

RESOLUTION NO. 1/EGM/2021
OF THE EXTRAORDINARY GENERAL MEETING OF CCC
JOINT STOCK COMPANY WITH REGISTERED OFFICE IN POLKOWICE AS OF 11TH JUNE 2021.

on electing the Chairperson of the Extraordinary General Meeting

Acting pursuant to article 409 § 1 of the Code of Commercial Companies as well as § 5 of the Regulations of the General Meeting, the Extraordinary General Meeting of CCC Spółka Akcyjna based in Polkowice ("**Company**") passes the following resolution

§ 1

The following are hereby elected Chairpersons of the Extraordinary General Meeting:
.....

§ 2

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

JUSTIFICATION OF THE RESOLUTION:

Pursuant to article 409 §1 of Code of Commercial Companies, from the persons entitled to participate in the Extraordinary General Meeting, the Chairman is elected.

In accordance with § 5 of the Rules of Procedure of the General Meeting, the person opening the General Meeting shall immediately order the election, by secret ballot, of the Chairman of the General Meeting. The Chairperson of the General Meeting is elected from among the participants with voting rights.

Accordingly, the adoption of the resolution is of an orderly nature and is necessary for the proper organisation and conduct of the General Meeting.

RESOLUTION NO. 2/EGM/2021
OF THE EXTRAORDINARY GENERAL MEETING OF CCC
JOINT STOCK COMPANY WITH REGISTERED OFFICE IN POLKOWICE AS OF 11TH JUNE 2021.
on the adoption of the agenda of the Extraordinary General Meeting

The Extraordinary General Meeting of CCC Joint Stock Company with registered office in Polkowice ("the Company") resolves as follows:

§ 1

The agenda of the Extraordinary General Meeting convened for 11th June 2021, established and announced by the Management Board of the Company in the announcement on convening the Extraordinary General Meeting posted on the Company's website and in the Company's current report No. RB 25/2021 dated 14 May 2021.

§ 2

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

JUSTIFICATION OF THE RESOLUTION:

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

Accordingly, the adoption of the resolution is of an orderly nature and is necessary for the proper organisation and conduct of the General Meeting.

RESOLUTION NO. 3/EGM/2021

**OF THE EXTRAORDINARY GENERAL SHAREHOLDERS MEETING OF CCC
JOINT STOCK COMPANY WITH REGISTERED OFFICE IN POLKOWICE
AS OF 11TH APRIL 2021**

on approval of conclusion of a pledge agreement and establishment of a registered pledge(s) on a group of assets and rights constituting an organisational whole of a changeable composition, forming part of the Company's enterprise to secure claims arising, inter alia, under a credit agreement

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

§ 1.

Consent to perform an activity

With regard to:

- A. The Company and other companies in the group to which the Company belongs (the "**Group**") are parties to loan agreements and other documents pursuant to which financing has been provided to the Company and/or other Group entities in the form of loans (of various types), factoring lines, etc. ("**Existing Financing**").
- B. The Management Board of the Company has taken steps to obtain new financing ("**New Financing**") for the Company and other selected Group companies in order to, inter alia, refinance the Group's indebtedness, including the Existing Financing. The New Financing will be provided by entering into, inter alia, a new loan agreement ("**New Credit Agreement**") providing for the granting of loans (of various types) and other financial instruments up to an aggregate maximum amount not exceeding, but which may be less than, approx. PLN 930,000,000 (or its equivalent in other currencies), with the possibility to increase this amount in the future (in particular by taking out additional loans under or in connection with the New Credit Agreement). The Management Board is currently negotiating the terms of the New Credit Agreement. The New Credit Agreement (if entered into) and the other documents provided for therein or related to the granting of the New Financing are hereinafter referred to as the "**New Financing Documents**".
- C. The New Financing Documents will provide for the establishment by the Company, as well as by other Group entities, of security for the repayment of indebtedness arising under or in connection with the New Financing Documents. One of such securities will be a registered pledge (pledges) on a set of assets and rights constituting an organisational whole of variable composition, forming part of the Company's enterprise.
- D. Pursuant to § 16 (2) (5) of the Company's Articles of Association, the Supervisory Board of the Company in Resolution No. 01/05/2021/RN of 14 May 2021 gave a positive opinion on the adoption of this resolution by the Extraordinary General Meeting of the Company.

In view of the above, acting pursuant to Article 393(3) of Code of the Commercial Companies, the Extraordinary General Meeting of the Company hereby resolves as follows:

1. The Extraordinary General Meeting of the Company hereby approves the conclusion by the Company of a pledge agreement(s) and performance of other legal and factual acts and in fact, in order to establish a registered pledge(s) on a set of assets and rights constituting an organisational whole with variable composition, forming part of the Company's enterprise, up to the highest amount of security in the maximum amount of 150% of the total amount of financing provided for in the New Financing Documents (including the New Financing Agreement), the limits relating to derivative transactions entered into pursuant to the New Financing Agreement on risk hedging transactions and other amounts of indebtedness under the New Financing Agreement and/or other New Financing Documents (including, to include in the pledge agreement(s) (i) all possible methods of satisfaction provided for in the Act of 6 December 1996 (as amended) on the registered pledge and the register of pledges, (ii) specification of the maximum duration of the registered pledge(s) for the maximum period permitted by law and (iii) to the extent permitted by mandatory provisions of the law, clauses (prorogation clauses) regarding the competent Polish courts, clauses that exclude the jurisdiction of the Polish courts in favour of courts of other countries or clauses regarding arbitration courts in Poland or abroad), in order to secure the repayment of the debt arising from or related to the New Credit Agreement and/or other New Financing Documents.

2. To the extent permitted by mandatory law, the registered pledge(s) referred to in this Resolution may be provided to all creditors jointly, to individual creditors, to certain of the creditors, or to any entity which is not a creditor but which acts for or on behalf of the other creditors as a pledge administrator, collateral agent, security trustee or in some other similar capacity, as well as to secure any indebtedness and claims for payment of a given financing directly or as collateral for any parallel debt established (if such parallel debt is established). The New Financing Documents may also be used to secure any indebtedness and repayment claims of the relevant Financing either directly or as security for any indebtedness and repayment claims arising from any *parallel debt* created (if any) by the New Financing Documents, the creation of which is for the purpose of discharging and securing indebtedness and repayment claims and claims for repayment of the Financing.

**§ 2.
Entry into force**

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

JUSTIFICATION OF THE RESOLUTION:

The Management Board of the Company has taken steps to obtain new financing for the Company and other selected Group companies in order to, inter alia, refinance the Group's indebtedness, including the Existing Financing. The New Financing will be provided through, inter alia, entering into a new loan agreement providing for the granting of loans (of various types) and other financial instruments up to an aggregate maximum amount not exceeding, but which may be less than, approx. PLN 930,000,000 (or its equivalent in other currencies), with the possibility of increasing this amount in the future (in particular by taking out additional loans under or in connection with the New Credit Agreement). The New Financing will provide for the establishment by the Company, as well as by other entities of the Group, of security for the repayment of the debt. One of such securities will be a registered pledge (pledges) on a set of property and rights constituting an organisational whole of variable composition, forming part of the Company's enterprise. Therefore, it is necessary to present a draft of this resolution to the Extraordinary General Meeting in order to express consent to conclude a pledge agreement and to establish a registered pledge (pledges) on a group of items and rights constituting an organisational whole

of variable composition forming part of the Company's enterprise as security for claims arising, inter alia, from a credit agreement.