

# POWERS OF PROXY FORM

## for the Ordinary General Meeting of QuarticOn S.A. convened for June 28, 2021

### I. Shareholder (a natural person):

Mr / Ms

Shareholder's contact details

NAME AND SURNAME OF THE SHAREHOLDER

STREET / BUILDING NO

NO AND SERIES OF SHAREHOLDER'S ID

CITY / POST CODE

SHAREHOLDER'S PESEL (PERSONAL IDENTIFICATION) NO

CONTACT EMAIL ADDRESS

SHAREHOLDER'S NIP (TAX IDENTIFICATION) NO

TELEPHONE NUMBER

NUMBER OF SHARES

### II. Shareholder (legal entity or other organizational unit):

Details of the shareholder (legal person or other organizational unit):

NAME OF THE ENTITY

STREET / BUILDING NO.

KRS (NATONAL COURT REGISTER) NO / REGISTER NO

CITY / POST CODE

NIP (PERSONAL IDENTIFICAION) NO IF IS NOT DISCLOSED IN THE KRS

CONTACT EMAIL ADDRESS

NUMBER OF SHARES

TELEPHONE NUMBER

establishes a proxy:

Mr / Ms

Proxy's contact details:

NAME AND SURNAME OF A PROXY	STREET / BUILDING NO.
PROXY'S PESEL NO	CITY / POST CODE
PROXY'S NIP NO	CONTACT EMAIL ADDRESS
NUMBER OF SHARES	TELEPHONE NUMBER

to represent the Shareholder and owner of the abovementioned shares of QuarticOn S.A. at the Ordinary General Meeting of QuarticOn S.A. convened for June 28, at 9:00, which will be held at the company's headquarters in Warszawa, at: Al. Jerozolimskie 123A, in the Atlas Tower building, 25 floor, main conference room, and in particular to participate in and speak at the Ordinary General Meeting, to sign the attendance list and to vote on my behalf with:

..... (in words: .....) shares of QuarticOn S.A.

in accordance with the instructions concerning the method of voting which is attached to this form / at the discretion of the proxy.\*

The aforementioned proxy is authorized to represent the Shareholder at the Ordinary General Meeting of Shareholders of QuarticOn S.A. also in case of a break in the Ordinary General Meeting.

The proxy is authorized / not authorized \* to grant further powers of proxy.

\_\_\_\_\_  
*Signature of the shareholder / persons authorized to represent the Shareholder*

\* Delete as applicable

### **Attachment to the powers of proxy form**



## Instructions

### of voting by proxy

*at the Ordinary General Meeting of QuarticOn S.A.*

*convened for June 28, 2021*

This instructions to exercise the voting right allows to exercise the voting right at the Ordinary General Meeting of Shareholders of QuarticOn S.A. convened for June 28, 2021, at 9:00, which will be held at the company's headquarters in Warszawa, at: Al. Jerozolimskie 123A, in the Atlas Tower building, 25 floor, main conference room, by proxy:

..... acting on behalf of the  
Shareholder

.....

- The use of these instructions by a Proxy and a Shareholder is not mandatory.
- The instructions do not replace the powers of proxy granted by the Shareholder (Powers of Proxy Form).
- The Company does not verify the method of voting by the Proxy, i.e. whether the Proxy exercises the right to vote in accordance with the instructions received from the Shareholder.
- The instructions contain draft resolutions to be adopted by the Ordinary General Meeting of QuarticOn S.A. convened for June 28, 2021, along with instructions on how to vote from the Shareholder to the Proxy.
- Voting and raising any objection by the Proxy is done by entering an "X" in the appropriate box. If the Shareholder authorizes the Proxy to vote differently from the shares he holds, the Proxy should indicate in the appropriate box the number of votes and the number of shares from which he gives vote "in favor", "against" or "abstains from voting". Incorrectly or ambiguously filled instructions will not be included in the results of voting on a given resolution.
- In the event of an open vote, the instructions filled in by the Shareholder may constitute a voting card for the Proxy. The voting proxy using these instructions should deliver them to the Chairman of the Ordinary General Meeting after voting on a given resolution.

