

*[Draft Resolution]*

**Resolution No. 1  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on the selection of the Chairman of the Ordinary General Meeting  
J.W. Construction Holding S.A. with its registered office in Ząbki („**Company**“)

**§1**

Ordinary General Meeting of J.W. Construction Holding S.A. with registered office in Ząbki  
decides to elect Mr./Ms. .... for the Chairman of the Ordinary  
General Meeting.

**§2**

The resolution comes into force upon its adoption.

*[Draft Resolution]*

**Resolution No. 2  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on granting consent to record the course of the Ordinary General Meeting of J.W. Construction Holding S.A. with its registered office in Ząbki („Company”) in order to publish on the Company's website

**§1**

Ordinary General Meeting of the Company decides to agree to record the course of this Meeting in the scope of preparing audio and video recordings in order to make them public on the Company's website.

**§2**

The resolution comes into force upon its adoption.

[Draft Resolution]  
**Resolution No. 3**  
**of the Ordinary General Meeting of**  
**J.W. Construction Holding S.A.**  
**with its registered office in Ząbki**  
**of 30 June 2021**

on the adoption of the agenda

**§1**

Ordinary General Meeting of J.W. Construction Holding S.A. with its registered office in Ząbki ("Company") adopts the following agenda:

1. Opening of the Ordinary General Meeting.
2. Election of the Chairman of the Ordinary General Meeting.
3. Confirmation of the legitimacy of the Ordinary General Meeting and its ability to adopt resolutions.
4. Adoption of a resolution on granting consent to the recording of the proceedings of the Ordinary General Meeting for the purpose of publication on the Company's website.
5. Adoption of the agenda of the Ordinary General Meeting.
6. The Company's Management Board's presentation of the Company's financial statements for 2020 and the Management Board's report on the Company's activities in 2020.
7. Adoption of a resolution on the approval of the Company's financial statements for 2020.
8. Adoption of a resolution on the approval of the Management Board's report on the Company's activities in 2020.
9. Management Board's presentation of the consolidated financial statements of the J.W. Construction Holding S.A. Capital Group for 2020 and the Management Board's report on the activities of J.W. Construction Holding S.A. Capital Group in 2020.
10. Adoption of a resolution concerning the approval of the consolidated financial statements of J.W. Construction Holding S.A. Capital Group for 2020.
11. Adoption of a resolution on the approval of the report of the Management Board on the activities of J.W. Construction Holding S.A. Capital Group in 2020.
12. Presentation of the Supervisory Board's report on its activities in 2020.
13. Presentation of the Management Board's motion together with the Supervisory Board's opinion on the distribution of the Company's coverage for 2020.
14. Adoption of a resolution to cover the Company's loss for 2020.
15. Presentation of the Report on the remuneration of the members of the Management Board and the Supervisory Board of the Company for 2019 and 2020.
16. Adoption of a resolution on providing an assessment of the Report on the remuneration of the members of the Management Board and the Supervisory Board of the Company for 2019 and 2020.
17. Adoption of resolutions on the approval of the performance of duties by Members of the Management Board in 2020.
18. Adoption of resolutions on the approval of the performance of duties by Members of the Supervisory Board in 2020.
19. Presentation of information by the Management Board in accordance with the disposition of art. 363 §1 of the Commercial Companies Code.
20. Adoption of a resolution on the use of the Company's reserve capital to cover the adjustment of the result for 2019.
21. Closing of the Ordinary General Meeting.

**§2**

The resolution comes into force upon its adoption.

*[Draft Resolution]*

**Resolution No. 4  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on the adoption and approval of the financial statements  
of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**") for 2020

**§1**

Pursuant to art. 393 (1) and art. 395 § 2(1) of the Commercial Companies Code and § 10 par. 4 (1) of the Company's Articles of Association, the Ordinary General Meeting of the Company, having familiarised itself with the report and the auditor's opinion and report, decides to adopt and approve the Company's financial statements for 2020, prepared in accordance with the International Accounting Standards (IAS)/International Financial Reporting Standards (IFRS), consisting of:

- a) Statement of financial position as at 31 December 2020, with total assets and liabilities of PLN 1,669,197,969.09 (say: one billion six hundred and sixty-nine million one hundred and ninety-seven thousand nine hundred and sixty-nine 09/100 zlotys);
- b) Profit and loss account for the period from 1 January 2020 to 31 December 2020 showing a net loss of PLN 10,375,107.72 (say: ten million three hundred seventy-five thousand one hundred and seven 72/100 zloty);
- c) Statement of comprehensive income for the period from 1 January 2020 to 31 December 2020 showing a comprehensive income of PLN -10,375,107.72 (say: minus ten million three hundred and seventy-five thousand one hundred and seven 72/100 zloty);
- d) Cash flow statement, which shows an increase in net cash during the financial year from 1 January 2020 to 31 December 2020 by the amount of PLN 106,159,165.37 (say: one hundred and six million one hundred and fifty-nine thousand one hundred and sixty-five 37/100 PLN)
- e) Report on changes in equity for the period from 1 January 2020 to 31 December 2020 showing a decrease in equity by PLN 10,457,387.11 (say: ten million four hundred and fifty-seven thousand three hundred and eighty-seven 11/100 zloty);
- f) Additional information and explanations for 2020.

**§2**

The resolution comes into force upon its adoption.

*[Draft Resolution]*

**Resolution No. 5  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on the acceptance and approval of the report of the Management Board  
of J.W. **Construction Holding S.A. with its registered office in Ząbki** ("Company")  
for Company's activity in 2020

**§1**

Pursuant to art. 393 (1) and art. 395 § 2(1) of the Commercial Companies Code and § 10 par. 4 (1) of Articles of Association, The Ordinary General Meeting of Shareholders of the Company, having read and considered the report of the Management Board of the Company on the Company's activities in 2020, resolves to adopt and approve the Management Board's report on the Company's activities in 2020.

**§2**

The resolution comes into force upon its adoption.

[Draft Resolution]

**Resolution No. 6  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on the adoption and approval of the consolidated financial statements  
of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**") for  
2020.

**§1**

Acting pursuant to art. 395 § 5 of the Commercial Companies Code, the Ordinary General Meeting of the Company, having familiarized itself with the consolidated financial statements, opinion and report of the certified auditor, decides to accept and approve the consolidated financial statements of the Company's Capital Group for the financial year 2020, prepared in accordance with the International Accounting Standards (IAS)/International Financial Reporting Standards (IFRS), consisting of:

- a. Consolidated statement of financial position prepared as at 31 December 2020, showing assets and liabilities of PLN 1,962,142,049.66 (say: one billion nine hundred and sixty-two million one hundred and forty-two thousand and forty-nine and 66/100 zlotys);
- b. Consolidated income statement for the period from 1 January 2020 to 31 December 2020 showing a net loss of PLN 12,137,181.96 (say: twelve million one hundred and thirty-seven thousand one hundred and eighty-one 96/100 zloty);
- c. Consolidated statement of comprehensive income for the period from 1 January 2020 to 31 December 2020 showing a comprehensive income of - PLN 10,517,998.52 (say: minus ten million five hundred seventeen thousand nine hundred ninety-eight 52/100 zloty);
- d. Consolidated cash flow statement, which shows an increase in net cash during the financial year from 1 January 2020 to 31 December 2020 by PLN 101,897,122.95 (say: one hundred and one million eight hundred and ninety-seven one hundred and twenty-two 95/100 PLN);
- e. Consolidated statement of changes in equity for the period from 1 January 2020 to 31 December 2020 showing a decrease in equity by PLN 10,600,277.90 (say: ten million six hundred thousand two hundred and seventy-seven 90/100 zloty);
- f. Additional information and explanations for 2020.

**§2**

The resolution comes into force upon its adoption.

*[Draft Resolution]*

**Resolution No. 7  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on the acceptance and approval of the report of the Management Board  
of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**") for  
activity of  
Capital Group in 2020

**§1**

Acting pursuant to art. 395 § 5 of the Commercial Companies Code, the Ordinary General Meeting of the Company, having read the report of the Management Board on the activities of the Capital Group in 2020, decides to accept and approve the report of the Management Board on the activities of the Capital Group of the Company in 2020.

