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ORŁOWSKI  
NOTARIES  
SPÓŁKA PARTNERSKA [PROFESSIONAL PARTNERSHIP]  
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REPERTORY A NO. 5043 /2021

## NOTARY DEED

On the thirtieth day of June in the year two thousand and twenty-one (30.06.2021), Paweł Orłowski, Notary in Warsaw, who runs his Notary Office at ul. Wspólna 70, drew up in the said Notary Office the minutes from the Ordinary General Meeting of Shareholders of the company under the business name **Black Pearl Spółka Akcyjna with its registered office in Warsaw** (address: 00-195 Warsaw, ulica Zygmunta Słomińskiego nr 15 lok. 504, NIP (Tax Identification Number): 7010211009), which was held in his presence, on the thirtieth day of June in the year two thousand and twenty-one (30.06.2021), in this Notary Office -----

The company **Black Pearl Spółka Akcyjna with its registered office in Warsaw** is registered in the Register of Entrepreneurs of the National Court Register under **KRS number: 0000343453**. -----

## MINUTES OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS

§ 1. The Ordinary General Meeting of Shareholders of the company under the business name Black Pearl Spółka Akcyjna with its registered seat in Warsaw, , in compliance with Article 409 § 1 of the Commercial Companies Code, was opened by

Arkadiusz Trela, Chairman of the Supervisory Board, who stated that the Ordinary General Meeting of Shareholders of the company under the business name Black Pearl Spółka Akcyjna with its registered seat in Warsaw had been convened by the Management Board of the Company for 30 June 2021 at 10:00 a.m., in the Notary Office at ulica Wspólna 70, through an announcement posted on the Company's website and in the manner laid down for the announcement of current information in accordance with the provisions of law on public offering and the conditions for introducing financial instruments into organized trading, and on public companies, pursuant to Article 399 § 1, in connection with Articles 402<sup>1</sup> and 402<sup>2</sup> of the Code of Commercial Companies, with the following agenda: -----

1. Opening of the Ordinary General Meeting of Shareholders.-----
2. Election of the Chairperson of the Ordinary General Meeting of Shareholders.-----
3. Confirmation of the correctness of convening the General Meeting and its ability to adopt binding resolutions.-----
4. Adoption of the agenda.-----
5. Consideration and approval of the Supervisory Board's report on its activities for 2020. -----
6. Consideration and approval of the Management Board's report on the Company's activities for 2020. -----
7. Consideration and approval of the Company's financial statements for 2020. -----
8. Adoption of resolutions on acknowledgement of the fulfilment of duties by the members of the Company's Management Board in 2020. -----
9. Adoption of resolutions on acknowledgement of the fulfilment of duties by the members of the Company's Supervisory Board in 2020. -----
10. Adoption of resolutions regarding changes in the composition of the Company's Supervisory Board.
11. Adoption of a resolution on covering the Company's loss for 2020. -----
12. Adoption of a resolution on the purchase of the Company's own shares for cancellation.
13. Adoption of a resolution on the split of the Company's shares.-----

14. Adoption of a resolution on authorizing the Supervisory Board to determine the consolidated text of the Company's Articles of Association.-----
15. Any other business-----
16. Closing of the proceedings of the Ordinary General Meeting of Shareholders.----

**Regarding item 2) of the agenda:** -----

**"Resolution No. 1  
of the Ordinary General Meeting of Shareholders  
of the company under the business name Black Pearl Spółka Akcyjna  
with its registered office in Warsaw  
of 30 June 2021  
concerning the election of the Chairperson of the Ordinary General Meeting of  
Shareholders**

**§ 1.**

Acting pursuant to Article 409 § 1 of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of Black Pearl Spółka Akcyjna with its registered office in Warsaw hereby elects Dominik Poszywała as Chairman of the Ordinary General Meeting of Shareholders of the Company -----

**§ 2.**

The Resolution shall become effective upon its adoption." -----

Arkadiusz Trela stated that in the secret vote on the abovementioned resolution 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast, and they were cast from 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) shares, representing 88.45% (eighty-eight and forty-five hundredth per cent) of the Company's share capital, of which 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast "for" the resolution, with no votes "against" and no votes

"abstaining", therefore the resolution was adopted-----

Dominik Poszywała stated that he accepted the abovementioned election as the Chairman of the General Meeting and ordered that the attendance list be prepared. After signing the attendance list the Chairman stated that 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) shares are represented at the Ordinary General Meeting of Shareholders of the Company, which represent 88.45% (eighty-eight and forty-five hundredth per cent) of the share capital, which entitle to 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) votes at the General Meeting, the Meeting was convened correctly by an announcement placed on the Company's website and in the manner prescribed for announcement of current information in accordance with the provisions of law on public offering and the conditions for introducing financial instruments to the organized trading system and on public companies, in accordance with the provisions of Article 399 § 1 in connection with Articles 402<sup>1</sup> and 402<sup>2</sup> of the Commercial Companies Code, and that the Meeting is able to adopt valid resolutions

