

**RESOLUTIONS ADOPTED BY THE EXTRAORDINARY GENERAL MEETING
PCF GROUP S.A. OF WARSAW
DATED MAY 24TH 2021**

**Resolution No. 1/05/2021
of the Extraordinary General Meeting
of PCF Group S.A.
dated May 24th 2021
to appoint the Chair of the Meeting**

The Extraordinary General Meeting hereby appoints Mr Sebastian Wojciechowski as the Chair of the Extraordinary General Meeting.

In the secret vote on the resolution, 24 235 493 valid votes were cast from 24 235 493 shares representing 81.9804927267% of share capital, of which 24 235 493 votes "for", 0 votes "against" and 0 votes "abstained".

**Resolution No. 2/05/2021
of the Extraordinary General Meeting
of PCF Group S.A.
dated May 24th 2021
on appointment of the Ballot Committee**

The Extraordinary General Meeting hereby resolves not to appoint a Ballot Committee as the Meeting uses an electronic ballot counting system.

In the open vote on the resolution, 24 235 493 valid votes were cast from 24 235 493 shares representing 81.9804927267% of share capital, of which 24 235 493 votes "for", 0 votes "against" and 0 votes "abstained".

**Resolution No. 3/05/2021
of the Extraordinary General Meeting
of PCF Group S.A.
dated May 24th 2021
to accept the agenda of the Extraordinary General Meeting**

The Extraordinary General Meeting adopts the following agenda for the Meeting:

1. Opening of the Meeting.
2. Appointment of the Chair of the Meeting and preparation of the attendance list.
3. Confirmation that the Meeting has been properly convened and has the capacity to pass resolutions.
4. Adopting a resolution on appointment of the Ballot Committee.
5. Adopting a resolution to accept the agenda for the Meeting.
6. Voting on a resolution to increase the share capital through the issue of Series D ordinary shares, to waive the existing shareholders' pre-emptive rights with respect to all Series D shares, to seek admission and introduction of Series D shares to trading on the regulated market operated by the Warsaw Stock Exchange, to convert Series D shares into

book-entry form, to authorise the execution of an agreement to register Series D shares in the depository for securities, and to amend the Articles of Association of the Company.

7. Voting on a resolution to amend the Articles of Association of the Company and to authorise the Management Board to increase the share capital of the Company within the limit of the authorised capital, and to disapply the existing shareholders' pre-emptive rights in whole or in part, subject to approval by the Supervisory Board of the Company.
8. Voting on a resolution to amend the Articles of Association of the Company.
9. Voting on a resolution concerning the costs of convening and holding the Meeting.
10. Closing of the Meeting.

In the open vote on the resolution, 24 235 493 valid votes were cast from 24 235 493 shares representing 81.9804927267% of share capital, of which 24 235 493 votes "for", 0 votes "against" and 0 votes "abstained".

**Resolution No. 4/05/2021
of the Extraordinary General Meeting
of PCF Group S.A.
dated May 24th 2021**

on the share capital increase through the issue of ordinary Series D shares, the exclusion of all the preemptive rights of current shareholders in relation to all Series D shares, the seeking of the admission of Series D shares to trading on a regulated market operated by the Warsaw Stock Exchange, the dematerialization of Series D shares and the authorization to execute an agreement on the registration of the Series D shares in the depository of securities, and on amendments to the Articles of Association of the Company

The Extraordinary General Meeting of PCF Group S.A. with its registered office in Warsaw (the "**Company**"), acting pursuant to Article 430, Article 431, Article 432, Article 433 § 2 of the Act of 15 September 2000 – Commercial Companies Code (consolidated text in *Dziennik Ustaw* of 2020, item 1526, as amended) (the "**Commercial Companies Code**"), Article 5 Section 1 Clause 2 and Section 4 of the Act of 29 July 2005 on Trading in Financial Instruments (consolidated text in *Dziennik Ustaw* of 2021, item 328 as amended) (the "**Act on Trading in Financial Instruments**") and § 11 Section 1 Clauses 5 and 6 and § 12 of the Articles of Association of the Company, resolves:

§ 1.

