



**Announcement about the convening  
of the Extraordinary General Meeting  
YOLO Spółka Akcyjna with its seat in Piła  
as of January 24, 2022**

The Management Board of YOLO Spółka Akcyjna with its registered office in Piła, entered into the Register of Entrepreneurs kept by the District Court for the capital city of Warsaw in Warsaw, 12th Commercial Division of the National Court Register, under No. 0000372319, acting pursuant to Resolution No. 2 of the Management Board of the Company of December 28, 2021 . and pursuant to art. 399 § 1, art. 4021 § 1 and 2 and article. 4022 in connection with joke. 398 of the Commercial Companies Code and the Company's Articles of Association, convenes an Extraordinary General Meeting to be held **on January 24, 2022 at 11.00 at the Notary's Office Rafał Brandt Joanna Okońska Sebastian Chaber Notaries s.c., ul. Mokotowska 46A lok. 27 (Warszawa Śródmieście)**, with the following agenda:

1. Opening of the Extraordinary General Meeting.
2. Election of the Chairman of the Extraordinary General Meeting.
3. Confirmation that the Extraordinary General Meeting has been duly convened and is capable of adopting resolutions.
4. Adoption of a resolution on the adoption of the agenda.
5. Adoption of a resolution on withdrawing from the election of the Returning Committee.
6. Adoption of resolutions on changes in the composition of the Supervisory Board.
7. Adoption of a resolution on amendments to the Articles of Association - change of the company name (name) of the Company.
8. Adoption of a resolution on changes to the Articles of Association - change of the registered office of the Company.
9. Adoption of a resolution on amendments to the Articles of Association - change of the subject of the Company's activities.
10. Division (split) of the nominal value of shares and amendment to the Articles of Association.
11. Adoption of a resolution authorizing the Supervisory Board to prepare a uniform text of the Company's Articles of Association.
12. Closing of the Extraordinary General Meeting.

**The day of registering participation in the Extraordinary General Meeting**

Pursuant to Art. 4061 § 1 of the Act - Commercial Companies Code, the date of registration of participation in the Extraordinary General Meeting is 16 days before the date of the Meeting, i.e. on **January 8, 2022**.

**The right to participate in the Extraordinary General Meeting**

The Extraordinary General Meeting may be attended by persons who are shareholders of the Company 16 days before the date of the Extraordinary General Meeting, i.e. on the date of registration of participation in the Extraordinary General Meeting.

Persons authorized under registered shares and temporary certificates, as well as pledgees and users who are entitled to vote, have the right to participate in the Extraordinary General Meeting if they are entered in the share register on the day of registration.

Persons authorized under the dematerialized bearer shares of YOLO S.A. not earlier than after the announcement of the convening of the Extraordinary General Meeting and not later than on the first working day after the date of registration of participation in the Extraordinary General Meeting (i.e. **January 10, 2022**), submit to the entity maintaining the securities account a request for issuing a personal certificate of the right to participate in Extraordinary General Meeting. The content of the certificate, as requested by the shareholder, should indicate some or all shares registered on his securities account.

The certificate referred to above must contain:

- a) company (name), seat, address and stamp of the issuer and the number of the certificate,
- b) number of shares,
- c) share type and code,



- d) company name (name), seat and address of the public company that issued the shares,
- e) nominal value of shares,
- f) name and surname or company name (name) of the shareholder,
- g) seat (place of residence) and address of the holder of the action,
- h) the purpose of issuing the certificate,
- i) date and place of issuing the certificate,
- j) signature of the person authorized to issue the certificate.

The list of persons entitled under the bearer's shares to participate in the EGM will be established by the Company on the basis of the list prepared by the National Depository for Securities in accordance with the regulations on trading in financial instruments.

The National Depository for Securities prepares the list referred to above on the basis of the lists submitted not later than 12 days before the date of the EGM by authorized entities in accordance with the regulations on trading in financial instruments. The basis for the preparation of the lists submitted to the National Depository for Securities are the issued certificates of the right to participate in the EGM.

### **Shareholder's right to request that certain matters be placed on the agenda of the Extraordinary General Meeting**

A shareholder or shareholders representing at least one-twentieth of the share capital may request that certain matters be placed on the agenda of the Extraordinary General Meeting. The request should be submitted to the Management Board of the Company no later than 21 days before the scheduled date of the Extraordinary General Meeting, i.e. **by January 3, 2022**. The request should include a justification or a draft resolution regarding the proposed agenda. The Management Board immediately, but not later than 18 days before the scheduled date of the Extraordinary General Meeting, i.e. **by January 6, 2022**, announces changes to the agenda, introduced at the request of shareholders. The announcement is made in the manner appropriate for the convening of the Extraordinary General Meeting. Requests should be sent to the address of the Company's seat or in electronic form to the following address: [kontakt@yologroup.pl](mailto:kontakt@yologroup.pl). Documents confirming the right to submit this request are attached to the request.

### **Shareholders' right to select teams on matters relating to arrangements that have been included in the order or order that have been placed in an arrangement that has been entered into an extraordinary deadline in the order of inclusion**

A shareholder or shareholders forming a single entity, which constitutes the basis for the capital market, which may, before the date overwritten by the structure of the capital group, communicate in writing or in the website layout with information on changes to the agenda. The company announces draft invitations on the website. Designs consistent with the justification should be sent to the address of the Company's seat or in electronic form to the following address: [kontakt@yologroup.pl](mailto:kontakt@yologroup.pl).

### **Shareholders' right to select teams on issues related to the order of joining the Extraordinary General Meeting**

Each shareholder may, during an Extraordinary Proper Project of Organizing the Organization of Organization. The shareholder still has the right to submit changes and additions to be agreed, the problem that will interfere with the maintenance over the order of the project time will be sorted out, whether such issues concern. These proposals, along with short arrangements, should be submitted in private for each project, with the emotion of the name and surname or company (name) of the shareholder, on the signed decision of the Extraordinary General Meeting.

### **Exercising voting rights through a proxy**

Pursuant to Art. 412 and 4121 of the Code of the Meeting, shareholders may participate in the Extraordinary General Meeting and exercise their voting rights.

Service creation shareholder can participate and execute user manuals.

A shareholder who is not a natural person may participate in the EGM and exercise the voting right through a person authorized to make declarations of will on its behalf or through proxies. Representatives of legal persons should present current excerpts from the relevant court registers listing the persons authorized to represent these entities. Persons not mentioned in the abovementioned excerpt should present a relevant power of attorney signed by persons authorized to represent the given entity. The power of attorney, otherwise null and void, should be granted in writing or in electronic form. The form containing the model power of attorney at the end of this announcement and available



from the date of publication of this announcement on the Company's website [www.yologroup.pl](http://www.yologroup.pl) in the Investor Relations tab - General Meetings - and at the Company's registered office in Piła at ul. Dr Franciszka Witaszka 6, from 8:00 to 16:00.

The power of attorney to participate in the Extraordinary General Meeting of the Company and exercise voting rights may be granted in an electronic form. Granting a power of attorney in an electronic form does not require a secure electronic signature verified with a valid qualified certificate. The power of attorney granted in an electronic form should ensure the identification of the shareholder and the proxy. The power of attorney granted in electronic form should be sent to the e-mail address: [kontakt@yologroup.pl](mailto:kontakt@yologroup.pl) no later than 8:00 on the day of the beginning of the Extraordinary General Meeting. The information on granting the power of attorney should include the exact designation of the attorney and the principal, indicating the first name, surname, series and number of the ID card, address, telephone number and e-mail address of both persons. Information on granting a power of attorney should also indicate the number of shares from which the voting right will be exercised and the date and name of the Extraordinary General Meeting of the Company at which these rights will be exercised.

The electronic power of attorney should be formulated in a separate document signed by the shareholder or a person authorized to represent the shareholder, sent as an attachment in PDF format to the e-mail address indicated above. The documents confirming the shareholder's entitlement to participate in the EGM must be sent together with the electronic power of attorney. The representative is obliged to present the power of attorney in question when drawing up the attendance list. If the proxy at the Extraordinary General Meeting of the Company is a Member of the Management Board, a member of the Supervisory Board or an employee of the Company, the power of attorney authorizes representation at the Extraordinary General Meeting only on **January 24, 2022**. The proxy is obliged to disclose to the shareholder the circumstances indicating the existence or possibility of a conflict of interest. Granting further power of attorney is excluded.

The proxy votes in accordance with the instructions given by the shareholder.

#### **Documentation**

The full text of the documentation to be presented to the Extraordinary General Meeting as well as draft resolutions along with the justification relating to the matters included in the agenda or matters to be included in the agenda before the date of the Extraordinary General Meeting are posted on the Company's website at [www.yologroup.pl](http://www.yologroup.pl) in the tab: Investor Relations / Company Bodies / General Meetings.

These documents are immediately updated in the event of any changes in accordance with the provisions of the Commercial Companies Code. A person entitled to participate in the Extraordinary General Meeting may obtain copies of the above-mentioned documentation at the registered office of the Company in Piła at ul. Dr Franciszka Witaszka 6, from 8:00 to 16:00.

