



**NOTARIAL RECORD OF MINUTES OF
THE SHAREHOLDERS' MEETING
ASTARTA HOLDING N.V.**

Today, on the sixteenth day of June two thousand twenty-two, I, Ilona Noëlle van den Bergh, civil law notary in Amsterdam, the Netherlands, recorded, at the request of the company mentioned below, the business transacted at the shareholders' meeting, which was held on the sixteenth day of June twenty-two, at fourteen hours local time, in the building located at J.J. Viottastraat 52 in Amsterdam, the Netherlands (the "**Meeting**"), of: _____
ASTARTA Holding N.V., a limited liability company (*naamloze vennootschap*) organized and existing under the laws of the Netherlands, having its corporate seat at Amsterdam, the Netherlands, with address Jan van Goyenkade 8, 1075 HP Amsterdam the Netherlands, registered with the trade register under number 34248891 (the "**Company**"). _____

At the Meeting I noted the following: _____

- A. Present at the Meeting were: _____
- ALBACON VENTURES LIMITED, represented by Mr. Derrick James Rutgers; _____
 - HWIC LG TERM VAL STR UCITS CCF, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
 - TRUSTEE OF SYNDICATE 1218 NEWLINE UNDERWRITING MANAGEMENT LIMITED, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
 - GREYSTONE INSURANCE COMPANY, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
 - ODYSSEY REINSURANCE COMPANY, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
 - RIVERSTONE INSURANCE UK LIMITED, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
 - ZENITH INSURANCE, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
 - WENTWORTH INSURANCE, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____



- UNITED STATES FIRE INSURANCE, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- KOPERNIK GLOBAL ALL-CAP FUND, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- MGI FUNDS PLC, MFYA, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- KOPERNIK GLOBAL ALL-CAP MASTER FUND, LP, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- KOPERNIK GLOBAL ALL-CAP CIT, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- RUSSELL INVESTMENT COMPANY MULTI-STRATEGY INCOME FUND, GUQ5, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- NEW YORK STATE COMMON RETIREMENT FUND, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- RUSSELL INVESTMENT COMPANY MULTI-ASSET GROWTH STRATEGY FUND, HUB6, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- REGIME DE RENTES DU MOUVEMENT DESJARDINS, D297, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- MCIC VERMONT (A RECIPROCAL RISK RETENTION GROUP), MYY6, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- RUSSELL INVESTMENTS TRUST COMPANY COMMINGLED EMPLOYEE BENEFIT FUNDS TRUST, 6QQO, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- RUSSELL INVESTMENTS INSTITUTIONAL FUNDS, LLC SUSTAINABLE MULTI-ASSET GROWTH FUND, RJR5, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- ACADIAN NON-US SMALL-CAP LONG-SHORT EQUITY FUND LLC, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- CITY OF NEW YORK GROUP TRUST, N2XP, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM, 59 HM, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- CITY OF NEW YORK GROUP TRUST, NYKU, represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____
- LOS ANGELES COUNTY EMPLOYEES RETIREMENT ASSOCIATION, LC2E,



represented by Mr. Marcus Mattheus Lucas Joannes van Campen; _____

- Ilona Noëlle van den Bergh, associated with Van Campen & Partners N.V. as civil law notary and Secretary of the Meeting; _____
- Thomas Mitchell, legal Advisor associated with Van Campen & Partners N.V. _____

Attending by (video) conference: _____

- Viktor Ivanchyk; _____
- Viktor Gladky; _____
- Howard Alan Dahl; _____
- Gilles Andre Roger Mettetal; _____
- Huseyin Arslan; _____
- Tetiana Gromova, corporate secretary; _____
- Sander Gerritsen, associated with PricewaterhouseCoopers Accountants N.V. _____