[Share capital increase]

1. The share capital of the Company is increased from PLN 591,250.24 (five hundred and ninety one thousand two hundred and fifty zlotys twenty four groszy) up to PLN 599,004.52 (five hundred and ninety nine thousand four zlotys fifty two groszy), that is by an amount of PLN 7,754.28 (seven thousand seven hundred fifty four zlotys and twenty eight groszy), by way of issuing 387,714 (three hundred eighty seven thousand seven hundred and fourteen) Series D ordinary bearer shares with a nominal value of PLN 0.02 (two groszy) each ("**Series D Shares**").
2. The Series D Shares will be issued by way of a private placement within the meaning of Article 431 § 2 Clause 1 of the Commercial Companies Code, in the form of a

private offer addressed exclusively to Fiducie Familiale Samuel Girardin 2020, a trust established for the benefit of Samuel Girardin and related persons, with its registered office in Montreal, Québec, Canada, 6669A rue Saint-Denis, Montréal (Québec) H2S 2S1, Canada (the “Investor”).

3. The Series D Shares will not carry any special rights.
4. The issue price of Series D Shares is PLN 75.75 (seventy five zlotys and seventy five groszy) per share.
5. Series D Shares may only be paid for with cash contributions.
6. The Series D Shares will participate in the dividend distributed from earnings for the accounting year 2021, i.e. from 1 January 2021, on par with all other shares of the Company.
7. A subscription agreement for the Series D Shares will be executed by 15 June 2021.
8. The Extraordinary General Meeting of the Company authorizes the Management Board of the Company to offer the Series D Shares to the Investor pursuant to Article 431 § 2 Clause 1 of the Commercial Companies Code and subject to the terms and conditions specified herein as well as to execute an agreement with the Investor for subscription of the Series D Shares pursuant to Article 431 § 2 Clause 1 of the Commercial Companies Code, i.e. in a private placement.
9. The Extraordinary General Meeting of the Company hereby authorizes the Management Board of the Company to perform all actual and legal actions necessary to implement this Resolution and comply with the law in connection with the issuance of the Series D Shares.

§ 2.

[Exclusion of preemptive rights]

1. In the interest of the Company, all pre-emptive rights of its current shareholders are hereby excluded with respect to all Series D Shares.
2. A written opinion of the Company’s Management Board explaining the reasons for excluding the current shareholders’ preemptive rights with respect to all Series D Shares and presenting the method of determining the issue price of the Series D Shares is appended to this Resolution.

§ 3.

[Admission to trading and listing on the regulated market]

1. It is resolved that the Company will apply for admission of the Series D Shares to trading and have them listed on a regulated market operated by the Warsaw Stock Exchange (the “WSE”).
2. The Management Board is authorized to take any and all required legal and actual actions, including the submission of relevant applications, statements and notifications, as required by law and regulations, resolutions or guidelines of the WSE in the scope related to the admission to trading and listing of the Series D Shares on the regulated market operated by the WSE.

§ 4.

[Dematerialization and execution of the agreement for registration]

1. Pursuant to Article 5 Section 1 Clause 2) of the Act on Trading in Financial Instruments, it is resolved to have the Series D Shares dematerialized, within the meaning of the Act on Trading in Financial Instruments.
2. Pursuant to Article 5 Section 4 of the Act on Trading in Financial Instruments, the Management Board of the Company is authorized to enter into an agreement with the National Depository of Securities (the “NDS”) on the registration of the Series D Shares in the securities deposit kept by the NDS.
3. The Management Board is authorized to take any and all required legal and actual actions, including the submission of relevant applications, statements and notifications, as required by law and regulations, resolutions or guidelines of the NDS in the scope related to the dematerialization of the Series D Shares and their registration in the securities deposit kept by the NDS.

§ 5.

[Amendments to the Articles of Association]

1. With reference to § 1 – § 4 hereof, the Articles of Association of the Company are amended in such way that § 5 Clause 1 now reads as follows:

“

1. *The share capital of the Company amounts to PLN 599,004.52 (five hundred and ninety nine thousand four zlotys fifty two groszy) and is divided into:*
 - 1) *27,500,000 (twenty seven million five hundred thousand) Series A ordinary, registered shares with the nominal value of PLN 0.02 (two groszy) each,*
 - 2) *2,062,512 (two million sixty two thousand five hundred and twelve) Series B ordinary, bearer shares with the nominal value of PLN 0.02 (two groszy) each.*
 - 3) *387,714 (three hundred eighty seven thousand seven hundred and fourteen) Series D ordinary, bearer shares with the nominal value of PLN 0.02 (two groszy) each.”*
2. The amendment to the Articles of Association referred to in Section 1 above becomes effective as of its registration in the Register of Entrepreneurs of the National Court Register.

§ 6.

[Authorization for the Supervisory Board]

The Extraordinary General Meeting hereby authorizes the Supervisory Board of the Company to adopt a consolidated text of the Articles of Association incorporating the amendment referred to in § 5 Section 1 above, as soon as it is registered in the Register of Entrepreneurs of the National Court Register.

§ 7.

[Effectiveness]

This Resolution enters into force as of the date of its adoption.

In the open vote on the resolution, 24 235 493 valid votes were cast from 24 235 493 shares representing 81.9804927267% of share capital, of which 24 235 493 votes “for”, 0 votes “against” and 0 votes “abstained”.

Annex to Resolution No. 4/05/2021 of the Extraordinary General Meeting of PCF Group S.A. with its registered office in Warsaw dated 24 May 2021

OPINION OF THE MANAGEMENT BOARD OF PCF GROUP S.A.

dated 27 April 2021

substantiating the exclusion of preemptive rights of all shareholders with respect to Series D shares in connection with a planned share capital increase in the Company by way of issuance of Series D shares

Pursuant to Article 433 § 2 of the Act of 15 September 2000 – Commercial Companies Code (the “**Commercial Companies Code**”), the Management Board of PCF Group S.A. with its registered office in Warsaw (the “**Company**”) adopted this opinion on 27 April 2021 with reference to the item on the agenda of the General Meeting of the Company scheduled for 24 May 2021 which provides for the adoption of a resolution on a share capital increase through the issue of ordinary Series D shares, the exclusion of preemptive rights of the current shareholders with respect to the Series D shares, the seeking of the admission of the Series D shares to trading on a regulated market operated by the Warsaw Stock Exchange, the dematerialization of the Series D shares and the authorization to execute an agreement on the registration of the Series D shares in the deposit of securities, and on amendments to the Articles of Association of the Company (the “**Issue Resolution**”).

1. Exclusion of current shareholders’ preemptive rights with respect to the Series D Shares (as defined below)

The share capital increase in the Company by way of issuing 387,714 (three hundred eighty seven thousand seven hundred and fourteen) series D shares with a nominal value of PLN 0.02 (two groszy) each (the “**Series D Shares**”) with the preemptive rights of all current shareholders being excluded, and the offering of the Series D Shares in a private placement exclusively to Fiducie Familiale Samuel Girardin 2020, a trust established for the benefit of Samuel Girardin and related persons, with its registered office in Montreal, Québec, Canada, 6669A rue Saint-Denis, Montréal (Québec) H2S 2S1, Canada (the “**Investor**”), is closely related to an acquisition by the Company on 27 April 2021 of all shares in Game On Creative, Inc. with its registered office in Montreal, Quebec, Canada (“**Game On**”).

Game On specializes mainly animation (with its own motion capture studio capable of recording character animation, facial animation and sound at the same time) and audio services for the largest firms from the gaming industry such as Electronic Arts, Sony Interactive Entertainment or Xbox Games Studios. Game On has been a development partner of People Can Fly for many years and it has played an important role in producing cinematics for *Outriders*, the game released on 1 April 2021. The acquisition of all shares in Game On is an element of implementation of the Company’s and its Group’s strategy, aiming to strengthen the Group’s competencies necessary to develop AAA games, and its ability to handle several development projects at the same time, in particular by adding the expertise to produce high-quality animations for in-game *cinematics*, as well as the sound track and other audio assets used in the games.

