

BYLAWS OF THE COMPANY'S GENERAL MEETING
„UNIMA 2000 SYSTEMY TELEINFORMATYCZNE”
SPÓŁKA AKCYJNA

adopted by Resolution no 34 of the Ordinary General Meeting under the name of Unima 2000 Systemy Teleinformatyczne Spółka Akcyjna with the registered office in Kraków on 14 June 2016.
The Resolution became effective on 15 June 2016.

BYLAWS OF THE COMPANY'S GENERAL MEETING
„UNIMA 2000 SYSTEMY TELEINFORMATYCZNE” JOINT
STOCK
COMPANY

Article 1

General provisions

1. These by-laws set out in detail the terms and procedure for calling and holding the General Meeting of the Company „Unima 2000 Systemy Teleinformatyczne" Spółka Akcyjna (further referred to as the "Company").
2. The General Meeting is the supreme governing body of the Company.
3. The General Meeting may be convened as ordinary or extraordinary.
4. The scope of the competences of the General Meeting is determined by the provisions of the Commercial Companies Code and the Articles of Association of the Company.

Article 2

Convocation of the General Meeting

1. The General Meeting is convened by the Management Board, and in certain cases provided for in the Commercial Companies Code, the General Meeting may be convened by the Board of Directors or stockholders.
2. Ordinary General Meeting is convened once a year, not later than 6 months after the end of fiscal year. Extraordinary General Meeting is convened in cases when bodies or persons entitled to demand its convocation find it necessary.
3. The Board of Directors may convene the Ordinary General Meeting if the Management Board fails to do so within the period established in paragraph 2 and the Extraordinary General Meeting, when it finds it advisable.
4. If the stockholder or stockholders representing at least 1/20 (one twentieth) of the Company's share capital demand that Extraordinary General Meeting be convened, the Management Board shall convene it within two weeks of the date the request is made. The request to convene the General Meeting should be justified.
5. In case the General Meeting is not convened within the period defined in point 4, the registry court can entitle the stockholder or stockholders presenting this request to convene an Extraordinary General Meeting, after having the Management Board called for a statement.
6. The stockholder or stockholders representing at least 1/20 (one twentieth) of the Company's share capital are entitled to demand that certain issues be put on the agenda of the next General Meeting and to propose drafts of resolutions concerning matters put on the agenda of the General Meeting or matters that are to be put on the agenda in to the Company writing or via electronic mail, within 21 (twenty one) days prior to the scheduled date of the General Meeting. The request should be justified.
7. General Meeting is convened by means of an announcement on the Company's website and in the manner described for providing of current information in accordance with provisions regarding the public offer and terms of introduction of financial instruments to the organized trading system and public companies. The announcement should be made at least 26 (twenty six) days before the General Meeting.
8. The announcement of the general meeting of a public company should meet formal requirements referred to in Art. 4022 of Commercial Companies Code.
9. Cancellation of a General Meeting whose agenda includes specified matters at the request of entitled parties, or which was called at such request, may take place only with the consent of the requesting parties.

10. Cancellation or change of the date or time of a General Meeting takes place in the same manner as its calling, with the Company's effort to ensure that such events do not prevent a stockholder from exercising their right to participate in the General Meeting, nor limit their right to do so.
11. The General Meeting takes place in the Company's registered office or in another location in Poland.
12. A change in the date of a General Meeting shall be made in the same way as a cancellation, even if the proposed agenda does not change.

