

**Draft resolutions
of the Annual General Meeting of FAMUR S.A.
convened for June 29th 2020**

Item 2 of the agenda:

**RESOLUTION NO. 1
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020**

to appoint Chairperson of the Annual General Meeting

Section 1

Pursuant to Art. 409.1 of the Commercial Companies Code, the Annual General Meeting of FAMUR S.A. of Katowice appoints Mr/Ms ... as Chairperson of the General Meeting.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

Item 4 of the agenda:

**RESOLUTION NO. 2
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020**

to appoint the Ballot Counting Committee

Section 1

The Annual General Meeting of FAMUR S.A. of Katowice appoints the Ballot Counting Committee comprising: ...

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

Item 7 of the agenda:

RESOLUTION NO. 3
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to receive the Company's financial statements for 2019

Section 1

Pursuant to Art. 395.2.1 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice receives the financial statements for the financial year 2019, including:

- statement of financial position as at December 31st 2019, showing total assets and total equity and liabilities of PLN 2,621m;
- statement of profit or loss for the period from January 1st to December 31st 2019, showing a net profit of PLN 161m;
- statement of comprehensive income for the period from January 1st to December 31st 2019, showing total comprehensive income of PLN 162m;
- statement of changes in equity for the financial year from January 1st to December 31st 2019, showing a decrease in equity of PLN 143m;
- statement of cash flows for the financial year from January 1st to December 31st 2019, showing a net increase in cash of PLN 400m;
- notes, including a summary of the applied accounting policies and other explanatory notes.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

Item 8 of the agenda:

RESOLUTION NO. 4
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to receive the Directors' Report on the Company's and the Group's operations in 2019

Section 1

Pursuant to Art. 395.2.1 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice receives the Directors' Report on the Company's and Group's operations in 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

Item 9 of the agenda:

RESOLUTION NO. 5
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to allocate the Company's net profit for the financial year 2019

Section 1

Pursuant to Art. 395.2.2, Art. 348.1, Art. 396.5 of the Commercial Companies Code, and pursuant to Articles 19.1–19.3 of the Articles of Association of FAMUR S.A. (the "Company"), the Annual General Meeting of the Company hereby resolves to allocate the Company's total net profit earned in the financial year ended December 31st 2019, of PLN **161,369,959.20**, to the Company's statutory reserve funds.

Section 2

This Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

Item 10 of the agenda:

RESOLUTION NO. 6
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to receive the consolidated financial statements for 2019

Section 1

Pursuant to Art. 395.2.1 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice receives the consolidated financial statements for the financial year 2019, including:

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- statement of financial position as at December 31st 2019, showing total assets and total equity and liabilities of PLN 2,975m;
- statement of profit or loss for the financial year from January 1st to December 31st 2019, showing a net profit of PLN 249m;
- statement of comprehensive income for the period from January 1st to December 31st 2019, showing total comprehensive income of PLN 255m;
- statement of changes in equity for the financial year from January 1st to December 31st 2019, showing a decrease in equity of PLN 76m;
- statement of cash flows for the financial year from January 1st to December 31st 2019, showing a net increase in cash of PLN 304m;
- notes, including a summary of the applied accounting policies and other explanatory notes.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

Item 11 of the agenda:

RESOLUTION NO. 7
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to receive the non-financial statement of the FAMUR Group and FAMUR S.A. for 2019

Section 1

Pursuant to Art. 395.2.1 of the Commercial Companies Code, in conjunction with Art. 49b.1, Art. 49b.9 and Art. 52.3.2 of the Accounting Act, the Annual General Meeting of FAMUR S.A. of Katowice receives the Non-Financial Statement of the FAMUR Group and FAMUR S.A. for 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

Item 12 of the agenda:

RESOLUTION NO. 8
of the Annual General Meeting of FAMUR S.A.