**§2**

The resolution comes into force upon its adoption.

[Draft Resolution]

**Resolution No. 8  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on covering the loss for 2020

**§1**

Pursuant to Articles 348 and 395 § 2(2) of the Commercial Companies Code and § 10 section 4 item. 11) and § 24 par. 6 of the Articles of Association of J.W. Construction Holding S.A. with registered office in Ząbki ("Company") the Ordinary General Meeting of the Company, upon review of the financial statement for 2020, the auditor's opinion and report and upon consideration of the motion of the Company's Management Board concerning coverage of the loss for 2020 decides: to cover the net loss for the financial year 2020 in the amount of PLN 10.375.107,72 (say: ten million three hundred seventy five thousand one hundred and seven 72/100 zlotys) in total from the Company's reserve capital.

**§2**

The resolution comes into force upon its adoption.



[Draft Resolution]

**Resolution No. 9  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on providing an assessment of the Report prepared by the Supervisory Board on the remuneration of the members of the Management Board and Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki ("Company") for 2019 and 2020.

**§1**

Pursuant to Article 395 § 21 of the Commercial Companies Code and Article 90g(6) of the Act of 29 July 2005 on public offerings and conditions for the introduction of financial instruments to organised trading and public companies, the Ordinary General Meeting of the Company resolves to issue a positive opinion on the Report on the remuneration of the Company's Management Board and Supervisory Board for 2019 and 2020, prepared by the Supervisory Board, with the contents thereof attached to this Resolution.

**§2**

The resolution comes into force upon its adoption.

*[Draft Resolution]*

**Resolution No. 10  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on granting a discharge to Ms. Małgorzata Ostrowska - Member of the Management Board of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**")

**§1**

Acting pursuant to Art. 393(1) and Art. 395(2)(3) of the Commercial Companies Code and § 10(4)(1) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the Company Decides to grant the vote of acceptance to Ms. Małgorzata Ostrowska for the discharge of duties of the Member of the Management Board of the Company in the financial year 2020.

**§2**

The resolution comes into force upon its adoption.

[Draft Resolution]

**Resolution No. 11  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on granting a discharge to Mr. Piotr Suprynowicz - Member of the Management Board of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**")

**§1**

Acting pursuant to Art. 393(1) and Art. 395(2)(3) of the Commercial Companies Code and § 10(4)(1) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the Company Decides to grant the vote of acceptance to Mr. Piotr Suprynowicz for the discharge of duties of the Member of the Management Board of the Company in the financial year 2020.

**§2**

The resolution comes into force upon its adoption.

[Draft Resolution]

**Resolution No. 12  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on granting a discharge to Mr. Wojciech Rajchert - Member of the Management Board of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**")

**§1**

Acting pursuant to Art. 393(1) and Art. 395(2)(3) of the Commercial Companies Code and § 10(4)(1) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the Company Decides to grant the vote of acceptance to Mr. Wojciech Rajchert for the discharge of duties of the Member of the Management Board of the Company in the financial year 2020.

**§2**

The resolution comes into force upon its adoption.

*[Draft Resolution]*

**Resolution No. 13  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on granting a discharge to Ms. Małgorzata Pisarek - Member of the Management Board of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**")

**§1**

Acting pursuant to Art. 393(1) and Art. 395(2)(3) of the Commercial Companies Code and § 10(4)(1) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the Company Decides to grant the vote of acceptance to Ms. Małgorzata Pisarek for the discharge of duties of the Member of the Management Board of the Company in the financial year 2020.

The resolution comes into force upon its adoption.

[Draft Resolution]

**Resolution No. 14  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on granting a discharge to Mr. Józef Wojciechowski -  
Chairman of the Supervisory Board of J.W. Construction Holding S.A. with its registered  
office in Ząbki ("**Company**")

**§1**

Acting pursuant to Art. 393(1) and Art. 395(2)(3) of the Commercial Companies Code and § 10(4)(1) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the Company Decides to grant the vote of acceptance to Mr. Józef Wojciechowski for the discharge of duties of the Chairman of the Supervisory Board of the Company in the financial year 2020.