**Arti
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List of stockholders

1. The Management Board makes and signs the list of stockholders entitled to participate in the General Meeting. The Company makes the list of stockholders entitled to participate in the General Meeting on the basis of stocks submitted to the Company according to Art 4063(1) of Commercial Companies Code, the list made by the entity running the security deposit and according to the Company's stock register as of the day participation in the General Meeting was registered.
2. The list referred to in point 1 includes names and surnames or company names of the entitled parties, their address (registered office), number, type and number of stocks and the number of votes they are entitled to.
3. A natural person may provide correspondence address instead of the address of residence.
4. If the voting right attached to a stock is conferred upon a pledgee or usufructuary, such circumstances shall be marked on the list of stockholders at the request of the authorised party.
5. The list of stockholders is displayed for the stockholders at the Company's registered office during three working days directly after the General Meeting at the time and place when the Meeting is held. Stockholders may browse the list of stockholders in the premises of the Management Board and request a copy of the list against the cost of preparing it, or that the stockholder list be sent to them via electronic mail for free to the address they provide.
6. Stockholders can participate in the General Meeting and cast their votes either in person or by proxies. The participation of a representative of a stockholder in the General Meeting requires a proper certification of the right to act on their behalf in a proper way. It is assumed that the written document, confirming the right to represent a stockholder at the General Meeting is legally valid and does not require any additional confirmation, unless its authenticity or validity prima facie is doubtful to the Management Board of the Company or to the Chairperson of the General Meeting.
7. Information about granting the power of attorney in electronic form shall be sent to the Company's email address indicated in the announcement of General Meeting convocation, applying due care in order to allow effective verification of the validity of the power of attorney. Together with the notification of granting the power of attorney in electronic form, the stockholder will send a scan of the granted power of attorney, a scan of ID or passport enabling the identification of the shareholder as the principal and of the proxy.
8. Should the power of attorney be granted by a legal person or an organisational unit referred to in Art. 331 of the Civil Code, the stockholder being the principal additionally sends a scan of the extract from the register in which the principal is registered.
 9. Should the proxy be a legal person or an organisational unit referred to in Art. 331 of the Civil Code, the stockholder being the principal additionally sends a scan of the extract from the register in which the proxy is registered.
10. The stockholder who sends a notification of granting the power of attorney also sends to the Company the e-mail address and telephone number of the stockholder and proxy, via which the Company shall be able to communicate with the stockholder and their proxy.
11. Electronic submission of the above mentioned documents does not exempt the proxy from the obligation to provide documents allowing their identification when drawing up the list of attendance of persons entitled to attend the General Meeting of the Company.

12. The Company undertakes appropriate actions aimed at identifying the stockholder and proxy in order to verify the validity of the power of attorney granted in electronic form. Such verification may consist in a return e-mail message or a telephone call to a stockholder or proxy in order to confirm the power of attorney and its scope. The description of the method of verifying the validity of the power of attorney granted in electronic form may contain the content of notification of convocation of the General Meeting.
13. Principles for identification of the stockholder apply respectively to notifying the Company on revoking the power of attorney.
14. The right to represent a stockholder who is not a natural person should result from presenting a copy of the relevant registry entry at making the attendance list (submitted in the original or a copy certified to be true by a public notary), or as applicable, by a series of powers of attorney.
15. The person(s) granting powers of attorney on behalf of a stockholder not being a natural person should appear in a current extract from the register appropriate to the stockholder in question.
16. Shall a member of the Management Board of the Company, a member of the Supervisory Board of the Company, a liquidator, an employee of the Company or a member of the governing bodies or an employee of the subsidiary company be proxies, the power of attorney may authorise representation only at one General Meeting. A proxy shall be obliged to disclose to the stockholder any circumstances that cause or may cause conflict of interests. Granting further power of attorney is not allowed.
17. A person entitled to browse the list of stockholders is a member of the General Meeting. Participants of the General Meeting can request completion or amendment of the list of stockholders. The request for completion or amendment of the list of stockholders shall be made in writing and provided to the Management Board.

**Arti
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Opening of the Meeting

1. With the exception of point 4, the General Meeting is opened by the Chairperson of the Supervisory Board or a person designated by them. Shall these persons be absent, the General Meeting is opened by the President of the Management Board.
2. The person opening the General Meeting may make decisions concerning the order and necessary for starting the debates of the General Meeting, refraining from any other formal or factual actions.
3. The person opening the General Meeting should undertake actions aimed at immediate election of the Chairperson and shall monitor the proper course of voting, announce the result and hand over control of the proceedings to the Chair.
4. In cases described in the Commercial Companies Code, the General Meeting can be opened by a person designated by the stockholders or court.

