

Subject: Resolutions adopted by the Extraordinary General Shareholders Meeting of Pfleiderer Group S.A. on 30 September 2019

Current Report no. 41/2019

The Management Board of Pfleiderer Group Spółka Akcyjna, with its registered office in Grajewo, Poland (the “**Company**”), hereby presents resolutions adopted by the Extraordinary General Shareholders Meeting on 30 September 2019.

Resolution No. 1
of the Extraordinary General Meeting of:
Pfleiderer Group Spółka Akcyjna of 30 September 2019
on election of the Chairman

Extraordinary General Meeting of Shareholders of the company under business name: Pfleiderer Group S.A. with its registered office in Wrocław resolves to elect Rafał Kamiński as the Chairman of the General Meeting.

In voting on Resolution no. 1 number of shares used to cast valid votes was 51,760,806 which constitutes 80% of share capital.

Number of votes “in favour” – 51,760,806, “against” – 0, “abstain” – 0.

Resolution No. 2
of the Extraordinary General Meeting of:
Pfleiderer Group Spółka Akcyjna of 30 September 2019
on adopting the agenda

Extraordinary General Meeting of Shareholders of the company under business name: Pfleiderer Group S.A. with its registered office in Wrocław hereby resolves the following agenda of the General Meeting:

1. Opening the Extraordinary General Meeting,
2. Election of the Chairman of the Extraordinary General Meeting,
3. Stating correctness of convocation of the Extraordinary General Meeting and its ability to adopt the resolution,
4. Adopting the agenda of the Extraordinary General Meeting,
5. Adopting the resolution on restoring a documentary form (cancellation of dematerialisation) to the Company’s shares and withdrawing the Company’s shares from trade (delisting) on a regulated market operated by the Warsaw Stock Exchange,
6. Adopting the resolution on amendment of the Articles of Association of the Company providing means of changing the type of Company’ shares,
7. Closing the meeting.

In voting on Resolution no. 2 number of shares used to cast valid votes was 51,760,806 which constitutes 80% of share capital.

Number of votes "in favour" – 51,760,806, "against" – 0, "abstain" – 0.

Resolution No. 3
of the Extraordinary General Meeting of:
Pfleiderer Group Spółka Akcyjna of 30 September 2019
on restoring a documentary form (cancellation of dematerialisation) to the Company's shares
and withdrawing the Company's shares from trade (delisting) on a regulated market operated
by the Warsaw Stock Exchange.

§1

Extraordinary General Meeting of Shareholders of Pfleiderer Group S.A. (the "**Company**"), acting pursuant to Article 405(1) of the Commercial Companies Code (uniform text: of Laws of 2019, item 505, as amended) and Article 91(4) of the Law of 29 July 2005 on public offering and conditions of introducing financial instruments for organized trade, and public companies (uniform text: of Laws of 2019, item 623, as amended) ("**the Law on offering**"), hereby decides to restore a documentary form (to cancel dematerialisation) to all Company's shares namely 64,701,007 (sixty-four million seven hundred one thousand and seven) ordinary bearer shares with a nominal value of PLN 0.33 (thirty three groszy) each, including:

- a) 49,624,000 (forty-nine million six hundred twenty-four thousand) Series A, B, C, and D ordinary bearer shares; and
- b) 15,077,007 (fifteen million seventy-seven thousand and seven) Series E ordinary bearer shares.

- registered by Krajowy Depozyt Papierów Wartościowych S.A. ("**KDPW**") under ISIN PLZPW0000017 ("**Shares**") and withdraw the Company's Shares from trade (delist) on a regulated market operated by the Warsaw Stock Exchange ("**GPW**"), within the term specified in the decision of the Polish Financial Supervision Authority ("**KNF**") on its authorisation to restore a documentary form (to cancel dematerialisation) to the Shares.

§2

The Company's Management Board is authorised to execute this resolution, in particular to:

- a) apply to KNF to give its authorisation to restore a documentary form (to cancel dematerialisation) to the Shares,
- b) submit an application to withdraw the Shares from trade (delist) on a regulated market operated by GPW,

- c) perform all other actual and legal actions required to withdraw the Shares from trade (delist) on a regulated market operated by GPW and deregistration of Shares from deposit maintained by KDPW.

§3

1. The resolution shall enter into force on the moment of its adoption.
2. The resolution induces effects in the form of restoring a documentary form (cancellation of dematerialisation) to the Shares within the deadline to be fixed by KNF for the restoration of a documentary form (cancellation of dematerialisation) to the Company's Shares.

Exclusion of the Shares from trade (delisting) on a regulated market operated by GPW will be performed within the deadline to be fixed by GPW's Management Board.

In voting on Resolution no. 3 number of shares used to cast valid votes was 51,760,806 which constitutes 80% of share capital.

Number of votes "in favour" – 51,760,806, "against" – 0, "abstain" – 0.

**Resolution No. 4
of the Extraordinary General Meeting of:
Pfleiderer Group Spółka Akcyjna of 30 September 2019**

**on amendment of the Articles of Association of the Company providing means of
changing the type of Company' shares**

§1

The General Meeting acting pursuant to Articles 405(1) and 430(1) of the Commercial Companies Code (uniform text: of Laws of 2019, item 505, as amended) and Article 28(2) item 1 of the Company's Articles of Association, hereby resolves to amend Article 10(1) of the Articles of Association to be read as follows:

"10.1. The shares in the Company may be registered or bearer shares. Any shareholder may request that any bearer shares held by it are converted into registered shares, provided that conversion of bearer shares into registered shares shall not be permitted for as long as such shares remain dematerialized with the meaning of the Act on Trading in the Financial Instruments dated 29 July 2005. The Management Board, following the receipt of such request, will immediately convert the shares and issue new share certificates in accordance with the request."

§2

The resolution shall enter into force upon its adoption, provided that the amendments of the Statute will be binding upon their registration in the register of entrepreneurs of the National Court Register.

In voting on Resolution no. 4 number of shares used to cast valid votes was 51,760,806 which constitutes 80% of share capital.

Number of votes “in favour” – 51,760,806, “against” – 0, “abstain” – 0.

No protest was raised to be entered into the minutes during the General Meeting.

This report was prepared pursuant to § 19 Section 1 item 6 of the Regulation of Minister of Finance on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a nonmember state, dated March 29th 2018 (Dz. U. 2018, item 757).

01.10.2019

Hour: 13:37