B. I checked and confirmed that the power of attorney of ALBACON VENTURES LIMITED, HWIC LG TERM VAL STR UCITS CCF, TRUSTEE OF SYNDICATE 1218 NEWLINE, GREYSTONE INSURANCE COMPANY, ODYSSEY REINSURANCE COMPANY, RIVERSTONE INSURANCE UK LIMITED, ZENITH INSURANCE, WENTWORTH INSURANCE, UNITED STATES FIRE INSURANCE, KOPERNIK GLOBAL ALL-CAP FUND, MGI FUNDS PLC, MFYA, KOPERNIK GLOBAL ALL-CAP MASTER FUND, LP, KOPERNIK GLOBAL ALL-CAP CIT, RUSSELL INVESTMENT COMPANY MULTI-STRATEGY INCOME FUND, GUQ5, NEW YORK STATE COMMON RETIREMENT FUND, RUSSELL INVESTMENT COMPANY MULTI-ASSET GROWTH STRATEGY FUND, HUB6, REGIME DE RENTES DU MOUVEMENT DESJARDINS, D297, MCIC VERMONT (A RECIPROCAL RISK RETENTION GROUP), MYY6, RUSSELL INVESTMENTS TRUST COMPANY COMMINGLED EMPLOYEE BENEFIT FUNDS TRUST, 6QQO, RUSSELL INVESTMENTS INSTITUTIONAL FUNDS, LLC SUSTAINABLE MULTI-ASSET GROWTH FUND, RJR5, ACADIAN NON-US SMALL-CAP LONG-SHORT EQUITY FUND LLC, CITY OF NEW YORK GROUP TRUST, N2XP, OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM, 59 HM, CITY OF NEW YORK GROUP TRUST, NYKU and LOS ANGELES COUNTY EMPLOYEES RETIREMENT ASSOCIATION, LC2E were executed and handed over to me.

1. Opening of the General Meeting _____

Mr. Marcus Mattheus Lucas Joannes van Campen, a director of the Company, opened the meeting as temporary chairman. He first recorded that Howard Dahl, the Chairman of the Board of Directors, is unable to chair the meeting, and thus Mr. Marcus Mattheus Lucas Joannes van Campen is acting as the temporary Chairman of the meeting until a permanent chairman is elected. _____

The temporary Chairman of the meeting appointed Ilona Noëlle van den Bergh of the



Company's legal counsel Van Campen Liem as temporary secretary of the meeting. _____

The temporary Chairman then asked for nominations of shareholders for the position of permanent Chairman of the meeting. _____

Mr. Marcus Mattheus Lucas Joannes van Campen was the only nominee for permanent Chairman of the meeting. Mr. van Campen declared himself elected as permanent Chairman of the meeting. _____

The Chairman then appointed Ilona Noëlle van den Bergh to act as permanent secretary of the meeting to make a notarial record of the meeting. _____

The Chairman then declared that: _____

- this meeting is held in one of the places referred to in the Articles. _____
- the meeting was convened with due observance of the provisions of the Articles, Dutch law and other relevant rules and regulations. _____
- The meeting was announced in the current report published on the Warsaw Stock Exchange's reporting system on the eighth day of April two thousand twenty-two and the Convocation Notice was published on the Company's website on the eighth day of April two thousand twenty-two. _____

The meeting was attended by the persons mentioned on the attendance list for the meeting, being persons invited by the Company's Board of Directors (the "Board") and the representatives of twenty-five (25) shareholders. _____

All shareholders that registered for the meeting are represented by virtue of (i) a proxy in writing to Mr. Marcus Mattheus Lucas Joannes van Campen, a director of the Company, representing eight million one hundred eighty-nine thousand six hundred forty-eight (8,189,648) shares of the issued and outstanding share capital of the Company and thirty-two point seventy-six percent (32.76%) of the voting rights and (ii) a proxy to Mr. Derrick Rutgers, representing ten million (10,000,000) shares of the issued and outstanding share capital of the Company and forty percent (40%) of the voting rights. Seventy-two point seventy-six percent (72.76%) of the voting rights of the Company are represented at the meeting in total. Ten (10) shareholders have not granted proxies to a Director designated by the Company and did not attend the meeting in person, or grant a proxy to a person other than a director to represent them at the meeting; this means that they were registered for the meeting but their shares (totally – 728,997 shares) would not vote. _____

The Chairman concluded that valid resolutions by the meeting can be passed and adopted. —

The Chairman informed the meeting that the members of the Board and the external auditors will take part in the Meeting via conference call. _____

The Chairman continued as follows: _____



For this meeting the Company has published and distributed the Convocation Notice, the Shareholders' Circular, the draft resolutions and other information/documents in order to inform the shareholders of the relevant facts and circumstances to be considered by shareholders before exercising their voting rights. The documents relevant for this meeting were available for examination by the shareholders at the Company's offices in the Netherlands through the date of the meeting. All documents are also available for the shareholders and investors via the Company's website: <https://astartaholding.com>.