**Arti
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Chairperson of the Meeting

1. Unless the Chairperson of the General Meeting was appointed as described in Art. 4(4), the election of the Chairperson of the Meeting shall be done before the proceedings.
2. The Chairperson of the General Meeting shall be selected from among the persons entitled to participate in the Meeting. Each person entitled to participate in the General Meeting has the right to present one candidate for the Chair of the Meeting.
3. Persons whose candidacies have been put forward shall be entered into a list of candidates in as far as they express their consent. The list of candidates is drawn up by the person opening the General Meeting.
 4. If there is only one candidate, he or she shall become the Chairperson if none of the persons entitled to vote objects.
5. The Chairperson of the General Meeting is elected in a public voting, in the order that the candidates were entered on the list. The person who is first to win at least 50% of votes is elected the Chairperson of the

General Meeting. In such a case, further voting is excluded.

6. If secret voting for the Chairperson is requested, the person opening the General Meeting orders signing of the attendance list, signs it and determines the number of stockholders attending the Meeting (in person or through proxies) and the number of votes they have, and then orders secret voting. In such a case, the Chairperson is elected in a secret voting, by casting a vote for or against each consecutive candidate. The person who won at least 50% of the votes becomes the Chairperson.
7. If two or more candidates win the same highest number of votes, the person opening the General Meeting orders a supplementary voting. Person who wins the simple majority of votes becomes elected.
8. Chairperson of the Meeting controls the proceedings of the General Meeting in line with the agenda, law, articles of Association and these By-laws. The Chairperson of the General Meeting ensures that the meeting proceeds smoothly and that the rights and interests of all stockholders are respected. The Chairperson shall in particular prevent abuse of rights by the participants of the General Meeting and shall ensure respect for the rights of minority stockholders.
9. The Chairperson may not unreasonably delay the execution of the minutes of the General Meeting.
10. The Chairperson may independently order procedural breaks in the proceedings other than adjournments ordered by the General Meeting under Article 408 Art. 2 of the Commercial Companies Code. Procedural breaks shall be ordered by the Chairperson only in justified cases, and in such a way that it is possible to end the proceedings of the General Meeting on the day they were commenced. Breaks ordered by the Chairperson may not be aimed at hindering stockholders in exercising their rights.
11. The Chairperson may put procedural matters on the agenda, including, but not limited to: admission to the meeting room of persons who are not stockholders, filing a motion to change the order of processing items on the agenda, method of additional recording of the proceedings, consideration of the motion and adopting a resolution of convening the Meeting.
12. As far as procedural matters are concerned, the Chairperson may independently decide about leaving a filed motion unaddressed.
13. Decisions of the Chairperson concerning procedural matters may be appealed by the participants to the Meeting.
14. The tasks of the Chairperson include in particular:
 - 1) immediately after taking the chair, signing attendance list and making it available during the proceedings of the General Meeting,
 - 2) stating that the General Meeting is duly convened,
 - 3) putting the agenda to the vote,
 - 4) ensuring proper and efficient conduct of the proceedings and voting,
 - 5) giving the floor to participants of the meeting, members of the Company's bodies and invited guests,
 - 6) where necessary, taking part in editing the text of motions put to the vote,
 - 7) managing the voting, informing the participants of the General Meeting of its principles and the method of passing resolutions, as well as overseeing its correct performance,
 - 8) announcing the results of the vote,
 - 9) managing the work of the secretary office conducting the attendance list,
 - 10) closing the General Meeting upon exhausting the agenda thereof.

**Arti
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Attendance list

1. Immediately after the election, the Chairperson of the General Meeting shall sign the attendance list containing the names of the participants of the Meeting and indicating the number of stocks each participant represents and the number of votes allocated to each participant.
2. The following are required when drawing up the attendance list:
 - 1) verify, whether a stockholder is entitled to participate in the General Meeting,
 - 2) verify the identity of the stockholder or their proxy (other representative) against an ID or another reliable identity-proving document,
 - 3) verify if the stockholder is represented in a proper way; documents stating the representation right (powers of attorney, extracts from appropriate registers) are enclosed to the minutes of the General Meeting,
 - 4) obtain the signature of the stockholder or their proxy (other representative) on the attendance list,
 - 5) Provide the stockholder or their proxy (other representative) with an appropriate ballot.
3. Attendance list is drawn up by persons designated to do so by the Management Board.
 4. Appeals related to the right of participation in the General Meeting shall be presented to the Chairperson of the Meeting.

