

.....  
(city and date)

**For Form for Proxy Voting at the Ordinary General Meeting of Shareholders of Caspar Asset Management S.A.**

This form contains instructions for proxy voting by an individual authorized by a shareholder to exercise voting rights at the Ordinary General Meeting of Shareholders (hereinafter: "OGM") of Caspar Asset Management S.A., headquartered in Poznań (hereinafter: "Company"), convened for **June 27, 2024, at 12:00 PM at the Company's headquarters in Poznań (61-888) at ul. Półwiejska 32**, in accordance with the instructions provided by the shareholder. However, this document does not replace the power of attorney document.

The shareholder issues instructions to the proxy on how to vote on each resolution at the OGM by marking an "X" in the appropriate box under the columns described as "for," "against," or "abstain." If the shareholder decides to vote differently with certain shares, the shareholder indicates in the appropriate box the number of shares dedicated to each type of vote in a given voting session. Additionally, in the "Other instructions of the Principal" field, the shareholder can provide additional instructions for the proxy regarding voting on a particular resolution.

Using this form is not mandatory for the shareholder and does not constitute a condition for the proxy to cast a vote. The use of this form is dependent on mutual agreements and obligations between the proxy and the shareholder in this regard. The shareholder and the proxy may use only certain pages of the form at their discretion. The Company reserves the right that if the shareholder and the proxy use this form, the compliance of the vote with the instructions contained in it will not be verified.

**Shareholder Information\*:**

**A. Natural Person:**

Name and Surname:			
PESEL or series and number of identity document, date of issue, and issuing authority:			
Email:		Phone number:	

**B. Legal Entity or Organizational Unit without Legal Personality but with Legal Capacity:**

Company name:			
Registered office, address:			
Registry Court, Department:			
KRS number:			
REGON:			
NIP:			
Share Capital:			
Foreign Entity Information: (to be completed in case of a proxy granted by a foreign entity)			
Email:		Phone number:	

\*(Complete section A or B depending on who the shareholder is)

**Proxy Information\*\*:**

**A. Natural Person:**

Name and Surname:			
PESEL or series and number of identity document, date of issue, and issuing authority:			
Email:		Phone number:	

**B. Legal Entity or Organizational Unit without Legal Personality but with Legal Capacity:**

Company name:			
Registered office, address:			
Registry Court, Department:			
KRS number:			
REGON:			
NIP:			
Share Capital:			
Foreign Entity Information: (to be completed in case of a proxy granted by a foreign entity)			
Email:		Phone number:	

**\*\***(Complete section A or B depending on who the proxy is)

### VOTING INSTRUCTION BY PROXY

*regarding item 2) of the agenda*

**Resolution No. 1**  
**of the Ordinary General Meeting of Shareholders**  
**Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the election of the Chairman of the Ordinary General Meeting of Shareholders**

§ 1

Pursuant to Article 409 § 1 of the Commercial Companies Code and § 7 of the Rules of Procedure of the General Meeting of Caspar Asset Management Spółka Akcyjna, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań elects Mrs./Mr. .... as the Chairman of the Ordinary General Meeting of Shareholders.

§ 2

This resolution enters into force upon adoption.

Vote "for" \_\_\_\_\_ number of shares \_\_\_\_\_

Vote "against" \_\_\_\_\_ number of shares \_\_\_\_\_  
Abstain \_\_\_\_\_ number of shares \_\_\_\_\_  
Objection filed in case of voting "against": YES \_\_\_ NO \_\_\_  
Other instructions of the Principal: \_\_\_\_\_

*regarding item 5) of the agenda*

**Resolution No. 2**

**of the Ordinary General Meeting of Shareholders  
Caspar Asset Management Spółka Akcyjna (the Company)  
with its registered office in Poznań  
dated June 27, 2024**

**regarding the election of the Ballot Counting Committee or entrusting the vote counting to the  
Chairman**

Upon the motion of the Chairman, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

1. The election of the Ballot Counting Committee is waived.
2. The vote counting is entrusted to the Chairman of the General Meeting.

§ 2

This resolution enters into force upon adoption.

Vote "for" \_\_\_\_\_ number of shares \_\_\_\_\_  
Vote "against" \_\_\_\_\_ number of shares \_\_\_\_\_  
Abstain \_\_\_\_\_ number of shares \_\_\_\_\_  
Objection filed in case of voting "against": YES \_\_\_ NO \_\_\_  
Other instructions of the Principal: \_\_\_\_\_

regarding item 6) of the agenda

**Resolution No. 3**  
**of the Ordinary General Meeting of Shareholders**  
**Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the adoption of the agenda**

§ 1

The Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań adopts the following agenda:

1. Opening of the General Meeting.
2. Election of the Chairman of the General Meeting.
3. Preparation of the attendance list containing the list of participants of the General Meeting, indicating the number of shares represented and the votes they carry, signing it by the Chairman, and making it available during the General Meeting.
4. Confirmation of the proper convening of the General Meeting and its capacity to adopt resolutions.
5. Election of the Ballot Counting Committee or entrusting the vote counting to the Chairman.
6. Adoption of the agenda.
7. Consideration and adoption of resolutions:
  - a) on the consideration and approval of the Management Board Report on the activities of the Company and the Capital Group for the period from January 1, 2023, to December 31, 2023,
  - b) on the consideration and approval of the Supervisory Board Report on the activities of Caspar Asset Management S.A. for the financial year 2023,
  - c) on the consideration and approval of the financial statements of the Company for the period from January 1, 2023, to December 31, 2023,
  - d) on the distribution of profit for the period from January 1, 2023, to December 31, 2023, the dividend date and the dividend payment date,
  - e) on the consideration and approval of the consolidated financial statements of the Caspar Asset Management S.A. Capital Group for the period from January 1, 2023, to December 31, 2023,
  - f) on granting discharge to the Members of the Management Board of the Company for the performance of their duties in 2023,

- g) on granting discharge to the Members of the Supervisory Board of the Company for the performance of their duties in 2023,
  - h) on establishing the Incentive Program in Caspar Asset Management S.A.,
  - i) on the issuance of registered series B subscription warrants with the exclusion of pre-emptive rights for existing shareholders, conditional increase of the Company's share capital, issuance of series J ordinary bearer shares with the exclusion of pre-emptive rights for existing shareholders, amendment of the Company's Articles of Association, and application for admission and introduction of series J shares to trading on the regulated market operated by the Warsaw Stock Exchange S.A.,
  - j) on adopting a unified text of the Company's Articles of Association,
  - k) on expressing an opinion on the Supervisory Board Report on the remuneration of the Members of the Management Board and the Supervisory Board of Caspar Asset Management S.A. for the period from January 1, 2023, to December 31, 2023,
  - l) on assessing whether the remuneration policies in place in the Company support its development and operational security,
  - m) on adopting the Report on the evaluation of the application of Corporate Governance Principles for Supervised Institutions in the Company in 2023,
  - n) on updating the scope of application of the Best Practices of WSE Listed Companies 2021.
8. Any other business.
9. Closing of the General Meeting.

## § 2

This resolution enters into force upon adoption.