Game On is managed by its President Samuel Girardin, who will keep this position and will additionally be employed by the PCF Group S.A. as *Studio Head* in the Group's subsidiary People Can Fly Canada, Inc. and the President of People Can Fly Canada, Inc.

The purpose of the share capital increase in the Company by way of issuing the Series D Shares is to offer them to Fiducie Familiale Samuel Girardin 2020, a trust established for the benefit of Samuel Girardin and related persons, whose beneficial owner is Samuel Girardin in order to build an even closer relationship between Samuel Girardin and the PCF Group through this capital investment alongside the appointments for the professional positions mentioned above. The Management Board points out that 70% of the offered Series D Shares will be locked up on the same terms as the shares of the Company shareholders who offered their shares for sale in the Company's IPO conducted in the fourth quarter of 2020 based on the issue prospectus approved by the Polish Financial Supervision Authority on 25 November 2020. The *lock-up* will remain in force until the end of December 2024.

As the Company is planning to continue its expansion into the North America, soliciting a professional of this dimension, with his industry expertise and excellent knowledge of the extremely competitive local market in Montreal, who will be able to share the Management Board's responsibility for the development on this market and more broadly in Canada, has been a very important step for the Company. The Management Board believes that adding Samuel Girardin to the PCF Group's management team will be a leap towards achieving the Company's goal of expanding the Group's development teams for the planned and ongoing projects.

The funds raised by issuing the Series D Shares will be used for pursuing Company's strategic business goals, such as acquiring new development team(s) or launching new development studios, or for acquisitions of gaming industry targets to the purpose of creating new concepts or development of games. In relation to the Game On acquisition and in relation to the recently announced take-over of the Phosphor Games, LLC development team the Company has used all funds designated for those purposes.

In view of the foregoing, the Management Board of the Company believes that the issue of the Series D Shares fully excluding all preemptive rights of the existing shareholders of the Company is in the interest of the Company and serves its strategic goals. Therefore, the Management Board gives its favorable opinion on the issuance of the Series D Shares fully excluding preemptive rights of the existing shareholders of the Company.

2. The method of setting the issue price

The issue price of the Series D Shares is set at PLN 29,369,335.50 (twenty nine million three hundred sixty nine thousand three hundred thirty five zlotys and fifty groszy), i.e. PLN 75.75 (seventy five zlotys and seventy five groszy) per one Series D Share. The issue price is close to the purchase price paid for Game On shares subject to necessary rounding, provided that the number of the Series D shares to be issued has been calculated based on the volume-weighted average of the Company stock daily prices quoted on the Warsaw Stock Exchange over the period of 30 days preceding the date of acquisition of shares in Game On, that is 30 days preceding 27 April 2021.

The Management Board believes that the issue price of the Series D Shares does not deviate from the market price of the Company shares and the adopted pricing method is in line with the common market practice.

3. Conclusions

In view of the premises set out above, the Management Board of the recommends that the Extraordinary General Meeting adopts the Issue Resolution.

**Resolution No. 5/05/2021
of the Extraordinary General Meeting
of PCF Group S.A.
dated May 24th 2021**

on the amendments to the Company's Articles of Association and concerning an authorization for the Management Board to increase the share capital of the Company within the authorized capital, with the option to exclude current shareholders' preemptive rights in full or in part, subject to Supervisory Board's consent

The Extraordinary General Meeting of PCF Group S.A. with its registered office in Warsaw (the "**Company**"), acting pursuant to Article 444 §§ 1 – 6, Article 445, Article 447 and Article 430 of the Act of 15 September 2000 – Commercial Companies Code (consolidated text in Dziennik Ustaw of 2020, item 1526 as amended) (the „**Polish Commercial Companies Code**") and § 11 Section 1 Clauses 5 and 6 and § 12 of the Articles of Association of the Company, resolves:

§ 1.

