

**Resolution No. 1/6/2019**  
**Adopted by the Ordinary Shareholder Meeting**  
**of "DINO POLSKA" S.A.**  
**on 13 June 2019**  
**on electing the Chairperson of the Shareholder Meeting**

**§ 1**

The Company's Ordinary Shareholder Meeting hereby resolves to elect [...] to be the Chairperson of the Shareholder Meeting.

**§ 2**

The resolution will come into force on the date of its adoption.

**Resolution No. 2/6/2019**  
**Adopted by the Ordinary Shareholder Meeting**  
**of "DINO POLSKA" S.A.**  
**on 13 June 2019**  
**on accepting the agenda of the Shareholder Meeting**

**§ 1**

The Company's Ordinary Shareholder Meeting hereby accepts the following agenda of the Shareholder Meeting:

1. Open the Shareholder Meeting.
2. Elect the Chairperson of the Shareholder Meeting.
3. Assert that the Shareholder Meeting has been convened correctly and is capable of adopting resolutions.
4. Adopt a resolution to accept the agenda.
5. Examine the following documents submitted by the Management Board:
  - Management Board Activity Report for „DINO Polska“ S.A. and the „DINO Polska“ S.A. Group for the financial year 2018,
  - financial statements of „DINO Polska“ S.A. and the consolidated financial statements of the „DINO Polska“ S.A. Group for the financial year 2018,
  - motion on the distribution of the net profit for the financial year 2018.
6. Examine the following documents submitted by the Supervisory Board:
  - Supervisory Board activity report for the financial year 2018,
  - Supervisory Board report on the results of examination of the Company's activity report in the financial year 2018, the Company's financial statements for the financial year 2018 and the Management Board's motion on the distribution of the Company's profit for the financial year 2018,
  - Supervisory Board report on the results of examination of the consolidated financial statements of the „DINO Polska“ S.A. Group for the financial year 2018,

- Supervisory Board report on the results of examination of the of the „DINO Polska” S.A. Group activity report for the financial year 2018.
7. Examination of the Supervisory Board’s motions to:
    - accept the Management Board Activity Report for „DINO Polska” S.A. and the financial statements of „DINO Polska” S.A. for the financial year 2018,
    - accept the Management Board Activity Report for the „DINO Polska” S.A. Group and the consolidated financial statements of the „DINO Polska” S.A. Group for the financial year 2018,
    - accept the Management Board’s motion on the distribution of the net profit achieved in the financial year 2018,
    - grant a discharge to the Company’s Management Board members on the performance of their duties in the financial year 2018.
  8. Adopt resolutions to approve:
    - the Management Board Activity Report for „DINO Polska” S.A. for the financial year 2018,
    - the financial statements of „DINO Polska” S.A. for the financial year 2018.
  9. Adopt a resolution on the distribution of the net profit for the financial year 2018.
  10. Adopt resolutions to approve:
    - Activity Report of the „DINO Polska” S.A. Group for the financial year 2018,
    - consolidated financial statements of the „DINO Polska” S.A. Group for the financial year 2018.
  11. Adopt resolutions to grant a discharge to the Company’s Management Board members on the performance of their duties in the financial year 2018.
  12. Adopt resolutions to grant a discharge to the Company’s Supervisory Board members on the performance of their duties in the financial year 2018.
  13. Adopt resolutions to grant a discharge to the Pol-Food Polska spółka z o.o. Management Board members on the performance of their duties in the financial year 2018.
  14. Adopt resolutions to grant a discharge to the Pol-Food Polska spółka z o.o. Supervisory Board members on the performance of their duties in the financial year 2018.
  15. Close the Shareholder Meeting.

## **§ 2**

The resolution will come into force on the date of its adoption.

### **Resolution No. 3/6/2019**

**Adopted by the Ordinary Shareholder Meeting**

**of “DINO POLSKA” S.A.**

**on 13 June 2019**

**approving the Management Board report on the Company’s activity for the financial year 2018**

Pursuant to art. 395 § 2.1 of the Commercial Company Code, the Company’s Ordinary Shareholder Meeting resolves as follows:

## **§ 1**

It approves the Company's Management Board Activity Report for "DINO Polska" S.A. for the financial year 2018.

**§ 2**

The resolution will come into force on the date of its adoption.

