#### Announcement of the Management Board of

## CCC S.A (Joint Stock Company), based in Polkowice, on convening

the Annual General Meeting of Shareholders (AGM)

on 19 June 2018, at 12:00 p.m.

## 1. The General Meeting's date, time, venue and the agenda

Pursuant to article 399 § 1 of the Code of Commercial Companies ("KSH"), the Management Board of CCC Spółka Akcyjna based in Polkowice, at 6 Strefowa Street, entered into the Register of Entrepreneurs kept by the District Court for Wrocław-Fabryczna in Wrocław, IX Commercial Division of the National Court Register under the National Court Register /KRS/ number 0000211692 ("the Company"), hereby convenes the Ordinary General Meeting of Shareholders on 19 June 2018 ("the General Meeting") that will be held at 12:00 p.m., in Polkowice, at the registered office of the Company at Polkowice, 6 Strefowa street, 59-101 Polkowice.

Following agenda of the Annual General Meeting (AGM) :

- 1. Opening of the Annual General Meeting.
- 2. Election of the Chairman of the Annual General Meeting.
- 3. Validation of convening the AGM and its possibility to adopt resolutions.
- 4. Acceptance of the AGM agenda

5. Presentation by the Management Board's annual financial statements and report on the operations of the Company CCC S.A. and consolidated financial statements and the report of the Capital Group's operations in the financial year 2017.

6. Presentation by the Supervisory Board:

a) Report on the Supervisory Board's activities for the period from 01.01.2017 to 31.12.2017, including among other things, an assessment of the Company's position including an assessment of internal control, risk management and compliance systems and the internal audit functions, assessment of Company's compliance with the disclosure obligations concerning compliance with the corporate governance principles, assessment of the rationality of the Company's sponsorship policy, charities or other similar activities and assessment of fulfilment of the criteria of independence by members of the Supervisory Board,

b) Reports of the Supervisory Board on the results of the evaluation of the individual and the consolidated financial statements on the operations of the Company CCC S.A. and Capital Group CCCS.A. as well as the Management Board's proposal for the allocation of the part of the spare



capital for the payment of dividend and distribution of profit for the period from 01.01.2017 to 31.12.2017.

7. Reviewing and approval of the individual financial statements of CCC S.A. for the period from 01.01.2017 to 31.12.2017 and the Statements on the operations of the Company for the period from 01.01.2017 to 31.12.2017.

8. Reviewing and approval of the Consolidated financial statements of CCC S.A. for the period from 01.01.2017 to 31.12.2017 and the Statements on the operations of the Capital Group CCC S.A. for the period from 01.01.2017 to 31.12.2017.

9. Reviewing and approving the Management Board's mention on the allocation of the part of the spare capital for the payment of dividend.

10. Reviewing and approving the Management Board's motion on the distribution of the profit for the financial year 2017 and the payment of dividend.

11. Adoption of resolutions on the acknowledgement of the fulfilment of duties in 2017 by members of the Management Board.

12. Adoption of resolutions on the acknowledgement of the fulfilment of duties in 2017 by members of the Supervisory Board.

13. Adoption of a resolution on changing the rules for remunerating members of the Supervisory Board of CCC S.A.

14. Adoption of a resolution on the amendment of the Statute.

15. Adoption of a resolution regarding the approval of the amendment to the Regulations of the Supervisory Board.

16. Closing the AGM.

# Propositions of amendments to the Articles of Association pointed in paragraph 14 of AGM agenda:

Pursuant to requirements presented in Article 402 § 2 of Code of Commercial Companies (KSH), the Management Board announces propositions of changes in the Statutes of the Company:

## a) In § 5, item 1, point 44 is given the following wording:

"§ 5.1. 44) other gastronomic services - 56.29.Z. "

## b) In § 16, item 3

- current wording:



CCC S.A., 6 Strefowa Street, 59-101 Polkowice, NIP 692-220-06-09, District Court for Wrocław – Fabryczna, Administrative Section IX of the National Court Registe KRS 0000211692, The initial capital - 4 116 400 PLN, paid in full.

