

**Drafts of the resolutions of the Ordinary General Meeting
of Wirtualna Polska Holding S.A. convened on June 24, 2022**

**Resolution No. ____
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
on appointment of the Chairperson of the General Meeting**

Pursuant to article 409 sec. 1 of the Polish Commercial Companies Code, the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§ 1

Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby appoints Mr./Ms. _____ as the Chairperson of the Ordinary General Meeting of the Company

§ 2

The Resolution shall enter into force as of the moment of its adoption.

**Resolution No. ____
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
on adoption of the agenda of the General Meeting**

Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§ 1

Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby adopts following agenda of Ordinary General Meeting:

1. Opening of the General Meeting.
2. Appointment of the Chairperson of the General Meeting.
3. Ascertaining of the correctness of the General Meeting convention and its capability of adopting resolutions.
4. Adoption of the agenda of the General Meeting.
5. Presentation by the Management Board of:
 - a. Company's annual financial statements for the financial year ended 31 December 2021;
 - b. Wirtualna Polska Holding Capital Group's consolidated annual financial statements for the financial year 2021 along with the Management Board's Report on Wirtualna Polska Holding S.A. Capital Group's activities for the period of 3 and 12 month ended on 31 December 2021;
 - c. Management Board's Motion on the distribution of profit for the financial year 2021.
6. Consideration of:
 - a. the Supervisory Board's report on the results of the assessment of:
 - 1) Company's annual financial statements for the financial year ended 31 December 2021;
 - 2) Wirtualna Polska Holding Capital Group's consolidated annual financial statements for the financial year 2021 along with the Management Board's Report on Wirtualna Polska Holding S.A. Capital Group's activities for the period of 3 and 12 month ended on 31 December 2021;
 - 3) Management Board's Motion on the distribution of profit for the financial year 2021.
 - b. Report on the activities of the Supervisory Board and the Audit Committee of the Supervisory Board of Wirtualna Polska Holding S.A. in 2021.
7. Consideration and approval of the Company's annual financial statements for the financial year ended 31 December 2021.
8. Consideration and approval of the Wirtualna Polska Holding Capital Group's consolidated annual financial statements for the financial year 2021 along with the Management Board's Report on Wirtualna Polska Holding S.A. Capital Group's activities for the period of 3 and 12 month ended on 31 December 2021.
9. Adoption of the resolution on the on the distribution of profit for the financial year 2021.

10. Adoption of the resolutions on granting the vote of approval to the Members of the Management Board for the execution of their duties in 2021.
11. Adoption of the resolutions on granting the vote of approval to the Members of the Supervisory Board for the execution of their duties in 2021.
12. Adoption of a resolution regarding amendments to the Remuneration Policy of the Management Board and Supervisory Board of the Company.
13. Adoption of a resolution on remuneration of the Members of the Supervisory Board.
14. Adoption of a resolution regarding the opinion on the Report on the remuneration of Members of the Management Board and the Supervisory Board of the Company for year 2021.
15. Free motions.
16. Closing of the Shareholders' Meeting.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. ____

adopted by the Ordinary General Meeting

of Wirtualna Polska Holding S.A.

with its registered seat in Warsaw

on June 24, 2022

**on the consideration and approval of the Company's annual standalone financial statements for the
financial year ended 31 December 2021**

Pursuant to article 393 item 1) and article 395 sec.2 item 1) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw after considering of the Company's financial statements hereby approves Company's financial statements for the financial year ended on December 31, 2021, including

- a) the financial statement of profit or loss and other comprehensive income showing a net profit for the financial year ended on December 31, 2021 of PLN 42.662 thousands.
- b) the statement of financial position, showing the total assets and total liabilities as at December 31, 2021 with total assets of and total liabilities and equity of PLN 420.493 thousands.
- c) the statement of changes in equity showing an increase in base capital in the amount of PLN 5 thousand and equity on December 31, 2021 in the amount of PLN 384.494 thousands.
- d) cash flow statement showing an increase in cash and cash equivalents on December 31, 2021 in the amount of PLN 518 thousand, and the cash value on December 31, 2021 in the amount of PLN 3.870 thousands.
- e) notes to the financial statements.