**Regarding item 4) of the agenda:**-----

**"Resolution No. 2  
of the Ordinary General Meeting of Shareholders  
of the company under the business name Black Pearl Spółka Akcyjna  
with its registered office in Warsaw  
of 30 June 2021  
on the adoption of the agenda**

**§ 1.**

The Ordinary General Meeting of Shareholders of Black Pearl Spółka Akcyjna with its registered office in Warsaw hereby decides to adopt the following agenda --

1. Opening of the Ordinary General Meeting of Shareholders.-----
2. Election of the Chairperson of the Ordinary General Meeting of Shareholders.-----
3. Confirmation of the correctness of convening the General Meeting and its ability to adopt binding resolutions.-----
4. Adoption of the agenda.-----
5. Consideration and approval of the Supervisory Board's report on its activities for 2020. -----
6. Consideration and approval of the Management Board's report on the Company's activities for 2020. -----
7. Consideration and approval of the Company's financial statements for 2020. -----
8. Adoption of resolutions on acknowledgement of the fulfilment of duties by the members of the Company's Management Board in 2020. -----
9. Adoption of resolutions on acknowledgement of the fulfilment of duties by the members of the Company's Supervisory Board in 2020. -----
10. Adoption of resolutions regarding changes in the composition of the Company's Supervisory Board.
11. Adoption of a resolution on covering the Company's loss for 2020. -----
12. Adoption of a resolution on the purchase of the Company's own shares for cancellation.
13. Adoption of a resolution on the split of the Company's shares.-----
14. Adoption of a resolution on authorizing the Supervisory Board to determine the consolidated text of the Company's Articles of Association.-----
15. Any other business-----
16. Closing of the proceedings of the Ordinary General Meeting of Shareholders.-----

## § 2.

The Resolution shall become effective upon its adoption." -----

The Chairman of the General Meeting stated that in the open vote on the abovementioned resolution 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast, and they were cast from 2,435,331

(two million four hundred thirty-five thousand three hundred thirty-one) shares, representing 88.45% (eighty-eight and forty-five hundredth per cent) of the Company's share capital, of which 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast "for" the resolution, with no votes "against" and no votes "abstaining", therefore the resolution was adopted --

**Regarding item 5) of the agenda:**-----

**"Resolution No. 3**

**of 30 June 2021**

**of the Ordinary General Meeting of Shareholders of Black Pearl S.A. with its registered office in Warsaw on consideration and approval of the Supervisory Board's report on its activities for 2020**

The Ordinary General Meeting of Shareholders of Black Pearl spółka akcyjna with its registered office in Warsaw, acting pursuant to Article 395 of the Commercial Companies Code, after consideration of the Supervisory Board's report on its activities for 2020, hereby resolves as follows: -----

§ 1.

The Ordinary General Meeting of Shareholders approves the Supervisory Board's report on its activities for the period from 1 January 2020 to 31 December 2020 -----

§ 2

The Resolution shall become effective upon its adoption." -----

The Chairman of the General Meeting stated that in the open vote on the abovementioned resolution 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast, and they were cast from 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) shares, representing 88.45% (eighty-eight and forty-five hundredth per cent) of the Company's share capital, of which 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast "for" the resolution, with

no votes "against" and no votes "abstaining", therefore the resolution was adopted --

**Regarding item 6) of the agenda:**-----

**"Resolution No. 4  
of 30 June 2021  
of the Ordinary General Meeting of Shareholders of Black Pearl S.A. with its  
registered office in Warsaw  
on consideration and approval of the Management Board's report on the  
Company's activities for 2020**

The Ordinary General Meeting of Shareholders of the company under the business name Black Pearl spółka akcyjna with its registered office in Warsaw, acting pursuant to Article 393 point 1 and Article 395 § 2 point 1 of the Commercial Companies Code, having examined the Management Board's report on the Company's activities in 2020, hereby resolves as follows -----

§ 1.

The Ordinary General Meeting of Shareholders approves the Management Board's report on the Company's activities for the period from 1 January 2020 to 31 December 2020

§ 2

The Resolution shall become effective upon its adoption." -----

The Chairman of the General Meeting stated that in the open vote on the abovementioned resolution 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast, and they were cast from 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) shares, representing 88.45% (eighty-eight and forty-five hundredth per cent) of the Company's share capital, of which 2,435,331 (two million four hundred thirty-five

thousand three hundred thirty-one) valid votes were cast "for" the resolution, with no votes "against" and no votes "abstaining", therefore the resolution was adopted --

**Regarding item 7) of the agenda:**-----

**"Resolution No. 5**

**of 30 June 2021**

**of the Ordinary General Meeting of Shareholders of Black Pearl S.A. with its  
registered office in Warsaw  
on consideration and approval of the Company's financial statements for 2020**

Acting pursuant to Article 393 point 1), in conjunction with Article 395 § 2 point 1) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of Black Pearl Spółka Akcyjna with its registered office in Warsaw hereby resolves as follows: -----

§ 1.

