

**PROXY VOTING FORM
FOR THE EXTRAORDINARY GENERAL MEETING OF
FAMUR SPÓŁKA AKCYJNA
OF KATOWICE
CONVENED FOR OCTOBER 18TH 2017**

- *This form has been prepared in accordance with Art. 402³ of the Commercial Companies Code to enable shareholders to vote by proxy at the Extraordinary General Meeting of FAMUR Spółka Akcyjna of Katowice convened for October 18th 2017.*
- *Use of this proxy voting form is not obligatory – it is at the Shareholder's sole discretion and is not a condition for voting by proxy. This form includes in particular proxy voting instructions.*
- *This form does not replace a power of proxy granted by a shareholder to their proxy.*
- *This form serves to:*
 - a) *identify the shareholder entitled to vote and their proxy – Part I,*
 - b) *cast a vote, raise an objection (line 2 of the table) and provide voting instructions with respect to each resolution to be voted on by the proxy (line 3 of the table) – Part II.*
- *The Shareholder gives voting instructions by putting an "X" in the appropriate box. When marking the "Other" box, the Shareholder should provide in that box an instruction on how the proxy is to vote.*
- *Shareholders who decide to vote their shares differently should indicate in the space provided the number of shares on which votes "for", "against" or abstaining votes are to be cast. If no such indication is given, the proxy will be deemed authorised to vote in the specified manner on all of the Shareholder's shares.*
- *The tables in Part II of this form are the space for specifying voting instructions for the proxy. Each table pertains to a draft resolution right above the table.*
- *Please note that the draft resolutions presented in this form may differ from draft resolutions actually put to vote at the General Meeting. In order to avoid any doubt as to how the proxy is to vote in such a case, it is recommended that a procedure to be followed by the proxy be specified in the space marked "Other".*

PART I.
DETAILS OF SHAREHOLDER AND PROXY

PROXY: _____

(Proxy's name / company name)

(address of residence/registered office, telephone number, email address)

(TAX, PERSONAL / INDUSTRY IDENTIFICATION NUMBERS)

SHAREHOLDER: _____

(Shareholder's name / company name)

(address of residence/registered office, telephone number, email address)

(TAX, PERSONAL / INDUSTRY IDENTIFICATION NUMBERS)

(number and type of shares to be voted)

PART II.

**PROXY VOTING INSTRUCTION
FOR THE EXTRAORDINARY GENERAL MEETING OF
FAMUR S.A. OF KATOWICE
TO BE HELD AT 12:30 PM ON OCTOBER 18TH 2017**

1)

**RESOLUTION NO. 1
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to appoint the Chairperson of the Extraordinary General Meeting

1. Acting pursuant to Art. 409.1 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice appoints Mr/Ms ... as Chairperson of the General Meeting.
2. This Resolution shall become effective as of its date.

Draft Resolution No. 1 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to appoint the Chairperson of the Extraordinary General Meeting		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

2)

**RESOLUTION NO. 2
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to appoint a Ballot Counting Committee

1. The Extraordinary General Meeting of FAMUR S.A. of Katowice appoints a Ballot Counting Committee comprising:
2. This Resolution shall become effective as of its date.

Draft Resolution No. 2 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to appoint a Ballot Counting Committee		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

3)

**RESOLUTION NO. 3
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to amend Art. 10.1 of the Company's Articles of Association

1. Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice resolves to amend Art. 10.1 of the Company's Articles of Association to read as follows:

"1. The Management Board consists of one or more members."

2. This Resolution shall come into force as of its date, with effect as of the date of registration of the amendments in the National Court Register.

Draft Resolution No. 3 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to amend Art. 10.1 of the Company's Articles of Association		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

4)

**RESOLUTION NO. 4
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to amend Art. 10.5 of the Company's Articles of Association

1. Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice resolves to amend Art. 10.5 of the Company's Articles of Association to read as follows:

"5. A member of the Management Board may at any time resign from his or her position. A resignation should be submitted to the Company in writing."

2. This Resolution shall come into force as of its date, with effect as of the date of registration of the amendments in the National Court Register.

Draft Resolution No. 4 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to amend Art. 10.5 of the Company's Articles of Association		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

5)

**RESOLUTION NO. 5
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to amend Art. 11.1 of the Company's Articles of Association

1. Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice resolves to amend Art. 11.1 of the Company's Articles of Association to read as follows:

"1. Any representations on behalf of the Company shall be made by two Management Board members acting jointly or a Management Board member and a commercial proxy acting jointly, with the proviso that the commercial proxy may be an independent or a joint commercial proxy."

2. This Resolution shall come into force as of its date, with effect as of the date of registration of the amendments in the National Court Register.