#### **The address of the website where the information regarding the EGM will be made available**

All information regarding the EGM is available on the Company's website at:

<http://www.yologroup.pl/najblizsze-walne-zgromadzenie5.php>

#### **List of persons authorized to participate in the Extraordinary General Meeting**

Pursuant to Art. 407 of the Commercial Companies Code, the list of persons entitled to participate at the EGM will be presented to the shareholders for inspection three business days prior to the Extraordinary General Meeting (January 19, 2022) at the registered office of the Company in Piła at ul. Dr Franciszka Witaszka 6, from 8:00 to 16:00. A shareholder may request that the list of shareholders be sent to him free of charge by e-mail, providing the address to which the list should be sent. Shareholders are recommended to download the issued certificate of the right to participate in the Extraordinary General Meeting and check whether the shareholder has been included in the list of shareholders entitled to participate in the Extraordinary General Meeting.



**Information on participation in the Extraordinary General Meeting by means of electronic communication and by correspondence and the exercise of voting rights by correspondence or by means of electronic communication**

The Company does not provide for the possibility of participating in the EGM by means of electronic communication and voting at the Meeting by correspondence or by means of electronic communication. The company also does not provide for the possibility of speaking during the EGM by means of electronic communication. Risk related to the use of electronic means of communication, in particular sending a request to include certain matters on the agenda of the Extraordinary General Meeting, submission of draft resolutions on matters introduced to the agenda or matters to be added to the agenda before the date of the EGM, and notification of the Company about the appointment of a proxy to the e-mail address indicated in this announcement, lies with the shareholder.

In the event that a shareholder sends to the Company by electronic means documents that were originally drawn up in a language other than Polish, he is obliged to attach to them a translation into Polish, prepared by a sworn translator.





**MODEL OF POWER OF ATTORNEY**

**(A legal person and an organizational unit referred to in Art. 33.1 of the Civil Code):**

I ..... (indicate name, surname and address) holding .....  
..... (indicate the identity document) with the number ..... (indicate document number and series)  
Acting on behalf of ..... (indicate the name of the entity, seat,  
address, registration number , KRS number and NIP number) I hereby grant / grant to Ms / Ms  
..... (indicate the identity document) with the number  
..... (indicate the number and series of the document), residing in .....  
..... (indicate address) powers of attorney to participate and exercise voting rights held by me / by  
..... (indicate the entity) shares of YOLO Spółka Akcyjna at the  
Extraordinary General Meeting of YOLO S.A. convened on January 24, 2022.

..... (Signature / Signatures)

..... on ..... 2022 (indicate the place and date)

..... (provide the contact details of the Proxy)  
an excerpt from the **National Court Register should be sent along with the power of attorney.**





**MODEL OF POWER OF ATTORNEY**

**(Natural person):**

I ..... (indicate name, surname and address) holding .....  
..... (indicate the identity document) with the number ..... (indicate the number and series of the document) I hereby grant / grant to Ms / Mr ..... (indicate the name and surname) holding ..... (indicate the identity document) with the number ..... (indicate the number and series of the document), residing in ..... (indicate the address ) powers of attorney to participate and exercise voting rights held by me / by ..... (indicate the entity) shares of YOLO Spółka Akcyjna at the Extraordinary General Meeting of YOLO SA convened on January 24, 2022.

..... (Signature (s))  
..... on ..... 2022 (indicate the place and date)  
..... (provide contact details of the Proxy)





**DRAFT RESOLUTIONS FOR THE EXTRAORDINARY GENERAL MEETING OF YOLO S.A. WITH REGISTERED OFFICE IN  
PIŁA CONVENED ON JANUARY 24, 2022**

**Resolution No. 1  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on the election of the Chairman of the Extraordinary General Meeting**

Extraordinary General Meeting of YOLO S.A., acting pursuant to art. 409 § 1 of the Commercial Companies Code, resolves the following:

**§1**

Extraordinary General Meeting of YOLO S.A. decides to elect as the Chairman of the Extraordinary General Meeting Mr. / Mrs. ....

**§2**

The resolution comes into force on the day of its adoption.

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**Resolution No. 2  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on adopting the agenda**

**§1**

The Extraordinary General Meeting resolves to adopt the agenda as follows:

1. Opening of the Extraordinary General Meeting.
2. Election of the Chairman of the Extraordinary General Meeting.
3. Confirmation that the Extraordinary General Meeting has been duly convened and is capable of adopting resolutions.
4. Adoption of a resolution on the adoption of the agenda.
5. Adoption of a resolution on withdrawing from the election of the Returning Committee.
6. Adoption of resolutions on changes in the composition of the Supervisory Board.
7. Adoption of a resolution on amendments to the Articles of Association - change of the company name (name) of the Company.
8. Adoption of a resolution on changes to the Articles of Association - change of the registered office of the Company.
9. Adoption of a resolution on amendments to the Articles of Association - change of the subject of the Company's activities.
10. Division (split) of the nominal value of shares and amendment to the Articles of Association.
11. Adoption of a resolution authorizing the Supervisory Board to prepare a uniform text of the Company's Articles of Association.
12. Closing of the Extraordinary General Meeting.

**§2**

The resolution comes into force on the day of its adoption.

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**Resolution No. 3  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on withdrawing from the election of the Returning Committee**

**§1**

The Extraordinary General Meeting decides to withdraw from the election of the Returning Committee.

**§2**

Counting votes is entrusted to a person appointed by the Chairman of the Extraordinary General Meeting.





§3

The resolution comes into force on the day of its adoption.

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**Resolution No. 4  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on dismissal of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

§ 1

The Extraordinary General Meeting dismisses Mr. Wojciech Adam Piwoński from the Supervisory Board.

§ 2

The resolution comes into force upon its adoption.

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**Resolution No. 5  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on dismissal of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

§ 1

The Extraordinary General Meeting dismisses Mr. Andrzej Józef Makarewicz from the Supervisory Board.

§ 2

The resolution comes into force upon its adoption.

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**Resolution No. 6  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on dismissal of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

§ 1

The Extraordinary General Meeting dismisses Mr. Tadeusz Różański from the Supervisory Board.

§ 2

The resolution comes into force upon its adoption.

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**Resolution No. 7  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on dismissal of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

§ 1

The Extraordinary General Meeting dismisses Mr. Wojciech Jakub Andrzejewski from the Supervisory Board.

§ 2

The resolution comes into force upon its adoption.

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**Resolution No. 8  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on dismissal of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting dismisses Mr. Artur Ciszewski from the Supervisory Board.

**§ 2**

The resolution comes into force upon its adoption.

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**Resolution No. 9  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on the appointment of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting appoints to the Supervisory Board Mr. / Ms. ....

**§ 2**

The resolution comes into force upon its adoption.

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**Resolution No. 10  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on the appointment of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting appoints to the Supervisory Board Mr. / Ms. ....

**§ 2**

The resolution comes into force upon its adoption.

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**Resolution No. 11  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on the appointment of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting appoints to the Supervisory Board Mr. / Ms. ....

**§ 2**

The resolution comes into force upon its adoption.

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**Resolution No. 12  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on the appointment of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:



§ 1

The Extraordinary General Meeting appoints to the Supervisory Board Mr. / Ms. ....

§ 2

The resolution comes into force upon its adoption.

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**Resolution No. 13**  
**Of the Extraordinary General Meeting of YOLO S.A.**  
**of 24 January 2022**  
**on the appointment of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

§ 1

The Extraordinary General Meeting appoints to the Supervisory Board Mr. / Ms. ....

§ 2

The resolution comes into force upon its adoption.

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**Resolution No. 14**  
**Of the Extraordinary General Meeting of YOLO S.A.**  
**of 24 January 2022**

**on changing the Articles of Association of the Company - change of the company (name) of the Company**

Acting pursuant to Art. 430 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

§ 1

The Articles of Association of the Company are amended in such a way that the current wording of § 1 is repealed and it receives the following new wording:

"§ 1  
paragraph 1. The company operates under the name of: ..... Spółka Akcyjna .  
paragraph 2. The company may use the company's abbreviation: ..... S.A. and a graphic sign that distinguishes it. "

§ 2

The resolution comes into force upon its adoption, with effect from the date of registration of the amendment to the Articles of Association by the registry court.

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**Resolution No. 15**  
**Of the Extraordinary General Meeting of YOLO S.A.**  
**of 24 January 2022**

**on amending the Articles of Association of the Company - change of the registered office of the Company**

Acting pursuant to Art. 430 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

§ 1

The Company's Articles of Association are amended in such a way that the current wording of § 2 is repealed and it receives the following new wording:

"§ 2. The seat of the Company is ....."

§ 2

The resolution comes into force upon its adoption, with effect from the date of registration of the amendment to the Articles of Association by the registry court.



