 2021 regarding a conditional increase of the share capital of the Company through the issuance of series L shares; (ii) resolution No. 4/EGM/2021 of the Extraordinary General Meeting of the Company of 6 September 2021 on exclusion of the pre-emptive right of existing shareholders in relation to newly issued series L shares; (iii) resolution No. 5/EGM/2021 of the Extraordinary General Meeting of the Company of 6 September 2021 on the issue of series D subscription warrants; and (iv) resolution of the Extraordinary General Meeting of the Company No. 6/EGM/2021 of 6 September 2021 on the exclusion of pre-emptive rights of the current shareholders to the subscription warrants of D series and bonds which are debt financial instruments convertible or exchangeable for shares of the Company, which may result in an obligation to provide performance in the form of transfer of ownership or delivery of shares of the Company, or transfer of ownership or delivery of an instrument (including a security) entitling the holder to subscribe for shares of the Company, irrespective of any other performance, including cash performance, issued by the Company, governed by the English law.*"

§ 2

Acting pursuant to art. 430 § 5 of the Code of Commercial Companies, the Extraordinary General Meeting hereby authorises the Company's Supervisory Board to establish the uniform text of the Company's Articles of Association, taking into account the changes introduced by this resolution, including changes of editorial nature, such as: standardisation of numbering, standardisation of spelling of terms used in the text of the Company's Articles of Association, correction of minor errors and typing mistakes, correction of stylistic errors, standardisation of spelling of numbers.

§ 3

The resolution comes into force as of the date of its adoption, with the reservation that the amendments to the Company's Articles of Association made in the resolution come into force upon entry of the amendment to the Company's Articles of Association in the Register of Entrepreneurs of the National Court Register.

Justification of the resolution:

The resolution on amending the Company's Articles of Association in relation to a conditional increase of the share capital of the Company is adopted in order to insert in the Company's Articles of Association of the conditional increase of the share capital adopted under the proposed resolution no. 4/NWZA/2021.