Draft Resolution No. 5 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to amend Art. 11.1 of the Company's Articles of Association		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

6)

**RESOLUTION NO. 6
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to amend Art. 13.1 of the Company's Articles of Association

1. Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice resolves to amend Art. 13.1 of the Company's Articles of Association to read as follows:

"1. The Supervisory Board consists of five or more members appointed for a joint two-year term of office."

2. This Resolution shall come into force as of its date, with effect as of the date of registration of the amendments in the National Court Register.

Draft Resolution No. 6 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to amend Art. 13.1 of the Company's Articles of Association		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

7)

**RESOLUTION NO. 7
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to amend Art. 13 of the Company's Articles of Association

1. Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice resolves to amend Art. 13 of the Company's Articles of Association by inserting, after par. 6, par. 7 reading as follows:

"7. The Supervisory Board may establish special committees, with committee members appointed from among the Supervisory Board members."

2. This Resolution shall come into force as of its date, with effect as of the date of registration of the amendments in the National Court Register.

Draft Resolution No. 7 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to amend Art. 13 of the Company's Articles of Association		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

8)

**RESOLUTION NO. 8
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to amend Art. 14.2 of the Company's Articles of Association

1. Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice resolves to amend Art. 14.2 of the Company's Articles of Association to read as follows:

"2. The Supervisory Board operates in accordance with the rules of procedure adopted by the Supervisory Board."

2. This Resolution shall come into force as of its date, with effect as of the date of registration of the amendments in the National Court Register.

Draft Resolution No. 8 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to amend Art. 14.2 of the Company's Articles of Association		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

9)

RESOLUTION NO. 9
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017

to amend Art. 15.2 of the Company's Articles of Association

1. Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice resolves to amend Art. 15.2 of the Company's Articles of Association to read as follows:

"2. The powers and responsibilities of the Supervisory Board include, without limitation, powers to:

- 1) assess financial statements of the Company, Directors' Reports on the Company's operations and Management Board's proposals on allocation of profit or coverage of loss, and to submit annual reports on the assessment to the General Meeting,*
- 2) appoint and remove Management Board members,*
- 3) determine the number of Management Board members,*
- 4) determine the rules of remuneration of Management Board members,*
- 5) enter into agreements with Management Board members on behalf of the Company and to represent the Company in disputes with Management Board members,*
- 6) grant consent for Management Board members to engage in business activities or participate in entities competing with the Company,*
- 7) suspend Management Board members from duties for valid reasons,*
- 8) delegate Supervisory Board members to temporarily perform the duties of the Management Board members who are unable to perform their duties, have been suspended or removed from office,*
- 9) assess financial statements and Directors' Reports on the operations of the Group,*
- 10) approve the Rules of Procedure for the Management Board,*
- 11) appoint the auditor of the Company's financial statements,*
- 12) grant consent to the acquisition or disposal of real estate or perpetual usufruct or an interest in real estate or perpetual usufruct,*
- 13) to approve annual budgets of the Company and the Group prepared by the Management Board,*
- 14) approve operational strategies for the Company prepared by the Management Board,*
- 15) grant consent for the Company to acquire, dispose of or subscribe for shares in other companies, and for the Company to join companies as a shareholder or in a similar capacity,*
- 16) approve accounting policies,*
- 17) grant consent to the acquisition of assets if the value of the acquisition transaction exceeds PLN 10m, except for standard agreements, particularly agreements to acquire assets for the building, repairing, upgrading and maintaining plant and equipment to be leased out, concluded by the Company in the ordinary course of day-to-day operations,*
- 18) grant consent to the contracting of bank or non-bank borrowings, issuance of bonds and conclusion of lease contracts exceeding the value limit set out in the Company's budget approved by the Supervisory Board."*

2. This Resolution shall come into force as of its date, with effect as of the date of registration of the amendments in the National Court Register.

**Draft Resolution No. 9
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to amend Art. 15.2 of the Company's Articles of Association

for

Number of shares:

against

objection

Number of shares:

abstention

Number of shares:

At proxy's discretion

Number of shares:

other:

Shareholder's signature

(date, place, signature)

10)

**RESOLUTION NO. 10
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to amend Art. 17.1 of the Company's Articles of Association

1. Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice resolves to amend Art. 17.1 of the Company's Articles of Association to read as follows:

"1. In addition to other matters set out in applicable laws and other provisions hereof, the powers and responsibilities of the General Meeting include powers to:

- 1) appoint and remove Supervisory Board members, subject to Art. 13.3–6 hereof;*
- 2) determine the rules of remuneration of Supervisory Board members;*
- 3) determine the amounts of remuneration for the Supervisory Board members delegated to individually perform certain supervisory functions on a permanent basis."*

2. This Resolution shall come into force as of its date, with effect as of the date of registration of the amendments in the National Court Register.