§ 2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. __
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
on the consideration and approval of the Wirtualna Polska Holding Capital Group's consolidated
annual financial statements for the financial year ended 31 December 2021

Pursuant to article 63 sec.4 of the Accounting Act dated 29 September 1994 the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw after considering of the Company's financial statements hereby approves Wirtualna Polska Holding S.A. Capital Group's consolidated financial statements for the financial year ended on December 31, 2021, including

- a) the consolidated financial statement of profit or loss and other comprehensive income showing a net profit for the financial year ended on December 31, 2021 of PLN 187.797 thousands.
- b) the consolidated statement of financial position, showing the total assets and total liabilities as at December 31, 2021 in the amount of PLN 1.262.947 thousands.
- c) the statement of changes in equity showing an increase in base capital in the amount of PLN 5 thousand and equity on December 31, 2021 in the amount of PLN 743.312 thousands.
- d) cash flow statement showing an increase in cash on December 31, 2021 in the amount of PLN 52.891 thousand, and the cash value on December 31, 2021 in the amount of PLN 135.364 thousands.
- e) notes to the financial statements.

§ 2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. __
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
on the consideration and approval of the Management Board's Report
on Wirtualna Polska Holding S.A. Capital Group's activities for the period
of 3 and 12 month ended on 31 December 2021

Pursuant to article 393 item 1) and article 395 sec.2 item 1) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw after considering of the Management Board's Report on Wirtualna Polska Holding S.A. Capital Group's activities

hereby approves the Management Board's Report on the Wirtualna Polska Holding S.A. Capital Group's activities for the period of 3 and 12 months ended on 31 December 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. __
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
on the on the coverage of loss for the financial year 2021 and distribution of prior years' retained profits

Pursuant to article 395 sec.2 item 2) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of the Company hereby resolves to:

- allocate the net profit shown in the financial statement for financial year 2021, in the amount of PLN 42.662.227,00 to pay a dividend to the Company's Shareholders in the amount of PLN 1.20 (one zloty) per share, in the total amount of PLN 35.318.218,80. The amount of dividend per share will be rounded down to full grosze, while the difference between the aforementioned amount and the dividend payable to shareholders, including such roundings, will contribute to the Company's reserve capital.
- Allocate the rest of the profit to the reserve capital of the Company.

§2

The Ordinary General Meeting of the Company hereby resolves that the Dividend Day shall be on July 4, 2022.

§3

The Ordinary General Meeting of the Company hereby resolves that the day of payment of the dividend shall be on July 12, 2022.

Proposed profit distribution is compatible with the Dividend Policy adopted on December 20, 2016 according to which Management Board of the Company will propose the payment of a dividend to the General Meeting at a level above PLN 1 per share, but not more than 70% of the consolidated net profit of the Issuer's Capital Group reported in the financial statement for a given fiscal year. When recommending the payment of a dividend by the WPH S.A., Management Board WPH S.A. will consider all relevant factors, including in particular:

- a) *the current financial situation of the Company's Capital Group,*
- b) *the investment plans of the Company's Capital Group,*
- c) *potential acquisition targets of companies belonging to the Company's Capital Group,*

the expected level of free cash in the Company in the financial year in which the payment of dividends are due.