The Ordinary General Meeting of Shareholders of the company under the business name Black Pearl Spółka Akcyjna with its registered office in Warsaw, after consideration, resolves to consent to the application of the method adopted for the preparation of the said Statements and to approve the Company's Financial Statements for the financial year 2020, i.e. for the period from 1 January 2020 to 31 December 2020, including -----

1. introduction, -----
2. balance sheet prepared as of 31 December 2020, -----
3. profit and loss account for the period of 1 January 2020 through 31 December 2020, indicating a net loss, -----
4. statement of changes in equity, -----
5. cash flow report for the financial year 2020, -----
6. notes to the financial statements for the financial year 2020, i.e. for the period from 1 January 2020 to 31 December 2020 -----

§ 2.

The Resolution shall become effective upon its adoption." -----

The Chairman of the General Meeting stated that in the open vote on the abovementioned resolution 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast, and they were cast from 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) shares, representing 88.45% (eighty-eight and forty-five hundredth per cent) of the Company's share capital, of which 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast "for" the resolution, with no votes "against" and no votes "abstaining", therefore the resolution was adopted --

**Regarding item 8) of the agenda:**-----

**"Resolution No. 6**

**of 30 June 2021**

**of the Ordinary General Meeting of Shareholders of Black Pearl S.A. with its**

**registered office in Warsaw**

**on acknowledgement of the fulfilment of duties by a Member of the Company's**

**Management Board in the financial year ending 31 December 2020**

Acting pursuant to Article 393 point 1), in conjunction with Article 395 § 2 point 3) and §3 of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of Black Pearl Spółka Akcyjna with its registered office in Warsaw hereby resolves as follows: -----

**§ 1.**

The Ordinary General Meeting of Shareholders of Black Pearl S.A. with its registered office in Warsaw hereby acknowledges that **Grzegorz Brzezicki** fulfilled his duties as the President of the Management Board of the Company in the financial year ending 31 December 2020, for the period from 01.01.2020 to 16.07.2020 -----

**§ 2.**

The Resolution shall become effective upon its adoption." -----

The Chairman of the General Meeting stated that in the secret vote on the abovementioned resolution 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast, and they were cast from 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) shares, representing 88.45% (eighty-eight and forty-five hundredth per cent) of the Company's share capital, of which 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast "for" the resolution, with no votes "against" and no votes "abstaining", therefore the resolution was adopted --

**"Resolution No. 7  
of 30 June 2021**

**of the Ordinary General Meeting of Shareholders of Black Pearl S.A. with its  
registered office in Warsaw on acknowledgement of the fulfilment of duties by a  
Member of the Company's Management Board in the financial year ending 31  
December 2020**

Acting pursuant to Article 393 point 1), in conjunction with Article 395 § 2 point 3) and §3 of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of Black Pearl Spółka Akcyjna with its registered office in Warsaw hereby resolves as follows: -----

§ 1.

The Ordinary General Meeting of Shareholders of Black Pearl S.A. with its registered office in Warsaw hereby acknowledges that **Dominik Poszywała** fulfilled his duties as the President of the Management Board of the Company in the financial year ending 31 December 2020, for the period from 16.07.2020 to 31.12.2020 -----

§ 2.

The Resolution shall become effective upon its adoption." -----

The Chairman of the General Meeting stated that in the secret vote on the abovementioned resolution 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast, and they were cast from 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) shares, representing 88.45% (eighty-eight and forty-five hundredth per cent) of the Company's share capital, of which 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast "for" the resolution, with no votes "against" and no votes "abstaining", therefore the resolution was adopted --

**Regarding item 9) of the agenda:**-----

**"Resolution No. 8  
of 30 June 2021**

**Of the Ordinary General Meeting of Shareholders of Black Pearl S.A. with its  
registered office in Warsaw on acknowledgement of the fulfilment of duties by a  
Member of the Company's Supervisory Board in the financial year ending 31  
December 2020**

Acting pursuant to Article 393 point 1), in conjunction with Article 395 § 2 point 3) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders hereby resolves as follows: -----

§ 1.

The Ordinary General Meeting of Shareholders of Black Pearl Spółka Akcyjna with its registered office in Warsaw hereby acknowledges the fulfilment of duties by Mr. **Janusz Okrutny**, Member of the Supervisory Board, in the financial year ended 31 December 2020, for the period from 1 January 2020 to 29 September 2020 -----

§ 2.