Vote "for"	___	number of shares _____
Vote "against"	___	number of shares _____
Abstain	___	number of shares _____
Objection filed in case of voting "against":	YES ___	NO ___
Other instructions of the Principal:	_____	

*regarding item 7 a) of the agenda*

**Resolution No. 4**

**of the Ordinary General Meeting of Shareholders  
Caspar Asset Management Spółka Akcyjna (the Company)  
with its registered office in Poznań  
dated June 27, 2024  
regarding the consideration and approval of the Management Board Report  
on the activities of the Company and the Capital Group  
for the period from January 1, 2023, to December 31, 2023**

Pursuant to Article 395 § 2 item 1) of the Commercial Companies Code and § 27 paragraph 3 letter a) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

**§ 1**

After analysing the Management Board Report on the activities of the Company and the Capital Group for the period from January 1, 2023, to December 31, 2023, and considering the evaluation expressed in Resolution No. 1 of the Supervisory Board of the Company dated March 28, 2024, regarding the evaluation of the Management Board Report on the activities of the Company and the Capital Group Caspar Asset Management S.A. for the period from January 1, 2023, to December 31, 2023, the Ordinary General Meeting of Shareholders of the Company resolves to approve the Management Board Report on the activities of the Company and the Capital Group Caspar Asset Management S.A. for the period from January 1, 2023, to December 31, 2023.

**§ 2**

This resolution enters into force upon adoption.

Vote "for"	___	number of shares _____
Vote "against"	___	number of shares _____
Abstain	___	number of shares _____
Objection filed in case of voting "against":	YES ___	NO ___
Other instructions of the Principal:	_____	

regarding item 7 b) of the agenda

**Resolution No. 5**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the consideration and approval of the Supervisory Board Report**  
**on the activities of Caspar Asset Management S.A. for the financial year 2023**

Pursuant to Article 382 § 3 item 3) of the Commercial Companies Code and principle 2.11 of the Best Practices of WSE Listed Companies 2021, which are an annex to the Resolution of the WSE Supervisory Board No. 13/1834/2021 dated March 29, 2021, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After reviewing the content of Resolution No. 3 of the Supervisory Board of Caspar Asset Management S.A. dated May 6, 2024, regarding the approval of the Supervisory Board Report on the activities of Caspar Asset Management S.A. for the financial year 2023, the Ordinary General Meeting of Shareholders of the Company resolves to approve the Supervisory Board Report on the activities of Caspar Asset Management S.A. for the financial year 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for"	___	number of shares _____
Vote "against"	___	number of shares _____
Abstain	___	number of shares _____
Objection filed in case of voting "against":	YES ___	NO ___
Other instructions of the Principal:	_____	



*regarding item 7 c) of the agenda*

**Resolution No. 6**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the consideration and approval of the financial statements of the Company**  
**for the period from January 1, 2023, to December 31, 2023**

Pursuant to Article 395 § 2 item 1) of the Commercial Companies Code and § 27 paragraph 3 letter a) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After considering the financial statements for the period from January 1, 2023, to December 31, 2023, and after reviewing the Supervisory Board's evaluation of the Management Board Report on the activities of the Company and the Caspar Asset Management S.A. Capital Group for the period from January 1, 2023, to December 31, 2023, as expressed in Resolution No. 1 of the Supervisory Board dated March 28, 2024, and the evaluation of the Company's financial statements for the period from January 1, 2023, to December 31, 2023, as expressed in Resolution No. 2 of the Supervisory Board dated March 28, 2024, the Ordinary General Meeting of Shareholders of the Company resolves to approve the financial statements of the Company for the period from January 1, 2023, to December 31, 2023, comprising:

- a) Statement of profit or loss and other comprehensive income for the period from January 1, 2023, to December 31, 2023, showing a net profit of PLN 4,203 (in thousands of Polish zlotys),
- b) Statement of financial position as of December 31, 2023, showing total assets and liabilities of PLN 26,211 (in thousands of Polish zlotys),
- c) Statement of changes in equity for the period from January 1, 2023, to December 31, 2023, showing a decrease in equity by PLN 985 (in thousands of Polish zlotys),
- d) Statement of cash flows for the period from January 1, 2023, to December 31, 2023, showing a net decrease in cash by PLN 838 (in thousands of Polish zlotys),
- e) Additional information to the annual financial statements.

§ 2

This resolution enters into force upon adoption.

Vote "for" \_\_\_\_\_ number of shares \_\_\_\_\_  
Vote "against" \_\_\_\_\_ number of shares \_\_\_\_\_  
Abstain \_\_\_\_\_ number of shares \_\_\_\_\_  
Objection filed in case of voting "against": YES \_\_\_ NO \_\_\_  
Other instructions of the Principal: \_\_\_\_\_

*regarding item 7 d) of the agenda*

**Resolution No. 7**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the distribution of profit for the period from January 1, 2023, to December 31, 2023,**  
**the dividend date and the dividend payment date**

Pursuant to Article 395 § 2 item 2) of the Commercial Companies Code and § 27 paragraph 3 letters c) and e) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

1. After considering the Management Board's proposal regarding the distribution of profit for the financial year 2023 presented in Management Board Resolution No. 1/05/2024 dated May 6, 2024, and taking into account Supervisory Board Resolution No. 1 dated May 6, 2024, regarding the evaluation of the Management Board's proposal for the distribution of profit for the period from January 1, 2023, to December 31, 2023, the Ordinary General Meeting of Shareholders of the Company resolves to accept the proposal of the Management Board of Caspar Asset Management S.A. and to distribute the profit for the period from January 1, 2023, to December 31, 2023, amounting to PLN 4,204,019.73 (in words: four million two hundred four thousand nineteen zlotys 73/100) as follows:
  - a) payment of a dividend amounting to PLN 2,070,991.65 (in words: two million seventy thousand nine hundred ninety-one zlotys 65/100), i.e., PLN 0.21 gross per share,

- b) allocation of the remaining profit amounting to PLN 2,133,028.08 (in words: two million one hundred thirty-three thousand twenty-eight zlotys 8/100) to the Company's reserve capital.
2. The Ordinary General Meeting of Shareholders of the Company establishes that the dividend date (i.e., the date according to which the list of shareholders entitled to the dividend for the financial year 2023 is determined) will be July 9, 2024.
3. The Ordinary General Meeting of Shareholders of the Company establishes that the dividend payment date for the financial year 2023 will be July 22, 2024.

§ 2

This resolution enters into force upon adoption.

Vote "for" \_\_\_\_\_ number of shares \_\_\_\_\_  
Vote "against" \_\_\_\_\_ number of shares \_\_\_\_\_  
Abstain \_\_\_\_\_ number of shares \_\_\_\_\_  
Objection filed in case of voting "against": YES \_\_\_ NO \_\_\_  
Other instructions of the Principal: \_\_\_\_\_

*regarding item 7 e) of the agenda*

**Resolution No. 8**

**of the Ordinary General Meeting of Shareholders  
of Caspar Asset Management Spółka Akcyjna (the Company)  
with its registered office in Poznań  
dated June 27, 2024**

**regarding the consideration and approval of the consolidated financial statements  
of the Caspar Asset Management S.A. Capital Group  
for the period from January 1, 2023, to December 31, 2023**

Pursuant to Article 395 § 2 item 1) of the Commercial Companies Code in conjunction with Article 395 § 5 of the Commercial Companies Code and § 27 paragraph 3 letter a) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

## § 1

After considering the consolidated financial statements of the Caspar Asset Management S.A. Capital Group for the period from January 1, 2023, to December 31, 2023, and after reviewing the Supervisory Board's evaluation of the Management Board Report on the activities of the Company and the Caspar Asset Management S.A. Capital Group for the period from January 1, 2023, to December 31, 2023, as expressed in Resolution No. 1 of the Supervisory Board dated March 28, 2024, and the evaluation of the consolidated financial statements of the Capital Group for the period from January 1, 2023, to December 31, 2023, as expressed in Resolution No. 7 of the Supervisory Board dated March 28, 2024, the Ordinary General Meeting of Shareholders of the Company resolves to approve the consolidated financial statements of the Caspar Asset Management S.A. Capital Group for the period from January 1, 2023, to December 31, 2023, comprising:

- a) Consolidated statement of profit or loss and other comprehensive income for the period from January 1, 2023, to December 31, 2023, showing a net profit of PLN 2,488 (in thousands of Polish zlotys),
- b) Consolidated statement of financial position as of December 31, 2023, showing total assets and liabilities of PLN 29,993 (in thousands of Polish zlotys),
- c) Consolidated statement of changes in equity for the period from January 1, 2023, to December 31, 2023, showing a decrease in equity by PLN 2,679 (in thousands of Polish zlotys),
- d) Consolidated statement of cash flows for the period from January 1, 2023, to December 31, 2023, showing a net decrease in cash by PLN 1,202 (in thousands of Polish zlotys),
- e) Additional information to the consolidated financial statements.