Resolution No. ____

**adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw**

on June 24, 2022

**on granting the vote of approval to Mr. Jacek Świdorski – President of the Management Board for the
execution of his duties in 2021**

Pursuant to article 393 item 1) and article 395 sec.2 item 3) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby grants the vote of approval to Mr. Jacek Świdorski – President of the Management Board for execution of his duties in the financial year 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. __

adopted by the Ordinary General Meeting

of Wirtualna Polska Holding S.A.

with its registered seat in Warsaw

on June 24, 2022

on granting the vote of approval to Mr. Krzysztof Sierota – Member of the Management Board for the execution of his duties in 2021

Pursuant to article 393 item 1) and article 395 sec.2 item 3) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby grants the vote of approval to Mr. Krzysztof Sierota – Member of the Management Board for execution of his duties in the financial year 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. __

adopted by the Ordinary General Meeting

of Wirtualna Polska Holding S.A.

with its registered seat in Warsaw

on June 24, 2022

on granting the vote of approval to Mr. Michał Brański – Member of the Management Board for the execution of his duties in 2021

Pursuant to article 393 item 1) and article 395 sec.2 item 3) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby grants the vote of approval to Mr. Michał Brański – Member of the Management Board for execution of his duties in the financial year 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. __

**adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw**

on June 24, 2022

**on granting the vote of approval to Ms. Elżbieta Bujniewicz-Belka – Member of the Management
Board for the execution of her duties in 2021**

Pursuant to article 393 item 1) and article 395 sec.2 item 3) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby grants the vote of approval to Ms. Elżbieta Bujniewicz-Belka – Member of the Management Board for execution of her duties in the financial year 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. __

adopted by the Ordinary General Meeting

of Wirtualna Polska Holding S.A.

with its registered seat in Warsaw

on June 24, 2022

on granting the vote of approval to Mr. Piotr Walter – Chairman of the Supervisory Board for the execution of his duties in 2021

Pursuant to article 393 item 1) and article 395 sec.2 item 3) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby grants the vote of approval to Mr. Piotr Walter – Chairman of the Supervisory Board for execution of his duties in the financial year 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. __

adopted by the Ordinary General Meeting

of Wirtualna Polska Holding S.A.

with its registered seat in Warsaw

on June 24, 2022

on granting the vote of approval to Mr. Aleksander Wilewski – Vice-Chairman of the Supervisory Board for the execution of his duties in 2021

Pursuant to article 393 item 1) and article 395 sec.2 item 3) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby grants the vote of approval to Mr. Aleksander Wilewski – Vice-Chairman of the Supervisory Board for execution of his duties in the financial year 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. ____
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
on granting the vote of approval to Ms. Beata Barwińska-Piotrowska –
Member of the Supervisory Board for the execution of her duties in 2021

Pursuant to article 393 item 1) and article 395 sec.2 item 3) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby grants the vote of approval to Ms. Beata Barwińska-Piotrowska – Member of the Supervisory Board for execution of her duties in the financial year 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. ____
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022

**on granting the vote of approval to Mr. Mariusz Jarzębowski –
Member of the Supervisory Board for the execution of his duties in 2021**

Pursuant to article 393 item 1) and article 395 sec.2 item 3) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby grants the vote of approval to Mr. Mariusz Jarzębowski – Member of the Supervisory Board for execution of his duties in the financial year 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

**Resolution No. __
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
on granting the vote of approval to Mr. Jarosław Mikos –
Member of the Supervisory Board for the execution of his duties in 2021**

Pursuant to article 393 item 1) and article 395 sec.2 item 3) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby grants the vote of approval to Mr. Jarosław Mikos – Member of the Supervisory Board for execution of his duties in the financial year 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. ____
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
on granting the vote of approval to Mr. Witold Woźniak –
Member of the Supervisory Board for the execution of his duties in 2021

Pursuant to article 393 item 1) and article 395 sec.2 item 3) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby grants the vote of approval to Mr. Witold Woźniak – Member of the Supervisory Board for execution of his duties in the financial year 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. ____
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
on granting the vote of approval to Mrs. Katarzyna Beuch –
Member of the Supervisory Board for the execution of her duties in 2021

Pursuant to article 393 item 1) and article 395 sec.2 item 3) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby grants the vote of approval to Mrs. Katarzyna Beuch – Member of the Supervisory Board for execution of her duties in the financial year 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. __
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
on granting the vote of approval to Mr. Grzegorz Konieczny –
Member of the Supervisory Board for the execution of his duties in 2021

Pursuant to article 393 item 1) and article 395 sec.2 item 3) of the Polish Commercial Companies Code the Ordinary general Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby grants the vote of approval to Mr. Grzegorz Konieczny – Member of the Supervisory Board for execution of his duties in the financial year 2021.