The Resolution shall become effective upon its adoption." -----

The Chairman of the General Meeting stated that in the secret vote on the abovementioned resolution 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast, and they were cast from 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) shares, representing 88.45% (eighty-eight and forty-five hundredth per cent) of the Company's share capital, of which 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast "for" the resolution, with no votes "against" and no votes "abstaining", therefore the resolution was adopted --

**"Resolution No. 9  
of 30 June 2021**

**Of the Ordinary General Meeting of Shareholders of Black Pearl S.A. with its  
registered office in Warsaw on acknowledgement of the fulfilment of duties by a  
Member of the Company's Supervisory Board in the financial year ending 31  
December 2020**

Acting pursuant to Article 393 point 1), in conjunction with Article 395 § 2 point 3) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders hereby resolves as follows: -----

§ 1.

The Ordinary General Meeting of Shareholders of Black Pearl Spółka Akcyjna with its registered office in Warsaw hereby acknowledges the fulfilment of duties by Mr. **Arkadiusz Trela**, Member of the Supervisory Board, in the financial year ended 31 December 2020, for the period from 16 July 2020 to 31 December 2020 -----

§ 2.

The Resolution shall become effective upon its adoption." -----

The Chairman of the General Meeting stated that in the secret vote on the abovementioned resolution 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast, and they were cast from 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) shares,

representing 88.45% (eighty-eight and forty-five hundredth per cent) of the Company's share capital, of which 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast "for" the resolution, with no votes "against" and no votes "abstaining", therefore the resolution was adopted --

**"Resolution No. 10  
of 30 June 2021**

**Of the Ordinary General Meeting of Shareholders of Black Pearl S.A. with its  
registered office in Warsaw on acknowledgement of the fulfilment of duties by a  
Member of the Company's Supervisory Board in the financial year ending 31  
December 2020**

Acting pursuant to Article 393 point 1), in conjunction with Article 395 § 2 point 3) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders hereby resolves as follows: -----

§ 1.

The Ordinary General Meeting of Shareholders of Black Pearl Spółka Akcyjna with its registered office in Warsaw hereby acknowledges the fulfilment of duties by Mr. **Jan Lupa**, Member of the Supervisory Board, in the financial year ended 31 December 2020, for the period from 16 July 2020 to 31 December 2020 -----

§ 2.

The Resolution shall become effective upon its adoption." -----

The Chairman of the General Meeting stated that in the secret vote on the abovementioned resolution 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast, and they were cast from 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) shares, representing 88.45% (eighty-eight and forty-five hundredth per cent) of the Company's share capital, of which 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast "for" the resolution, with

no votes "against" and no votes "abstaining", therefore the resolution was adopted --

**"Resolution No. 11**

**of 30 June 2021**

**Of the Ordinary General Meeting of Shareholders of Black Pearl S.A. with its registered office in Warsaw on acknowledgement of the fulfilment of duties by a Member of the Company's Supervisory Board in the financial year ending 31 December 2020**

Acting pursuant to Article 393 point 1), in conjunction with Article 395 § 2 point 3) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders hereby resolves as follows: -----

§ 1.

The Ordinary General Meeting of Shareholders of Black Pearl Spółka Akcyjna with its registered office in Warsaw hereby acknowledges the fulfilment of duties by Mr. **Marek Roguski**, Member of the Supervisory Board, in the financial year ended 31 December 2020, for the period from 16 July 2020 to 31 December 2020 -----

§ 2.

The Resolution shall become effective upon its adoption." -----

The Chairman of the General Meeting stated that in the secret vote on the abovementioned resolution 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast, and they were cast from 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) shares, representing 88.45% (eighty-eight and forty-five hundredth per cent) of the Company's share capital, of which 2,435,331 (two million four hundred thirty-five thousand three hundred thirty-one) valid votes were cast "for" the resolution, with no votes "against" and no votes "abstaining", therefore the resolution was adopted --

**"Resolution No. 12  
of 30 June 2021**

**Of the Ordinary General Meeting of Shareholders of Black Pearl S.A. with its  
registered office in Warsaw on acknowledgement of the fulfilment of duties by a  
Member of the Company's Supervisory Board in the financial year ending 31  
December 2020**

Acting pursuant to Article 393 point 1), in conjunction with Article 395 § 2 point 3) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders hereby resolves as follows: -----

§ 1.

The Ordinary General Meeting of Shareholders of Black Pearl Spółka Akcyjna with its registered office in Warsaw hereby acknowledges the fulfilment of duties by Mr. **Janusz Andrzej Skopowski**, Member of the Supervisory Board, in the financial year ended 31 December 2020, for the period from 16 July 2020 to 24 September 2020 -----

§ 2.

