

POWERS OF PROXY FORM

for the Extraordinary General Meeting of QuarticOn S.A. convened for December 13, 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 Extraordinary General Meeting of QuarticOn S.A. convened for December 13, 2021 at 10:00, 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 Extraordinary 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 Extraordinary General Meeting of Shareholders of QuarticOn S.A. also in case of a break in the Extraordinary 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 Extraordinary General Meeting of QuarticOn S.A.
convened for December 13, 2021

This instructions to exercise the voting right allows to exercise the voting right at the Extraordinary General Meeting of Shareholders of QuarticOn S.A. convened for December 13, 2021, at 10:00, 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 Extraordinary General Meeting of QuarticOn S.A. convened for December 9, 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 Extraordinary General Meeting after voting on a given resolution.

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



RESOLUTION NO. 1
of the Extraordinary General Meeting
of QuarticOn Spółka Akcyjna
of December 13, 2021
regarding the election of the chairman of the meeting

§ 1

The Extraordinary 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 on the day of 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 Extraordinary General Meeting
of QuarticOn Spółka Akcyjna
of December 13, 2021
on the approval of the General Meeting's agenda

§ 1

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

1. open the Extraordinary General Meeting of the Company;
2. elect the Chairperson of the Company's Extraordinary General Meeting;
3. determine whether the Company's Extraordinary General Meeting has been duly convened, and whether it is able to pass resolutions;
4. approve the agenda of the Company's Extraordinary General Meeting;
5. adopt a resolution to increase the share capital of the Company by issuing the Series G ordinary bearer shares, Series H ordinary bearer shares and Series I ordinary bearer shares with an option to deprive existing shareholders of their subscription rights and on amending the Company's Articles of Association;
6. pass a resolution on the authorisation of the Company's Supervisory Board to adopt the consolidated text of the Company's Articles of Association;
7. close the meeting.

§ 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:

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. 3

**of the Extraordinary General Meeting
of QuarticOn Spółka Akcyjna
of December 13, 2021**

regarding to increase the share capital of the Company by issuing the Series G ordinary bearer shares, Series H ordinary bearer shares and Series I ordinary bearer shares with an option to deprive existing shareholders of their subscription rights and on amending the Company's Articles of Association

§1

1. Pursuant to Article 431 §1, Article 431 §2 point 1 and Article 431 §7 and in connection with Article 310 § 2 of the Commercial Companies Code, the Extraordinary General Meeting of QuarticOn S.A. hereby resolves to increase the Company's share capital by no less than PLN 0.30 (thirty groszy) and no more than PLN 153,000 (one hundred fifty three thousand), i.e. from the amount of PLN 140,430.00 (one hundred forty thousand four hundred thirty) to amount no less than PLN 140,430.30 (one hundred forty thousand four hundred thirty and thirty groszy), and no higher than PLN 293,430 (two hundred ninety three thousand four hundred thirty), by issuing no more than 1,100,000 (one million hundred thousand) Series G ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each and no more than 280,000 (two hundred eighty thousand) Series H ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each and no more than 150,000 (one hundred fifty thousand) Series I ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy).
2. The issue of Series G shares shall be effected if at least one (1) Series G share has been subscribed for.
3. The issue of Series H shares shall be effected if at least one (1) Series H share has been subscribed for.
4. The issue of Series I shares shall be effected if at least one (1) Series I share has been subscribed for.
5. The Management Board of the Company is authorized to determine the final amount of the share capital increase in order to adjust the amount of the share capital in the Articles of Association in accordance with Art. 310 § 2 and § 4 in connection with Art. 431 § 7 of the Commercial Companies Code and registration of the increase of the Company's share capital in the register of entrepreneurs of the National Court Register.
6. The Series G shares shall be paid for by non-cash contributions before the share capital increase is registered.
7. The Series H shares shall be paid for by cash or non-cash contributions before the share capital increase is registered.
8. The Series I shares shall be paid for by cash or non-cash contributions before the share capital increase is registered.
9. The issue price of the Series G shares, Series H shares and Series I shares shall be set by the Company's Management Board and approved by the Company's Supervisory Board.
10. The Series G shares, the series H shares and the series I shares shall qualify for the dividend payable to the shareholders for the financial year ending on 31 December 2022.
11. The Series G shares shall be subscribed for through private placement, as defined in Article 431 § 2 (1) of the Commercial Companies Code, based on a share subscription offer made by the Company's Management Board to specifically identified individuals and entities.
12. The Series H shares shall be subscribed for through private placement, as defined in Article 431 § 2 (1) of the Commercial Companies Code, based on a share subscription offer made by the Company's Management Board to specifically identified individuals and entities.