## § 2

This resolution enters into force upon adoption.

Vote "for"	___	number of shares _____
Vote "against"	___	number of shares _____
Abstain	___	number of shares _____
Objection filed in case of voting "against":	YES ___	NO ___
Other instructions of the Principal:	_____	

regarding item 7 f) of the agenda

**Resolution No. 9**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the granting of discharge to Mr. Leszek Kasperski**  
**for the performance of his duties as President of the Management Board in 2023**

Pursuant to Article 393 item 1) of the Commercial Companies Code, Article 395 § 2 item 3) of the Commercial Companies Code, and § 27 paragraph 3 letter b) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After reviewing the Management Board Report on the activities of the Company and the Caspar Asset Management S.A. Capital Group for the period from January 1, 2023, to December 31, 2023, and considering the recommendation expressed in Resolution No. 3 of the Supervisory Board dated March 28, 2024, to the General Meeting to grant discharge to Mr. Leszek Kasperski - President of the Management Board for the period from January 1, 2023, to June 15, 2023, for the performance of his duties during that period, the Ordinary General Meeting of Shareholders of the Company resolves to grant discharge to Mr. Leszek Kasperski - President of the Management Board for the performance of his duties from January 1, 2023, to June 15, 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for"	___	number of shares _____
Vote "against"	___	number of shares _____
Abstain	___	number of shares _____
Objection filed in case of voting "against":	YES ___	NO ___
Other instructions of the Principal:	_____	

**Resolution No. 10**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the granting of discharge to Mr. Błażej Bogdziewicz**  
**for the performance of his duties as Vice President of the Management Board in 2023**

Pursuant to Article 393 item 1) of the Commercial Companies Code, Article 395 § 2 item 3) of the Commercial Companies Code, and § 27 paragraph 3 letter b) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After reviewing the Management Board Report on the activities of the Company and the Caspar Asset Management S.A. Capital Group for the period from January 1, 2023, to December 31, 2023, and considering the recommendation expressed in Resolution No. 5 of the Supervisory Board dated March 28, 2024, to the General Meeting to grant discharge to Mr. Błażej Bogdziewicz - Vice President of the Management Board for the period from January 1, 2023, to December 31, 2023, for the performance of his duties during that period, the Ordinary General Meeting of Shareholders of the Company resolves to grant discharge to Mr. Błażej Bogdziewicz - Vice President of the Management Board for the performance of his duties in the financial year 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for"	_____	number of shares _____
Vote "against"	_____	number of shares _____
Abstain	_____	number of shares _____
Objection filed in case of voting "against":	YES _____	NO _____
Other instructions of the Principal:	_____	

**Resolution No. 11**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the granting of discharge to Ms. Hanna Kijanowska**  
**for the performance of her duties as Vice President of the Management Board in 2023**

Pursuant to Article 393 item 1) of the Commercial Companies Code, Article 395 § 2 item 3) of the Commercial Companies Code, and § 27 paragraph 3 letter b) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After reviewing the Management Board Report on the activities of the Company and the Caspar Asset Management S.A. Capital Group for the period from January 1, 2023, to December 31, 2023, and considering the recommendation expressed in Resolution No. 4 of the Supervisory Board dated March 28, 2024, to the General Meeting to grant discharge to Ms. Hanna Kijanowska - Vice President of the Management Board for the period from January 1, 2023, to June 15, 2023, for the performance of her duties during that period, the Ordinary General Meeting of Shareholders of the Company resolves to grant discharge to Ms. Hanna Kijanowska - Vice President of the Management Board for the performance of her duties from January 1, 2023, to June 15, 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for"	_____	number of shares _____
Vote "against"	_____	number of shares _____
Abstain	_____	number of shares _____
Objection filed in case of voting "against":	YES ____	NO ____
Other instructions of the Principal:	_____	

**Resolution No. 12**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the granting of discharge to Ms. Hanna Kijanowska**  
**for the performance of her duties as Member of the Management Board acting as President of**  
**the Management Board in 2023**

Pursuant to Article 393 item 1) of the Commercial Companies Code, Article 395 § 2 item 3) of the Commercial Companies Code, and § 27 paragraph 3 letter b) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After reviewing the Management Board Report on the activities of the Company and the Caspar Asset Management S.A. Capital Group for the period from January 1, 2023, to December 31, 2023, and considering the recommendation expressed in Resolution No. 4 of the Supervisory Board dated March 28, 2024, to the General Meeting to grant discharge to Ms. Hanna Kijanowska - Member of the Management Board, acting as President of the Management Board from June 16, 2023, to December 31, 2023, for the performance of her duties during that period, the Ordinary General Meeting of Shareholders of the Company resolves to grant discharge to Ms. Hanna Kijanowska – Member of the Management Board acting as President of the Management Board for the performance of her duties from June 16, 2023, to December 31, 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for"	_____	number of shares _____
Vote "against"	_____	number of shares _____
Abstain	_____	number of shares _____
Objection filed in case of voting "against":	YES _____	NO _____
Other instructions of the Principal:	_____	



**Resolution No. 13**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the granting of discharge to Mr. Krzysztof Jeske**  
**for the performance of his duties as Vice-President of the Management Board in 2023**

Pursuant to Article 393 item 1) of the Commercial Companies Code, Article 395 § 2 item 3) of the Commercial Companies Code, and § 27 paragraph 3 letter b) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After reviewing the Management Board Report on the activities of the Company and the Caspar Asset Management S.A. Capital Group for the period from January 1, 2023, to December 31, 2023, and considering the recommendation expressed in Resolution No. 6 of the Supervisory Board dated March 28, 2024, to the General Meeting to grant discharge to Mr. Krzysztof Jeske - Vice-President of the Management Board for the period from June 16, 2023, to December 31, 2023, for the performance of his duties during that period, the Ordinary General Meeting of Shareholders of the Company resolves to grant discharge to Mr. Krzysztof Jeske – Vice-President of the Management Board for the performance of his duties in the financial year 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for"	_____	number of shares _____
Vote "against"	_____	number of shares _____
Abstain	_____	number of shares _____
Objection filed in case of voting "against":	YES _____	NO _____
Other instructions of the Principal:	_____	

regarding item 7 g) of the agenda

**Resolution No. 14**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the granting of discharge to Mr. Rafał Litwic**  
**for the performance of his duties as Chairman of the Supervisory Board in 2023**

Pursuant to Article 393 item 1) of the Commercial Companies Code, Article 395 § 2 item 3) of the Commercial Companies Code, and § 27 paragraph 3 letter b) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After evaluating the activities of the Supervisory Board of Caspar Asset Management S.A. in the financial year 2023, including the Report on the Activities of the Supervisory Board of Caspar Asset Management S.A. for the financial year 2023, which was submitted to the General Meeting in accordance with Article 382 § 3 item 3) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of the Company resolves to grant discharge to Mr. Rafał Litwic – Chairman of the Supervisory Board for the performance of his duties in 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for"	___	number of shares _____
Vote "against"	___	number of shares _____
Abstain	___	number of shares _____
Objection filed in case of voting "against":	YES ___	NO ___
Other instructions of the Principal:	_____	