**§2**

The resolution comes into force upon its adoption.

*[Draft Resolution]*

**Resolution No. 15  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on granting a discharge to Ms. Barbara Czyż - Member of the Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**")

**§1**

Acting pursuant to Art. 393(1) and Art. 395(2)(3) of the Commercial Companies Code and § 10(4)(1) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the Company Decides to grant the vote of acceptance to Ms. Barbara Czyż for the discharge of duties of the Member of the Supervisory Board of the Company in the financial year 2020.

**§2**

The resolution comes into force upon its adoption.

*[Draft Resolution]*

**Resolution No. 16  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on granting a discharge to Ms. Małgorzata Szwarc - Sroka - Member of the Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**")

**§1**

Acting pursuant to Art. 393(1) and Art. 395(2)(3) of the Commercial Companies Code and § 10(4)(1) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the Company Decides to grant the vote of acceptance to Ms. Małgorzata Szwarc - Sroka for the discharge of duties of the Member of the Supervisory Board of the Company in the financial year 2020.

**§2**

The resolution comes into force upon its adoption.



*[Draft Resolution]*

**Resolution No. 17  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on granting a discharge to Ms. Irmina Łopuszyńska - Member of the Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**")

**§1**

Acting pursuant to Art. 393(1) and Art. 395(2)(3) of the Commercial Companies Code and § 10(4)(1) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the Company Decides to grant the vote of acceptance to Ms. Irmina Łopuszyńska for the discharge of duties of the Member of the Supervisory Board of the Company in the financial year 2020.

**§2**

The resolution comes into force upon its adoption.

*[Draft Resolution]*

**Resolution No. 18  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on granting a discharge to Mr. Ryszard Matkowski - Member of the Supervisory Board Board of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**")

**§1**

Acting pursuant to Art. 393(1) and Art. 395(2)(3) of the Commercial Companies Code and § 10(4)(1) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the Company Decides to grant the vote of acceptance to Mr. Ryszard Matkowski for the discharge of duties of the Member of the Supervisory Board of the Company in the financial year 2020.

**§2**

The resolution comes into force upon its adoption.

*[Draft Resolution]*

**Resolution No. 19  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on granting a discharge to Mr. Kazimierz Krupa - Member of the Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**")

**§1**

Acting pursuant to Art. 393(1) and Art. 395(2)(3) of the Commercial Companies Code and § 10(4)(1) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the Company Decides to grant the vote of acceptance to Mr. Kazimierz Krupa for the discharge of duties of the Member of the Supervisory Board of the Company in the financial year 2020.

**§2**

The resolution comes into force upon its adoption.

*[Draft Resolution]*

**Resolution No. 20  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Ząbki  
of 30 June 2021**

on granting a discharge to Mr. Marek Maruszyński - Member of the Supervisory Board of J.W. Construction Holding S.A. with its registered office in Ząbki ("**Company**")

**§1**

Acting pursuant to Art. 393(1) and Art. 395(2)(3) of the Commercial Companies Code and § 10(4)(1) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the Company Decides to grant the vote of acceptance to Mr. Marek Maruszyński for the discharge of duties of the Member of the Supervisory Board of the Company in the financial year 2020.

**§2**

The resolution comes into force upon its adoption.

*[Draft Resolution]*

**Resolution No. 21  
of the Ordinary General Meeting of  
J.W. Construction Holding S.A.  
with its registered office in Zabki  
of 30 June 2021**

on the use of the reserve capital of J.W. Construction Holding S.A. ("Company") to cover the adjustment of the result for 2019

**§1**

Pursuant to Article 396 § 5 of the Commercial Companies Code, the Ordinary General Meeting of the Company resolves to use the Company's reserve capital to cover the adjustment of the result for 2019 in the amount of PLN 8,546,632.03 (say: eight million five hundred forty-six thousand six hundred thirty-two and 03/100 zloty) (resulting from an error discovered after the date of approval of the financial statements for the financial year ended on 31 December 2019), which will reduce the Company's reserve capital by the said amount.

**§2**

The resolution comes into force upon its adoption.