The Resolution shall become effective upon its adoption." -----

The Chairman of the General Meeting stated that shareholder Janusz Skopowski did not participate in the vote, that in the secret vote on the abovementioned resolution 230,071 (two hundred and thirty thousand and seventy-one) valid votes were cast, and they were cast from 230,071 (two hundred and thirty thousand and seventy-one) shares, representing 8.36% (eighty-eight and forty-five hundredth per cent) of the Company's share capital, of which 230.071 (two hundred and thirty thousand and seventy-one) valid votes were cast "for" the resolution, with no votes "against" and no votes "abstaining", therefore the resolution was adopted --

**"Resolution No. 13  
of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A. company, with its  
registered office in Warsaw, on acknowledgement of the fulfilment of duties by  
the Member of the Company's Supervisory Board in the trading year ending on  
31 December 2020**

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting resolves as follows: -----

§ 1.

The Ordinary General Meeting of the company under the business name of Black Pearl Spółka Akcyjna, with its registered office in Warsaw, hereby acknowledges the fulfilment of duties by Mr **Adam Szymański**, Member of the Supervisory Board, in the trading year ending on 31 December 2020, for the period he held this position, i.e. for the period from 16 July 2020 to 16 October 2020. -----

§ 2.

The resolution shall enter into force upon its adoption." -----

The Chairperson of the Meeting stated that in the secret ballot on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast "in favour" of the adoption of the resolution, with no votes cast "against" it and no votes "abstaining", therefore the resolution was passed. -----

**"Resolution No. 14****of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A. company, with its registered office in Warsaw, on acknowledgement of the fulfilment of duties by the Member of the Company's Supervisory Board in the trading year ending on 31 December 2020**

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting resolves as follows: -----

## § 1.

The Ordinary General Meeting of the company under the business name of Black Pearl Spółka Akcyjna, with its registered office in Warsaw, hereby acknowledges the fulfilment of duties by Mr **Adam Strużyk**, Member of the Supervisory Board, in the trading year ending on 31 December 2020, for the period he held this position, i.e. for the period from 16 July 2020 to 31 December 2020. -----

## § 2.

The resolution shall enter into force upon its adoption." -----

The Chairperson of the Meeting stated that in the secret ballot on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast "in favour" of the adoption of the resolution, with no votes cast "against" it and no votes "abstaining", therefore the resolution was passed. -----

**"Resolution No. 15****of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A. company, with its**

**registered office in Warsaw, on acknowledgement of the fulfilment of duties by  
the Member of the Company's Supervisory Board in the trading year ending on  
31 December 2020**

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting resolves as follows: -----

**§ 1.**

The Ordinary General Meeting of the company under the business name of Black Pearl Spółka Akcyjna, with its registered office in Warsaw, hereby acknowledges the fulfilment of duties by Mr **Andrzej Olaf Foremny**, Member of the Supervisory Board, in the trading year ending on 31 December 2020, for the period he held this position, i.e. for the period from 1 January 2020 to 16 July 2020. -----

**§ 2.**

The resolution shall enter into force upon its adoption." -----

The Chairperson of the Meeting stated that in the secret ballot on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast "in favour" of the adoption of the resolution, with no votes cast "against" it and no votes "abstaining", therefore the resolution was passed

**"Resolution No. 16  
of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A. company, with its  
registered office in Warsaw, on acknowledgement of the fulfilment of duties by  
the Member of the Company's Supervisory Board in the trading year ending on**

**31 December 2020**

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting resolves as follows: -----

## § 1.

The Ordinary General Meeting of the company under the business name of Black Pearl Spółka Akcyjna, with its registered office in Warsaw, hereby acknowledges the fulfilment of duties by Mr **Arkadiusz Adam Frukacz**, Member of the Supervisory Board, in the trading year ending on 31 December 2020, for the period he held this position, i.e. for the period from 1 January 2020 to 16 July 2020. -----

## § 2.

The resolution shall enter into force upon its adoption." -----

The Chairperson of the Meeting stated that in the secret ballot on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast "in favour" of the adoption of the resolution, with no votes cast "against" it and no votes "abstaining", therefore the resolution was passed. -----

**"Resolution No. 17**

**of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A. company, with its registered office in Warsaw, on acknowledgement of the fulfilment of duties by the Member of the Company's Supervisory Board in the trading year ending on**

**31 December 2020**

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting resolves as follows:-----

§ 1.

The Ordinary General Meeting of the company under the business name of Black Pearl Spółka Akcyjna, with its registered office in Warsaw, hereby acknowledges the fulfilment of duties by Mr **Michał Cegiełko**, Member of the Supervisory Board, in the trading year ending on 31 December 2020, for the period he held this position, i.e. for the period from 1 January 2020 to 16 July 2020. -----

§ 2.