**Resolution No.15**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the granting of discharge to Mr. Maciej Czapiewski**  
**for the performance of his duties as Vice-Chairman of the Supervisory Board in 2023**

Pursuant to Article 393 item 1) of the Commercial Companies Code, Article 395 § 2 item 3) of the Commercial Companies Code, and § 27 paragraph 3 letter b) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After evaluating the activities of the Supervisory Board of Caspar Asset Management S.A. in the financial year 2023, including the Report on the Activities of the Supervisory Board of Caspar Asset Management S.A. for the financial year 2023, which was submitted to the General Meeting in accordance with Article 382 § 3 item 3) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of the Company resolves to grant discharge to Mr. Maciej Czapiewski – Vice-Chairman of the Supervisory Board for the performance of his duties in 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for" \_\_\_\_\_ number of shares \_\_\_\_\_  
Vote "against" \_\_\_\_\_ number of shares \_\_\_\_\_  
Abstain \_\_\_\_\_ number of shares \_\_\_\_\_  
Objection filed in case of voting "against": YES \_\_\_ NO \_\_\_  
Other instructions of the Principal: \_\_\_\_\_

**Resolution No. 16**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the granting of discharge to Ms. Katarzyna Fabiś**  
**for the performance of her duties as a Member of the Supervisory Board in 2023**

Pursuant to Article 393 item 1) of the Commercial Companies Code, Article 395 § 2 item 3) of the Commercial Companies Code, and § 27 paragraph 3 letter b) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After evaluating the activities of the Supervisory Board of Caspar Asset Management S.A. in the financial year 2023, including the Report on the Activities of the Supervisory Board of Caspar Asset Management S.A. for the financial year 2023, which was submitted to the General Meeting in accordance with Article 382 § 3 item 3) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of the Company resolves to grant discharge to Ms. Katarzyna Fabiś – Member of the Supervisory Board for the performance of her duties in 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for"	___	number of shares	_____
Vote "against"	___	number of shares	_____
Abstain	___	number of shares	_____
Objection filed in case of voting "against":	YES ___	NO ___	
Other instructions of the Principal:	_____		

**Resolution No. 17**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the granting of discharge to Mr. Leszek Kasperski**  
**for the performance of his duties as a Member of the Supervisory Board in 2023**

Pursuant to Article 393 item 1) of the Commercial Companies Code, Article 395 § 2 item 3) of the Commercial Companies Code, and § 27 paragraph 3 letter b) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After evaluating the activities of the Supervisory Board of Caspar Asset Management S.A. in the financial year 2023, including the Report on the Activities of the Supervisory Board of Caspar Asset Management S.A. for the financial year 2023, which was submitted to the General Meeting in accordance with Article 382 § 3 item 3) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of the Company resolves to grant discharge to Mr. Leszek Kasperski – Member of the Supervisory Board for the performance of his duties from June 16, 2023 to December 31, 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for"	___	number of shares _____
Vote "against"	___	number of shares _____
Abstain	___	number of shares _____
Objection filed in case of voting "against":	YES ___	NO ___
Other instructions of the Principal:	_____	

**Resolution No. 18**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the granting of discharge to Mr. Piotr Kaźmierczak**  
**for the performance of his duties as a Member of the Supervisory Board in 2023**

Pursuant to Article 393 item 1) of the Commercial Companies Code, Article 395 § 2 item 3) of the Commercial Companies Code, and § 27 paragraph 3 letter b) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After evaluating the activities of the Supervisory Board of Caspar Asset Management S.A. in the financial year 2023, including the Report on the Activities of the Supervisory Board of Caspar Asset Management S.A. for the financial year 2023, which was submitted to the General Meeting in accordance with Article 382 § 3 item 3) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of the Company resolves to grant discharge to Mr. Piotr Kaźmierczak – Member of the Supervisory Board for the performance of his duties in 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for"	___	number of shares	_____
Vote "against"	___	number of shares	_____
Abstain	___	number of shares	_____
Objection filed in case of voting "against": YES ___ NO ___			
Other instructions of the Principal: _____			

**Resolution No. 19**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the granting of discharge to Mr. Rafał Piórkarz**  
**for the performance of his duties as a Member of the Supervisory Board in 2023**

Pursuant to Article 393 item 1) of the Commercial Companies Code, Article 395 § 2 item 3) of the Commercial Companies Code, and § 27 paragraph 3 letter b) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After evaluating the activities of the Supervisory Board of Caspar Asset Management S.A. in the financial year 2023, including the Report on the Activities of the Supervisory Board of Caspar Asset Management S.A. for the financial year 2023, which was submitted to the General Meeting in accordance with Article 382 § 3 item 3) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of the Company resolves to grant discharge to Mr. Rafał Piórkarz – Member of the Supervisory Board for the performance of his duties in 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for" \_\_\_\_\_ number of shares \_\_\_\_\_  
Vote "against" \_\_\_\_\_ number of shares \_\_\_\_\_  
Abstain \_\_\_\_\_ number of shares \_\_\_\_\_  
Objection filed in case of voting "against": YES \_\_\_ NO \_\_\_  
Other instructions of the Principal: \_\_\_\_\_

**Resolution No. 20**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the granting of discharge to Mr. Andrzej Tabor**  
**for the performance of his duties as a Member of the Supervisory Board in 2023**

Pursuant to Article 393 item 1) of the Commercial Companies Code, Article 395 § 2 item 3) of the Commercial Companies Code, and § 27 paragraph 3 letter b) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

After evaluating the activities of the Supervisory Board of Caspar Asset Management S.A. in the financial year 2023, including the Report on the Activities of the Supervisory Board of Caspar Asset Management S.A. for the financial year 2023, which was submitted to the General Meeting in accordance with Article 382 § 3 item 3) of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of the Company resolves to grant discharge to Mr. Andrzej Tabor – Member of the Supervisory Board for the performance of his duties in 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for"	___	number of shares	_____
Vote "against"	___	number of shares	_____
Abstain	___	number of shares	_____
Objection filed in case of voting "against": YES ___ NO ___			
Other instructions of the Principal: _____			



regarding item 7 h) of the agenda

**Resolution No. 21**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**

**regarding the establishment of an Incentive Program at Caspar Asset Management S.A.**

Pursuant to § 27 paragraph 3 letter o) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§1

1. The Ordinary General Meeting of Shareholders of the Company hereby resolves to establish an incentive program in the Company (hereinafter referred to as the "**Incentive Program**").
2. Persons eligible to participate in the Incentive Program are members of the Company's Management Board, persons performing managerial functions in the Company that are crucial for achieving the Company's strategic objectives, as well as key employees and collaborators of the Company performing functions, providing work, performing contracts, providing services, or performing tasks in the Company based on legal relationships specified in Articles 12 or 13 of the Personal Income Tax Act of July 26, 1991 (Journal of Laws of 2024, item 26 as amended) or within the framework of their own non-agricultural business activities collaborating with the Company (hereinafter referred to accordingly as "**Eligible Persons**").
3. Eligible Persons who are members of the Company's Management Board will be indicated for participation in the Incentive Program based on a resolution of the Company's Supervisory Board, while other Eligible Persons will be indicated for participation in the Incentive Program based on resolutions of the Company's Management Board.
4. A condition for the participation of a person indicated by the Company in the Incentive Program is the conclusion of an agreement with the Company on participation in the Incentive Program ("**Participation Agreement**"). Upon conclusion of the Participation Agreement, the Eligible Person becomes a participant in the Incentive Program ("**Participant**"). The Participation Agreement, in addition to specifying the conditions and rules for participation in the Incentive Program, should include an obligation of the Participant not to dispose of the Shares for a period of 12 (twelve) months from the date

the Shares are recorded in the Participant's securities account ("**Lock-up**"). Detailed conditions regarding the Lock-up will be specified in the Participation Agreement.

