

**RESOLUTION NO. 1/EGM/2020**  
**OF THE EXTRAORDINARY GENERAL MEETING OF CCC**  
**JOINT STOCK COMPANY WITH ITS REGISTERED OFFICE IN POLKOWICE**  
**on 14 December 2020.**

*on appointing the Chairman of the Extraordinary General Meeting*

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

§ 1

The Chairperson of the Extraordinary General Meeting of Shareholders is elected,  
Mrs./Mr,..... .

§ 2

The resolution comes into force upon its adoption.

**JUSTIFICATION OF THE RESOLUTION:**

Pursuant to Article 409 § 2 of the Commercial Companies Code and § 6 section 3 of the Rules of Procedure of the General Meeting, the Chairman of the General Meeting directs the course of the General Meeting in accordance with the adopted agenda. He may not, without the consent of the General Meeting, remove or change the order of items included in the agenda.

With the above, adoption of a resolution is of an orderly nature and is necessary for the proper organization and course of the General Meeting.

**RESOLUTION NO. 2/EGM/2020**  
**OF THE EXTRAORDINARY GENERAL MEETING OF CCC**  
**JOINT STOCK COMPANY WITH ITS REGISTERED OFFICE IN POLKOWICE**  
**on 14 December 2020.**

*on the adoption of the agenda of the Extraordinary General Meeting*

The Extraordinary General Meeting of the CCC Joint Stock Company based in Polkowice ("**Company**") passes the following resolution:

§ 1

The agenda of the Extraordinary General Meeting convened for 14 December 2020 is adopted. The agenda is adopted, established and announced by the Company's Management Board in the announcement of the Extraordinary General Meeting published on the Company's website and in the Company's current report no. RB 66/2020 of 16 November 2020.

§ 2

The resolution comes into force upon its adoption.

**JUSTIFICATION OF THE RESOLUTION:**

Pursuant to Article 409 § 2 of the Commercial Companies Code and § 6 section 3 of the Rules of Procedure of the General Meeting, the Chairman of the General Meeting directs the course of the General Meeting in accordance with the adopted agenda. He may not, without the consent of the General Meeting, remove or change the order of items included in the agenda.

With the above, adoption of a resolution is of an orderly nature and is necessary for the proper organization and course of the General Meeting.

**RESOLUTION NO. 3/EGM/2020**  
**OF THE EXTRAORDINARY GENERAL MEETING OF CCC**  
**JOINT STOCK COMPANY WITH ITS REGISTERED OFFICE IN POLKOWICE**  
**on 14 December 2020.**

*on consent to establish a limited property right in the form of a pledge on the shares of CCC Shoes&Bags Sp. z o.o.*

The Extraordinary General Meeting of CCC S.A. based in Polkowice ("**the Company**"), acting on the basis of § 7a point 1 of the Memorandum of Association of CCC Shoes&Bags Sp. z o.o. based in Polkowice hereby resolves as follows:

§ 1

It is agreed to establish a limited property right in the form of a pledge on the shares of CCC Shoes&Bags Sp. z o.o. based in Polkowice, 6 Strefowa Street, entered into the Register of Entrepreneurs of the National Court Register under the number 0000363903, NIP 5272636737.

§ 2

The resolution comes into force upon its adoption.

**JUSTIFICATION OF THE RESOLUTION:**

On 5<sup>th</sup> November 2020 Agreement on Common Terms and Conditions of Financing (hereinafter: "Agreement on Common Terms and Conditions of Financing") with the banks lending to the CCC Group up to the total amount of PLN 250,000,000.00 secured, among others, by sureties from Bank Gospodarstwa Krajowego up to the total amount of PLN 200,000,000. The collateral for the loans is also to constitute a financial and registered pledge on all shares in the share capital of CCC Shoes&Bags Sp. z o.o. According to § 7a paragraph 1 of the founding act of CCC Shoes & Bags Sp. z o.o. "Disposal of the Company's shares or establishment of a limited right in rem on the Company's shares requires the prior consent of the General Meeting of CCC S.A.". For this reason, it is necessary to adopt this resolution of the General Meeting of Shareholders, which will approve the establishment of this security.

**RESOLUTION NO. 4/EGM/2020**  
**OF THE EXTRAORDINARY GENERAL MEETING OF CCC**  
**JOINT STOCK COMPANY WITH ITS REGISTERED OFFICE IN POLKOWICE**  
**on 14 December 2020.**

*on the approval of amendments to the Memorandum of Association of  
CCC Shoes&Bags Sp. z o.o. and the Agreement of CCC.eu Sp. z o.o.*

The Extraordinary General Meeting of CCC S.A. based in Polkowice ("**the Company**"), acting on the basis of § 14 point 11 of the Founding Act of CCC Shoes&Bags Sp. z o.o. based in Polkowice and § 16a point 2 of the Agreement of CCC.eu Sp. z o.o. hereby resolves as follows:

§ 1

1. It is agreed to repeal the provisions contained in § 7a and § 14 points 10 and 11 of the Memorandum of Association of CCC Shoes&Bags Sp. z o.o. based in Polkowice, 6 Strefowa Street, entered in the Register of Entrepreneurs of the National Court Register under number 0000363903, NIP 5272636737.
2. The provisions contained in § 10 and § 16a points 1 and 2 of the Agreement of the Company CCC.eu Sp. z o.o. based in Polkowice, at 6 Strefowa Street, entered into the Register of Entrepreneurs of the National Court Register under the number 0000506139, Taxpayer identification Number /NIP/ 5020110839 are hereby revoked.

§ 2

The General Meeting of Shareholders of CCC Shoes&Bags Sp. z o.o. and the General Meeting of Shareholders of CCC.eu Sp. z o.o. are authorized to change and establish uniform texts of the above mentioned documents.

§ 3

The resolution comes into force upon its adoption.

**JUSTIFICATION OF THE RESOLUTION:**

In connection with the provisions of the Memorandum of Association of CCC Shoes & Bags Sp. z o.o. and the Agreement of the Company CCC.eu Sp. z o.o. concerning the requirement of prior consent of the General Meeting of the Company CCC S.A. for the sale of shares of the Company or the establishment of a limited right in rem on the shares of CCC Shoes & Bags Sp. z o.o. and CCC.eu Sp. zo.o, The Management Board recommended the removal of this provision and similar ones constituting the requirement of consent of the General Meeting of CCC S. A. from the Memorandum of Association of CCC Shoes & Bags and the Memorandum of Association of CCC.eu Sp. z o.o. due to their non-market and non-standard character. These provisions were introduced as a one-off and episodic solution for reasons that are no longer applicable at present. Due to the need to obtain the consent of the General Meeting of CCC S.A. to remove these records, it is necessary to adopt this resolution of the General Meeting of Shareholders