[Amendments to the Articles of Association]

1. The Articles of Association of PCF Group Spółka Akcyjna with its registered office in Warsaw are hereby amended by adding after § 5 a new § 5¹ reading as follows:

“§ 5¹

1. The Management Board of the Company is authorized to increase the Company's share capital by an amount not exceeding in aggregate PLN 29,562.50 (twenty nine thousand five hundred and sixty two zlotys fifty groszy) in one or more share capital increases within the limit specified above (authorized capital), by way of issuing ordinary bearer shares with a nominal value of PLN 0.02 (two groszy) each, in a number not exceeding 1,478,125 shares.
2. This authorization for the Management Board to increase the share capital and issue new shares within the limits of the authorized capital will expire as of the third anniversary of registration of this amendment to the Articles of Association of the Company establishing the authorized capital in the in register of entrepreneurs of the National Court Register.
3. In increasing the share capital within the limits of the authorized capital the Management Board may issue shares for cash or in-kind contribution.
4. The shares issued within the authorized capital will participate in the dividend as of the first day of the accounting year following the year of their original subscription.
5. Consent of the Supervisory Board of the Company is required for the adoption of any resolution of the Management Board determining the issue price of shares issued within the authorized capital.
6. Upon consent of the Supervisory Board, the Management Board is authorized to exclude preemptive rights of the Company's current shareholders in full or in part with respect to any increase of the share capital increase within the limits of the authorized capital.

7. The Management Board of the Company cannot issue preferred shares or afford any personal rights to any of the shareholders acquiring shares in a share capital increase executed within the limits of the authorized share capital.
8. Save as required by law or the provisions of this Section, the Management Board is authorized to decide on all matters related to an increase of the share capital within the limits of the authorized capital. In particular, the Management Board is authorized to:
 - a) determine the number of shares to be issued in each increase of the share capital within the limits of the authorized capital;
 - b) determine the detailed terms and methods for issuing shares and the proposed subscription for the shares being issued in the share capital increase within the limits of the authorized capital, in the form of a private placement or closed or open subscription;
 - c) enter into underwriting agreements or other agreements securing the success of the shares issue;
 - d) take any actual and legal actions in order to cause (i) the Company to seek admission to trading and listing on the regulated market operated by the Warsaw Stock Exchange (Giełda Papierów Wartościowych w Warszawie S.A., the “WSE”) of its shares or rights to shares, should the conditions for admission and listing of the latter be fulfilled; (ii) dematerialization, as defined in the Act of 29 July 2005 on Trading in Financial Instruments, of the shares or rights to shares, as well as to take any actual and legal actions, including the filing of appropriate applications, statements and notifications as required by law and the regulations, resolutions or guidelines of the WSE or the National Depository for Securities (Krajowy Depozyt Papierów Wartościowych S.A., the “NDS”) with respect to: (x) seek admission to trading and listing of the shares or rights to shares on the regulated market operated by the WSE; (y) dematerialization of shares or rights to shares; and (z) executing with the NDS an agreement regarding the registration of the shares or rights to shares, should the conditions for admission and listing of the latter on the regulated market operated by the WSE be fulfilled, in the securities deposit kept by the NDS.”.
2. The amendment to the Articles of Association referred to in Section 1 above becomes effective as of its registration in the Register of Entrepreneurs of the National Court Register.

§ 2.

[Rationale for this Resolution]

1. This Resolutions is adopted in order to equip the Company with a flexible instrument to swiftly and effectively obtain equity financing for the purpose of acquiring a new development team or teams, or to take-over entities engaging in video game development should such a business opportunity arise.
2. The Management Board of the Company may use this authorization to increase the share capital within limits of the authorized capital afforded in this Resolution to adjust the size and timing of share issues effected by the Company to the identified business opportunities and the Company’s and its group’s current needs. This instrument facilitating the share capital increase and share issue processes will significantly reduce the time necessary to complete acquisitions, as well as their costs.

§ 3.