5. The proposal to conclude the Participation Agreement will be directed by the Company within no more than 14 (fourteen) days from the date of the resolution indicating the given Eligible Person for participation in the Incentive Program, as mentioned above in §1 paragraph 3.
6. The conclusion of the Participation Agreement should take place within no more than 30 days from the date of the resolution indicating the given Eligible Person for participation in the Incentive Program, as mentioned above in §1 paragraph 3.
7. The template of the Participation Agreement will be adopted by a resolution of the Supervisory Board. The provisions of the Participation Agreement cannot contain provisions inconsistent with this resolution. Participation Agreements with members of the Company's Management Board will be concluded by the Company represented by the Supervisory Board, which in the content of the resolution, as mentioned above in §1 paragraph 3, will authorize a specific member of the Supervisory Board to conclude and execute the Participation Agreement.
8. The total number of Participants will not exceed 149 persons.

## §2

1. The Incentive Program will be implemented in the years 2025 – 2028 ("**Incentive Program Period**"), with each fiscal year during the Incentive Program Period being referred to as the "**Fiscal Year**" or accordingly "**Fiscal Year 2025**", "**Fiscal Year 2026**", "**Fiscal Year 2027**", and "**Fiscal Year 2028**", collectively referred to as the "**Fiscal Years**".
2. The Program will be implemented through the issuance of dematerialized registered subscription warrants of series B entitling to subscribe for series J shares with the exclusion of pre-emptive rights of the remaining shareholders of the Company ("**Warrants**").
3. Under the Incentive Program, the Company will offer Participants no more than 410,912 (four hundred ten thousand nine hundred twelve) Warrants, with the Warrants being offered in 4 (four) equal tranches, and the number of Warrants that may be offered for a given Fiscal Year will not exceed 102,728 (one hundred two thousand seven hundred twenty-eight) Warrants, subject to § 3 paragraph 3 below.
4. Each Warrant will entitle Participants to subscribe for one dematerialized bearer share of the Company of series J with a nominal value of 0.20 PLN (twenty groszy), which will be issued as part of the conditional increase of the share capital ("**Shares**").

5. To execute this resolution on establishing the Incentive Program, the General Meeting of the Company will adopt a separate resolution regarding:
  - a) the issuance of no more than 410,912 (four hundred ten thousand nine hundred twelve) Warrants with the exclusion of pre-emptive rights of the existing shareholders;
  - b) the conditional increase of the Company's share capital by an amount not exceeding PLN 82,182.40 (eighty-two thousand one hundred eighty-two zlotys forty groszy) to grant rights to subscribe for no more than 410,912 (four hundred ten thousand nine hundred twelve) Shares by holders of Warrants issued as part of the conditional increase of the Company's share capital.

### §3

1. The condition for Participants to acquire the right to subscribe for Warrants is the fulfillment of:
  - a) the financial target set by the Supervisory Board of the Company, which will be determined annually for each Fiscal Year ("Financial Target"), where both the financial indicator to which the Financial Target relates and the level of such indicator will be determined each time by the Supervisory Board of the Company at its discretion and will be adjusted for the results of atypical, extraordinary, or one-time events unrelated to the normal activities of the Company and without taking into account the costs of incentive programs that were, are, or will be implemented in the Company; or
  - b) the non-financial target set by the Supervisory Board of the Company for a given Fiscal Year ("**Non-Financial Target**"), where both the non-financial factor to which the Non-Financial Target relates and the method of its evaluation will be determined each time by the Supervisory Board of the Company at its discretion;  
  
and simultaneous
  - c) fulfillment of the loyalty criterion, understood as holding the position or maintaining the legal relationships with the Company specified in § 1 paragraph 2 above, from the date of signing the Participation Agreement at least until the date the Supervisory Board adopts a resolution confirming the achievement or non-achievement of the set Financial or Non-Financial Target ("**Loyalty Criterion**").
2. Resolutions setting Financial and Non-Financial Targets for a given Fiscal Year will be adopted by the end of February of the given Fiscal Year ("**Target Resolution**").
3. The Target Resolution will indicate the pool of preliminarily allocated Warrants entitling to subscribe for Shares that will be offered to each Participant after meeting the conditions set out in the Incentive Program for the given Fiscal Year ("**Individual Annual Pool**"),

whereby in relation to Participants who are not members of the Management Board, the proposal concerning the number of preliminarily allocated Warrants will be presented to the Supervisory Board by the Management Board.

4. The Target Resolution will specify the pool of preliminarily allocated Warrants entitling to subscribe for Shares that will be collectively offered to all Participants after meeting the conditions set out in the Incentive Program for the given Fiscal Year ("**Total Annual Pool**").
5. The Total Annual Pool for each Fiscal Year of the Incentive Program will not exceed 102,728 (one hundred two thousand seven hundred twenty-eight) Warrants, which constitutes  $\frac{1}{4}$  of the maximum number of Warrants referred to in § 2 paragraph 3, provided that the possibility of granting rights to subscribe for Warrants under the conditions specified in this Incentive Program may be carried over to subsequent Fiscal Years of the Incentive Program in accordance with the principles determined by the Supervisory Board based on the powers specified below in § 3 paragraph 7.
6. Verification of the achievement of the Financial and Non-Financial Targets set for the Incentive Program, as well as verification of the Participant's fulfillment of the Loyalty Criterion, will be carried out by the Supervisory Board of the Company within 15 (fifteen) working days after the Ordinary General Meeting of the Company approving the consolidated financial statement of the Company for a given Fiscal Year of the Incentive Program, in the form of resolutions of the Supervisory Board of the Company.
7. The Supervisory Board of the Company will be authorized to determine whether and on what terms the possibility of granting rights to subscribe for Warrants under the conditions specified in this Incentive Program will be carried over to subsequent Fiscal Years.

#### §4

1. In the event of fulfilling the conditions specified in § 3 paragraph 1 above, the Company will submit written Offers to Participants to subscribe for Warrants ("**Offer**") in the number corresponding to their allocated Individual Annual Pool, within 14 (fourteen) days from the date the Supervisory Board adopts the resolutions referred to in § 3 paragraph 6 above for the given Fiscal Year, subject to § 3 paragraph 7 above.
2. Participants to whom the Offer is addressed will exercise the right to subscribe for Warrants by submitting a written statement to the Company on the subscription of Warrants within 30 days from the date of receiving the Offer, but no later than August 31 of each Fiscal Year.
3. In the event the term for accepting the Offer falls within a closed period as referred to in Article 19 paragraph 11 of the Regulation (EU) No 596/2014 of the European Parliament

and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC, and 2004/72/EC ("**MAR Regulation**"), the maximum term for accepting the Offer by a Participant being a person discharging managerial responsibilities within the Company as defined in Article 3 paragraph 1 item 25) of the MAR Regulation is extended until the expiry of 7 (seven) days from the end of that period.