**Resolution No. 4/6/2019  
Adopted by the Ordinary Shareholder Meeting  
of "DINO POLSKA" S.A.  
on 13 June 2019**

**approving the Company's financial statements for the financial year 2018**

Pursuant to art. 395 § 2.1 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

**§ 1**

The Company's Ordinary Shareholder Meeting hereby approves the financial statements of DINO Polska S.A. for the financial year 2018, including:

- a) introduction to the financial statements,
- b) balance sheet prepared as at 31 December 2018 showing the amount of PLN 2 979 895 thousand on the assets side and on the liabilities and equity side,
- c) statement of profit or loss for the financial year from 1 January 2018 to 31 December 2018 showing net profit of PLN 208 558 thousand,
- d) statement of changes in equity for the financial year from 1 January 2018 to 31 December 2018, showing an increase in equity by PLN 171 346 thousand,
- e) statement of cash flows for the financial year from 1 January 2018 to 31 December 2018, showing an increase in cash by PLN 89 847 thousand,
- f) notes and explanations to the financial statements.

**§ 2**

The resolution will come into force on the date of its adoption.

**Resolution No. 5/6/2019  
Adopted by the Ordinary Shareholder Meeting  
of "DINO POLSKA" S.A.  
on 13 June 2019  
on the distribution of the net profit for the financial year 2018**

**§ 1**

Pursuant to art. 395 § 2.2 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves to allocate the net profit for the financial year 2018 in the amount of PLN 208 558 thousand Polish zloty in such a way that the total amount is allocated to the Company's supplementary capital.

## **§ 2**

The resolution will come into force on the date of its adoption.

### **Resolution No. 6/6/2019**

#### **Adopted by the Ordinary Shareholder Meeting of "DINO POLSKA" S.A.**

**on 13 June 2019**

#### **approving the Activity Report of the "DINO Polska" S.A. Group for the financial year 2018**

Pursuant to art. 395 § 5 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

### **§ 1**

It approves the Company's Management Board Activity Report for "DINO Polska" S.A. Group for the financial year 2018.

## **§ 2**

The resolution will come into force on the date of its adoption.

### **Resolution no. 7/6/2019**

#### **adopted by the Ordinary Shareholder Meeting of „DINO POLSKA” S.A.**

**on 13 June 2019**

#### **on approving the consolidated financial statements of the „DINO Polska” S.A. Group for the 2018 financial year**

Pursuant to art. 395 § 5 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

### **§ 1**

The consolidated financial statements of the „DINO Polska” S.A. Group for the 2018 financial year encompassing the following are hereby approved:

- a) introduction to the consolidated financial statements,
- b) consolidated statement of financial position prepared as at 31 December 2018, showing total assets and liabilities and equity of PLN 3 287 690 thousand,
- c) consolidated statement of profit or loss for the financial year from 1 January 2018 to 31 December 2018 showing a net profit of PLN 307 554 thousand, while the consolidated statement of comprehensive income for the financial year from 1 January 2018 to 31 December 2018 shows comprehensive income of PLN 307 380 thousand,
- d) consolidated statement of changes in equity for the financial year from 1 January 2018 to 31 December 2018 showing an increase in equity of PLN 307 380 thousand,

- e) consolidated statement of cash flow for the financial year from 1 January 2018 to 31 December 2018 showing an increase of cash of PLN 82 735 thousand,
- f) notes and explanations to the consolidated financial statements.

**§ 2**

This resolution takes force at the time of its adoption.

**Resolution No. 8/6/2019  
Adopted by the Ordinary Shareholder Meeting  
of "DINO POLSKA" S.A.  
on 13 June 2019**

**granting a discharge to the President of the Company's Management Board**

Pursuant to art. 395 § 2.3 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

**§ 1**

It grants a discharge to Mr. Szymon Piduch on the performance of his duties as the Company's Management Board Member, including the function of President of the Company's Management Board in the financial year 2018.

**§ 2**

The resolution will come into force on the date of its adoption.

**Resolution No. 9/6/2019  
Adopted by the Ordinary Shareholder Meeting  
of "DINO POLSKA" S.A.  
on 13 June 2019**

**granting a discharge to a Member of the Company's Management Board**

Pursuant to art. 395 § 2.3 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

**§ 1**

It grants a discharge to Mr. Michał Krauze on the performance of his duties as the Company's Management Board Member in the financial year 2018.

**§ 2**

The resolution will come into force on the date of its adoption.