**Arti
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Stating that the General Meeting is duly convened

After the election of the Chairperson of the General Meeting and signing the attendance list, the Chairman of the General Meeting shall confirm the validity of convening the General Meeting and its ability to adopt resolutions, present the agenda and orders election of the Returning Committee.

**Arti
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Selection of the Returning Committee Company performing electronic processing of the General Meeting

1. Calculations of the result of the voting is done by a company performing electronic processing of the General Meeting (hereinafter the "Vote Counting Company"), unless such a company has not been hired. In such a case, votes are counted by the Chairperson of Returning Committee, provided that it has been appointed.
2. Returning Committee consists of three members.
3. Members of the Returning Committee are selected from among the participants of the General Meeting, and each stockholder may present one candidate. If less than three candidates are presented, the Returning Committee shall not be selected.
4. The section of the members of the commission is done by the General Meeting, by casting a vote for or against each consecutive candidate. If a candidate wins 50% of votes, he or she is elected a member of the commission.
5. The members of the commission become the persons with the largest number of votes.
6. The members of the Returning Committee shall appoint from their circle the Chairperson.
7. Subject to point 8, the tasks of the Returning Committee include:

- 1) monitoring the correct course of voting,
 - 2) supervising the persons counting votes,
 - 3) establishing the result of voting and presenting it to the Chairperson for in order for him/her to make an announcement,
 - 4) other activities related to the conduct of voting.
8. In case of finding irregularities in the voting, the Returning Committee is obliged to inform the Chairperson thereabout, at the same time proposing motions related to further proceedings.

**Arti
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9**

**Participation of the members of the Management Board and Supervisory Board
as well as other persons in the Meeting**

1. Members of the Supervisory Board and Management Board participate in the General Meeting in such a composition that it is possible to provide substantial answers to questions asked during the General Meeting.
2. Representatives of the media are allowed to attend General Meetings of the Company. For that purpose, the Management Board may invite experts, guests and journalists to the General Meeting.
3. Management Board is obliged to inform the members of the Supervisory Board in writing about the dates of Meetings.
4. Other people, in particular certified auditors and experts, may participate in proceedings, or a part thereof, when invited by the Management Board, provided that their participation is justified due to the need to present an opinion related to discussed matters to the participants. Such people may also be invited ad hoc by the Management Board and Chairperson, and participate only in some part of the Meeting.

**Artic
le 10**

Consideration of the agenda

1. After the attendance list is signed and checked, the Chairperson puts the agenda to a vote.
2. General Meeting may accept the proposed agenda without changes, change the order of the examined items or delete specified items from it, provided that the resolution on abandoning the consideration of a matter placed on the agenda may be passed only for good and relevant reasons and the motion for removing a point from the agenda should be justified in detail.
3. General Meeting can also introduce new matters to the agenda and have them discussed without passing resolutions concerning such matters, however, unless the whole share capital is represented at the General Meeting and no one objects to adopting the resolution.
 4. Voting over procedural points may only concern matters related to the course of the General Meeting.
5. The Chairperson may not independently remove items from the agenda, change the order of the items and put on the agenda substantive items not included in the agenda.
6. After the presentation of each item on the agenda, the Chairperson shall draw up a list of people who sign up for the discussion and after closing the list, shall open the discussion giving the floor in the order in which the speakers signed up. The Chairperson is the one to decide when to close the discussion.
7. At the request of a participant of the General Meeting, it is possible to change the text of the resolution draft and introduce amendments, provided that they will not result in adopting a resolution whose content does not pertain to the agenda, unless the draft has been prepared by the stockholders.
8. With the exception of point 7, the Chairperson puts on vote resolutions whose contents have been given in the announcement of convening the General Meeting. It is followed by voting on drafts presented by the Management Board, Supervisory Board, stockholders representing at least one twentieth of the share capital, and other stockholders.
9. A party objecting to a resolution shall have an opportunity to concisely present the reasons for its objection, and the Chairperson is obliged to ensure such action is possible.
10. The Chairperson may, irrespective of the order, give the floor to members of the Management Board, Supervisory Board and invited experts whose votes shall not be taken into account when determining the list and number of speakers.
11. Speaking shall be permitted only on issues included in the agenda, within the currently discussed item of the agenda.
12. When considering any issue on the agenda, depending on the subject, the Chairperson may designate the time that each speaker shall be entitled to for a speech or a retort. The aforementioned restriction does not