"§ 16.3. The Supervisory Board may create committees composed of members of the Supervisory Board. "

- new wording:

"§ 16.3. The Supervisory Board may create committees composed of members of the Supervisory Board on its own initiative or if the obligation to create them results from the provisions of law."

## 1. In § 16, item 4-6 are being cancelled:

"§ 16 / ... /

4. If the number of members of the Supervisory Board is bigger than five, the Supervisory Board shall establish an Audit Committee consisting of at least three members.

5. The Audit Committee should include at least one member referred to in § 13 item 5.

6. If the Supervisory Board consists of not more than five members, the Supervisory Board is authorized to perform the tasks of the Audit Committee. "

## 2. The date of registration of participation in the AGM:

The day of registration of the participation in the General Meeting is 3 June 2018 ("Registration Day").

## 3. Shareholder's right to participate in the AGM:

The right to participate in the Annual General Meeting is held by people who are shareholders of CCC S.A. on Registration Day, i.e. persons who:

a) sixteen days prior to the date of the General Meeting (i.e. on June 3, 2018) on the securities account will have registered shares of the Company and

b) in the period from the day of announcing the Annual General Meeting, i.e. from May 23, 2018 to the first post-working day after the Registration Date, i.e. until June 4, 2018 (inclusive), they will apply to the entity keeping the securities account with a request issuing a personal certificate of the right to participate in the AGM.

## 4. The list of shareholders

The Company shall prepare the list of shareholders entitled to participate in the AGM based on a list obtained from the National Depository for Securities.



The aforementioned list shall be prepared in accordance with the information provided by entities managing the securities accounts of shareholders, based on personal certificates confirming the right to participate in the AGM.

The list of shareholders entitled to participate in the AGM will be provided at Company's Headquarters (6 Strefowa Street, 59-101 Polkowice) from 8 a.m. to 4.00 p.m., 3 weekdays before the day of the AGM, i.e. 14, 15, 18 June 2018.

A shareholder of the Company may demand the list of shareholders to be seen, free of charge via email, specifying the address to which the list is to be sent. A shareholder may make the aforementioned demand via e-mail to the address wza@ccc.eu.

## 5. Selected shareholders' rights regarding the Annual General Meeting

A shareholder or shareholders representing at least one-twentieth (5%) of the share capital are entitled to:

a) demand that specific matters are included in the agenda of the AGM; such demand should be submitted to the Management Board not later than twenty-one days before the date of the General Meeting, i.e. by 29 May 2018; the demand should include grounds or a draft resolution concerning the proposed item of the agenda; the demand may be submitted via e-mail, on the address wza@ccc.eu.

b) submit to the Company in writing or by email to the address wza@ccc.eu proposed resolutions concerning matters put on the agenda of the General Meeting or matters that are to be put on the agenda. The draft of resolutions with the justification should be sent to the business address of the Company or in the electronic form via email: wza@ccc.eu

During the General Meeting each shareholder of the Company may submit resolution proposals concerning matters introduced to the agenda. Furthermore, each shareholder has the right to submit proposals of changes and supplements to the resolutions covered by the agenda – until closing the discussion on that particular point of agenda concerning the draft of the resolution being the subject matter of the proposal. Such proposals, including brief justification, shareholder's name and surname or company name, should be submitted in writing – separately for each draft resolution – to the Chairman of the Annual General Meeting.

## 6. Conducting voting right by proxy

A shareholder may participate in the General Meeting and conduct the voting right in person or by proxies.



A power of attorney granting the right to vote shall be made in writing or granted in electronic form. The power of attorney granted in electronic form need not be provided with a safe electronic signature verifiable by means of a valid qualified certificate.

The Company shall be notified of granting of the power of attorney by a shareholder in electronic form via e-mail sent to the address wza@ccc.eu. The notification of granting of the power of attorney in electronic form shall be enclosed with a scanned document of the power of attorney granted with the use of a form provided by the Company (or drawn up by the Shareholder and containing at least the same data and information), and if a shareholder is not a natural person – the authorization to act on behalf of other entity should be confirmed by enclosing a copy of a valid excerpt from the relevant register or another document confirming the authorization of a natural person (natural persons) to represent the shareholder at the General Meeting (e.g. continuous sequence of powers of attorney).