**Resolution No. 10/6/2019  
Adopted by the Ordinary Shareholder Meeting  
of "DINO POLSKA" S.A.**

**on 13 June 2019**

**granting a discharge to a Member of the Company's Supervisory Board**

Pursuant to art. 395 § 2.3 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

**§ 1**

It grants a discharge to Mr. Tomasz Biernacki on the performance of his duties as a Member of the Company's Supervisory Board including the function of Chairman of the Company's Supervisory Board in the financial year 2018.

**§ 2**

The resolution will come into force on the date of its adoption.

**Resolution No. 11/6/2019**

**Adopted by the Ordinary Shareholder Meeting**

**of "DINO POLSKA" S.A.**

**on 13 June 2019**

**granting a discharge to a Member of the Company's Supervisory Board**

Pursuant to art. 395 § 2.3 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

**§ 1**

It grants a discharge to Mr. Eryk Bajer on the performance of his duties as a Member of the Company's Supervisory Board in the financial year 2018.

**§ 2**

The resolution will come into force on the date of its adoption.

**Resolution No. 12/6/2019**

**Adopted by the Ordinary Shareholder Meeting**

**of "DINO POLSKA" S.A.**

**on 13 June 2019**

**granting a discharge to a Member of the Company's Supervisory Board**

Pursuant to art. 395 § 2.3 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

**§ 1**

It grants a discharge to Mr. Pierre Detry on the performance of his duties as a Member of the Company's Supervisory Board in 2018, i.e. in the period of discharging the function from 1 January 2018 to 21 May 2018.

**§ 2**

The resolution will come into force on the date of its adoption.

**Resolution No. 13/6/2019**  
**Adopted by the Ordinary Shareholder Meeting**  
**of "DINO POLSKA" S.A.**  
**on 13 June 2019**

**granting a discharge to a Member of the Company's Supervisory Board**

Pursuant to art. 395 § 2.3 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

**§ 1**

It grants a discharge to Mr. Sławomir Jakszuk on the performance of his duties as a Member of the Company's Supervisory Board in the financial year 2018.

**§ 2**

The resolution will come into force on the date of its adoption.

**Resolution No. 14/6/2019**  
**Adopted by the Ordinary Shareholder Meeting**  
**of "DINO POLSKA" S.A.**  
**on 13 June 2019**

**granting a discharge to a Member of the Company's Supervisory Board**

Pursuant to art. 395 § 2.3 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

**§ 1**

It grants a discharge to Mr. Piotr Nowjalis on the performance of his duties as a Member of the Company's Supervisory Board in the financial year 2018.

**§ 2**

The resolution will come into force on the date of its adoption.

**Resolution No. 15/6/2019**  
**Adopted by the Ordinary Shareholder Meeting**  
**of "DINO POLSKA" S.A.**  
**on 13 June 2019**

**granting a discharge to a Member of the Company's Supervisory Board**

Pursuant to art. 395 § 2.3 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

**§ 1**

It grants a discharge to Mr. Maciej Polanowski on the performance of his duties as a Member of the Company's Supervisory Board in the financial year 2018.

## **§ 2**

The resolution will come into force on the date of its adoption.

**Resolution no. 16/6/2019**  
**adopted by the Ordinary Shareholder Meeting of**  
**„DINO POLSKA” S.A.**  
**on 13 June 2019**

**on granting a discharge to the Management Board Members of Pol-Food Polska**  
**sp. z o.o.**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

### **§ 1**

A discharge is hereby granted to the following persons:

- Mr. Szymon Piduch – President of the Management Board
- Mr. Michał Krauze – Management Board Member

for the performance of their duties as President and Member of the Management Board, respectively, of Pol-Food Polska sp. z o.o. in the 2018 financial year.

### **§ 2**

This resolution takes force at the time of its adoption.

**Resolution no. 17/6/2019**  
**adopted by the Ordinary Shareholder Meeting of**  
**„DINO POLSKA” S.A.**  
**on 13 June 2019**

**on granting a discharge to the Supervisory Board Members of Pol-Food Polska**  
**sp. z o.o.**

Pursuant to art. 395 § 2 item 3 of the Commercial Company Code, the Company's Ordinary Shareholder Meeting resolves as follows:

### **§ 1**

A discharge is hereby granted to the following persons:

- Mr. Tomasz Biernacki – Supervisory Board Chairman
- Mr. Maciej Polanowski – Supervisory Board Member
- Mr. Eryk Bajer – Supervisory Board Member

for the performance of their duties as Supervisory Board Chairman and Supervisory Board Members, respectively, of the Company in the 2018 financial year.

### **§ 2**

This resolution takes force at the time of its adoption.