4. The Supervisory Board of the Company will be authorized to determine the consequences of not accepting the Offer by a Participant within the specified term, in particular, it will be authorized to indicate whether the unaccepted Warrants will be offered to other Participants and under what terms, or whether and under what terms the unaccepted Warrants will be carried over to the pool designated for subsequent Fiscal Years.
5. Promptly (but no later than within 30 (thirty) days from the expiration of the validity of the Offers), the Company will file an application for the registration of Warrants in the securities depository maintained by the National Depository for Securities S.A.
6. The rights from the Warrants will arise and will belong to the Participant upon the registration of the Warrants in the Participant's securities account.
7. The Warrants will be non-transferable but will be inheritable. The heirs of the Warrant holder are obliged to indicate to the Company the person authorized to exercise the right to subscribe for Shares. The right to subscribe for the Warrant is not inheritable.

## §5

1. Each Warrant entitles the holder to subscribe for one Share. The exercise of rights from the Warrant requires: (i) payment of the issue price in cash, and (ii) submission to the Company of a properly completed statement of subscription for Shares on a form prepared by the Company in accordance with Article 451 of the Commercial Companies Code.
2. The term for exercising rights from the Warrants will be 1 year from the date the Warrants are recorded in the Participant's securities account, but no later than December 31, 2029.
3. The rights from the Warrants that do not exercise the right to subscribe for Shares within the term specified in paragraph 2 will expire upon the expiry of that term.
4. The Warrant holder bears all consequences of failing to provide or incorrectly providing the Company with their correspondence address or other incorrect data.
5. Along with submitting the share subscription form, the Warrant holder is obliged to pay the issue price for the subscribed Shares by depositing an amount equal to the product of the

number of subscribed Shares and the issue price of the Shares into the Company's bank account specified in the Participation Agreement.

6. Upon receiving the properly completed statement of subscription for Shares from the Warrant holder, as mentioned in paragraph 1 above, and upon the Company receiving the issue price for the Shares, the Management Board will take actions to allot and record the Shares in the securities account of the Warrant holder.
7. All Shares will be subject to an application for admission to and introduction to trading on the regulated market operated by the Warsaw Stock Exchange S.A. („**WSE**”).
8. In connection with the provisions of paragraph 7, the Management Board of the Company, by December 31 of the relevant Fiscal Year, will submit all necessary applications, documents, and statements regarding the Shares allotted in that Fiscal Year to: (i) register the Shares in the securities depository maintained by the National Depository for Securities (KDPW), and (ii) admit and introduce the Shares to trading on the regulated market operated by the WSE.

#### §6

1. The Ordinary General Meeting of the Company authorizes the Management Board and the Supervisory Board of the Company to undertake all necessary actions to implement this resolution, in particular authorizes:
  - a) The Supervisory Board of the Company to:
    - i. Determine the Eligible Persons for participation in the Incentive Program who are members of the Management Board of the Company and to adopt the resolutions referred to in § 1 paragraph 3 above;
    - ii. Approve the Participation Agreement template, including specifying the circumstances under which a Participant may be excluded from the Incentive Program;
    - iii. Define the Financial and Non-Financial Goals;
    - iv. Establish Individual Annual Pools;
    - v. Adopt Objective Resolutions;
    - vi. Confirm the fulfillment of the conditions set forth in § 3 paragraph 1, in the form of resolutions referred to in § 3 paragraph 6 above;

- vii. Determine whether and under what conditions the possibility of granting rights to subscribe for Warrants under the terms of this Incentive Program will carry over to subsequent Financial Years;
- viii. Specify the consequences of not accepting the Offer by the Participant within the specified timeframe, including whether and under what conditions unallocated Warrants will be offered to other Participants, and whether and under what conditions unallocated Warrants will be transferred to the pool of Warrants designated for subsequent Financial Years.

b) The Management Board of the Company to:

- i. Determine the Eligible Persons (excluding members of the Management Board of the Company) for participation in the Incentive Program and to adopt the resolutions referred to in § 1 paragraph 3 above;
- ii. Propose Individual Annual Pools concerning Participants who are not members of the Management Board of the Company;
- iii. Prepare all necessary applications and documentation for the Supervisory Board of the Company to perform its duties under this resolution;
- iv. Prepare templates of documents related to the implementation of the Incentive Program.

2. This resolution enters into force upon adoption.

Vote "for" \_\_\_\_\_ number of shares \_\_\_\_\_

Vote "against" \_\_\_\_\_ number of shares \_\_\_\_\_

Abstain \_\_\_\_\_ number of shares \_\_\_\_\_

Objection filed in case of voting "against": YES \_\_\_ NO \_\_\_

Other instructions of the Principal: \_\_\_\_\_

regarding item 7 i) of the agenda

**Resolution No. 22**  
**of the Ordinary General Meeting of Shareholders**  
**Caspar Asset Management Spółka Akcyjna (Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**

**regarding the issuance of registered subscription warrants of series B, excluding in whole the pre-emptive rights of existing shareholders, conditional increase of the share capital of the Company, issuance of ordinary bearer shares of series J, excluding in whole the pre-emptive rights of existing shareholders, amendment to the Articles of Association of the Company, and seeking admission and introduction of series J shares to trading on the regulated market operated by the Warsaw Stock Exchange S.A.**

Pursuant to Article 393 item 5), Article 448, and Article 453 of the Commercial Companies Code (hereinafter "**KSH**"), in connection with Resolution No. 21 of the Ordinary General Meeting of Shareholders of Caspar Asset Management Spółka Akcyjna (Company) with its registered office in Poznań dated June 27, 2024, regarding the establishment of the Incentive Program in Caspar Asset Management S.A. (hereinafter referred to respectively as the "**Incentive Program**" and the "**Program Resolution**"), the Ordinary General Meeting of the company under the name Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

**ISSUANCE OF SUBSCRIPTION WARRANTS**

1. In order to grant eligible persons participating in the Incentive Program the rights to subscribe for shares, the Company decides to issue no more than 410,912 (four hundred ten thousand nine hundred twelve) registered series B subscription warrants ("**Warrants**" or "**Subscription Warrants**").
2. Each Warrant entitles the holder to subscribe for one ordinary series J bearer share of the Company with a nominal value of PLN 0.20 (twenty groszy) ("**Shares**").
3. The Warrants are issued free of charge and have no issue price.
4. The Warrants will be issued in dematerialized form and will be registered in the securities depository maintained by the National Depository for Securities in Warsaw S.A. ("**KDPW** ").
5. The Warrants are non-transferable but subject to inheritance. Heirs of the Warrant holder are obliged to indicate to the Company a person authorized to exercise the right to subscribe for Shares from the Warrants.



6. The Warrants will be offered to participants in the Incentive Program as defined in the Program Resolution ("**Participants**"), under the terms and conditions specified in the Program Resolution.
7. Exercise of the rights from the Warrants requires: (i) payment in cash of the issue price specified below in § 2 paragraph 4, and (ii) submission of a duly completed subscription form for Shares prepared by the Company in accordance with Article 451 of the KSH.
8. Subscription for Shares under the Warrants may be made within 1 year from the date of registration of the Warrants in the securities accounts of the Participants, but no later than December 31, 2029. After the expiration of the period for subscribing for Shares under the Warrants, the rights from the Warrants expire. The Warrants also expire upon the exercise of the right to subscribe for Shares incorporated therein.
9. Detailed terms and conditions for offering and subscribing for Warrants and the procedure for exercising the rights from the Warrants are specified in the Program Resolution.
10. The Ordinary General Meeting of the Company hereby authorizes the Management Board and the Supervisory Board of the Company to undertake all factual and legal actions related to the issuance of the Warrants, in particular authorizes the Management Board to conclude an agreement regarding the registration of the Warrants in the securities depository maintained by KDPW.