In case of granting the power of attorney to a further proxy, the continuous sequence of powers of attorney shall be submitted to the Company together with documents proving the authorization to act on behalf of previous proxies.

The abovementioned rules shall not release the proxy from the obligation to introduce his/her identification documents during the preparation of the list of General Meeting participants.

Forms allowing conducting the voting right by a proxy are available on the Company's website www.ccc.eu. The Company shall not impose the obligation to grant the power of attorney on the aforementioned form.

At the same time, the Management Board of the Company informs that in case of granting the power of attorney by a shareholder along with voting instruction, the Company will not verify whether the proxies exercise the voting rights in accordance with the instructions received from the shareholders. In view of the above, the Management Board informs that the voting instruction should be delivered to the proxy only.

## 7. Conduction the right to vote via correspondence

The shareholders may vote during the General Meeting using forms published on the Company's website www.ccc.eu or in other location designated by the Company.

Vote cast via correspondence, in the other way than forms provided by the Company, shall be considered invalid.

Votes cast by post should be sent to the address of Company's registered office, double-enveloped, with the second one should be labelled "AGM – 19.06.2018r."



When counting a quorum and voting results, only those votes cast by post shall be taken into consideration which the Company received not later than at the moment when the voting at the General Meeting was ordered.

The Shareholder's correspondence voting is considered invalid in case of adopting the resolution in the form other than draft resolution included in a form sent by the Shareholder.

Votes cast via correspondence voting are considered public from moment of announcing the results.

Votes cast via correspondence voting may also concern matters, who may be a subject to secret ballot. In this case, postal voting shall be equivalent to shareholder's consent to waive the secrecy of that vote.

Rising an objection by correspondence is tantamount to filing the request to record the objection by the Shareholder present at the General Meeting and entitles to appeal the resolution of the General Meeting.

A shareholder who cast a vote by correspondence loses the right to vote at the General Meeting. A vote cast by correspondence may, however, be cancelled by a declaration submitted to the Company no later than one hour prior to the General Meeting.

# 8. Possibility and way of participation at the General Meeting by the use of electronic means of communication

The Statute of the Company does not provide for the possibility of participation, speaking and the possibility of voting at the AGM by the use of electronic means of communication.

The General Meeting will be transmitted live via Internet to the public network and will be registered and made public on the www.ccc.eu. Information on the broadcast will be placed on the Company's website within 7 days prior to the General Meeting of Shareholders.

## 9. Access to documents concerning the General Meeting

A person entitled to participate in the General Meeting may obtain the full text of the documentation that is to be presented to the General Meeting, including draft resolutions or, if passing of resolutions is not on schedule, comments of the Management Board or the Supervisory Board concerning matters included in the agenda of the AGM or matters that will be included in the agenda before the date of the General Meeting, on the Company's website www.ccc.eu and in the registered office of the Company at 6 Strefowa Street, 59-101 Polkowice, between 8 a.m. and 4 p.m.

#### 10. General information



People entitled to participate in the General Meeting are requested to register and to collect voting devices directly in front of the meeting room, half an hour before the commencement of the General Meeting.

The Company would like to ask entities representing groups of shareholders to grant the powers of attorney in electronic form and to send the scanned documents to the following e-mail address: wza@ccc.eu.

Sending to the Company the scanned powers of proxy or notification to the Company, mentioned in item 6 of the Announcement, shall not cause any negative legal nor corporate consequences to persons entitled to participate in the AGM nor their proxies – in case of further changes of factual circumstances.

To improve the registration process we would also like to ask for the preparation of the alphabetic list of entities represented by a proxy, including the number of votes to which they are entitled.

## 11. Other information

Information concerning the General Meeting will be made available on the Company's website www.ccc.eu.

At the same time, the Management Board of the Company informs that to matters not covered by this announcement the provisions of the Code of Commercial Companies, the Articles of Association and the Rules of the General Meeting shall apply, and for this reason the shareholders of the Company are requested to get acquainted with the abovementioned regulations.

If you have any further queries or doubts connected with the participation in the General Meeting, please do not hesitate to contact the Company at the phone number +48 76 845 84 00 or the e-mail address wza@ccc.eu.