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National Court Register No: KRS 0000048716 District Court for Katowice-Wschód in Katowice,
Industry Identification Number (REGON): 270641528 8th Commercial Division of the National
Tax Identification Number (NIP): 6340126246 Share capital: PLN 5,747,632.12, paid up in full.
Waste Management Database Number (BDO): 000019923 PLN account: BNP Paribas Bank Polska

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dated June 29th 2020

to grant discharge to member of the Management Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Mr Mirosław Bendzera** in respect of his duties as President of the Management Board in the period from January 1st to December 31st 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 9 of the Annual General Meeting of FAMUR S.A. dated June 29th 2020

to grant discharge to member of the Management Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Ms Beata Zawiszowska** in respect of her duties as Vice President of the Management Board, Chief Financial Officer, in the period from January 1st to December 31st 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 10 of the Annual General Meeting of FAMUR S.A. dated June 29th 2020

to grant discharge to member of the Management Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Mr Dawid Gruszczyk** in respect of his duties as Vice President of the Management Board, Underground Domestic Sales, in the period from January 1st to December 31st 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 11
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to grant discharge to member of the Management Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Mr Bartosz Bielak** in respect of his duties as Vice President of the Management Board, Chief Strategy and Development Officer, in the period from January 1st to February 28th 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 12
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to grant discharge to member of the Management Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Mr Adam Toborek** in respect of his

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duties as Vice President of the Management Board, Underground Export Sales, in the period from January 1st to December 31st 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 13 of the Annual General Meeting of FAMUR S.A. dated June 29th 2020

to grant discharge to member of the Management Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Mr Tomasz Jakubowski** in respect of his duties as Vice President of the Management Board, Chief Operating Officer, Underground segment, in the period from January 1st to December 31st 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 14 of the Annual General Meeting of FAMUR S.A. dated June 29th 2020

to grant discharge to member of the Management Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Mr Waldemar Łaski** in respect of his duties as Vice President of the Management Board, Surface segment, in the period from January 1st to November 12th 2019.

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Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 15
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to grant discharge to member of the Management Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Mr Ireneusz Kazimierski** in respect of his duties as Vice President of the Management Board, Surface segment, in the period from November 12th to December 31st 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 16
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to grant discharge to member of the Supervisory Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Mr Tomasz Domogała** in respect of his duties as Chairman of the Supervisory Board in the period from January 1st to December 31st 2019.

Section 2

The Resolution shall become effective as of its date.

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The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 17
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to grant discharge to member of the Supervisory Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Mr Czesław Kisiel** in respect of his duties as Deputy Chairman of the Supervisory Board in the period from January 1st to December 31st 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 18
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to grant discharge to member of the Supervisory Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Mr Jacek Leonkiewicz** in respect of his duties as Member of the Supervisory Board in the period from January 1st to December 31st 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

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RESOLUTION NO. 19
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to grant discharge to member of the Supervisory Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Ms Magdalena Zajączkowska-Ejsymont** in respect of her duties as Member of the Supervisory Board in the period from January 1st to December 31st 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 20
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to grant discharge to member of the Supervisory Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Mr Michał Nowak** in respect of his duties as Member of the Supervisory Board in the period from January 1st to November 30th 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 21
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to grant discharge to member of the Supervisory Board

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Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Ms Dorota Wyjadłowska** in respect of her duties as Member of the Supervisory Board in the period from January 1st to December 31st 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

RESOLUTION NO. 22
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to grant discharge to member of the Supervisory Board

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice **grants discharge to Mr Tomasz Kruk** in respect of his duties as Member of the Supervisory Board in the period from January 1st to December 31st 2019.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.

Item 13 of the agenda:

RESOLUTION NO. 23
of the Annual General Meeting of FAMUR S.A.
dated June 29th 2020

to adopt the Remuneration Policy for Members of the Management and Supervisory Boards of FAMUR S.A. and to authorise the Supervisory Board to specify the details thereof

Section 1

1. Acting pursuant to Art. 90d of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of July 29th 2005 (the "Act"), the Annual General Meeting of FAMUR S.A. of Katowice hereby adopts, as attached hereto, the Remuneration Policy for Members of the Management and Supervisory Boards of FAMUR S.A. (the "Policy"). The Policy, as attached hereto, forms an integral part of this Resolution.
2. Acting pursuant to Art. 90d.7 of the Act, the Annual General Meeting of FAMUR S.A. of Katowice hereby also authorises the Supervisory Board to specify the Policy as follows:
 - to determine the amount of the fixed remuneration components and to determine the amount and define the eligibility criteria of the variable remuneration components, including bonuses and other cash and non-cash benefits as specified in the Policy, for members of the Management Board;
 - take such other steps as may be required to implement the Policy, in particular in areas which need to be addressed specifically by the Supervisory Board in accordance with the objectives of the Policy or express instructions contained therein.

Section 2

The Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ... shares, on which valid votes were cast and which represented ... of the share capital and carried the right to ... valid votes. votes were cast in favour of the resolution (...% of all the votes cast), there were ... abstentions (...% of all the votes cast) and ... votes against the resolution (... % of all the votes cast).

The resolution has been / has not been passed.