

Template of the power of attorney
for the Ordinary General Meeting of Shareholders of Talex S.A.
convened on 21 June 2023

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 Ordinary General Meeting convened on 21 June 2023.**

**Form for voting through the proxy
during the Ordinary General Meeting of Shareholders of Talex S.A.
convened on 7 June 2022**

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.

In the case of discrepancies between the content of the instruction and the manner of voting by the proxy, 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
of 7 June 2022

„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 2021 with the total balance sheet of PLN 69,990,362.19 (in words: sixty-nine million nine hundred ninety thousand three hundred sixty-two 19/100), i.e. the amount expressed in thousands of Polish Zlotys PLN 69,900 (in words: sixty-nine million nine hundred thousand zlotys) and net profit of PLN 4.972.010,47 (in words: four million nine hundred seventy-two thousand and ten 47/100).”

Instructions to the proxy:

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:

RESOLUTION No. _
adopted by the Ordinary General Meeting of Shareholders
of „TALEX” S.A. located in Poznan
of 7 June 2022

„ 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, decides to cover the loss of the Company for the year 2021 in the amount of PLN 4,972,010.47 (in words: four million nine hundred seventy-two thousand and ten 47/100) from the Company’s supplementary capital.”

Instructions to the proxy:

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:

RESOLUTION No. _
adopted by the Ordinary General Meeting of Shareholders
of „TALEX” S.A. located in Poznan
of 7 June 2022

„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 2021.”

Instructions to the proxy:

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:

RESOLUTION No. _
adopted by the Ordinary General Meeting of Shareholders
of „TALEX” S.A. located in Poznan
of 7 June 2022

„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 2021.”

Instructions to the proxy:

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:

RESOLUTION No. _
adopted by the Ordinary General Meeting of Shareholders
of „TALEX” S.A. located in Poznan
of 7 June 2022

„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 2021.”

Instructions to the proxy:

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:

RESOLUTION No. _
adopted by the Ordinary General Meeting of Shareholders
of „TALEX” S.A. located in Poznan
of 7 June 2022

„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 2021.”

Instructions to the proxy:

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:

RESOLUTION No. _
adopted by the Ordinary General Meeting of Shareholders
of „TALEX” S.A. located in Poznan
of 7 June 2022

„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 2021.”

Instructions to the proxy:

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:

RESOLUTION No. _
adopted by the Ordinary General Meeting of Shareholders
of „TALEX” S.A. located in Poznan
of 7 June 2022

„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 2021.”

Instructions to the proxy:

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:

RESOLUTION No. _
adopted by the Ordinary General Meeting of Shareholders
of „TALEX” S.A. located in Poznan
of 7 June 2022

„The Ordinary General Meeting of Shareholders of „TALEX” S.A. located in Poznan, acting on the basis of article 395 par. 2 of the Code of Commercial Companies in conjunction with article 90g (6) of Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading and Public Companies, adopts the report prepared by the Supervisory Board of Talex S.A. on remuneration and gives it a positive opinion. General Meeting of Shareholders, based on the information consisted in the report, gives a positive opinion to the manner of implementation in the Company of the remuneration policy for Members of the Company’s Management and Supervisory Board. The General Meeting of Shareholders shares the Supervisory Board’s opinion showing that the current remuneration policy and the manner of its implementation are adequate to the financial situation of the Company.”

Instructions to the proxy:

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:

RESOLUTION No. _
adopted by the Ordinary General Meeting of Shareholders
of „TALEX” S.A. located in Poznan
of 7 June 2022

„The Ordinary General Meeting of Shareholders of „TALEX” S.A. located in Poznan, acting on the basis of article 395 par. 2 of the Code of Commercial Companies appoints Mr./Mrs. _____ as a Member of the Supervisory Board of the Company.”

Instructions to the proxy:

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:

RESOLUTION No. _
adopted by the Ordinary General Meeting of Shareholders
of „TALEX” S.A. located in Poznan
of 7 June 2022

"§ 1.

The Ordinary General Meeting of Shareholders of "TALEX" S.A. acting on the basis of § 19 par. 2 pt. 4 of the Statute and art. 392 § 1 of the Code of Commercial Companies, changes the amount of remuneration of the Supervisory Board Members determined by the Resolution No. 7 of the Ordinary General Meeting of Meeting of Shareholders of "TALEX" S.A. with registered office in Poznań dated 11 May 2018 and determines this remuneration as follows:

1. a Member of the Supervisory Board shall be entitled to remuneration in the amount of PLN __.00 (in words: __ zlotys) for each quarter,
2. the President of the Supervisory Board shall be entitled to remuneration in the amount of PLN __.00 (in words: __ zlotys) for each quarter.

§ 2.

The remuneration specified in § 1 shall be paid by bank transfer, in arrears, no later than by the last day of the calendar month ending a given quarter to the bank account indicated by each Member of the Supervisory Board.

§ 3.

Members of the Supervisory Board shall be entitled to receive the remuneration pursuant to the above principles as of 1 July 2022.

§ 4.

In matters not regulated by this resolution, the provisions of the Company's Articles of Association and generally applicable legal regulations shall apply."

Instructions to the proxy:

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:

RESOLUTION No. _
adopted by the Ordinary General Meeting of Shareholders
of „TALEX” S.A. located in Poznan
of 7 June 2022

„The Ordinary General Meeting of Shareholders of „TALEX” S.A. located in Poznan, acting on the basis of article 378 par. 2 and article 392 of the Code of Commercial Companies in conjunction with article 90d (1) of Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading and Public Companies, hereby amends adopted by the Resolution No. 12 of the Ordinary General Meeting of Shareholders of "TALEX" S.A. with its registered office in Poznan on 9 June 2020 the remuneration policy for the Members of the Management and Supervisory Board of the Company. The content of the amended remuneration policy for the Members of the Management and the Supervisory Board of the Company constitutes an attachment to this resolution. The amended Remuneration Policy for the Members of the Management Board and the Supervisory Board of the Company shall enter into force as of 1 January 2023.

Instructions to the proxy:

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:

Instructions to the proxy:

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:
