

**Template of the power of attorney**  
**for the Ordinary General Meeting of Shareholders of Talex S.A.**  
**called on 26 April 2017**

*place, date*

**Power of attorney**

[I, name and surname, **holder of the** name of identity document **number** ID numer/**acting on behalf of** name of the legal person **registered in the entrepreneur's register of** name of proper register court **under the number** number in the register], **hereby grant Mr/Ms** [name and surname] **full authority to participate and execute the right of voting attached to the shares of Talex S.A. owned by [myself/ name of the legal person] at the The Ordinary General Meeting called on 26 April 2017.**

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**Form for voting through the proxy  
during the Ordinary General Meeting of Shareholders of Talex S.A.  
called on 26 April 2017**

Using this form by a shareholder and a proxy is not compulsory and is not a precondition to submit a vote through a proxy. Using this form depends on the decision of the shareholder and the proxy. This document does not replace the power of attorney document.

Voting is executed by entering an „x” sign in the box.

When this form is used by the proxy, conformity between the voting and instruction text will not be verified. Submitting a vote by the proxy shall prevail, also in case when the vote is submitted in a way contradictory to the instruction.

**Data of the Proxy:**

full name

name and number of the ID document

**Data of the Shareholder:**

full name / name and location

name and number of the ID document /defining the proper register court and number in the register

**Total number of shares and votes the Shareholder is entitled to:**

\_\_\_\_\_ shares

\_\_\_\_\_ votes

**RESOLUTION No. \_**  
**Adopted by the Ordinary General Meeting of Shareholders**  
**of „TALEX” S.A. located in Poznan**  
**dated 26 April 2017**

„The Ordinary General Meeting of Shareholders of „TALEX” S.A. located in Poznan, acting on the basis of article 395 par. 2 section 1 of the Code of Commercial Companies hereby approves the report of the Supervisory Board, the report of the Management Board and the financial statement for the financial year 2016 with the total balance sheet of PLN 98,457,71.55 (in words: ninety-eight million four hundred and fifty-seven thousand and seventy-one 55/100), and net profit of PLN 4,720,036.19 (in words: four million seven hundred and twenty thousand and thirty-six 19/100).”

**Instructions to the proxy:**

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**Submitting a vote:**

- vote for – number of shares:** \_\_\_\_\_
- vote against – number of shares:** \_\_\_\_\_
- abstain from voting – number of shares:** \_\_\_\_\_

**Raising objection YES / NO** (delete as applicable)

**Content of the objection:**

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**RESOLUTION No. \_**  
**Adopted by the The Ordinary General Meeting of Shareholders**  
**of „TALEX” S.A. located in Poznan**  
**dated 26 April 2017**

„ The Ordinary General Meeting of Shareholders of „TALEX” S.A. located in Poznan, acting on the basis of article 395 par. 2 section 2 of the Code of Commercial Companies, distributes the profit of the Company for 2016 in the amount of PLN 4,720,036.19 (in words: four million seven hundred and twenty thousand thirty-six 19/100) in the following way:

- a) the total amount allocated to payment of dividend shall be calculated as the product of the number of shares participating in the dividend and the amount of PLN 1.10 (i.e., the amount allocated for dividend per share),
- b) meaning that the dividend per share amounts to PLN 1.10 (in words: one zloty and eighty groszy), including:
  - PLN 1.10 per each share of series A,
  - PLN 1.10 per each share of series B,
  - PLN 1.10 per each share of series C,
  - PLN 1.10 per each share of series D,
  - PLN 1.10 per each share of series E,
- c) the amount allocated to a supplementary capital shall be calculated as the difference between the amount of net profit of the Company for 2016 and the amount of dividend paid from the profit for 2016.

The dividend will be paid in two equal instalments, meaning that each instalment per share participating in the dividend amounts to PLN 0.55 (in words: fifty-five groszy). It has been settled that 22 May 2017 is the dividend record date and the dividend payment date are the following days:

- 6 June 2017 – for the first instalment
- 3 October 2017 – for the second instalment.”

**Instructions to the proxy:**

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**Submitting a vote:**

- vote for – number of shares:** \_\_\_\_\_
- vote against – number of shares:** \_\_\_\_\_
- abstain from voting – number of shares:** \_\_\_\_\_

**Raising objection YES / NO** (delete as applicable)

**Content of the objection:**

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**RESOLUTION No. \_**  
**Adopted by the Ordinary General Meeting of Shareholders**  
**of „TALEX” S.A. located in Poznan**  
**dated 26 April 2017**

„The Ordinary General Meeting of Shareholders of „TALEX” S.A. located in Poznan, acting on the basis of article 395 par. 2 section 3 of the Code of Commercial Companies acknowledges the fulfillment of duties by Mr. Janusz Gocałek, the President of the Management Board of the Company in the year 2016.”

