

## **Appendix to current report No. 37**

### **THE AMENDED AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS CONVENED ON 15 JANUARY 2019**

1. Opening the Extraordinary General Meeting of Shareholders.
2. Appointing the Chairman of the Extraordinary General Meeting of Shareholders.
3. Arriving at an agreement as to whether the Extraordinary General Meeting of Shareholders has been convened in a proper manner and whether it is able to adopt resolutions.
4. Electing the three-member Vote Counting Committee.
5. Adopting the resolution concerning the adoption of the agenda.
6. Adopting the resolution on the amendment to Article 4 of the Company's Articles of Association.
7. Adopting the resolution on the reverse stock split and an amendment to the Company's Articles of Association.
8. Adopting the resolution on the amendment to Article 8 and the deletion of Article 8a of the Company's Articles of Association.
9. Adopting the resolution on the amendment to Article 11.2. of the Company's Articles of Association.
10. Adopting the resolution on the amendment to Article 15.2. of the Company's Articles of Association.
11. Adopting the resolution on the deletion of Article 26.2. of the Company's Articles of Association.
12. Adopting the resolution on the deletion of Article 33 of the Company's Articles of Association.
13. Adopting the resolution on authorising the Supervisory Board to adopt the uniform text of the Company's Articles of Association.
14. Discussion on the exclusion of pre-emptive rights related to series B share warrants and series C shares due to the planned conditional increase in share capital and the issue of share warrants to be used to obtain financing by the Company.
15. Adopting the resolution on the conditional increase in the share capital through the issue of series C shares, the issue of series B share warrants and the exclusion of the pre-emptive right related to series C shares and series B share warrants.
16. Adopting by the General Meeting of Shareholders the resolution concerning the determination of the number of members of the Supervisory Board for the purpose of the election of the Supervisory Board in voting by separate groups.
17. Adopting by the General Meeting of Shareholders the resolution regarding the possible determination of the number of members of the Supervisory Board different than the number of members of the Supervisory Board in the present term of office.
18. Electing new members of the Supervisory Board of the Company named: Przedsiębiorstwo Przemysłu Spożywczego PEPEES S.A. with its registered office in Łomża in voting by separate groups.
19. Questions and any requests to the Company's Board of Directors.
20. Closing the General Meeting of Shareholders.

## **DRAFT RESOLUTIONS SUBMITTED BY THE SHAREHOLDER**

### **To item 16 of the agenda**

#### **RESOLUTION No. [ ]**

of the Extraordinary General Meeting of Shareholders of Przedsiębiorstwo Przemysłu Spożywczego PEPEES Spółka Akcyjna with its registered office in Łomża of 15 January 2019 concerning the determination of the number of members of the Supervisory Board for the purpose of electing the Supervisory Board in voting by separate group

#### **§ 1**

Pursuant to Article 15(1) of the Company's Articles of Association, it is resolved that the Supervisory Board elected in voting by groups shall consist of [ ] Members.

#### **§ 2**

This resolution shall come into force on the date of its adopting.

### **To item 17 of the agenda**

#### **RESOLUTION No. [ ]**

of the Extraordinary General Meeting of Shareholders of Przedsiębiorstwo Przemysłu Spożywczego PEPEES Spółka Akcyjna with its registered office in Łomża of 15 January 2019 concerning the the possible determination of the number of members of the Supervisory Board different than the number of members of the Supervisory Board of the present term of office

#### **§ 1**

Pursuant to Article 15(1) of the Company's Articles of Association, it is resolved that the Supervisory Board shall consist of [...] members, i.e. the number different from the number of members of the Supervisory Board of the present term of office.

#### **§ 2**

This resolution shall come into force on the date of its adopting.

### **To item 18 of the agenda**

#### **RESOLUTION No. [ ]**

of the Extraordinary General Meeting of Shareholders of Przedsiębiorstwo Przemysłu Spożywczego PEPEES Spółka Akcyjna with its registered office in Łomża of 15 January 2019 concerning the election of new members of the Supervisory Board of Przedsiębiorstwo Przemysłu Spożywczego PEPEES S.A. in voting by separate group

#### **§ 1**

Pursuant to Article 385 § 3 and § 5 of the Polish Commercial Code, group ..... covering ..... shares represented at the Extraordinary General Meeting of Shareholders has elected Mr/Ms .... as a member of the Supervisory Board.

## § 2

Pursuant to Article 390 § 2 of the Polish Commercial Code, group ..... covering ..... shares represented at the Extraordinary General Meeting of Shareholders shall delegate Mr/Ms .... , a member of the Supervisory Board elected by that group, to perform supervisory activities permanently and in person.

## § 3

This resolution shall come into force on the date of its adopting.