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*Signature of the shareholder / persons authorized to represent the  
Shareholder)*



**RESOLUTION NO. 1**  
**of the Ordinary General Meeting**  
**of QuarticOn Spółka Akcyjna with its registered office in Warszawa**  
**of June 28, 2021**  
***regarding the election of the chairman of the meeting***

**§ 1**

The Ordinary General Meeting of **QuarticOn Spółka Akcyjna** hereby elects [*name and surname*] as the chairman of the Company's meeting.

**§ 2**

The resolution comes into force upon its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

Vote "in favor"	Vote "against"	"abstain from voting"	Other comments
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)**  
**Voting by ticking the appropriate box with a cross ("X")**

*\*) Delete as applicable*

**RESOLUTION NO. 2**  
**of the Ordinary General Meeting**  
**of QuarticOn Spółka Akcyjna with its registered office in Warszawa**  
**of June 28, 2021**  
***regarding the adoption of the agenda of the meeting***

**§ 1**

The Ordinary General Meeting of QuarticOn Spółka Akcyjna hereby adopts the following agenda:

1. open the Ordinary General Meeting of the Company;
2. elect the Chairperson of the Company's Ordinary General Meeting;
3. determine whether the Company's Ordinary General Meeting has been duly convened, and whether it is able to pass resolutions;
4. approve the agenda of the Company's Ordinary General Meeting;
5. presenting:
  - 1) the Company's financial statements for the financial year 2020;
  - 2) report of the Management Board on the Company's operations for the financial year 2020;
  - 3) report of the Supervisory Board of the Company for the financial year 2020, including the evaluation report on the results of : the Management Board's report on the Company's operations, the Company's financial statements and the Management Board's request concerning coverage of the loss for the financial year 2020;
6. adopting resolutions regarding:
  - a. review and approval of the Company's financial statements for the financial year 2020;
  - b. review and approval of the Management Board's report on the Company's operations for the financial year 2020;
  - c. review and approval of the report of the Supervisory Board of the Company for the financial year 2020, including the evaluation report on the results of : the Management Board's report on the Company's operations, the Company's financial statements and the Management Board's request concerning coverage of the loss for the financial year 2020;
  - d. coverage of the Company's loss for the financial year 2020;
  - e. granting a vote of approval to Members of the Management Board for performance of their duties in the financial year 2020, i.e. for the period from January 1, 2020 to December 31, 2020;
  - f. granting a vote of approval to Members of the Supervisory Board for performance of their duties in the financial year 2020, i.e. for the period from January 1, 2020 to December 31, 2020;
  - g. changes in the composition of the Supervisory Board of the Company.
7. closing the meeting.

**§ 2**

The resolution comes into force upon its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:



**Vote "in favor"**

The number of shares:

.....

The number of votes from the shares:

.....

**Vote "against"**

The number of shares:

.....

The number of votes from the shares:

.....

**"abstain from voting"**

The number of shares:

.....

The number of votes from the shares:

.....

**Other  
comments**

**I am raising an objection to the resolution: YES / NO \*)  
Voting by ticking the appropriate box with a cross ("X")**

*\*) Delete as applicable*



**RESOLUTION NO. 3**  
**of the Ordinary General Meeting**  
**of QuarticOn Spółka Akcyjna with its registered office in Warszawa**  
**of June 28, 2021**  
**regarding the review and approval of the Company's financial statements for**  
**the financial year 2020**

**§ 1**

Acting on the basis of art. 393 item 1 and art. 395 § 2 item 1 of the Commercial Companies Code and § 11 paragraph 4 letter a) of the Statutes of the Company, after reviewing the Company's financial statements for the financial year 2020 together with the opinion of the statutory auditor, Ms Dorota Neubauer, the Ordinary General Meeting of QuarticOn Spółka Akcyjna with its registered office in Warszawa has decided to approve the Company's financial statements for the financial year 2020, which include:

1. introduction to the financial statements;
2. the balance sheet prepared as at 31/12/2020, with total assets and total liabilities of **PLN 7 830 735,98**;
3. profit and loss account for the financial year 2020 showing a net loss in the amount of **PLN -3 095 599,63**;
4. statement of movements in equity;
5. cash flow statement;
6. additional information.

**§ 2**

The resolution comes into force on the day of its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

<b>Vote "in favor"</b>	<b>Vote "against"</b>	<b>"abstain from voting"</b>	<b>Other comments</b>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)**

**Voting by ticking the appropriate box with a cross ("X")**

\*) *Delete as applicable*

**RESOLUTION NO. 4**

**of QuarticOn Spółka Akcyjna with its registered office in Warszawa  
of June 28, 2021**

***regarding review and approval of the Management Board's report on the Company's operations  
for the financial year 2020***

**§ 1**

Acting on the basis of art. 393 item 1 and art. 395 § 2 item 1 of the Commercial Companies Code and § 11 paragraph 4 letter a) of the Statutes of the Company, after reviewing the Management Board's report on the Company's operations for the financial year 2020, the Ordinary General Meeting of QuarticOn Spółka Akcyjna with its registered office in Warszawa has decided to approve the Management Board's report on the Company's operations for the financial year 2020.

**§ 2**

The resolution comes into force on the day of its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

<b>Vote "in favor"</b>	<b>Vote "against"</b>	<b>"abstain from voting"</b>	<b>Other comments</b>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)**  
**Voting by ticking the appropriate box with a cross ("X")**

*\*) Delete as applicable*



**RESOLUTION NO. 5**

of QuarticOn Spółka Akcyjna with its registered office in Warszawa  
of June 28, 2021

**regarding review and approval of the report of the Supervisory Board of the Company for financial year 2020 including the evaluation report on the results of: the report of the Management Board on the Company's operations, financial statements of the Company and the request of the Management Board regarding the coverage of the Company's loss for the financial year 2020**

**§ 1**

After the review of the report of the Supervisory Board of the Company prepared on the basis of art. 382 § 3 of the Commercial Companies Code for the financial year 2020, including the report of the Management Board on the Company's operations, the financial statements of the Company and the Management Board's request regarding the coverage of the Company's loss for the financial year 2020, the Ordinary General Meeting of QuarticOn Spółka Akcyjna with registered office in Warszawa has decided to approve the report of the Supervisory Board of the Company for the financial year 2020 including the evaluation report on the results of: the report of the Management Board on the Company's operations, financial statements of the Company and the request of the Management Board regarding the coverage of the Company's loss for the financial year 2020.

**§ 2**

The resolution comes into force on the day of its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

<b>Vote "in favor"</b>	<b>Vote "against"</b>	<b>"abstain from voting"</b>	<b>Other comments</b>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)**

**Voting by ticking the appropriate box with a cross ("X")**

\*) *Delete as applicable*

**RESOLUTION NO. 6**

**of QuarticOn Spółka Akcyjna with its registered office in Warszawa  
of June 28, 2021  
regarding coverage of the Company's loss for the financial year 2020**

**§ 1**

Acting on the basis of art. 395 § 2 item 2 of the Commercial Companies Code and § 11 paragraph 4 letter c) of the Statutes of the Company and at the request of the Company's Management Board, the Ordinary General Meeting of QuarticOn Spółka Akcyjna with its registered office in Warszawa has decided to cover the Company's loss for the financial year 2020 in the amount of PLN **-3 095 599,63** with profits generated by Company in forthcoming years

**§ 2**

The resolution comes into force on the day of its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

<b>Vote "in favor"</b>	<b>Vote "against"</b>	<b>"abstain from voting"</b>	<b>Other comments</b>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)**

**Voting by ticking the appropriate box with a cross ("X")**

*\*) Delete as applicable*

**RESOLUTION NO. 7**

**of QuarticOn Spółka Akcyjna with its registered office in Warszawa  
of June 28, 2021**

***regarding granting a vote of approval to Paweł Paweł Wyborski for the performance of his duties  
as the President of the Management Board of the Company***

**§ 1**

Acting on the basis of art. 395 § 2 item 3 of the Commercial Companies Code and § 11 paragraph 4 letter a) of the Statutes of the Company, the Ordinary General Meeting of QuarticOn Spółka Akcyjna with its registered office in Warszawa grants a vote of approval to Mr. Paweł Wyborski for the performance of his duties as the President of the Management Board in the financial year 2020, i.e. for the period from January 1, 2020 to December 31, 2020.