§2

The Resolution shall enter into force as of the moment of its adoption.

Resolution No. __
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
regarding adoption of amendments to the Remuneration Policy of the Management Board and
Supervisory Board of the Company

The Ordinary General Meeting of the Company adopts the following amendments to Remuneration Policy for members of the Management Board and Supervisory Board of Wirtualna Polska Holding S.A.:

§ 1

The Ordinary General Meeting of the Company adopts the amendments to paragraph 4 part B point 2 of the Remuneration Policy for members of the Management Board and Supervisory Board of Wirtualna Polska Holding S.A. as stated below.

2. Selected members of the Supervisory Board, (i) acting as the Chairman or Deputy Chairman of the Supervisory Board, (ii) being members of committees established within the Supervisory Board, may be granted, by way of a resolution of the General Meeting, additional remuneration in the amount, on the terms and conditions specified in in such a resolution, with the proviso that the remuneration may not be variable depending on the results, including the financial results of the Company.

§ 2

The Ordinary General Meeting of the Company adopts the unified text of the Remuneration Policy for members of the Management Board and Supervisory Board of Wirtualna Polska Holding S.A. as attached.

§ 3

The resolution comes into force on the day of its adoption.

The purpose of this amendment is to adapt the principles of remunerating Members of the Supervisory Board set out in the Remuneration Policy of the Company to new market trends, including the Best Market Practices of Companies listed on the Warsaw Stock Exchange, adopted in 2021, including in particular the necessity to include in the process of determining remuneration of members of the Supervisory Board committees, in particular the audit committee, additional work related to work in these committees.

Resolution No. ____
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
on the remuneration of the Members of the Supervisory Board

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw acting pursuant to the Remuneration Policy of the Company resolves as follows:

§1

The Ordinary General Meeting of Wirtualna Polska Holding S.A. with its registered seat in Warsaw hereby determine the remuneration of the Members of the Supervisory Board of the Company as a fixed monthly remuneration in the amount of:

- a) PLN 3.000,00 gross and
- b) PLN 600.00 (six hundred) gross monthly, jointly for the performance by a Member of the Supervisory Board of the Company of one or more functions: Chairman of the Supervisory Board of the Company, Vice-Chairman of the Supervisory Board of the Company, member of the Audit Committee or another committee or commission of the Supervisory Board of the Company.

§2

The Resolution shall enter into force as of the moment of its adoption

Resolution No. ____
adopted by the Ordinary General Meeting
of Wirtualna Polska Holding S.A.
with its registered seat in Warsaw
on June 24, 2022
regarding an opinion on the Report on remuneration of the Management Board and Supervisory Board of the Company for year 2021

Based on Article. 90g paragraph 1 of the Act of July 29, 2005 on public offerings and conditions governing the introduction of financial instruments to organized trading, and on public companies, the Annual General

Meeting of the company under the name "Wirtualna Polska Holding" Spółka Akcyjna with its registered office in Warsaw ("Company") resolves as follows:

§ 1

The Ordinary General Meeting of the Company gives a positive opinion on the Report on the remuneration of members of the Management Board and Supervisory Board of the Company for 2021 prepared by the Supervisory Board of the Company for the year 2021, as attached hereto, and assesses that the above-mentioned report correctly and completely presents the rules for remunerating Members of the Management Board and Supervisory Board of the Company applicable in the year 2021.

§ 2

The resolution comes into force on the day of its adoption.

The purpose of this resolution is to fulfil obligations of article 90g sec. 6 of the Act of 29 July 2005 on public offerings and conditions governing the introduction of financial instruments to organized trading, and on public companies.