**Resolution No. 16**  
**Of the Extraordinary General Meeting of YOLO S.A.**  
**of 24 January 2022**  
**on amendments to the Articles of Association of the Company - change of the subject of activity**

Acting pursuant to Art. 430 item 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Articles of Association of the Company are amended in such a way that the current wording of § 4 sec. 1 and it shall be replaced by the following:

*"§ 4 sec. 1. The subject of the Company's activity is:*

- 1. 27.11.Z - production of electric motors, generators and transformers,*
- 2. 27.12.Z - production of electricity distribution and control apparatus,*
- 3. 27.20.Z - production of batteries and accumulators,*
- 4. 27.31.Z - production of optical fiber cables,*
- 5. 27.32.Z - production of other electronic and electric wires and cables,*
- 6. 27.33.Z - production of installation equipment,*
- 7. 27.40.Z - production of electric lighting equipment,*
- 8. 27.51.Z - production of electric household appliances,*
- 9. 27.52.Z - production of non-electric household appliances,*
- 10. 27.90.Z - production of other electrical equipment,*
- 11. 33.14.Z - repair and maintenance of electrical equipment,*
- 12. 35.11.Z - generation of electricity,*
- 13. 35.12.Z - Electricity transmission,*
- 14. 35.13.Z - distribution of electricity,*
- 15. 35.14.Z - electricity trading,*
- 16. 35.23.Z - trade in gaseous fuels in the network system,*
- 17. 43.21.Z - carrying out electrical installations,*
- 18. 43.22.Z - execution of plumbing, heating, gas and air conditioning installations,*
- 19. 46 - wholesale trade, except for motor vehicles,*
- 20. 47 - retail trade, except retail trade of motor vehicles,*
- 21. 62.01.Z - activities related to software and consultancy in the field of computer science and related activities,*
- 22. 62.03.Z - activities related to the management of IT devices,*
- 23. 62.09.Z - other service activities in the field of information and computer technologies,*
- 24. 63.99.Z - other information service activities not elsewhere classified,*
- 25. 64.20.Z - activities of financial holding companies,*
- 26. 64.30.Z - operations of trusts, funds and similar financial institutions,*
- 27. 64.99.Z - other financial service activities, not elsewhere classified, except for insurance and pension funds,*



- 28. 66.19.Z - other activities supporting financial services, except insurance and pension funds,
- 29. 70.22.Z - other business and management consultancy,
- 30. 71.12.Z - engineering activities and related technical consultancy,
- 31. 71.20.B - other technical tests and analyzes,
- 32. 74.10.Z - activities in the field of specialized design,
- 33. 82.99.Z - other activities supporting business activities, not elsewhere classified. "

**§ 2**

The resolution comes into force on the day of its adoption, with effect from the date of registration of the amendment to the Articles of Association by the Registry Court.

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**Resolution No. 17  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on division (split) of the nominal value of shares and amendment to the Articles of Association**

Extraordinary General Meeting of the company under the name of Yolo S.A. with its registered office in Piła, acting pursuant to Art. 430 of the Commercial Companies Code, decides as follows:

**§ 1**

1. The shares of the Company ("Company's shares") are division (split) by reducing the nominal value of the shares from PLN 1.00 (one polish zloty) to PLN 0.10 (ten groszy) and increasing the number of the Company's shares constituting the Company's share capital from 8 879 194 (eight million eight hundred and seventy-nine thousand one hundred and ninety-four) Company's shares with a nominal value of PLN 1.00 (one polish zloty) each to 88 791 940 (eighty eight million seven hundred ninety-one thousand nine hundred and forty) with a nominal value of PLN 0.10 (ten groszy) each.
2. The division (split) of the Company's shares takes place through the exchange of all the Company's shares in ratio 1:10 (one to ten). In connection with the above, each 1 (one) of Company's share with a nominal value of PLN 1.00 (one polish zloty) each is exchanged on 10 (ten) Company's share with a nominal value of PLN 0.10 (ten groszy) each.
3. As a result of the division of Company's shares the amount of the Company's share capital is not changed.
4. The Extraordinary General Meeting authorizes the Management Board of the Company to perform all factual and legal actions related to the adopted resolution, including registration of the changed number of the Company's shares and their nominal value in the registry court of competent jurisdiction and in The Polish central securities depository.

**§ 2**

In connection with the division (split) of the Company's shares, the Extraordinary General Meeting of the Company amends the Articles of Association in such a way that it changes § 6 sec. 1 of the Company's Articles of Association, which receives the new, following wording:

„§ 6 sec. 1:

*The share capital of the Company amounts to PLN 8,879,194 (eight million eight hundred and seventy-nine thousand one hundred and ninety-four) and is divided into 88,791,940 (eighty-eight million, seven hundred and ninety-one thousand, nine hundred and forty) Series A ordinary bearer shares with a nominal value of PLN 0.10 per share. (ten cents) each share"*

**§ 3**

The resolution comes into force on the day of its adoption, with effect from the date of registration of the amendment to the Articles of Association by the Registry Court.

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**Resolution No. 18  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022**

**on authorizing the Supervisory Board to prepare a uniform text of the Articles of Association**

**§ 1**

The Extraordinary General Meeting authorizes the Supervisory Board to prepare a uniform text of the Company's Articles of Association.

**§ 2**

The resolution comes into force upon its adoption.

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**JUSTIFICATIONS FOR DRAFT SELECTED RESOLUTIONS  
FOR THE EXTRAORDINARY GENERAL MEETING OF YOLO S.A.  
ON JANUARY 24, 2022**

**1. Justification for resolutions No. 4-13 on dismissal of the existing members of the Supervisory Board and appointment of new members**

The general meeting is entitled to appoint and dismiss members of the Supervisory Board in the Company. Convening an Extraordinary General Meeting of Shareholders and placing on the agenda items relating to the dismissal and appointment of members of the Supervisory Board of YOLO S.A. is related to the three-year term of the Company's Supervisory Board ending in April 2022 and the need to appoint new members of the Supervisory Board for a new three-year term.

**2. Justification of the resolutions No. 14-16 on the amendment to the Articles of Association of the Company**

In connection with the sale of the entire portfolio of receivables due to the Company under granted consumer loans and the termination of the operating activities, the Management Board of YOLO S.A. While looking for new development prospects for the Company, he decided to change the name of the Company, its registered office and the subject of activity and thus close the chapter related to the activity on the non-bank loans market.





**FORM**  
**ALLOWING THE EXERCISE OF VOTING RIGHTS BY A PROXY**  
**AT THE EXTRAORDINARY GENERAL MEETING OF YOLO S.A. WITH REGISTERED OFFICE IN PIŁA**  
**CONNECTED FOR JANUARY 24, 2022**

1. The form was prepared on the basis of Art. 4023 of the Commercial Companies Code in order to enable voting by proxy at the Extraordinary General Meeting of YOLO S.A. with its seat in Piła convened for January 24, 2022.
2. The use of the form is not obligatory and depends only on the decision of the Shareholder, and it is not a condition for voting by proxy.
3. The form cannot replace the power of attorney granted to the attorney by the Shareholder.
4. The form includes instructions on how to exercise voting rights by a proxy.
5. The form enables:
  - a) in part I, identifying the Shareholder casting the vote and his proxy,
  - b) in part II, voting, submitting an objection and providing instructions on how to vote in relation to each of the resolutions on which the proxy is to vote.
6. A shareholder gives instructions by placing an "X" in the appropriate field. If the Shareholder selects the field "Other" - he should specify in this field the manner of exercising the voting right by the proxy.
7. If the Shareholder decides to vote differently from the shares held, it is recommended that the Shareholder indicate in the appropriate box the number of shares from which the proxy is to vote "for", "against" or "abstain" from voting. If the number of shares is not indicated, it is considered that the proxy is entitled to vote in the indicated manner from all shares held by the Shareholder.
8. The tables contained in part II of the form allow for the indication of instructions for the attorney and relate to draft resolutions presented in part III form.
9. We would like to mention that the draft resolutions included in these instructions may differ from the draft resolutions submitted to a vote directly at the General Meeting. In order to avoid any doubts as to the method of voting of the proxy in such a case, it is recommended to specify in the field "Other" the manner of proceeding of the proxy in such a situation.







**PART I.  
DATA TO IDENTIFY THE SHAREHOLDER AND PROXY**

**PROXY:**

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(name and surname / company of the Representative)

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(address of residence / seat, telephone number, e-mail address)

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(NIP, PESEL / REGON)

**SHAREHOLDER:**

---

(name and surname of the Shareholder)

---

(home address, telephone number, e-mail address)

---

(NIP, PESEL / REGON / KRS)

---

(number and type of shares from which the voting right will be exercised)





**CZĘŚĆ II**

**INSTRUKCJA WYKONYWANIA PRAWA GŁOSU PRZEZ PEŁNOMOCNIKA**

**NA NADZWYCZAJNYM WALNYM ZGROMADZENIU YOLO S.A. Z SIEDZIBĄ W PIŁE ZWOŁANYM NA DZIEŃ 24 STYCZNIA 2022 ROKU NA GODZ. 11.00**

<b>Uchwała nr 1</b> <b>Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.</b> <b>z dnia 24 stycznia 2022 r.</b> <b>w sprawie wyboru Przewodniczącego Nadzwyczajnego Walnego Zgromadzenia</b>			
<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