The resolution shall enter into force upon its adoption." -----

The Chairperson of the Meeting stated that in the secret ballot on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast "in favour" of the adoption of the resolution, with no votes cast "against" it and no votes "abstaining", therefore the resolution was passed. -----

**"Resolution No. 18**

**of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A. company, with its registered office in Warsaw, on acknowledgement of the fulfilment of duties by the Member of the Company's Supervisory Board in the trading year ending on**

**31 December 2020**

Acting pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Meeting resolves as follows: -----

§ 1.

The Ordinary General Meeting of the company under the business name of Black Pearl Spółka Akcyjna, with its registered office in Warsaw, hereby acknowledges the fulfilment of duties by Mr **Włodzimierz Kacprowicz**, Member of the Supervisory Board, in the trading year ending on 31 December 2020, for the period he held this position, i.e. for the period from 1 January 2020 to 16 July 2020. -----

§ 2.

The resolution shall enter into force upon its adoption." -----

The Chairperson of the Meeting stated that in the secret ballot on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast "in favour" of the adoption of the resolution, with no votes cast "against" it and no votes "abstaining", therefore the resolution was passed. -----

**To item 10. on the agenda:**-----

**"Resolution No. 19**

**of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A company, with its registered office in Warsaw, on changes to the composition of the Company's Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 26 of the Company's Articles of Association, the Ordinary General Meeting resolves as follows: -----

§ 1.

The Ordinary General Meeting of the company under the business name of Black Pearl Spółka Akcyjna, with its registered office in Warsaw, hereby **dismisses** Arkadiusz Trela from his duties as Member of the Supervisory Board. -----

§ 2.

The resolution shall enter into force upon its adoption." -----

The Chairperson of the Meeting stated that in the secret ballot on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast "in favour" of the adoption of the resolution, with no votes cast "against" it and no votes "abstaining", therefore the resolution was passed. -----

**"Resolution No. 20**

**of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A. company, with its registered office in Warsaw, on changes to the composition of the Company's Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 26 of the Company's Articles of Association, the Ordinary General Meeting resolves as follows: -----

## § 1.

The Ordinary General Meeting of the company under the business name of Black Pearl Spółka Akcyjna, with its registered office in Warsaw, hereby **appoints** Mr Dominik Poszywała (PESEL [*Polish Resident Personal Identity Number*] 84072608296) as Member of the Supervisory Board for a joint term of office with other Members of the Supervisory Board. -----

## § 2.

The resolution shall enter into force upon its adoption, with the effect of ceasing to hold the position of President of the Company's Management Board." -----

The Chairperson of the Meeting stated that in the secret ballot on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast "in favour" of the adoption of the resolution, with no votes cast "against" it and no votes "abstaining", therefore the resolution was passed. -----

**"Resolution No. 21**

**of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A. company, with its registered office in Warsaw, on changes to the composition of the Company's Supervisory Board**

Acting pursuant to Article 385 § 1 of the Commercial Companies Code and § 26 of the Company's Articles of Association, the Ordinary General Meeting resolves as follows: -----

## § 1.

The Ordinary General Meeting of the company under the business name of Black Pearl Spółka Akcyjna, with its registered office in Warsaw, hereby **appoints** Mr Mirosław Szczepański (PESEL [*Polish Resident Personal Identity Number*] 75032512733) as Member of the Supervisory Board for a joint term of office with other Members of the Supervisory Board. -----

## § 2.

The resolution shall enter into force upon its adoption, with the effect of ceasing to hold the position of President of the Company's Management Board." -----

The Chairperson of the Meeting stated that in the secret ballot on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast "in favour" of the adoption of the resolution, with no votes cast "against" it and no votes "abstaining", therefore the resolution was passed. -----

**To item 11. on the agenda:**-----

**"Resolution No. 22**

**of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A. company, with its registered office in Warsaw, on covering the loss for the trading year ending on 31 December 2020**

Acting pursuant to Article 395 § 2 item 2 of the Commercial Companies Code, the

Ordinary General Meeting resolves as follows:-----

§ 1.

The Ordinary General Meeting of the company under the business name of Black Pearl Spółka Akcyjna, with its registered office in Warsaw, after getting to know and having considered the opinion of the Supervisory Board and the proposal of the Management Board, decides that the net loss incurred by the Company for the trading year ending on 31 December 2020, in the amount of PLN 1,664,286.18 (one million six hundred and sixty-four thousand and two hundred and eighty-six zloty and eighteen grosz) shall be fully covered by future Company profits.-----

§ 2.