apply to the members of the Management Board, Supervisory Board and experts.

13. The Chairperson may reprimand the speaker who talks about matters unrelated to the topic processed, exceeds the time appointed for the speech or speaks in a manner disparaging the Meeting.
14. The speakers who do not observe the Chairperson's remarks or make statements in a way infringing the By-laws, may have their right to speak revoked by the Chairperson.
15. The Chairperson may remove any person who disturbs the order of the Meeting.
16. In formal matters the Chairperson may give the floor out of turn. Formal matters are considered, in particular, motions related to closing the list of speakers, limiting, postponing or closing a discussion, limiting time for speeches, ordering a procedural break in the proceedings, an order for adopting resolutions, compatibility with the law and provisions of the Articles of Association and the By-laws.
17. Formal matters should be discussed directly after being presented.
18. After closing the discussion on formal matters, the Chairperson orders voting of the General Meeting related to such matters, unless it is necessary to order a procedural break to obtain an expert's opinion.
19. After all items on the agenda have been covered, the Chairperson closes the General Meeting. At this moment it stops functioning as a body of the Company, whereas present participants of the General Meeting cannot longer adopt valid resolutions.

Article 11

Adopting resolutions

1. Written draft resolutions covered by the agenda of the General Meeting shall be prepared by the Management Board, unless an item of the agenda has been presented by stockholders representing at least one twentieth of the share capital - the draft resolution is prepared by the stockholders. Whereas, if these stockholders fail to present a draft resolution, it shall be prepared by the Management Board
2. If in the course of the discussion the speakers have not formulated clearly the text of the proposed resolution, the Chairperson shall be obliged to edit the final version of the proposals.
3. Draft resolution may be presented in writing to the Chairperson.
4. Draft resolution or request for the change of its content may be revoked by the persons presenting them.
5. Rejecting a draft resolution as a result of failure to obtain the required majority of votes shall not mean that the General Meeting passed a negative resolution with the text contrary to the motion subjected to vote.
6. The Meeting may amend or overrule its resolution earlier passed (reassumption).
7. With the exception of point 8, voting on resolutions shall take place after reading their drafts by the Chairperson.
8. If there are printed resolutions available in the meeting room, or the resolution is displayed by means of a multimedia device, it is not necessary to read its text.
9. If adopting a resolution requires a certain quorum or a qualified majority of votes, checking the number of votes the participants are entitled to or the amount of represented share capital is done by counting the number of votes cast in voting over draft resolution.
10. The Chairperson may order that the participants of the General Meeting vote in the order established by them.
11. Resolutions of the General Meeting passed by the absolute majority of votes cast, irrespective of the number of stocks present at the General Meeting. The above principle does not pertain to cases, where it is required by law or the Articles of Association to have a qualified majority to pass a resolution. 12. Stockholders participating in the General Meeting have a number of votes equal to the number of stocks they have, except for the privileged stocks.