**§ 2**

The resolution comes into force on the day of its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

<b>Vote "in favor"</b>	<b>Vote "against"</b>	<b>"abstain from voting"</b>	<b>Other comments</b>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)**

**Voting by ticking the appropriate box with a cross ("X")**

*\*) Delete as applicable*

**RESOLUTION NO. 8**

**of QuarticOn Spółka Akcyjna with its registered office in Warszawa  
of June 28, 2021**

***regarding granting a vote of approval to Mr Michał Giergielewicz for the performance of his duties  
as a Member of the Management Board - Financial Director***

**§ 1**

Acting on the basis of art. 395 § 2 item 3 of the Commercial Companies Code and § 11 paragraph 4 letter a) of the Statutes of the Company, the Ordinary General Meeting of QuarticOn Spółka Akcyjna with its registered office in Warszawa grants a vote of approval to Mr. Michał Giergielewicz for the performance of his duties as Member of the Company's Management Board - Financial Director in the financial year 2020, for the period from January 1, 2020 to December 31, 2020.

**§ 2**

The resolution comes into force on the day of its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

<b>Vote "in favor"</b>	<b>Vote "against"</b>	<b>"abstain from voting"</b>	<b>Other comments</b>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)**

**Voting by ticking the appropriate box with a cross ("X")**

*\*) Delete as applicable*

**RESOLUTION NO. 9**

**of QuarticOn Spółka Akcyjna with its registered office in Warszawa  
of June 28, 2021**

***regarding granting a vote of approval to Mr Oktawian Jaworek for the performance of his duties  
as a Member of the Supervisory Board - the Chairman of the Supervisory Board of the Company***

**§ 1**

Acting on the basis of art. 395 § 2 item 3 of the Commercial Companies Code and § 11 paragraph. 4 letter a) of the Statutes of the Company, the Ordinary General Meeting of QuarticOn Spółka Akcyjna with its registered office in Warszawa grants the vote of approval to Mr. Oktawian Jaworek for performance of his duties as Member of the Supervisory Board - Chairman of the Supervisory Board in the financial year 2020, i.e. for the period from January 1, 2020 to December 31, 2020.

**§ 2**

The resolution comes into force on the day of its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

<b>Vote "in favor"</b>	<b>Vote "against"</b>	<b>"abstain from voting"</b>	<b>Other comments</b>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)**

**Voting by ticking the appropriate box with a cross ("X")**

*\*) Delete as applicable*

**RESOLUTION NO. 10**

**of QuarticOn Spółka Akcyjna with its registered office in Warszawa  
of June 28, 2021**

***regarding granting a vote of approval to Mr Paweł Chojecki for performance of her duties of a  
Member of the Supervisory Board of the Company***

**§ 1**

Acting on the basis of art. 395 § 2 item 3 of the Commercial Companies Code and § 11 paragraph 4 letter a) of the Statutes of the Company, the Ordinary General Meeting of QuarticOn Spółka Akcyjna with its registered office in Warszawa grants the vote of approval to Mr Paweł Chojecki for performance of duties as a Member of the Supervisory Board of the Company in the financial year 2020, i.e. for the period from January 1, 2020 to December 31, 2020.