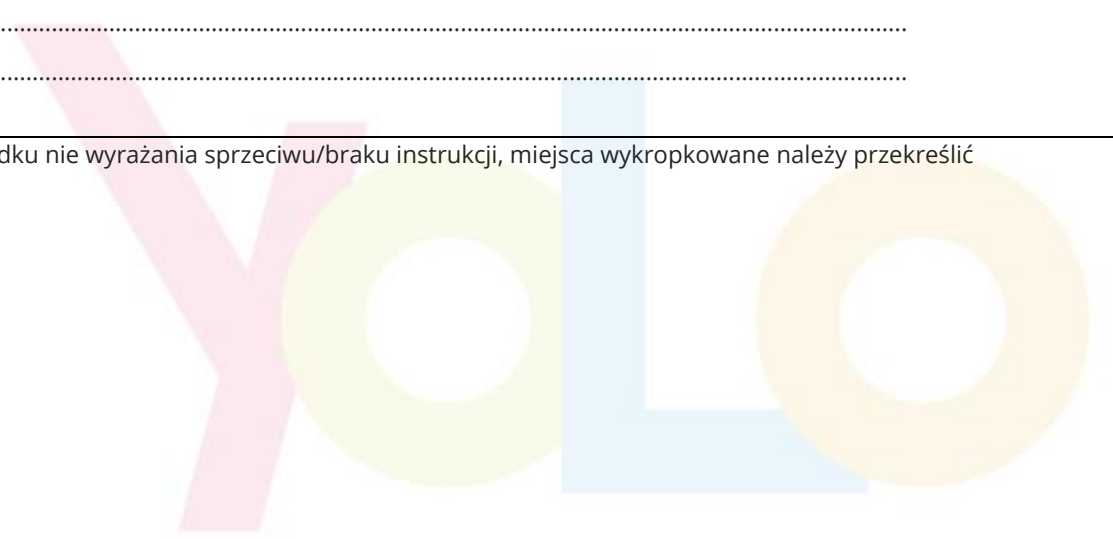
\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić



**Uchwała nr 2  
Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.  
z dnia 24 stycznia 2022 r.  
w sprawie przyjęcia porządku obrad**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić

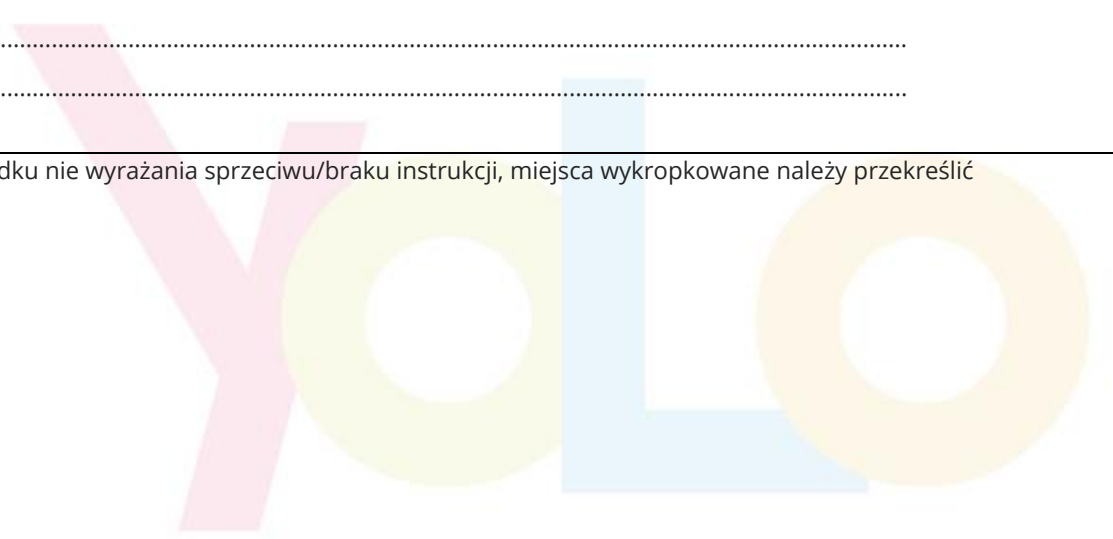




**Uchwała nr 3**  
**Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.**  
**z dnia 24 stycznia 2022 r.**  
**w sprawie odstąpienia od wyboru Komisji Skrutacyjnej**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić

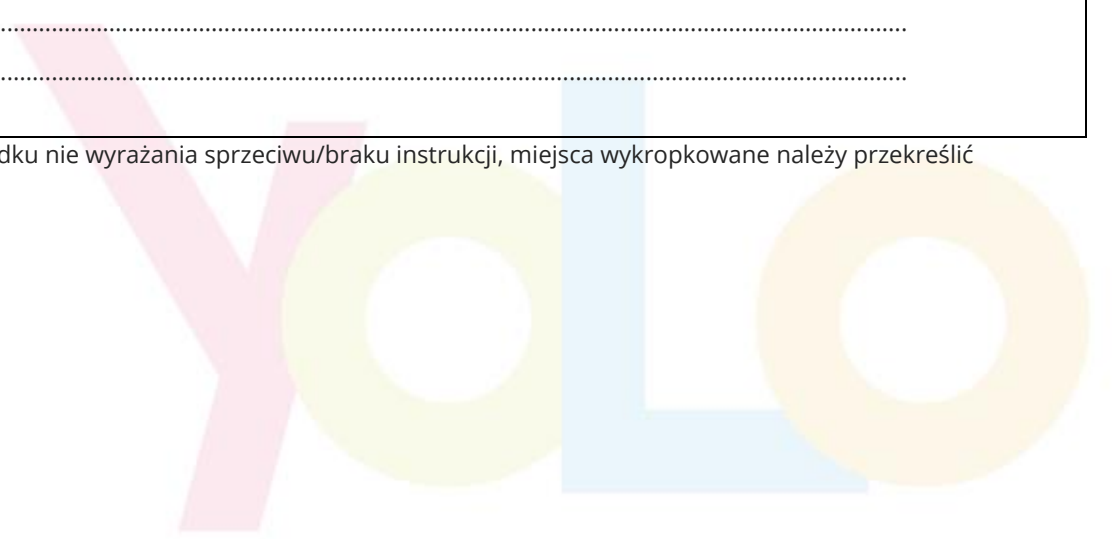




**Uchwała nr 4  
Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.  
z dnia 24 stycznia 2022 r.  
w sprawie odwołania członka Rady Nadzorczej**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić

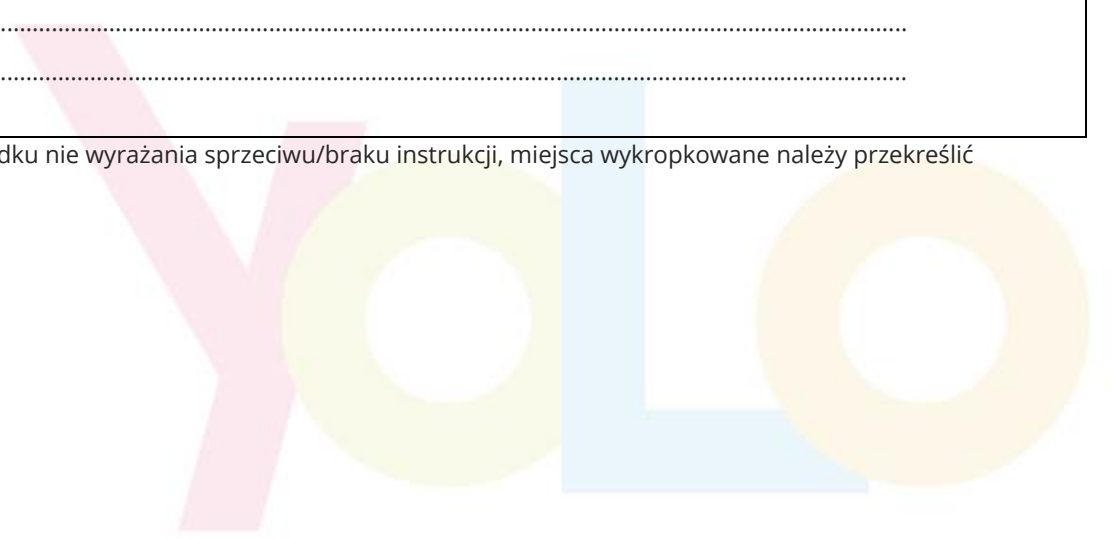




**Uchwała nr 5  
Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.  
z dnia 24 stycznia 2022 r.  
w sprawie odwołania członka Rady Nadzorczej**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić

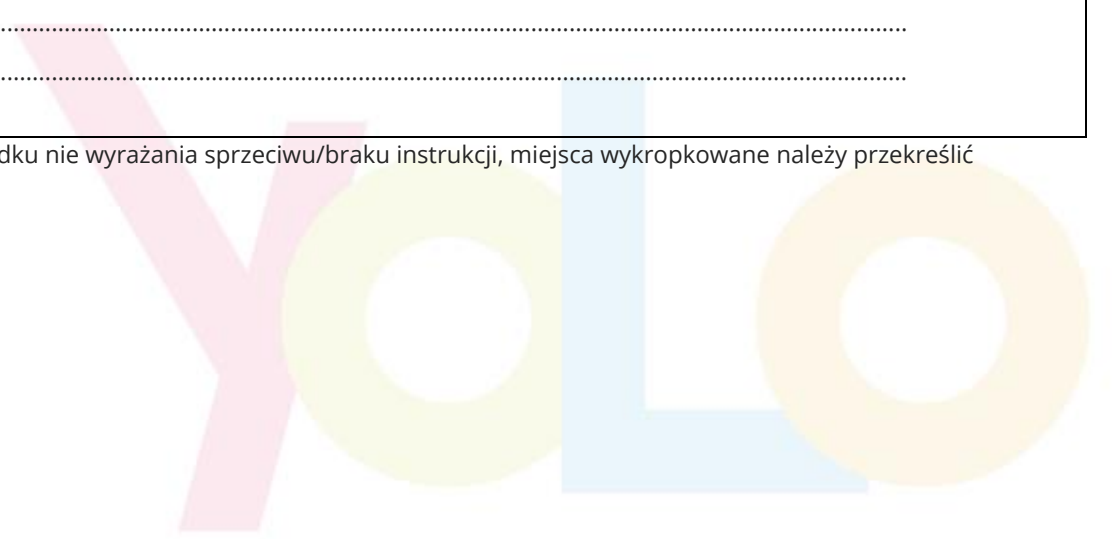




**Uchwała nr 6  
Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.  
z dnia 24 stycznia 2022 r.  
w sprawie odwołania członka Rady Nadzorczej**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić



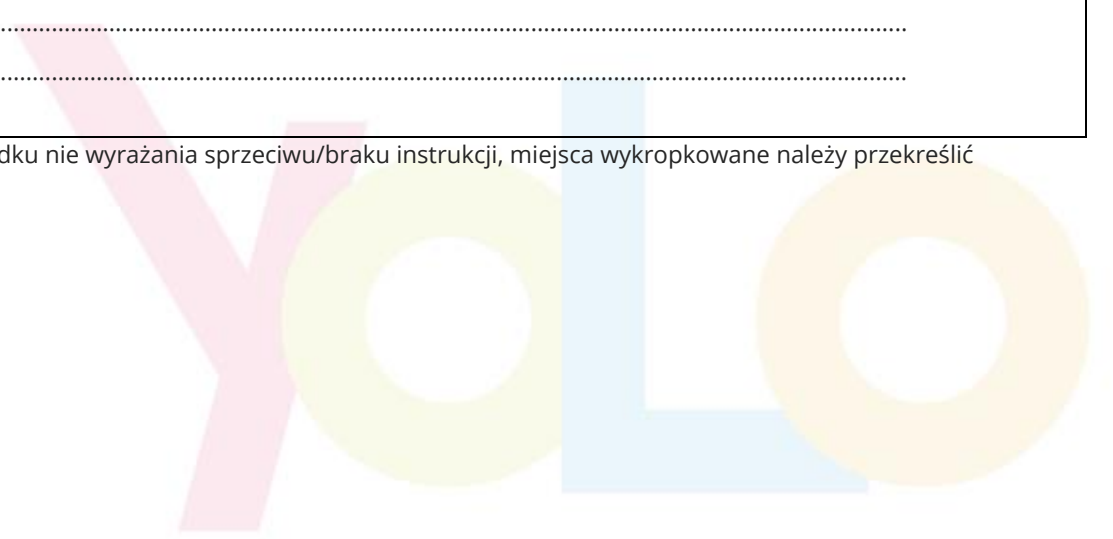




**Uchwała nr 7  
Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.  
z dnia 24 stycznia 2022 r.  
w sprawie odwołania członka Rady Nadzorczej**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić

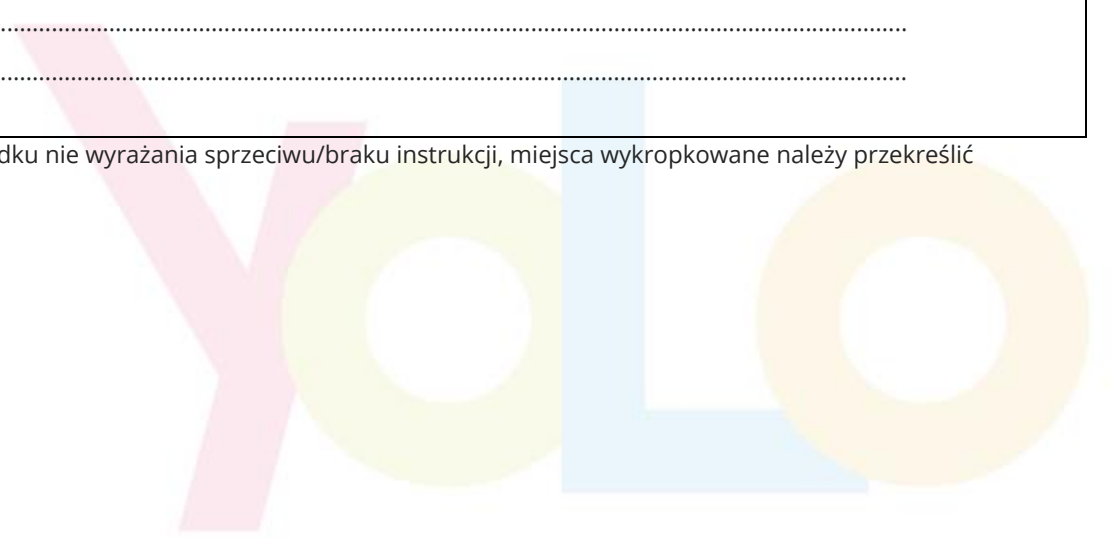




**Uchwała nr 8  
Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.  
z dnia 24 stycznia 2022 r.  
w sprawie odwołania członka Rady Nadzorczej**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić

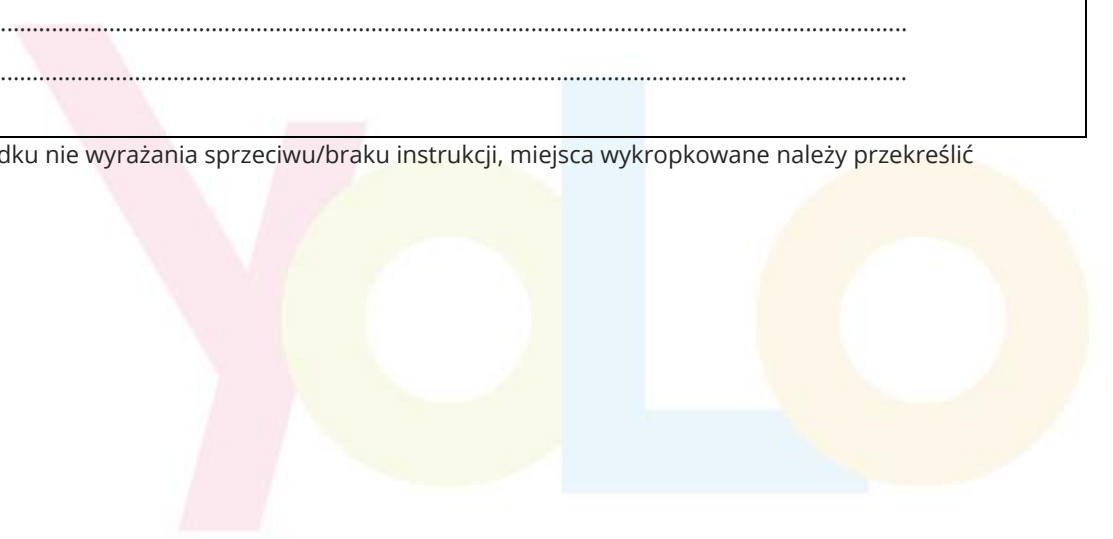




**Uchwała nr 9  
Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.  
z dnia 24 stycznia 2022 r.  
w sprawie powołania członka Rady Nadzorczej**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić

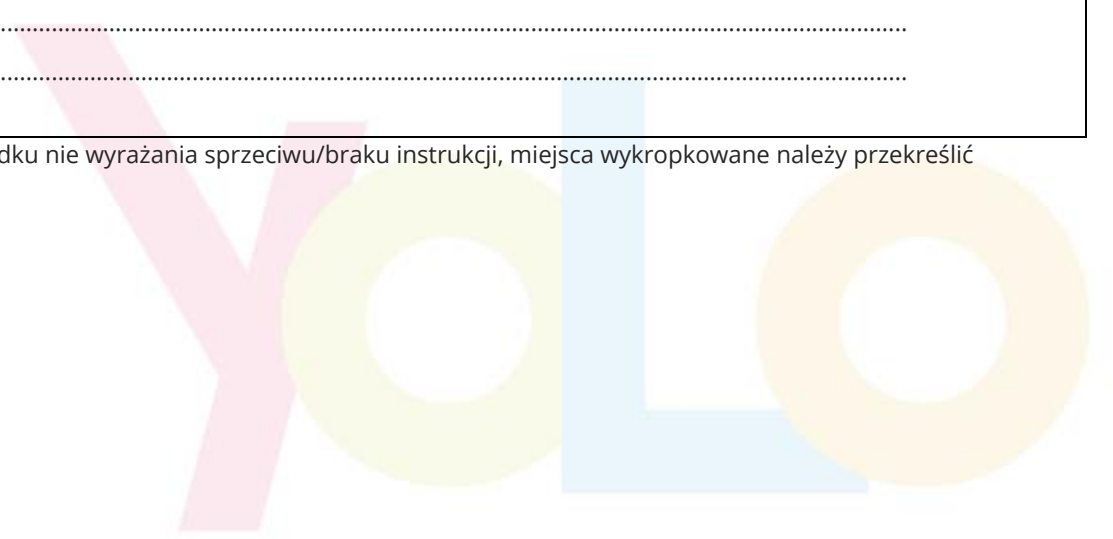




**Uchwała nr 10**  
**Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.**  
**z dnia 24 stycznia 2022 r.**  
**w sprawie powołania członka Rady Nadzorczej**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić

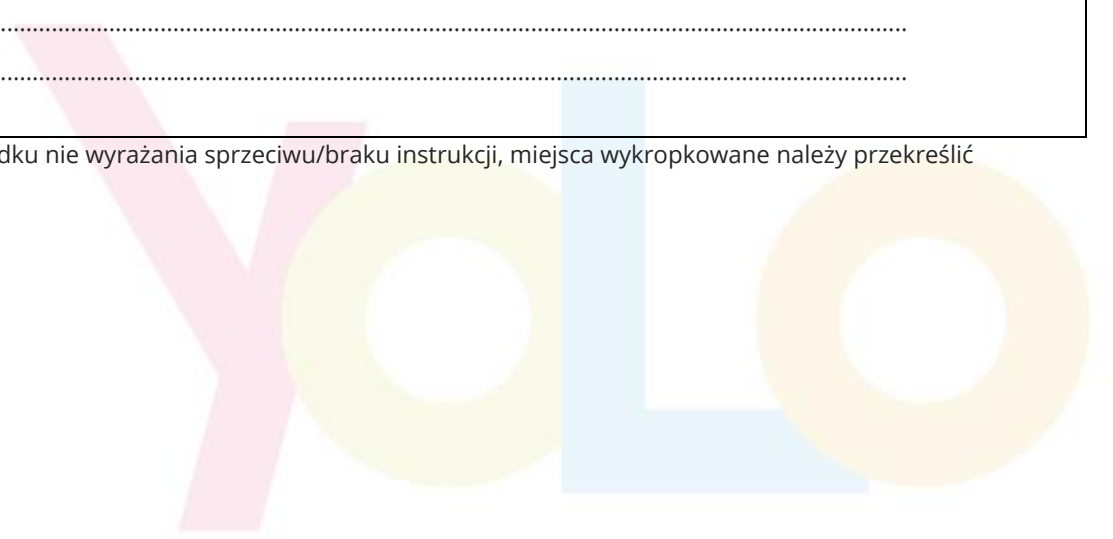




**Uchwała nr 11**  
**Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.**  
**z dnia 24 stycznia 2022 r.**  
**w sprawie powołania członka Rady Nadzorczej**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić

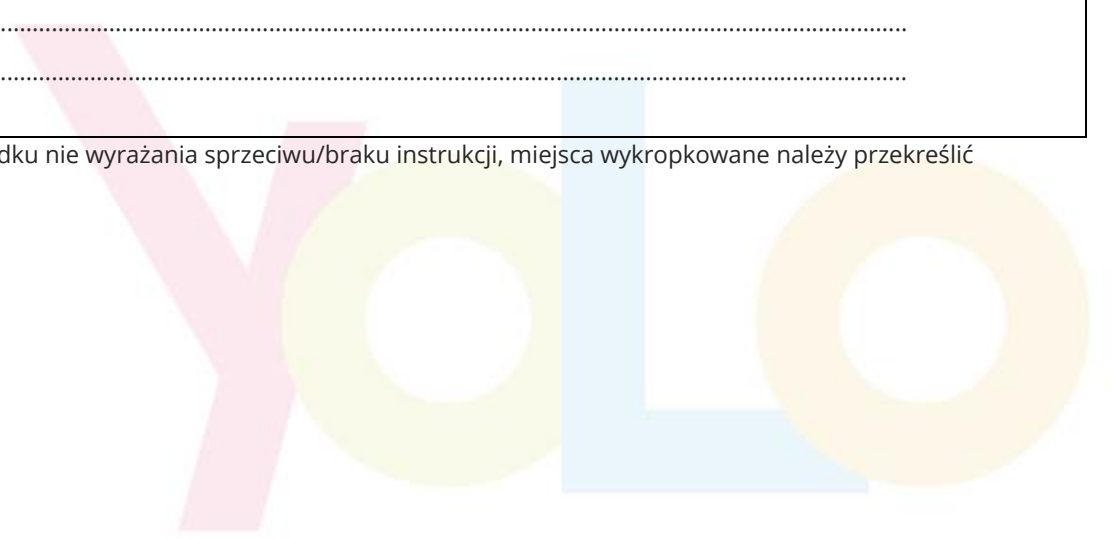




**Uchwała nr 12**  
**Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.**  
**z dnia 24 stycznia 2022 r.**  
**w sprawie powołania członka Rady Nadzorczej**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić

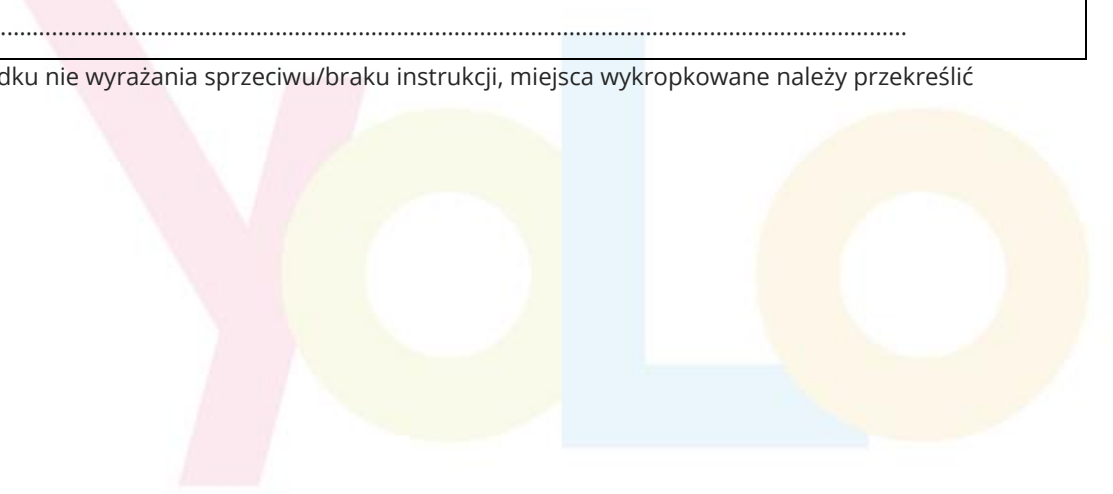




**Uchwała nr 13**  
**Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.**  
**z dnia 24 stycznia 2022 r.**  
**w sprawie powołania członka Rady Nadzorczej**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić



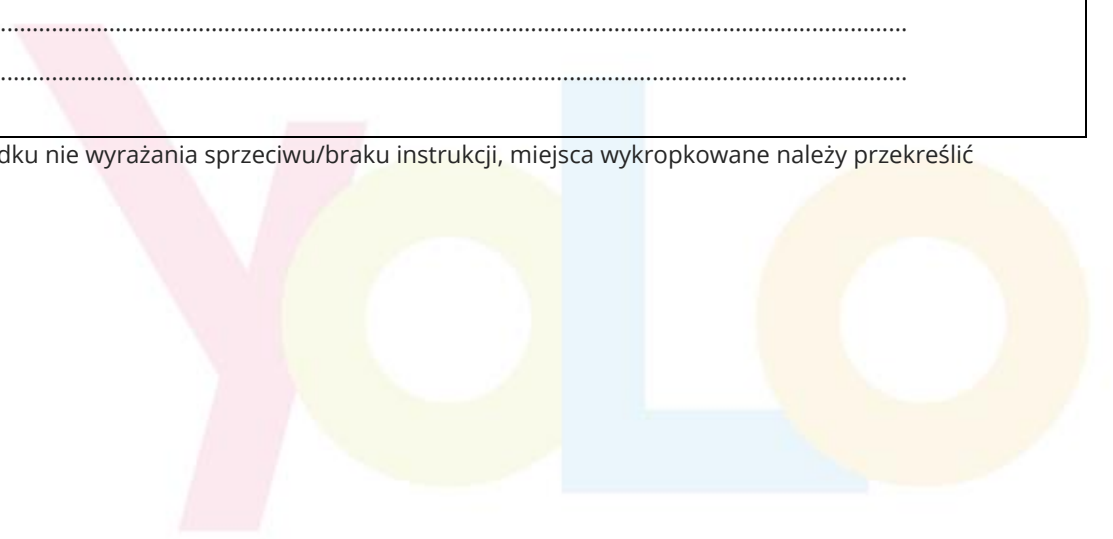




**Uchwała nr 14**  
**Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.**  
**z dnia 24 stycznia 2022 r.**  
**w sprawie zmiany Statutu Spółki – zmiana firmy (nazwy) Spółki**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić

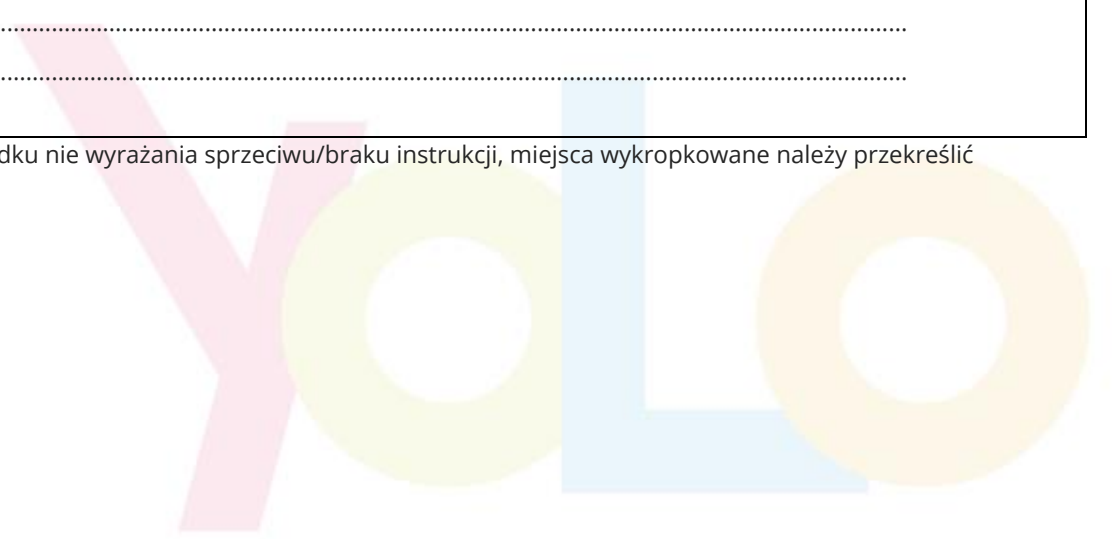




**Uchwała nr 15**  
**Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.**  
**z dnia 24 stycznia 2022 r.**  
**w sprawie zmiany Statutu Spółki – zmiana siedziby Spółki**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić

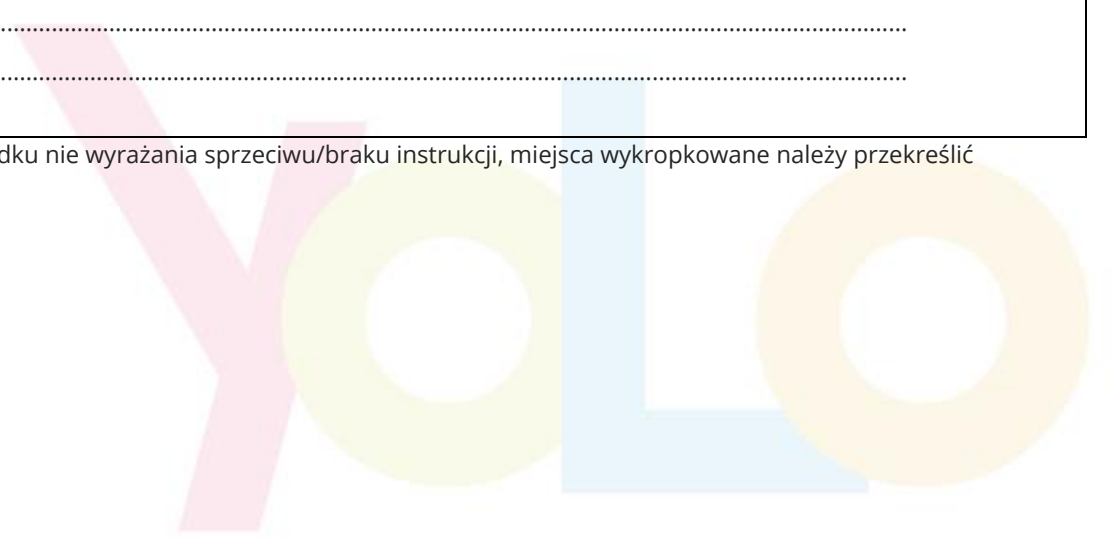




**Uchwała nr 16**  
**Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.**  
**z dnia 24 stycznia 2022 r.**  
**w sprawie zmiany Statutu Spółki – zmiana przedmiotu działalności**

<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić





**Uchwała nr 17**  
**Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.**  
**z dnia 24 stycznia 2022 r.**  
**w sprawie podziału (splitu) akcji Spółki i zmiany Statutu Spółki**

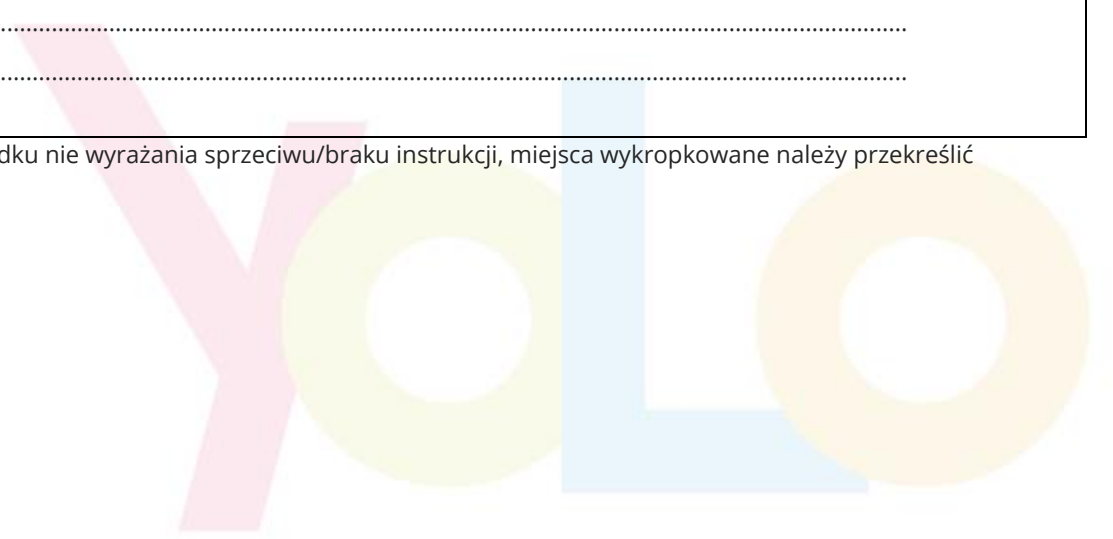
<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić



<b>Uchwała nr 18</b> <b>Nadzwyczajnego Walnego Zgromadzenia YOLO S.A.</b> <b>z dnia 24 stycznia 2022 r.</b> <b>w sprawie upoważnienia Rady Nadzorczej do przygotowania jednolitej treści Statutu Spółki</b>			
<input type="checkbox"/> za  Liczba akcji _____	<input type="checkbox"/> przeciw <input type="checkbox"/> zgłoszenie sprzeciwu  Liczba akcji _____	<input type="checkbox"/> wstrzymuję się  Liczba akcji _____	<input type="checkbox"/> wg uznania pełnomocnika  Liczba akcji _____
<input type="checkbox"/> Inne ..... ..... .....			
W przypadku głosowania przeciwko uchwale, Akcjonariusz może poniżej wyrazić sprzeciw z prośbą o wpisanie do protokołu. Treść sprzeciwu*: ..... ..... .....			
Instrukcje dotyczące sposobu głosowania przez pełnomocnika nad uchwałą w sprawie ..... ..... Treść instrukcji*: ..... ..... .....			

\* w przypadku nie wyrażania sprzeciwu/braku instrukcji, miejsca wykropkowane należy przekreślić





**PART III**

**DRAFT RESOLUTIONS FOR THE EXTRAORDINARY GENERAL MEETING OF YOLO S.A. WITH REGISTERED OFFICE IN PILE CONVENED ON JANUARY 24, 2022**

**Resolution No. 1  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on the election of the Chairman of the Extraordinary General Meeting**

Extraordinary General Meeting of YOLO S.A., acting pursuant to art. 409 § 1 of the Commercial Companies Code, resolves the following:

**§1**

Extraordinary General Meeting of Yolo S.A. decides to elect as the Chairman of the Extraordinary General Meeting Mr. / Mrs. ....

**§2**

The resolution comes into force on the day of its adoption.

**Resolution No. 2  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on adopting the agenda**

**§1**

The Extraordinary General Meeting resolves to adopt the agenda as follows:

1. Opening of the Extraordinary General Meeting.
2. Election of the Chairman of the Extraordinary General Meeting.
3. Confirmation that the Extraordinary General Meeting has been duly convened and is capable of adopting resolutions.
4. Adoption of a resolution on the adoption of the agenda.
5. Adoption of a resolution on withdrawing from the election of the Returning Committee.
6. Adoption of resolutions on changes in the composition of the Supervisory Board.
7. Adoption of a resolution on amendments to the Articles of Association - change of the company name (name) of the Company.
8. Adoption of a resolution on changes to the Articles of Association - change of the registered office of the Company.
9. Adoption of a resolution on amendments to the Articles of Association - change of the subject of the Company's activities.
10. Division (split) of the nominal value of shares and amendment to the Articles of Association.
11. Adoption of a resolution authorizing the Supervisory Board to prepare a uniform text of the Company's Articles of Association.
12. Closing of the Extraordinary General Meeting.

**§2**

The resolution comes into force on the day of its adoption.