**Instructions to the proxy:**

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**Submitting a vote:**

- vote for – number of shares:** \_\_\_\_\_
- vote against – number of shares:** \_\_\_\_\_
- abstain from voting – number of shares:** \_\_\_\_\_

**Raising objection YES / NO** (delete as applicable)

**Content of the objection:**

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**RESOLUTION No. \_**  
**Adopted by the Ordinary General Meeting of Shareholders**  
**of „TALEX” S.A. located in Poznan**  
**dated 26 April 2017**

„The Ordinary General Meeting of Shareholders of „TALEX” S.A. located in Poznan, acting on the basis of article 395 par. 2 section 3 of the Code of Commercial Companies acknowledges the fulfillment of duties by Mr. Jacek Klauziński, Vice-President of the Management Board of the Company in the year 2016.”

**Instructions to the proxy:**

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**Submitting a vote:**

- vote for – number of shares:** \_\_\_\_\_
- vote against – number of shares:** \_\_\_\_\_
- abstain from voting – number of shares:** \_\_\_\_\_

**Raising objection YES / NO** (delete as applicable)

**Content of the objection:**

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**RESOLUTION No. \_**  
**Adopted by the Ordinary General Meeting of Shareholders**  
**of „TALEX” S.A. located in Poznan**  
**dated 26 April 2017**

„The Ordinary General Meeting of Shareholders of „TALEX” S.A. located in Poznan, acting on the basis of article 395 par. 2 section 3 of the Code of Commercial Companies acknowledges the fulfillment of duties by Mr. Andrzej Rózga, Vice-President of the Management Board of the Company in the year 2016.”

**Instructions to the proxy:**

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**Submitting a vote:**

- vote for – number of shares:** \_\_\_\_\_
- vote against – number of shares:** \_\_\_\_\_
- abstain from voting – number of shares:** \_\_\_\_\_

**Raising objection YES / NO (delete as applicable)**

**Content of the objection:**

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**RESOLUTION No. \_**  
**Adopted by the Ordinary General Meeting of Shareholders**  
**of „TALEX” S.A. located in Poznan**  
**dated 26 April 2017**

„The Ordinary General Meeting of Shareholders of „TALEX” S.A. located in Poznan, acting on the basis of article 395 par. 2 section 3 of the Code of Commercial Companies acknowledges the fulfillment of duties by Mr. Rafał Szalek, Member of the Management Board of the Company in the year 2016.”

**Instructions to the proxy:**

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**Submitting a vote:**

- vote for – number of shares:** \_\_\_\_\_
- vote against – number of shares:** \_\_\_\_\_
- abstain from voting – number of shares:** \_\_\_\_\_

**Raising objection YES / NO** (delete as applicable)

**Content of the objection:**

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**RESOLUTION No. \_**  
**Adopted by the Ordinary General Meeting of Shareholders**  
**of „TALEX” S.A. located in Poznan**  
**dated 26 April 2017**

„The Ordinary General Meeting of Shareholders of „TALEX” S.A. located in Poznan, acting on the basis of article 395 par. 2 section 3 of the Code of Commercial Companies acknowledges the fulfillment of duties by Mr. Radosław Wesołowski, Member of the Management Board of the Company in the year 2016.”

**Instructions to the proxy:**

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**Submitting a vote:**

- vote for – number of shares:** \_\_\_\_\_
- vote against – number of shares:** \_\_\_\_\_
- abstain from voting – number of shares:** \_\_\_\_\_

**Raising objection YES / NO** (delete as applicable)

**Content of the objection:**

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**RESOLUTION No. \_**  
**Adopted by the Ordinary General Meeting of Shareholders**  
**of „TALEX” S.A. located in Poznan**  
**dated 26 April 2017**

„The Ordinary General Meeting of Shareholders of „TALEX” S.A. located in Poznan, acting on the basis of article 395 par. 2 section 3 of the Code of Commercial Companies acknowledges the fulfillment of duties by all Members of the Supervisory Board in the year 2016.”

**Instructions to the proxy:**

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**Submitting a vote:**

- vote for – number of shares:** \_\_\_\_\_
- vote against – number of shares:** \_\_\_\_\_
- abstain from voting – number of shares:** \_\_\_\_\_

**Raising objection YES / NO** (delete as applicable)

**Content of the objection:**

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