The Chairman referred to the agenda for the meeting, as set forth in the Convocation Notice for the meeting as follows:

1. Opening of the General Meeting.
2. Discussion of the Management Report two thousand twenty-one.
3. Advisory vote to approve the Remuneration Report two thousand twenty-one, a copy of which is attached as Exhibit 1 to the Shareholders Circular for the meeting.
4. Adoption of the annual accounts for the financial year two thousand twenty-one.
5. Approval of the language to be used for preparation of the management report and annual accounts for financial year two thousand twenty-two.
6. Granting discharge to the Directors for their tasks during the financial year two thousand twenty-one.
7. Granting full and final discharge to Marcus Mattheus Lucas Joannes van Campen for his services as director of the Company.
8. Adoption of the profit appropriation for the financial year two thousand twenty-one.
9. Appointment of person that will be temporarily charged with the management of the Company when all Directors are absent or unable to act ("*ontstentenis of belet*").
10. Appointment of the Company's external auditor for the financial year two thousand twenty-two.
11. Reappointment of (i) Executive Director A, CEO, member of the Board of Directors, (ii) Executive Director A, CFO, member of the Board of Directors, (iii) Executive Director B, Chief Compliance Officer, member of the Board of Directors, who will resign and be replaced by Savvas Perikleous as of the effective time of the Conversion and (iv) Non-Executive Director C, Chairman of the Board of Directors.
12. Adoption of amendments to Annex 6.2. (resignation schedule for members of the Board of Directors of the Company) of the rules of the Board of Directors, as more fully specified in Exhibit 2 to the Shareholders Circular for the meeting.
13. Approval of the Conversion Proposal and granting consent to the Conversion as a whole, including (i) the amendment and restatement of the articles of association of the



Company as set forth in the Conversion Proposal and (ii) the election of Savvas Perikleous as a director of the Company to replace Marcus Mattheus Lucas Joannes van Campen, effective as of the time of Conversion, as more fully specified in Exhibits 3 and 4 to the Shareholders Circular for the meeting. _____

14. Authorization of the Board of Directors to have the Company repurchase shares in its own capital and determining the terms for, and conditions of, such a repurchase. _____
15. Delegation to the Board of Directors of the authority to issue shares, grant options and other rights to acquire shares and cancel or limit pre-emptive rights. _____
16. Discussion of the Company's observance of the Dutch Corporate Governance Code. _____
17. Discussion of the Company's dividend policy. _____
18. Any other business. _____

2. Discussion of the Management Report two thousand twenty-two. _____

The Chairman proceeded with the discussion on the Management Report two thousand twenty-one, including the Directors' Report. _____

The Chairman also noted that the respective issue is not a voting item. The Chairman informed the meeting about and invited the meeting to discuss the Management Report two thousand twenty-one. _____

Since none of the attendants wished to discuss the documents, the Chairman then proceeded to the next agenda item. _____

3. Advisory vote to approve the Remuneration Report two thousand twenty-one, a copy of which is attached as Exhibit 1 to the Shareholders Circular for the meeting _____

The Chairman informed the meeting that in accordance with article 2:135b subsection 2 of the Dutch Civil Code, the Remuneration Report two thousand twenty-two has to be submitted to the Annual General Meeting of Shareholders of the Company for its advisory vote. _____

The Chairman proposed to cast a favorable advisory vote. _____

The meeting unanimously, representing eighteen million one hundred eighty-nine thousand six hundred forty-eight (18,189,648) shares, cast a favorable advisory vote and approved the Remuneration Report two thousand twenty-one. _____

The Chairman concluded that the proposal was adopted. _____

4. Adoption of the annual accounts for the financial year two thousand twenty-one. _____

The Chairman informed the meeting that Mr. Gerritsen, Partner at PricewaterhouseCoopers Accountants N.V., is present at this meeting by telephone and he will briefly describe the process of the preparation of the annual accounts _____

