

Appendix 2 – full text of the draft resolutions of the Ordinary General Meeting of Shareholders of Rex Concepts S.A. convened for 30 June 2026

**RESOLUTION No. 1
of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław (“the Company”)
of 30 June 2026
on the election of the Chairman of the Ordinary General Meeting**

§ 1

The Ordinary General Meeting of the Company hereby appoints [●] as Chairman of the Ordinary General Meeting of the Company.

§ 2

This resolution shall enter into force upon its adoption.

**RESOLUTION No. 2
of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław (“the Company”)
of 30 June 2026
on the adoption of the agenda**

§ 1.

The Ordinary General Meeting of the Company adopts the agenda as follows:

1. Opening of the Ordinary General Meeting.
2. Election of the Chairman of the Ordinary General Meeting.
3. Confirmation that the Ordinary General Meeting has been duly convened and is competent to adopt resolutions, and drawing up the attendance list.
4. Adoption of the agenda.
5. Consideration of the consolidated financial statements of the Company’s group for the year 2025 and adoption of a resolution on the approval of the consolidated financial statements of the Company’s group for the previous financial year, i.e. for the year 2025.
6. Consideration of the Company’s financial statements for the year 2025 and adoption of a resolution to approve the Company’s financial statements for the previous financial year, i.e. for the year 2025.
7. Consideration of the Management Board’s report on the Company’s operations and on the operations of the Company’s capital group for the financial year 2025, and adoption of a resolution regarding the approval of the aforementioned reports.
8. Adoption of a resolution regarding the coverage of the loss incurred by the Company in 2025.
9. Adoption of a resolution on the approval of the report of the Company’s Supervisory Board for the year 2025.
10. Adoption of resolutions on granting discharge to the members of the Company’s Management Board in respect of the performance of their duties in the financial year 2025.
11. Adoption of resolutions on granting discharge to the members of the Company’s Supervisory Board for the performance of their duties in the financial year 2025.
12. Any other business.
13. Closure of the Annual General Meeting.

§ 2.

This resolution shall enter into force upon its adoption.

RESOLUTION No. 3
of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
of 30 June 2026

on the approval of the consolidated financial statements of the Company's group for the previous financial year, i.e. for the year 2025

Pursuant to Article 393 § 5 of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1.

The Ordinary General Meeting of the Company, having considered the matter, approves the consolidated financial statements of the Company's group for the year 2025, comprising:

- 1) Consolidated statement of profit or loss and other comprehensive income for the 12-month period ended 31 December 2025, showing a net loss of PLN 45,595,000,
- 2) Consolidated statement of financial position as at 31 December 2025, showing total equity and liabilities of PLN 1,127,050 thousand,
- 3) Consolidated statement of changes in equity as at 31 December 2025, showing equity of PLN 474,336 thousand,
- 4) The Company's cash flow statement for the 12-month period ended 31 December 2025, showing an increase in cash of PLN 66,932 thousand, i.e. to PLN 131,445 thousand,
- 5) Additional explanatory notes.

§ 2.

This resolution shall enter into force upon its adoption

RESOLUTION No. 4
of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
dated 30 June 2026

on the approval of the Company's financial statements for the financial year 2025

Pursuant to Article 393(1) and Article 395(2)(1) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1

The Ordinary General Meeting of the Company – having considered the matter – approves the Company's financial statements for the financial year 2025, comprising:

- 1) The Company's profit and loss account and statement of comprehensive income for the 12-month period ended 31 December 2025, showing a net loss of PLN 4,505,000,
- 2) The Company's statement of financial position as at 31 December 2025, showing a total of PLN 670,676,000 in equity and liabilities,
- 3) Statement of changes in equity as at 31 December 2025, showing equity of PLN 623,881 thousand,
- 4) The Company's cash flow statement for the 12-month period ended 31 December 2025, showing an increase in cash of PLN 26,187 thousand, i.e. to PLN 26,287 thousand,
- 5) Additional explanatory notes.

§ 2

This resolution shall enter into force upon adoption.

RESOLUTION No. 5
of the Ordinary General Meeting

**of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
of 30 June 2026**

on the approval of the Management Board's report on the Company's operations and on the operations of the Company's capital group for the previous financial year, i.e. for the year 2025

Pursuant to Article 393(1) and Article 395(2)(1) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1

The Ordinary General Meeting of the Company – having considered the reports – approves the Management Board's report on the Company's operations in the financial year 2025 and the Management Board's report on the operations of the Company's capital group in the financial year 2025.

§ 2

This resolution shall enter into force upon adoption.