13. The Series I shares shall be subscribed for through private placement, as defined in Article 431 § 2 (1) of the Commercial Companies Code, based on a share subscription offer made by the Company's Management Board to specifically identified individuals and entities.
14. The Series G, Series H and Series I Share Subscription Agreements shall be concluded within six (6) months of adoption of this Resolution.

§ 2

1. Upon becoming familiar with the written opinion of the Company's Management Board, the Company's General Meeting shall deprive existing shareholders, of their subscription right to all the Series G shares, Series H share and Series I shares i.e. exclude the subscription rights of existing shareholders, to all the Series G share, Series H share and Series I share.
2. The opinion issued by the Management Board under Article 433 § 2 of the Commercial Companies Code to explain the reasons for the exclusion of the subscription rights shall be appended to this Resolution.
3. The shareholders share the view of the Company's Management Board that the exclusion of their subscription rights to the Series G shares, Series H shares and Series I shares is in the Company's best interest, as explained in the aforementioned written opinion. The Company's General Meeting hereby resolves that the text of the aforementioned written opinion given by the Company's Management Board shall be considered as the explanation required under Article 433 § 2 of the Commercial Companies Code.

§ 3

1. The Company's General Meeting hereby authorises and obliges the Company's Management Board to perform all factual and legal acts necessary to define and agree on the specific terms of issue of the Series G shares, Series H shares and Series I shares, including in particular to:
 - 1) set the issue price of the Series G shares, Series H shares and Series I shares, subject to the Supervisory Board's prior approval of that issue price;
 - 2) choose the identified individuals and/or entities to whom to offer the subscription of the Series G shares, Series H shares and Series I shares;
 - 3) draw up and conclude the Series G shares, Series H shares and Series I shares Subscription Agreements;
 - 4) perform any other factual and legal acts in respect of increasing the Company's share capital under this Resolution;
2. The Company's General Meeting further authorises the Company's Management Board to perform all the factual and legal acts necessary to dematerialise the shares and to seek approval to float them through the NewConnect alternative trading system, including to conclude an agreement on registering the Series G shares, Series H shares and Series I shares in the depository for securities operated by The Central Securities Depository of Poland.

§ 4

Due to the Company's share capital increase, the General Meeting hereby resolves that:

- § 5 (1) of the Articles of Association shall be amended to the following wording:
 1. "The Company's share capital shall be no less than PLN 140,430.30 (one hundred forty thousand four hundred złotych and thirty groszy), and no more than PLN 293,430.00 (two hundred ninety three thousand four hundred thirty złotych). Share capital divided into no less than 1,404,303 (one million four hundred four thousand three hundred three) shares and no more than 2,934,300 (two million nine hundred thirty four thousand three hundred) shares, including:
 - 1) 1,066,500 (one million sixty-six thousand and five hundred) Series A ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
 - 2) 50,556 (fifty thousand five hundred and fifty-six) Series B ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
 - 3) 17 (seventeen) Series C ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;

- 4) 152,927 (one hundred fifty two thousand nine hundred twenty seven) Series D ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
- 5) 118,200 (one hundred eighteen thousand and two hundred) Series E ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
- 6) 16,100 (sixteen thousand one hundred) Series F ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
- 7) no more than 1,100,000 (one million hundred thousand) Series G ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
- 8) no more than 280,000 (two hundred eighty thousand) Series H ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each;
- 9) no more than 150,000 (one hundred fifty thousand) Series I ordinary bearer shares with a nominal value of PLN 0.10 (ten groszy) each.

§ 5

The Resolution shall become effective upon 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. 4

**of the Extraordinary General Meeting
QuarticOn Spółka Akcyjna
of December 13, 2021**

regarding the authorization of the Company's Supervisory Board to adopt the consolidated text of the Company's Articles of Association

§1

Pursuant to Article 430 § 5 of the Commercial Companies Code, the Extraordinary General Meeting of QuarticOn S.A. hereby authorizes the Supervisory Board to adopt the consolidated text of the Company's Articles of Association incorporating the amendments made under Resolution No 3/2021 of today's General Meeting.

§ 2

The Resolution shall become effective upon 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*