Mr. Gerritsen informed the meeting that on the eighth day of April two thousand twenty-two, PricewaterhouseCoopers Accountants N.V. issued an unqualified auditors' report on the



consolidated and separate financial statements of the Company for two thousand twenty-one. The auditors' report is included in the Other Information of the annual report. _____

The financial statements have been prepared in accordance with IFRS as adopted by the EU and also comply with the requirements of Title 9, Book 2 of the Netherlands Civil code. _____

The other information that is included in the annual report complies with Dutch legal requirements and is consistent with the financial statements and with our knowledge obtained during the audit of the financial statements or otherwise. _____

Furthermore, the financial statements prepared in XHTML format, including the partially tagged consolidated financial statements as included in the reporting package by the Company, have been prepared in all material respects in accordance with the RTS on ESEF. —

In their auditor's report PricewaterhouseCoopers Accountants N.V. provided information on the scope, materiality and the key audit matters as well as their approach for the annual audit, fraud and going concern. Their audit approach and the findings have been discussed with the Board of Directors. _____

PricewaterhouseCoopers Accountants N.V. planned their audit to obtain a reasonable assurance that the annual accounts are free of material misstatements. They have applied a materiality of UAH 156.3 million (EUR 4.8 million) that is based on total revenues for the consolidated and for the separate financial statements. Any audit difference that exceeds UAH fifteen million six hundred thousand Ukraine hryvnia (UAH 15,600,000), being around five hundred thousand euro (EUR 500,000) have been communicated with the Board of Directors. No material misstatements have been identified during our audit. _____

All significant subsidiaries were included in the scope of our audit and ninety-nine percent (99%) of consolidated revenue, ninety-seven percent (97%) of consolidated total assets and ninety-seven percent (97%) of profit before tax was subject to detailed audit procedures. For other, smaller entities we performed mainly analytical review procedures. _____

PricewaterhouseCoopers Accountants N.V. worked in close collaboration with PwC auditors in Ukraine. We provided them instructions for their audit and reviewed and discussed the outcome of their audits to assess that their procedures are sufficient for audit of the group. Due to Covid-19, most of the audit procedures were performed remotely. _____

During the audit the particular area of our focus was the use of the going-concern assumption as a result of a full-scale military invasion of Ukraine initiated by Russia on the twenty-fourth day of February two thousand twenty-two. The Group's operations are significantly affected by the ongoing military invasion of Ukraine and the magnitude of the further developments or timing of when those actions will cease are uncertain. These conditions indicate the existence of a material uncertainty which may cast significant doubt about the Group's ability to



continue as a going concern. Auditor's opinion is not modified in respect of this matter. The auditors designed their audit procedures in the above context and evaluated whether the going concern risks including management's plans to address the identified risks and the most significant underlying assumptions have been sufficiently described in notes to the financial statements. The auditors' procedures did not result in outcomes contrary to management's assumptions and judgments used in the application of the going concern assumption. ———

The Auditors also evaluated the potential impact of climate change on the financial position and assumptions and estimates and agree with management that climate change does not have a material impact on the valuation of assets or on the liabilities at the balance sheet date. This year PricewaterhouseCoopers Accountants N.V. reported more extensively on their approach related to fraud risks, which is a new and general requirement in the Netherlands for listed companies. PricewaterhouseCoopers Accountants N.V. evaluated fraud risk factors and focused their approach on management override of controls and risk of fraud in revenue recognition. Both are presumed significant risks in their audits. There were no matters to report. —————

There was one Key Audit Matter identified which is valuation of biological assets, as this involves significant estimates and assumptions about discount rates, prices and expected yields. PricewaterhouseCoopers Accountants N.V. concluded that, based on their audit procedures performed, the biological assets are not materially misstated. —————

Mr. Gerritsen concluded with the confirmation that PricewaterhouseCoopers Accountants N.V. is independent of the Company and is in compliance with the applicable independence regulations. —————

Taking into account the above the Chairman proposed to approve and adopt the annual accounts of the Company for the financial year two thousand twenty-one as presented by the Board of Directors. —————