**Resolution No. 3  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on withdrawing from the election of the Returning Committee**

**§1**

The Extraordinary General Meeting decides to withdraw from the election of the Returning Committee.

**§2**

Counting votes is entrusted to a person appointed by the Chairman of the Extraordinary General Meeting.

**§3**

The resolution comes into force on the day of its adoption.



**Resolution No. 4  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on dismissal of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting dismisses Mr. Wojciech Adam Piwoński from the Supervisory Board.

**§ 2**

The resolution comes into force upon its adoption.

=====

**Resolution No. 5  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on dismissal of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting dismisses Mr. Andrzej Józef Makarewicz from the Supervisory Board.

**§ 2**

The resolution comes into force upon its adoption.

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**Resolution No. 6  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on dismissal of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting dismisses Mr. Tadeusz Różański from the Supervisory Board.

**§ 2**

The resolution comes into force upon its adoption.

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**Resolution No. 7  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on dismissal of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting dismisses Mr. Wojciech Jakub Andrzejewski from the Supervisory Board.

**§ 2**

The resolution comes into force upon its adoption.

=====





**Resolution No. 8  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on dismissal of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting dismisses Mr. Artur Ciszewski from the Supervisory Board.

**§ 2**

The resolution comes into force upon its adoption.

=====

**Resolution No. 9  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on the appointment of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting appoints to the Supervisory Board Mr. / Mrs. ....

**§ 2**

The resolution comes into force upon its adoption.

=====

**Resolution No. 10  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on the appointment of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting appoints to the Supervisory Board Mr. / Mrs. ....

**§ 2**

The resolution comes into force upon its adoption.

=====

**Resolution No. 11  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on the appointment of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting appoints to the Supervisory Board Mr. / Mrs. ....

**§ 2**

The resolution comes into force upon its adoption.

=====

**Resolution No. 12  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on the appointment of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:



**§ 1**

The Extraordinary General Meeting appoints to the Supervisory Board Mr. / Mrs. ....

**§ 2**

The resolution comes into force upon its adoption.

**Resolution No. 13  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on the appointment of a member of the Supervisory Board**

Acting pursuant to Art. 385 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Extraordinary General Meeting appoints to the Supervisory Board Mr. / Mrs. ....

**§ 2**

The resolution comes into force upon its adoption.

**Resolution No. 14  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on changes to the Articles of Association of the Company - change of the company name (name)**

Acting pursuant to Art. 430 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Articles of Association of the Company are amended in such a way that the current wording of § 1 is repealed and it receives the following new wording:

"§ 1.

*paragraph 1. The company operates under the name of: ..... Spółka Akcyjna .*

*paragraph 2. The company may use the company's abbreviation: ..... S.A. and a graphic sign that distinguishes it. "*

**§ 2**

The resolution comes into force upon its adoption, with effect from the date of registration of the amendment to the Articles of Association by the registry court.

**Resolution No. 15  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022  
on amendments to the Articles of Association of the Company - change of the registered office of the Company**

Acting pursuant to Art. 430 § 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Company's Articles of Association are amended in such a way that the current wording of § 2 is repealed and it receives the following new wording:

"§ 2. The seat of the Company is ....."

**§ 2**

The resolution comes into force upon its adoption, with effect from the date of registration of the amendment to the Articles of Association by the registry court.



**Resolution No. 16  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022**

**on amendments to the Articles of Association of the Company - change of the subject of activity**

Acting pursuant to Art. 430 item 1 of the Commercial Companies Code, the Extraordinary General Meeting resolves as follows:

**§ 1**

The Articles of Association of the Company are amended in such a way that the current wording of § 4 sec. 1 and it shall be replaced by the following:

*"§ 4 sec. 1. The subject of the Company's activity is:*

- 1. 27.11.Z - production of electric motors, generators and transformers,*
- 2. 27.12.Z - production of electricity distribution and control apparatus,*
- 3. 27.20.Z - production of batteries and accumulators,*
- 4. 27.31.Z - production of optical fiber cables,*
- 5. 27.32.Z - production of other electronic and electric wires and cables,*
- 6. 27.33.Z - production of installation equipment,*
- 7. 27.40.Z - production of electric lighting equipment,*
- 8. 27.51.Z - production of electric household appliances,*
- 9. 27.52.Z - production of non-electric household appliances,*
- 10. 27.90.Z - production of other electrical equipment,*
- 11. 33.14.Z - repair and maintenance of electrical equipment,*
- 12. 35.11.Z - generation of electricity,*
- 13. 35.12.Z - Electricity transmission,*
- 14. 35.13.Z - distribution of electricity,*
- 15. 35.14.Z - electricity trading,*
- 16. 35.23.Z - trade in gaseous fuels in the network system,*
- 17. 43.21.Z - carrying out electrical installations,*
- 18. 43.22.Z - execution of plumbing, heating, gas and air conditioning installations,*
- 19. 46 - wholesale trade, except for motor vehicles,*
- 20. 47 - retail trade, except retail trade of motor vehicles,*
- 21. 62.01.Z - activities related to software and consultancy in the field of computer science and related activities,*
- 22. 62.03.Z - activities related to the management of IT devices,*
- 23. 62.09.Z - other service activities in the field of information and computer technologies,*
- 24. 63.99.Z - other information service activities not elsewhere classified,*
- 25. 64.20.Z - activities of financial holding companies,*
- 26. 64.30.Z - operations of trusts, funds and similar financial institutions,*
- 27. 64.99.Z - other financial service activities, not elsewhere classified, except for insurance and pension funds,*



- 28. 66.19.Z - other activities supporting financial services, except insurance and pension funds,
- 29. 70.22.Z - other business and management consultancy,
- 30. 71.12.Z - engineering activities and related technical consultancy,
- 31. 71.20.B - other technical tests and analyzes,
- 32. 74.10.Z - activities in the field of specialized design,
- 33. 82.99.Z - other activities supporting business activities, not elsewhere classified. "

**§ 2**

The resolution comes into force on the day of its adoption, with effect from the date of registration of the amendment to the Articles of Association by the Registry Court.

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**Resolution No. 17  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022**

**on division (split) of the nominal value of shares and amendment to the Articles of Association**

Extraordinary General Meeting of the company under the name of Yolo S.A. with its registered office in Piła, acting pursuant to Art. 430 of the Commercial Companies Code, decides as follows:

**§ 1**

1. The shares of the Company ("Company's shares") are division (split) by reducing the nominal value of the shares from PLN 1.00 (one polish zloty) to PLN 0.10 (ten groszy) and increasing the number of the Company's shares constituting the Company's share capital from 8 879 194 (eight million eight hundred and seventy-nine thousand one hundred and ninety-four) Company's shares with a nominal value of PLN 1.00 (one polish zloty) each to 88 791 940 (eighty eight million seven hundred ninety-one thousand nine hundred and forty) with a nominal value of PLN 0.10 (ten groszy) each.
2. The division (split) of the Company's shares takes place through the exchange of all the Company's shares in ratio 1:10 (one to ten). In connection with the above, each 1 (one) of Company's share with a nominal value of PLN 1.00 (one polish zloty) each is exchanged on 10 (ten) Company's share with a nominal value of PLN 0.10 (ten groszy) each.
3. As a result of the division of Company's shares the amount of the Company's share capital is not changed.
4. The Extraordinary General Meeting authorizes the Management Board of the Company to perform all factual and legal actions related to the adopted resolution, including registration of the changed number of the Company's shares and their nominal value in the registry court of competent jurisdiction and in The Polish central securities depository.

**§ 2**

In connection with the division (split) of the Company's shares, the Extraordinary General Meeting of the Company amends the Articles of Association in such a way that it changes § 6 sec. 1 of the Company's Articles of Association, which receives the new, following wording:

„§ 6 sec. 1:

*The share capital of the Company amounts to PLN 8,879,194 (eight million eight hundred and seventy-nine thousand one hundred and ninety-four) and is divided into 88,791,940 (eighty-eight million, seven hundred and ninety-one thousand, nine hundred and forty) Series A ordinary bearer shares with a nominal value of PLN 0.10 per share. (ten cents) each share"*

**§ 3**

The resolution comes into force on the day of its adoption, with effect from the date of registration of the amendment to the Articles of Association by the Registry Court.

=====



**Resolution No. 18  
Of the Extraordinary General Meeting of YOLO S.A.  
of 24 January 2022**

**on authorizing the Supervisory Board to prepare a uniform text of the Articles of Association**

**§ 1**

The Extraordinary General Meeting authorizes the Supervisory Board to prepare a uniform text of the Company's Articles of Association.

**§ 2**

The resolution comes into force upon its adoption.

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**Information on the total number of shares  
in the Company operating under the name of YOLO Spółka Akcyjna with its seat in Piła and the number of  
votes attached to these shares  
on the day of announcing the convening of the Extraordinary General Meeting for January 24, 2022.**

All shares of YOLO Spółka Akcyjna are bearer shares.

<b>Series of shares</b>	<b>the number of shares</b>	<b>% share in capital company</b>	<b>Number of votes for ZWZ</b>	<b>% share in numbers votes</b>
A	8 879 194	100,00%	<b>8 879 194</b>	100,00%
<b>Sum</b>	8 879 194	100,00%	<b>8 879 194</b>	100,00%