## § 2

### **CONDITIONAL INCREASE OF THE SHARE CAPITAL**

1. In order to grant the Warrant holders the rights to subscribe for Shares in the Company's share capital, pursuant to Articles 448 and 449 of the KSH, the share capital is conditionally increased by an amount not exceeding PLN 82,182.40 (eighty-two thousand one hundred eighty-two zlotys and forty groszy) through the issuance of no more than 410,912 (four hundred ten thousand nine hundred twelve) Shares.
2. The increase in the share capital through the issuance of Shares becomes effective if the Warrant holders exercise their right to subscribe for Shares on the terms specified in this resolution.
3. The right to subscribe for Shares will be vested in the holders of the Warrants. The period for exercising the right to subscribe for Shares is specified above in § 1 paragraph 8 of this resolution.
4. The issue price of the Shares will be PLN 3 (three) per Share.
5. The Shares will be fully paid for in cash, contributed before the allocation of Shares referred

to in Article 451 §3 of the KSH.

6. The Shares will participate in dividends starting from the financial year commencing on January 1, 2025, provided that only those Shares that are recorded in the securities account or collective account no later than on the dividend date specified in the relevant resolution of the Ordinary General Meeting of the Company for a given financial year regarding the allocation of the Company's profit for distribution among shareholders in the form of dividends. In the event that the Shares are recorded in the securities account or collective account later than on the dividend date specified in the relevant resolution of the Ordinary General Meeting of the Company for a given financial year regarding the allocation of the Company's profit for distribution among shareholders in the form of dividends, the Shares will participate in dividends starting from the financial year commencing on January 1 of the year in which these Shares were recorded in the securities account or collective account.
7. The Shares will be subject to an application for admission and introduction to trading on the regulated market operated by the Warsaw Stock Exchange ("**WSE**") if, on the date of allocation of the Shares, the Company's shares are admitted to trading on the regulated market of the WSE.
8. The Ordinary General Meeting of the Company hereby authorizes the Management Board to undertake all factual and legal actions related to the issuance of Shares and the implementation of this resolution, in particular authorizes the Management Board to conclude an agreement regarding the registration of Shares in the securities depository maintained by KDPW and to submit an application for the admission and introduction of Shares to trading on the regulated market operated by the WSE.

### § 3

#### **EXCLUSION OF PRE-EMPTIVE RIGHTS**

1. In the interest of the Company, the existing shareholders of the Company are deprived of the pre-emptive rights to the Shares and Warrants in their entirety. The Ordinary General Meeting decided to adopt the following content of the opinion presented by the Management Board of the Company as the written opinion justifying the reasons for the exclusion of the pre-emptive rights of the existing shareholders of the Company to the Shares and Warrants, as well as indicating the method of determining the issue price of the Shares, in accordance with the requirements of Article 433 § 2 of the KSH and constitutes at the same time the justification for the adoption of the resolution required by Article 449 § 1 in connection with Article 445 § 1 of the KSH:

„The adoption of the resolution on the conditional increase of the share capital through the issuance of new series J shares excluding the pre-emptive rights of the existing shareholders in their entirety and the issuance of series B subscription warrants excluding the pre-emptive rights of the existing shareholders in their entirety is justified by the necessity to grant rights to subscribe for shares to the holders of subscription warrants who are participants in the incentive program.

The purpose of the incentive program is to provide optimal conditions for individuals who are crucial for the realization of the Company's strategic goals by permanently binding the program participants to the Company. Given the key importance of the incentive program participants for achieving both the current and future strategic goals of the Company, the nature of the incentive program, and the need to bind the program participants to the Company, it is justified to grant the Warrants free of charge and set the issue price of the series J shares at an amount of PLN 3 (three).

The proposed issue price represents approximately 37% of the current share price of the Company on the main market operated by the Warsaw Stock Exchange as of May 27, 2024. The Management Board believes that it is justified for the participants in the incentive program to be entitled to subscribe for shares on preferential terms in the event of achieving the set goals that are of strategic importance to the Company. This will appropriately motivate the Company's key personnel and will translate into the achievement of the Company's long-term goals by appropriately binding these individuals to the Company and creating the potential for lasting cooperation.

For the reasons presented above, the complete exclusion of the existing shareholders' pre-emptive rights to the series J shares and series B subscription warrants and the enabling of the subscription for series J shares by the incentive program participants at the above-mentioned issue price is justified, in the interest of the Company, and not contrary to the interests of its shareholders.”

#### §4

#### **AMENDMENT TO THE ARTICLES OF ASSOCIATION**

1. Pursuant to Article 402 § 2 and Article 430 § 1 of the Commercial Companies Code (KSH) and § 27 paragraph 3 letter j) of the Company's Articles of Association, in connection with the conditional increase of the Company's share capital, the Ordinary General Meeting of Shareholders of the Company amends § 8 of the Company's Articles of Association by adding a new paragraph 1b after paragraph 1a as follows:

„1b. Based on resolution No. 22 of the Ordinary General Meeting of Shareholders of Caspar Asset Management Spółka Akcyjna (Company) dated June 27, 2024, regarding the issuance of registered subscription warrants series B with the exclusion of pre-emptive rights of existing

shareholders in entirety, the conditional increase of the Company's share capital, the issuance of ordinary bearer shares series J with the exclusion of pre-emptive rights of existing shareholders in entirety, the amendment of the Company's Articles of Association, and the application for admission and introduction of series J shares to trading on the regulated market operated by the Warsaw Stock Exchange, the share capital of the Company has been conditionally increased by an amount not exceeding PLN 82,182.40 (eighty-two thousand one hundred eighty-two zlotys forty groszy) through the issuance of no more than 410,912 (four hundred ten thousand nine hundred twelve) ordinary bearer shares series J with a nominal value of PLN 0.20 (twenty groszy) each and a total nominal value of PLN 82,182.40 (eighty-two thousand one hundred eighty-two zlotys forty groszy), to grant rights to subscribe for series J shares to holders of series B subscription warrants, who are participants in the incentive program implemented by the Company. The right to subscribe for series J shares may be exercised until December 31, 2029. Series J shares will be fully paid up in cash. Series J shares will be subject to an application for admission and introduction to trading on the regulated market operated by the Warsaw Stock Exchange."

## §5

### **FINAL PROVISIONS**

1. The Management Board and the Supervisory Board of the Company are authorized to perform all actions necessary to implement this resolution, in particular, the Management Board is authorized to perform all factual and legal actions related to the registration of the Warrants and Shares in the depository maintained by the Central Securities Depository of Poland (KDPW) and the admission and introduction of the Shares to trading on the regulated market operated by the Warsaw Stock Exchange S.A. (WSE).
2. The resolution enters into force upon its adoption, provided that the amendments to the Company's Articles of Association shall come into effect on the date of registration of the change to § 8 of the Company's Articles of Association by the registry court.

Justification for Draft Resolution No. 22:

The implementation of incentive programs based on the granting of rights to subscribe for shares is a common practice in the capital market. Such a program serves both as a motivational tool and as a form of remuneration for contributing to the Company's profitability. According to Article 448 § 1 of the KSH, the general meeting may resolve to increase the share capital, provided that the persons granted the right to subscribe for shares will exercise it under the conditions specified in the resolution in accordance with the procedures set out in Articles 448-452 of the KSH (conditional increase of share capital). Furthermore, pursuant to Article 430

§ 1 of the KSH and § 27 paragraph 3 letter j) of the Company's Articles of Association, an amendment to the Articles of Association concerning the conditional increase of share capital requires, inter alia, a resolution of the general meeting. Therefore, it is necessary to present this draft resolution to the General Meeting for consideration.

Vote "for" \_\_\_\_\_ number of shares \_\_\_\_\_  
Vote "against" \_\_\_\_\_ number of shares \_\_\_\_\_  
Abstain \_\_\_\_\_ number of shares \_\_\_\_\_  
Objection filed in case of voting "against": YES \_\_\_ NO \_\_\_  
Other instructions of the Principal: \_\_\_\_\_

*regarding item 7 j) of the agenda*

**Resolution No. 23**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**

**regarding the adoption of the consolidated text of the Company's Articles of Association**

Pursuant to Article 430 § 5 of the Commercial Companies Code, the Ordinary General Meeting of Shareholders of Caspar Asset Management Spółka Akcyjna with its registered office in Poznań resolves as follows:

§ 1

The Ordinary General Meeting of Shareholders of the Company resolves to adopt the consolidated text of the Company's Articles of Association as set forth in the appendix to this resolution.

§ 2

This resolution enters into force on the date of registration of the amendment to § 8 of the Company's Articles of Association by the registry court.

Vote "for" \_\_\_\_\_ number of shares \_\_\_\_\_  
Vote "against" \_\_\_\_\_ number of shares \_\_\_\_\_  
Abstain \_\_\_\_\_ number of shares \_\_\_\_\_  
Objection filed in case of voting "against": YES \_\_\_ NO \_\_\_  
Other instructions of the Principal: \_\_\_\_\_

regarding item 7 k) of the agenda

**Resolution No. 24**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**

**regarding the expression of an opinion on the Report of the Supervisory Board**  
**on the remuneration of the Members of the Management Board and Supervisory Board**  
**of Caspar Asset Management S.A. for the period from January 1, 2023 to December 31, 2023**

Pursuant to Article 395 § 2<sup>1</sup> of the Commercial Companies Code, Article 90g paragraph 6 of the Act of July 29, 2005 on public offering and conditions for introducing financial instruments to the organized trading system and on public companies (consolidated text: Journal of Laws of 2024, item 620, as amended), and § 27 paragraph 3 letter o) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of Caspar Asset Management Spółka Akcyjna with its registered office in Poznań resolves as follows:

§ 1

The Ordinary General Meeting of Shareholders of the Company hereby expresses a positive opinion on the Report of the Supervisory Board on the remuneration of the Members of the Management Board and Supervisory Board of Caspar Asset Management S.A. for the period from January 1, 2023 to December 31, 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for"	___	number of shares _____
Vote "against"	___	number of shares _____
Abstain	___	number of shares _____
Objection filed in case of voting "against":	YES ___	NO ___
Other instructions of the Principal:	_____	

regarding item 7 I) of the agenda

**Resolution No. 25**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the assessment of whether the Company's remuneration policies support its**  
**development and operational security**

Pursuant to § 28 paragraph 4 of the "Corporate Governance Principles for Supervised Institutions" constituting an appendix to Resolution No. 218/2014 of the Polish Financial Supervision Authority dated July 22, 2014, and § 27 paragraph 3 letter o) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of Caspar Asset Management Spółka Akcyjna with its registered office in Poznań resolves as follows:

§ 1

1. The Ordinary General Meeting of Shareholders of the Company accepts the Report of the Supervisory Board on the functioning of remuneration policies for the period from January 1, 2023, to December 31, 2023.
2. The Ordinary General Meeting of Shareholders of the Company declares that the remuneration policies in place support the development and operational security of the Company as a supervised institution.

§ 2

This resolution enters into force upon adoption.

Vote "for"	___	number of shares _____
Vote "against"	___	number of shares _____
Abstain	___	number of shares _____
Objection filed in case of voting "against":	YES ___	NO ___
Other instructions of the Principal:	_____	

regarding item 7 m) of the agenda

**Resolution No. 26**

**of the Ordinary General Meeting of Shareholders  
of Caspar Asset Management Spółka Akcyjna (the Company)  
with its registered office in Poznań  
dated June 27, 2024  
regarding the adoption of the Report on the assessment of the application of Corporate  
Governance Principles for Supervised Institutions in the Company in 2023**

Pursuant to § 27 of the "Corporate Governance Principles for Supervised Institutions" constituting an appendix to Resolution No. 218/2014 of the Polish Financial Supervision Authority dated July 22, 2014, and § 27 paragraph 3 letter o) of the Company's Articles of Association, the Ordinary General Meeting of Shareholders of Caspar Asset Management Spółka Akcyjna with its registered office in Poznań resolves as follows:

§ 1

The Ordinary General Meeting of Shareholders of the Company hereby adopts the Report of the Supervisory Board regarding the assessment of the application of Corporate Governance Principles for Supervised Institutions in the Company in 2023.

§ 2

This resolution enters into force upon adoption.

Vote "for" \_\_\_\_\_ number of shares \_\_\_\_\_  
Vote "against" \_\_\_\_\_ number of shares \_\_\_\_\_  
Abstain \_\_\_\_\_ number of shares \_\_\_\_\_  
Objection filed in case of voting "against": YES \_\_\_ NO \_\_\_  
Other instructions of the Principal: \_\_\_\_\_



*regarding item 7 n) of the agenda*

**Resolution No. 27**  
**of the Ordinary General Meeting of Shareholders**  
**of Caspar Asset Management Spółka Akcyjna (the Company)**  
**with its registered office in Poznań**  
**dated June 27, 2024**  
**regarding the update on the scope of application of the "Best Practices of WSE Listed**  
**Companies 2021**

Pursuant to § 27 paragraph 3 letter o) of the Company's Articles of Association, in connection with § 29 of the Regulations of the Warsaw Stock Exchange S.A. (hereinafter referred to as "WSE") and with the Resolution of the WSE Supervisory Board dated March 29, 2021, No. 13/1834/2021 on the adoption of the "Best Practices of WSE Listed Companies 2021" (hereinafter referred to as "DPSN 2021") and the Resolution of the WSE Management Board dated July 1, 2021, No. 691/2021 on the provision of information by listed companies regarding the application of corporate governance principles, the Ordinary General Meeting of Shareholders of Caspar Asset Management S.A. with its registered office in Poznań resolves as follows:

§ 1

Considering that:

1. The Management Board of the Company, by Resolution No. 1/09/2022 dated September 19, 2022, adopted a statement regarding the application of the "Best Practices of WSE Listed Companies 2021" (hereinafter referred to as "DPSN 2021"), constituting corporate governance principles for joint-stock companies that are issuers of shares, convertible bonds, or bonds with preemptive rights, which are admitted to trading on the regulated market operated by the Warsaw Stock Exchange S.A.
2. The Management Board of the Company, by Resolution No. 10/03/2024 dated March 27, 2024, updated the Information on the application status of the principles contained in the DPSN 2021 by the Company.
3. The Supervisory Board of the Company, in Resolution No. 1 dated September 19, 2022, declared the application of corporate governance principles expressed in DPSN 2021.
4. The Supervisory Board of the Company, in Resolution No. 2 dated May 6, 2024, updated the application status of DPSN 2021.

5. Some corporate governance principles contained in DPSN 2021 are addressed directly to the General Meeting and the shareholders of the Company.

The Ordinary General Meeting of Shareholders of the Company declares the application of the "Best Practices of WSE Listed Companies 2021" addressed to the General Meeting and the shareholders of the Company to the extent indicated in the Information on the application status of DPSN 2021, which constitutes an appendix to this resolution.

§ 2

This resolution enters into force upon adoption.

Vote "for" \_\_\_\_\_ number of shares \_\_\_\_\_

Vote "against" \_\_\_\_\_ number of shares \_\_\_\_\_

Abstain \_\_\_\_\_ number of shares \_\_\_\_\_

Objection filed in case of voting "against": YES \_\_\_ NO \_\_\_

Other instructions of the Principal: \_\_\_\_\_