The resolution shall enter into force upon its adoption."-----

The Chairperson of the Meeting stated that in the open vote on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast "in favour" of the adoption of the resolution, with no votes cast "against" it and no votes "abstaining", therefore the resolution was passed. -----

**To item 12. on the agenda:**-----

**"Resolution No. 23**

**of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A. company, with its registered office in Warsaw, on cancellation of the Company's own shares and reduction of its share capital**

Acting pursuant to Article 359 and Article 360 of the Commercial Companies

Code, the Ordinary General Meeting of Black Pearl S.A. resolves as follows:-----

### § 1

In view of the fact that Resolution No. 17 of the Ordinary General Meeting of the Company's Shareholders dated 27 June 2019 on the cancellation of the Company's own shares, reduction of the share capital and amendment of the Company's Articles of Association has not been implemented - the Company's redemption of 300,000 (three hundred thousand) Series G bearer shares, their cancellation and reduction of the Company's capital has not taken place, with reference to the purpose of the resolution in question, it is decided as follows:-----

1. The Ordinary General Meeting of the Company's Shareholders approves and authorises the Management Board of the Company to acquire fully paid-up 300,000 (three hundred thousand) Series G bearer shares of the Company for a consideration not exceeding MCAN 1,000.000.00 (one million MCAN COIN) - a digital currency held by Black Pearl S.A. in off-balance sheet assets in the amount of MCAN 4,412,687,454 (four billion four hundred and twelve million six hundred and eighty-seven thousand four hundred and fifty-four) - equivalent to the amount of PLN 400,000 (four hundred thousand).-----

2. The General Meeting indicates that the redemption of shares by the Company shall be made for the purpose of their cancellation, in accordance with the disposition of Article 362 § 1 item 5 of the Commercial Companies Code. -----

### § 2

1. The General Meeting resolves on the redemption and cancellation of 300 000 (in words: three hundred thousand) Series G bearer shares with the face value of PLN 10 (ten zloty) each. The redemption shall be voluntary and effected against payment.

2. The cancellation of shares shall take place upon the Company's redemption of 300,000 (three hundred thousand) Series G bearer shares and a reduction in the Company's share capital. -----

## § 3

1. In connection with the cancellation of Series G shares referred to above, the share capital of the Company shall be reduced from PLN 27,533,800 (twenty-seven million five hundred and thirty-three thousand eight hundred zloty) by PLN 3,000,000 (three million zloty) to PLN 24,533,800 (twenty-four million five hundred and thirty-three thousand eight hundred zloty). -----

2. The share capital shall be reduced by cancelling 300,000 (three hundred thousand) Series G shares acquired by the Company for the purpose of redemption, in accordance with the provisions of § 1 of this Resolution. -----

3. The Company's share capital shall be reduced in order to adjust the amount of the share capital to the sum of the face values of the Company's shares existing after the redemption of the shares which are the subject of this resolution. --

## § 4

In connection with the reduction of the Company's share capital as described above, the wording of § 6.1 of the Company's Articles of Association is amended and given the following wording:-----

"1. The share capital of the Company amounts to PLN 24,533,800 (twenty-four million five hundred and thirty-three thousand eight hundred zloty) and is divided into 2,453,380 (two million four hundred and fifty-three thousand three hundred and eighty) shares, including: -----

a) 403,380 (four hundred and three thousand three hundred and eighty) Series D bearer shares with the face value of PLN 10 (ten zloty) each;-----

b) 1,300,000 (one million three hundred thousand) Series E bearer shares with the face value of PLN 10 (ten zloty) each; -----

c) 750,000 (seven hundred and fifty thousand) Series F bearer shares with the face value of PLN 10 (ten zloty) each." . -----

## § 5

The resolution shall enter into force on the date of its adoption, with the proviso that the cancellation of shares shall take place at the time of reduction of the Company's share capital." -----

The Chairperson of the Meeting stated that in the open vote on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast "in favor" of the adoption of the resolution, with no votes cast "against" it and no votes "abstaining", therefore the resolution was passed. -----

**To item 13. on the agenda:**-----

**"Resolution No. 24  
of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A. company, with its  
registered office in Warsaw, on the splitting of Company's shares and the  
consequent amendment of its Articles of Association, and on the obligation of  
the Management Board to establish the consolidated text of the Company's  
Articles of Association**

The Ordinary General Meeting, acting pursuant to Article 430 of the Commercial Companies Code, hereby resolves as follows: -----

§ 1.

1. The Company's shares ("Shares of the Company") shall be split by decreasing the face value of shares from PLN 10 (say: ten zloty) to PLN 0.10 (say: ten grosz) and increasing the number of the Company's Shares forming the Company's share capital from 2,453,380 (say: two million four hundred and fifty-three thousand three hundred and eighty) Shares of the Company with the face value of PLN 10 (ten

zloty) each to 245,338,000 (say: two hundred and forty-five million three hundred and thirty-eight thousand) with the face value of PLN 0.10 (say: ten grosz) each.

2. The Shares of the Company shall be split by exchanging all the Shares of the Company in the ratio of 1:100 (say: one to one hundred). Therefore, each 1 (say: one) Share of the Company with the face value of PLN 10 (say: ten zloty) each shall be exchanged to 100 (say: one hundred) Shares of the Company with the face value of PLN 0.10 (say: ten grosz) each. -----

3 There shall be no amendment in the amount of the Company's share capital in connection with the splitting of the Shares of the Company. -----

4. In connection with the splitting of the Shares of the Company, § 6.1 of the Company's Articles of Association shall be amended,  
by replacing it with the following: -----

"1. The share capital of the Company amounts to PLN 24,533,800 (twenty four million five hundred and thirty three thousand eight hundred zloty) and is divided into 245,338,000 (two hundred and forty five million three hundred and thirty eight thousand) shares, including: -----

a) 40,338,000 (forty million three hundred and thirty-eight thousand) Series D shares with the face value of PLN 0.10 (ten grosz) each; -----

b) 130,000,000 (one hundred and thirty million) Series E shares with the face value of PLN 0.10 (ten grosz) each;-----

c) 75,000,000 (seventy-five million) Series F bearer shares with the face value of PLN 0.10 (ten grosz) each."-----

5. The General Meeting hereby authorises and obliges the Management Board of the Company to perform all factual and legal actions in connection with the adopted resolution necessary for its implementation. -----

## § 2

This resolution shall enter into force on the date of its adoption, with the proviso that the legal effect in the form of an amendment to the Articles of Association shall take place as of the date of the relevant Court of Registration [*Sąd Rejestrowy*] issuing a decision on the registration of amendments to the Articles of Association in the Register of Entrepreneurs of the National Court Register.” -----

The Chairperson of the Meeting stated that in the open vote on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast “in favour” of the adoption of the resolution, with no votes cast “against” it and no votes “abstaining”, therefore the resolution was passed. -----

**To item 14. on the agenda:**-----

**"Resolution No. 25**

**of 30 June 2021**

**of the Ordinary General Meeting of the Black Pearl S.A. company, with its registered office in Warsaw, on authorising the Supervisory Board to establish the consolidated text of the Company's Articles of Association**

The Ordinary General Meeting, acting pursuant to Article 430 § 5 of the Commercial Companies Code, hereby resolves as follows: -----

§ 1.

The Ordinary General Meeting of the company under the business name of Black Pearl Spółka Akcyjna, with its registered office in Warsaw, in connection with amendments to the Company's Articles of Association, hereby authorises the Supervisory Board to establish the consolidated text of the amended Company's Articles of Association and to make the necessary editorial changes. -----

§ 2.

The resolution shall enter into force upon its adoption." -----

The Chairperson of the Meeting stated that in the open vote on the adoption of the above-mentioned resolution 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast, that 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) shares voted, representing 88.45% (eighty-eight and forty-five hundredths per cent) of the share capital of the Company, of which 2,435,331 (two million four hundred and thirty-five thousand and three hundred and thirty-one) valid votes were cast "in favour" of the adoption of the resolution, with no votes cast "against" it and no votes "abstaining", therefore the resolution was passed. -----

**To items 15. and 16. on the agenda:** -----

As the agenda had been exhausted, the Chairperson closed the Ordinary General Meeting. The attendance list is attached hereto. -----

The notary informed the Chairperson about the content of the provision of Article 421 of the Code of Commercial Companies and, in particular, that the Management Board attaches a copy of the minutes to the minute book together with the evidence of the convening of the General Meeting and copies of the powers of attorney granted by the shareholders. -----

§ 2. The identity of the Chairperson of the General Meeting was confirmed by the notary on the basis of the presented identity card [dowód osobisty.....

§ 3 The costs of the Deed shall be borne by the Company.-----

§ 4 Copies of the Deed shall be issued to the Company and the Shareholders.

§ 5 Collected charges:-----

- 1) **notary fee** - pursuant to § 9 section 1 item 2 of the Regulation of the Minister of Justice of 28 June 2004 on the maximum rates of notary fees - **PLN 1,100.00**
- 2) **23% value added tax** - pursuant to Article 41 in connection with Article 146aa section 1 item 1 of the Act on Value Added Tax of 11 March 2004 -----  
----- **PLN 253.00**

Resolutions documented by this deed are not subject to tax on civil law transactions, pursuant to the provisions of Article 1 of the Act of 9 September 2000 on tax on civil law transactions, because they do not increase the taxable base. -----

**This deed was read, adopted and signed.**-----