Arti
Appointing and dismissing members of the Supervisory
Board

1. Each of the Company's founders is has the right to appoint one member of the Supervisory Board. This right may be executed as long as the founder owns at least 10 (ten) percent of votes at the General Meeting. Other members of the Supervisory Board are chosen by the General Meeting. At least one member of the Supervisory Board selected by the General Meeting is an independent participant, referred to in Art. 16 of the Articles of Association.
2. Candidates for members of the Supervisory Board are presented during the General Meeting by the participants of the General Meeting, filing a request to appoint members of the Supervisory Board. Shall these person be absent, the candidates are presented by the Chairperson of the General Meeting.
3. Member of the Supervisory Board (candidate for a member of the Supervisory Board) should:
 - a) have proper qualifications, knowledge, experience and skills necessary to perform their function;
 - b) warrant the due performance of the obligations of a member,
4. When selecting the members of the Supervisory Board, the Founders and/or the General Meeting take into account individual qualifications and experience of all the members of the Supervisory Board and make sure that individual competences of all the members of the Supervisory Board complement each other.
5. The Chairperson orders voting for the members of the Supervisory Board after the members of the General Meeting have finished their speeches.
6. With the exception of point a above, voting for the members of the Supervisory Board is secret and is done individually per each candidate. If the number of candidates is bigger than the number of mandates, then candidates with the biggest number of votes are appointed members of the Supervisory Board. If two or more candidates win the same number of votes, the Chairperson orders a second voting, if there are still mandates.
7. When ordering additional voting, the Chairperson determines the number of mandates to be allocated. The persons who won the biggest number of votes in the second ballot are appointed members of the Supervisory Board, depending on the number of mandates remaining.

Artic
le 13
Group voting

1. The Chairperson orders group voting in relation to election of the members of the Supervisory Board is such a motion has been put by stockholders representing at least 1/5 of the share capital.
2. The motion for group voting is submitted by stockholder to the Management Board of the Company in writing, within the date enabling to put group voting for Supervisory Board members on the agenda of the General Meeting.
3. After ordering group voting, the Chairperson orders the participants of the General Meeting to form separate groups necessary to perform voting and determines the number of stocks necessary to form a group. A stockholder may belong to only one voting group.
4. It is allowed to form as many groups as there are seats in the Supervisory Board.
5. Stock surplus above minimum in the given group does not grant the right to elect another member of the Supervisory Board.
6. Voting in separate groups is done by absolute majority of votes.
7. Each group makes a separate attendance list.
8. The report on voting results in separate groups is prepared by the Returning Committee, and if there is not such a committee, the Chairperson of the General Meeting who presents the results.

Arti

Adjournment of the Meeting

1. An adjournment of the proceedings of the General Meeting can occur only in special cases, every time indicated in the justification of resolution on ordering the adjournment, made on the basis of reasons presented by a stockholder requesting the adjournment.
 2. Should an adjournment of the General Meeting be ordered, maintaining the identity of its participants shall not be obligatory for the Meeting to continue.
3. It is not permissible to extend the agenda of the General Meeting in relation to the announcement convening the General Meeting.
4. A resolution concerning an adjournment of the General Meeting shall clearly indicate the date of commencing the proceedings, whereas this date cannot constitute a barrier for participation in commenced proceedings for the majority of stockholders, including minority stockholders, and the adjournment cannot be longer than 30 days.
5. A resolution concerning an adjournment of the General Meeting shall not require a separate announcement according to the procedure for calling the General Meetings, or announcement concerning the place in which the meeting will be resumed after the adjournment, provided that the General Meeting shall take place in the same city.
6. If the General Meeting requests an adjournment of the proceedings, the resolutions passed prior to the adjournment shall be recorded in the minutes and a note shall be made that the General Meeting has been adjourned.
7. After reassumption of the proceedings of the General Meeting, the resolutions passed in this part of the Meeting shall be included in separate minutes, and when there are several breaks - in separate minutes.
8. All notarial minutes shall be accompanied by the attendance list of the participants of the General Meeting participating in its given part.

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Closing the proceedings

After all items on the agenda have been covered, the Chairperson closes the General Meeting. At this moment it stops functioning as a body of the Company, whereas present participants of the General Meeting cannot longer adopt valid resolutions.

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Change of the By-laws

1. Change of the By-laws requires a resolution of the General Meeting.
2. Change of the By-laws is effective as of the next General Meeting.

Artic

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Entry into force of the By-laws

The By-laws are effective as of the next General Meeting.