



(TRANSLATION ONLY)

**Current report No:** 4/2025

**Prepared on:** 2025-01-07

**Issuer's abbreviated name:** TORPOL S.A.

**Subject:** Resolutions of the Extraordinary General Meeting of TORPOL S.A. held on 7 January 2025

**Legal Grounds:**

Article 56(1)(2) of the Public Offering Act - current and periodic information

**Contents of the Report:**

The Management Board of TORPOL S.A. [Company] forwards the contents of the resolutions adopted at the Extraordinary General Meeting of the Company on 7 January 2025 as an attachment.

The Extraordinary General Meeting of the Company did not deviate from the consideration of any of the items on the planned agenda, nor were there any objections to any of the resolutions submitted for the record, and there were no draft resolutions that were put to a vote but were not adopted.

**“Resolutions of the Extraordinary General Meeting of TORPOL S.A. with its registered office in Poznań convened for 07 January 2025**

**Resolution No. 1**

**of the Extraordinary General Meeting of TORPOL S.A. of 7 January 2025**

**on the election of the Chairman of the Extraordinary General Meeting of the Company**

The Extraordinary General Meeting of TORPOL S.A., acting pursuant to article 409 § 1 of the Code of Commercial Companies and § 5 (1) of the Regulations of the General Meeting of the Company, resolves as follows:

**§ 1**

The Extraordinary General Meeting of TORPOL S.A. elects Mr. Borys Buta as the Chairman of the Extraordinary General Meeting of the Company.

**§ 2**

The resolution enters into force upon adoption.

At the close of voting, the meeting's opening speaker announced that a total of 12,601,027 valid votes had been cast in the vote from the 12,601,027 shares represented at the meeting, representing 54.86% of the share capital, with:

- 12,601,027 votes were cast in favor of the resolution,
- there were no votes against,
- there were no abstentions,

therefore, the above resolution was adopted.



**Resolution No. 2**  
**of the Extraordinary General Meeting of TORPOL S.A. of 07 January 2025**  
**on the approval of the agenda of the Extraordinary General Meeting of the Company**

The Extraordinary General Meeting of TORPOL S.A. resolves as follows:

§ 1

The Extraordinary General Meeting of TORPOL S.A. adopts the following agenda for the Extraordinary General Meeting:

1. Opening of the Extraordinary General Meeting of the Company.
2. Election of the Chairman of the Extraordinary General Meeting of the Company.
3. Confirmation that the Extraordinary General Meeting has been duly convened and is capable of adopting binding resolutions.
4. Approval of the agenda of the Extraordinary General Meeting of the Company.
5. Adoption of resolutions on changes to the composition of the Supervisory Board.
6. Adoption of a resolution to amend the Company's Articles of Association.
7. Adoption of a resolution on incurring costs of convening and holding the Extraordinary General Meeting of the Company.
8. Closing of the Extraordinary General Meeting of the Company.

§ 2

The resolution enters into force upon adoption.

At the close of voting, the meeting's opening speaker announced that a total of 12,601,027 valid votes had been cast in the vote from the 12,601,027 shares represented at the meeting, representing 54.86% of the share capital, with:

- 12,592,525 votes were cast in favor of the resolution,
- 8,452 votes were cast against,
- there were no abstentions,

therefore, the above resolution was adopted.



**Resolution No. 3**  
**of the Extraordinary General Meeting of TORPOL S.A. of 07 January 2025**  
**on the changes to the composition of the Supervisory Board**  
**of the Company TORPOL S.A.**

Acting pursuant to article 385 § 1 of the Commercial Companies Code and § 14 (l) (7) of the Articles of Association of TORPOL S.A., the Extraordinary General Meeting of TORPOL S.A. hereby resolves as follows:

§ 1

The Extraordinary General Meeting of TORPOL S.A. resolves to make the following changes to the composition of the Supervisory Board of TORPOL S.A: Tomasz Niedziela is appointed as a member of the Supervisory Board.

§ 2

The resolution enters into force upon adoption.

At the close of voting, the meeting's opening speaker announced that a total of 12,601,027 valid votes had been cast in the vote from the 12,601,027 shares represented at the meeting, representing 54.86% of the share capital, with:

- 12,243,791 votes were cast in favor of the resolution,
- 357,236 votes were cast against,
- there were no abstentions,

therefore, the above resolution was adopted.



**Resolution No. 4**  
**of the Extraordinary General Meeting of TORPOL S.A. of 07 January 2025**  
**on amending the provisions of the Company's Articles of Association**

Acting pursuant to Article 430 § 1 of the Commercial Companies Code and §14(I)(17) of the Articles of Association of TORPOL S.A., the Extraordinary General Meeting of TORPOL S.A. hereby resolves as follows:

§ 1

The Extraordinary General Meeting of TORPOL S.A. amends the Articles of Association of TORPOL S.A. (the "Articles of Association") in such a way that § 17 (XIII)(8) of the Articles of Association shall have the following new wording:

*"8. selecting an audit firm to audit the Company's financial statements and selecting an audit firm to attest the sustainability reporting (the Company's report on non-financial information),"*

§ 2

The resolution shall become effective upon adoption, with the amendment to the Company's Articles of Association becoming effective upon registration of the amendment to the Company's Articles of Association by the relevant Registry Court."

At the close of voting, the meeting's opening speaker announced that a total of 12,601,027 valid votes had been cast in the vote from the 11,332,836 shares represented at the meeting, representing 54.86% of the share capital, with:

- 10,986,072 votes were cast in favor of the resolution,
- 346,764 votes were cast against,
- there were no abstentions,

therefore, the above resolution was adopted.



**Resolution No. 5**  
**of the Extraordinary General Meeting of TORPOL S.A. of 07 January 2025**  
**on incurring costs of convening and holding the Extraordinary General Meeting**  
**of the Company TORPOL S.A.**

Acting pursuant to Article 400 § 4 of the Code of Commercial Companies, the Extraordinary General Meeting of TORPOL S.A. (the "Company") resolves as follows:

§ 1

The Extraordinary General Meeting of TORPOL S.A. obliges the Company to bear the costs of calling and holding the EGM of the Company convened for 07 January 2025.

§ 2

The resolution enters into force upon adoption.

At the close of voting, the meeting's opening speaker announced that a total of 12,601,027 valid votes had been cast in the vote from the 12,601,027 shares represented at the meeting, representing 54.86% of the share capital, with:

- 12,254,263 votes were cast in favor of the resolution,
- 346,764 votes were cast against,
- there were no abstentions,

therefore, the above resolution was adopted."