**RESOLUTION No. 6
of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
dated 30 June 2026
concerning the coverage of the loss incurred by the Company in 2025**

Pursuant to Article 395 § 2(2) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1

In view of the fact that in the financial year 2025 the Company reported a net loss of PLN 4,504,710.62 (four million five hundred and four thousand seven hundred and ten zlotys and 62/100), the Ordinary General Meeting of the Company resolves to cover the loss incurred by the Company in 2025 from profits from subsequent years.

§ 2

This resolution shall enter into force upon its adoption.

**RESOLUTION No. 7
of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
of 30 June 2026
on the approval of the Supervisory Board's report for the year 2025**

Pursuant to Article 382 § 3(3) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1

The Ordinary General Meeting of the Company, having considered the report of the Company's Supervisory Board for the year 2025, approves the report of the Company's Supervisory Board for the year 2025.

§ 2

This resolution shall enter into force upon its adoption.

**RESOLUTION No. 8
of the Ordinary General Meeting**

**of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
of 30 June 2026
on granting discharge to Mr Olgierd Danielewicz for the performance of his duties in the
financial year 2025**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1.

The Ordinary General Meeting of the Company grants Mr Olgierd Danielewicz discharge from his duties as President of the Management Board of the Company for the period from 1 January 2025 to 31 December 2025.

§ 2.

This resolution shall enter into force upon its adoption.

**RESOLUTION No. 9
of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
of 30 June 2026
on granting discharge to Mr Peter Kaineder for the performance of his duties in the financial
year 2025**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1.

The Ordinary General Meeting of the Company grants Mr Peter Kaineder discharge from his duties as a Member of the Company's Management Board for the period from 1 January 2025 to 31 December 2025.

§ 2.

This resolution shall enter into force upon its adoption.

**RESOLUTION No. 10
of the Ordinary General Meeting
the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
dated 30 June 2026
on granting discharge to Mr Bartosz Szuas for the performance of his duties in the financial
year 2025**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1.

The Ordinary General Meeting of the Company grants Mr Bartosz Szuas discharge from his duties as a Member of the Company's Management Board for the period from 1 January 2025 to 31 December 2025.

§ 2.

This resolution shall enter into force upon its adoption.

RESOLUTION No. 11

**of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
of 30 June 2026**

**on granting discharge to Ms Aleksandra Tajak for the performance of her duties in the financial
year 2025**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1.

The Ordinary General Meeting of the Company grants Ms Aleksandra Tajak discharge from her duties as a Member of the Company's Management Board for the period from 1 January 2025 to 30 September 2025.

§ 2.

This resolution shall enter into force upon its adoption.

**RESOLUTION No. 12
of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
of 30 June 2026**

**on granting discharge to Mr Jerzy Tymofiejew for the performance of his duties in the financial
year 2025**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1.

The Ordinary General Meeting of the Company grants Mr Jerzy Tymofiejew discharge from his duties as a Member of the Company's Management Board for the period from 1 January 2025 to 31 December 2025.

§ 2.

This resolution shall enter into force upon its adoption.

**RESOLUTION No. 13
of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
of 30 June 2026**

**on granting discharge to Mr Henry McGovern for the performance of his duties in the financial
year 2025**

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1.

The Ordinary General Meeting of the Company grants Mr Henry McGovern discharge from his duties as Chairman of the Company's Supervisory Board for the period from 1 January 2025 to 31 December 2025.

§ 2.

This resolution shall enter into force upon its adoption.

RESOLUTION No. 14
of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
dated 30 June 2026
on granting Mr Adam Putyr a discharge from his duties for the financial year 2025

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1.

The Ordinary General Meeting of the Company grants Mr Adam Putyr a discharge from his duties as a Member of the Company's Supervisory Board for the period from 1 January 2025 to 31 December 2025.

§ 2.

This resolution shall enter into force upon its adoption.

RESOLUTION No. 15
of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
dated 30 June 2026
on granting Mr Troy Weeks discharge from his duties for the financial year 2025

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1.

The Ordinary General Meeting of the Company grants Mr Troy Weeks discharge from his duties as a Member of the Company's Supervisory Board for the period from 1 January 2025 to 31 December 2025.

§ 2.

This resolution shall enter into force upon its adoption.

RESOLUTION No. 16
of the Ordinary General Meeting
of the company trading as Rex Concepts S.A.
with its registered office in Wrocław ("the Company")
of 30 June 2026
on granting discharge to Mr Steven Winegar Clark for the performance of his duties in the financial year 2025

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, the Ordinary General Meeting of the Company hereby resolves as follows:

§ 1.

The Ordinary General Meeting of the Company grants Mr Steven Winegar Clark discharge from his duties as a Member of the Company's Supervisory Board for the period from 1 January 2025 to 31 December 2025.

§ 2.

This resolution shall enter into force upon its adoption.