**§ 2**

The resolution comes into force on the day of its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

<b>Vote "in favor"</b>	<b>Vote "against"</b>	<b>"abstain from voting"</b>	<b>Other comments</b>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)**

**Voting by ticking the appropriate box with a cross ("X")**

*\*) Delete as applicable*

**RESOLUTION NO. 11**

**of QuarticOn Spółka Akcyjna with its registered office in Warszawa  
of June 28, 2021**

***regarding granting a vote of approval to Mr Paweł Lebieźiński for the performance of his duties  
as a Member of the Supervisory Board of the Company***

**§ 1**

Acting on the basis of art. 395 § 2 item 3 of the Commercial Companies Code and § 11 paragraph 4 letter a) of Statutes of the Company, the Ordinary General Meeting of QuarticOn Spółka Akcyjna with its registered office in Warszawa grants the vote of approval to Mr Paweł Lebieźiński for the performance of his duties as Member of the Company's Supervisory Board in financial year 2020, i.e. for the period from January 1, 2020 to December 31, 2020.

**§ 2**

The resolution comes into force on the day of its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

<b>Vote "in favor"</b>	<b>Vote "against"</b>	<b>"abstain from voting"</b>	<b>Other comments</b>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)**

**Voting by ticking the appropriate box with a cross ("X")**

*\*) Delete as applicable*

**RESOLUTION NO. 12**

**of QuarticOn Spółka Akcyjna with its registered office in Warszawa  
of June 28, 2021**

***regarding granting a vote of approval to Mr Bartłomiej Łagowski for the performance of his duties  
as a Member of the Supervisory Board of the Company***

**§ 1**

Acting on the basis of art. 395 § 2 item 3 of the Commercial Companies Code and § 11 paragraph 4 letter a) of the Statutes of the Company, the Ordinary General Meeting of QuarticOn Spółka Akcyjna with its registered office in Warsaw grants the vote of approval to Mr Bartłomiej Łagowski for the performance of his duties as Member of the Supervisory Board in the financial year 2020, i.e. for the period from January 1, 2020 to December 31, 2020.

**§ 2**

The resolution comes into force on the day of its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

<b>Vote "in favor"</b>	<b>Vote "against"</b>	<b>"abstain from voting"</b>	<b>Other comments</b>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)**

**Voting by ticking the appropriate box with a cross ("X")**

*\*) Delete as applicable*



**RESOLUTION NO. 13**

**of QuarticOn Spółka Akcyjna with its registered office in Warszawa  
of June 28, 2021**

**regarding granting a vote of approval to Mr Michał Markowski for performance of her duties as a  
Member of the Supervisory Board of the Company**

**§ 1**

Acting on the basis of art. 395 § 2 point 3 of the Commercial Companies Code and § 11 paragraph 4 letter. a) of the Statutes of the Company, the Ordinary General Meeting of QuarticOn Spółka Akcyjna with its registered office in Warszawa grants the vote of approval to **Mr Michał Markowski** for the performance of her duties as Member of the Supervisory Board of the Company in the financial year 2020, i.e. for the period from January 1, 2020 to April 30, 2020.

**.§ 2**

The resolution comes into force on the day of its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

<b>Vote "in favor"</b>	<b>Vote "against"</b>	<b>"abstain from voting"</b>	<b>Other comments</b>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)**

**Voting by ticking the appropriate box with a cross ("X")**

*\*) Delete as applicable*

**RESOLUTION NO. 14**

**of QuarticOn Spółka Akcyjna with its registered office in Warszawa  
of June 28, 2021**

***regarding the appointment of a Member of the Supervisory Board of the Company***

**§ 1**

Acting on the basis of art. 385 § 1 of the Commercial Companies Code and § 12 paragraph 1 letter c) of the Statutes of the Company, the Ordinary General Meeting of QuarticON Spółka Akcyjna with its registered office in Warszawa hereby appoints [date] [name and surname] as the member of the Supervisory Board of the Company.

**§ 2**

The resolution comes into force on the day of its adoption.

**The voting instructions for the Proxy regarding the above resolution.**

The proxy should vote in the following way:

<b>Vote "in favor"</b>	<b>Vote "against"</b>	<b>"abstain from voting"</b>	<b>Other comments</b>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
The number of shares: .....	The number of shares: .....	The number of shares: .....	
The number of votes from the shares: .....	The number of votes from the shares: .....	The number of votes from the shares: .....	

**I am raising an objection to the resolution: YES / NO \*)  
Voting by ticking the appropriate box with a cross ("X")**

*\*) Delete as applicable*