[Opinion substantiating the exclusion of preemptive rights]

1. Attached to this Resolution is a written opinion setting out the reasons for authorizing the Management Board to exclude preemptive rights of the Company's current shareholders in full or in part upon consent of the Supervisory Board and the manner of determining the issue price of the Company shares in connection with the authorization granted to the Management Board of the Company to increase the Company's share capital within limits of the authorized capital.
2. The Extraordinary General Meeting has reviewed the substantiation for establishing the authorized capital presented in § 2 and the Management Board's opinions setting out the reasons for authorizing the Management Board to exclude preemptive rights of the Company's current shareholders in full or in part upon consent of the Supervisory Board and the manner of determining the issue price of the Company shares, and it approves the position of the Management Board, considers it reasonable and therefore compliant with the requirements of the Commercial Companies Code.

§ 4.

[Authorization for the Supervisory Board of the Company]

The Extraordinary General Meeting hereby authorizes the Supervisory Board of the Company to adopt a consolidated text of the Articles of Association incorporating the amendment referred to in § 1 Section 1 above, as soon as it is registered in the Register of Entrepreneurs of the National Court Register.

§ 5.

[Effectiveness]

This resolution becomes effective upon its adoption.

In the open vote on the resolution, 24 235 493 valid votes were cast from 24 235 493 shares representing 81.9804927267% of share capital, of which 24 235 493 votes "for", 0 votes "against" and 0 votes "abstained".

Schedule to Resolution No. 5/05/2021 of the Extraordinary General Meeting of PCF Group S.A. with its registered office in Warsaw dated 24 May 2021

OPINION OF THE MANAGEMENT BOARD OF PCF GROUP S.A.

of 27 April 2021

setting out the reasons for authorizing the Management Board to exclude preemptive rights of the Company's current shareholders in full or in part upon consent of the Supervisory Board and the manner of determining the issue price of the Company shares in connection with the authorization granted to the Management Board to increase the Company's share capital within limits of the authorized capital

Pursuant to Article 447 § 2 in conjunction with Article 433 § 2 of the Act of 15 September 2000 – Commercial Companies Code (the "**Commercial Companies Code**"), the Management Board of PCF Group S.A. with its registered office in Warsaw (the "**Company**") adopted this opinion on 27 April 2021 with reference to the item on the agenda of the General Meeting of the Company scheduled for 24 May 2021 which

provides for the adoption of a resolution on amendments to the Articles of Association of the Company and authorization of its Management Board to increase the share capital within limits of the authorized capital and to exclude preemptive rights of the Company's current shareholders in full or in part upon consent of the Supervisory Board (the "Authorized Capital").

1. The authorization for the Management Board to increase the share capital of the Company within the authorized capital, with the option of the Management Board to exclude current shareholders' preemptive rights in full or in part, subject to Supervisory Board's consent

The proposed amendments to the Company's Articles of Association and establishment of the Authorized Capital as an instrument allowing Management Board to exclude preemptive rights of the Company's current shareholders in full or in part upon consent of the Supervisory Board are both closely related to the implementation of the Company's short- and mid-term strategy to acquire new development team or teams or start new development studios for the Group, or acquire other video game developers.

Given the dynamic character of the game development industry, a flexible instrument such as the Authorized Capital will help the Management Board implement the strategy by swiftly and effectively completing transactions aimed at acquiring a new development team or teams or game development industry businesses in order to create new concepts or develop games, should an attractive business opportunity arise, and should the transaction structure envisage the issuance of new shares by the Company, or should the continued commitment of the target company's shareholders be deemed paramount for further development of that company or its group. With the Authorized Capital in place, the Management Board of the Company will be able to use the authorization to increase the share capital within its limits to adjust the size and timing of share issues to the identified business opportunities and the Company's and its group's current needs. This will greatly shorten the time necessary to complete an acquisition and help the Company compete on the global market with offers made by other entities proposing share exchange, which the Management Board believes to be a key advantage in the gaming industry, especially outside Poland. It will also help reduce the costs of such transactions.