Draft Resolution No. 10 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to amend Art. 17.1 of the Company's Articles of Association		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

11)

**RESOLUTION NO. 11
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to amend Art. 17 of the Company's Articles of Association

1. Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice resolves to amend Art. 17 of the Company's Articles of Association by inserting, after par. 3, par. 4 reading as follows:

"4. Shareholders may attend a General Meeting via electronic means if the notice of the General Meeting provides for such an option. If such an option is allowed, the Company shall provide:

- a. a real-time broadcast of the General Meeting, or*
- b. two-way real-time communication to ensure that shareholders can speak to the General Meeting from any location, or*
- c. voting in person or by proxy at the General Meeting."*

2. This Resolution shall come into force as of its date, with effect as of the date of registration of the amendments in the National Court Register.

Draft Resolution No. 11 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to amend Art. 17 of the Company's Articles of Association		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

12)

**RESOLUTION NO. 12
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to amend Art. 17 of the Company's Articles of Association

1. Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice resolves to amend Art. 17 of the Company's Articles of Association by inserting, after par. 4, par. 5 reading as follows:

"5. The Company's Management Board is authorised to define detailed rules of shareholders' participation in the General Meeting, as described in par. 4, including the requirements and limitations necessary for identification of shareholders and for ensuring the security of electronic communications."

2. This Resolution shall come into force as of its date, with effect as of the date of registration of the amendments in the National Court Register.

Draft Resolution No. 12 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to amend Art. 17 of the Company's Articles of Association		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

13)

**RESOLUTION NO. 13
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to authorise the Supervisory Board to prepare a consolidated text of the amended Articles of Association

1. Acting pursuant to Art. 430.5 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice authorises the Supervisory Board to draw up a consolidated text of the amended Articles of Association.
2. This Resolution shall become effective as of its date.

Draft Resolution No. 13 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to authorise the Supervisory Board to prepare a consolidated text of the amended Articles of Association		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

14)

**RESOLUTION NO. 14
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to approve the Rules of Procedure for the Supervisory Board

1. Acting pursuant to Art. 17.1.2 of the Company's Articles of Association, the Extraordinary General Meeting of FAMUR S.A. of Katowice approves the "Rules of Procedure for the Supervisory Board of FAMUR S.A. of Katowice" adopted by the Supervisory Board on September 13th 2017, by resolution No. 309/XII/2017. The Rules of Procedure are appended to this Resolution.
2. This Resolution shall become effective as of its date.

Draft Resolution No. 14 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to approve the Rules of Procedure for the Supervisory Board		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

15)

**RESOLUTION NO. 15
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to determine the number of Supervisory Board members

1. Acting pursuant to Art. 385.1 of the Commercial Companies Code and Art. 13.1 of the Company's Articles of Association, the Extraordinary General Meeting of FAMUR S.A. of Katowice resolves that the Company's Supervisory Board shall comprise(....) members.
2. This Resolution shall become effective as of its date.

Draft Resolution No. 15 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to determine the number of Supervisory Board members		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

16.

**RESOLUTION NO. 16
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to change the composition of the Supervisory Board

1. Acting pursuant to Art. 385 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice appoints Mr/Ms..... (personal identification number PESEL:.....) to the Company's Supervisory Board.
2. This Resolution shall become effective as of its date.

Draft Resolution No. 16 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to change the composition of the Supervisory Board		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

17)

**RESOLUTION NO. 17
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to change the composition of the Supervisory Board

1. Acting pursuant to Art. 385 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice appoints Mr/Ms..... (personal identification number PESEL:.....) to the Company's Supervisory Board.
2. This Resolution shall become effective as of its date.

Draft Resolution No. 17 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to change the composition of the Supervisory Board		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)

18)

**RESOLUTION NO. 18
of the Extraordinary General Meeting of FAMUR S.A.
of October 18th 2017**

to determine the rules of remuneration for Supervisory Board members

1. Acting pursuant to Art. 392.1 of the Commercial Companies Code in conjunction with Art. 17.1.3 of the Company's Articles of Association, the Extraordinary General Meeting of FAMUR S.A. of Katowice resolves to change the amount of monthly remuneration of FAMUR S.A. Supervisory Board members determined by resolution No. 25 of the Annual General Meeting of FAMUR S.A. of June 27th 2017 to determine the rules of remuneration for Supervisory Board members, and to set it as follows:

"FAMUR Supervisory Board members shall receive monthly remuneration of....."

2. This Resolution shall become effective as of its date.

Draft Resolution No. 18 of the Extraordinary General Meeting of FAMUR S.A. of October 18th 2017		
to determine the rules of remuneration for Supervisory Board members		
for <input type="checkbox"/>	against <input type="checkbox"/> objection <input type="checkbox"/>	abstention <input type="checkbox"/>
Number of shares: _____	Number of shares: _____	Number of shares: _____
At proxy's discretion <input type="checkbox"/>		
Number of shares: _____		
other: <input type="checkbox"/>		

Shareholder's signature

(date, place, signature)