At the same time, the Management Board would like to emphasize that increasing the Company's share capital within limits of the Authorized Capital does not preclude pursuing the Company's and its group's strategy in the scope described above by way of acquiring new development studios (or their teams or shares) with use of the funds raised by the Company in the public offer of its shares executed in Q4 2020 based on the prospectus approved by the Polish Financial Supervision Authority on 25 November 2020. This path towards implementation of the Company's strategy is a valid alternative to issuing shares within limits of the Authorized Capital, however the Management Board's practice shows that in order to effectively pursue the Company's strategy the Management Board must be able to use either or both forms of settling the acquisitions in order to successfully complete such acquisitions.

The Management Board also points out that any share capital increase within limits of the Authorized Capital will not exceed 5% of the Company's current share capital, and the authorization period is three years, which means that the Authorized Capital will not result in significant ownership changes in the Company.

The funds raised by issuing shares in each share capital increase within limits of the Authorized Capital will be used for pursuing Company's strategic business goals, such as acquiring game development companies (including development studios) for the

purpose of creating new concepts or development of games, or supporting the development of the Company's self-publishing capacity.

In view of the foregoing, the Management Board of the Company believes that the ability to issue shares as part of a share capital increase within limits of the Authorized Capital while excluding preemptive rights of the Company's existing shareholders in full or in part upon consent of the Supervisory Board of the Company is in the interest of the Company and serves its strategic goals. Therefore, the Management Board gives its favorable opinion on the issuance of shares on the terms proposed in the resolution of the Company's Extraordinary General Meeting.

2. The method of setting the issue price

According to the proposed resolution of the Company's Extraordinary General Meeting, consent of the Supervisory Board of the Company is required for the adoption of any resolution of the Management Board determining the issue price of shares issued within the Authorized Capital. The Management Board believes that given the maximum, three-year period of the authorization to increase the Company's share capital within limits of the Authorized Capital and the conceivable variety of the terms of business transactions, it is reasonable that the Management Board should seek consent of the Supervisory Board to establish the issue price of the issued shares in the manner proposed by the Management Board in each case. Such a mechanism of aligning the positions of the Company's corporate bodies will best protect the interests of the Company's shareholders.

3. Conclusions

In view of the premises set out above, the Management Board of the Company recommends that the Extraordinary General Meeting adopts the Resolution regarding the Authorized Capital.

**Resolution No. 6/05/2021
of the Extraordinary General Meeting
of PCF Group S.A.
dated May 24th 2021
to amend the Articles of Association of the Company**

Pursuant to Art. 430.1 of the Commercial Companies Code of September 15th 2000 and Art. 11.1.6 of the Articles of Association of the Company, the Extraordinary General Meeting resolves as follows:

§ 1.

The Articles of Association of the Company shall be amended as follows:

1. Art. 5.1.1 of the Articles of Association shall read as follows:

"1) 27,500,000 (twenty-seven million five hundred thousand) Series A ordinary bearer shares with a par value of PLN 0.02 per share,"

§ 2.

The Extraordinary General Meeting hereby authorises the Supervisory Board of the Company to prepare a consolidated text of the Articles of Association, taking into account the amendments resulting from the provisions of Art. 1 above, following their registration in the Business Register of the National Court Register.

§ 3.

This resolution shall become effective as of its date.

In the open vote on the resolution, 24 235 493 valid votes were cast from 24 235 493 shares representing 81.9804927267% of share capital, of which 24 235 493 votes “for”, 0 votes “against” and 0 votes “abstained”.

**Resolution No. 7/05/2021
of the Extraordinary General Meeting
of PCF Group S.A.
dated May 24th 2021
on the cost of convening and holding
of the Extraordinary General Meeting**

Pursuant to Art. 400.4 of the Commercial Companies Code, the Extraordinary General Meeting of PCF Group S.A. of Warsaw (the “Company”) hereby resolves that the costs of convening and holding the Extraordinary General Meeting of May 24th 2021 shall be borne by the Company.

In the open vote on the resolution, 24 235 493 valid votes were cast from 24 235 493 shares representing 81.9804927267% of share capital, of which 24 235 493 votes “for”, 0 votes “against” and 0 votes “abstained”.