The meeting took note of the above and voted. Shareholders representing eleven thousand three hundred sixty four (11,364) abstained from voting and the rest of shareholders representing eighteen million one hundred seventy eight thousand two hundred eighty four (18,178,284) shares voted in favour of the proposal and approved the annual accounts of the Company for the financial year two thousand twenty-one as presented by the Board of Directors. —————

The Chairman concluded that the proposal was adopted. —————

5. Approval of the language to be used for preparation of the management report and annual accounts for financial year two thousand twenty-two. —————

The Chairman informed the meeting that the Management Report and annual accounts for



two thousand twenty-one were not prepared in the Dutch language and proposed to prepare the Management Report and the annual accounts for two thousand twenty-two in the English language. _____

The meeting unanimously, representing eighteen million one hundred eighty-nine thousand six hundred forty-eight (18,189,648) shares, approved that the Management Report and annual accounts for financial year two thousand twenty-two will be prepared in a different language than Dutch, being English. _____

The Chairman concluded that the proposal was adopted. _____

6. Granting of discharge to the Directors for their tasks during the financial year two thousand twenty-one. _____

The Chairman mentioned that each member of the Board of Directors made all his efforts and exercised due diligence to perform his managing or supervisory responsibilities in the best interest of the Company. _____

The Chairman proposed the following: _____

- a) to grant discharge to Mr. Ivanchyk, for all acts of management performed during the financial year two thousand twenty-one for and on behalf of the company as it appears from the Company's books; _____
- b) to grant discharge to Mr. Gladky, for all acts of management performed during the financial year two thousand twenty-one for and on behalf of the Company as it appears from the Company's books; _____
- c) to grant discharge to Mr. Van Campen, for all acts of management performed during the financial year two thousand twenty-one for and on behalf of the Company as it appears from the Company's books; _____
- d) to grant discharge to Mr. Dahl, for all acts of supervision performed during the financial year two thousand twenty-one for and on behalf of the Company as it appears from the Company's books; _____
- e) to grant discharge to Mr. Mettetal, for all acts of supervision performed during the financial year two thousand twenty-one for and on behalf of the Company as it appears from the Company's books; _____
- f) to grant discharge to Mr. Arslan, for all acts of supervision performed during the financial year two thousand twenty-one for and on behalf of the Company as it appears from the Company's books. _____

The meeting took note of the above and voted. Shareholders representing twelve thousand five hundred eighty four (12,584) abstained from voting, shareholders representing eight thousand seven hundred eighty seven (8,787) voted against and the rest of shareholders



representing eighteen million one hundred sixty-eight thousand two hundred seventy seven (18,168,277) shares, voted in favour of the proposal. _____

The Chairman concluded that the proposal to grant discharge to each of the Directors as proposed by the Chairman was adopted by the meeting with a majority of votes. _____

7. Granting full and final discharge to Marcus Mattheus Lucas Joannes van Campen for his services as director of the Company. _____

The Chairman informed the meeting that Marcus Mattheus Lucas Joannes van Campen as a result of the Conversion will resign and will be replaced by Savvas Perikleous as a director of the Company. _____

In this respect, the Chairman proposed to grant full and final discharge to Marcus Mattheus Lucas Joannes van Campen for his services as director of the Company _____

The meeting took note of the above and voted. Shareholders representing twelve thousand five hundred eighty four (12,584) abstained from voting, shareholders representing eight thousand seven hundred eighty seven (8,787) voted against and the rest of shareholders representing eighteen million one hundred sixty-eight thousand two hundred seventy seven (18,168,277) shares, voted in favour of the proposal. _____

The Chairman concluded that the proposal to grant full and final discharge to Marcus Mattheus Lucas Joannes van Campen as proposed by the Chairman was adopted by the meeting with a majority of votes. _____

8. Adoption of the profit appropriation for the financial year two thousand twenty-one.

The Chairman proposed to adopt the net profit appropriation for the financial year two thousand twenty-one as presented by the Board of Directors and to transfer net profit in the amount of ninety-four million one hundred forty-one thousand euro (EUR 94,141,000) to the Company's retained earnings reserve. Given that it was proposed to transfer net profit in the amount of ninety-four million one hundred forty-one thousand euro (EUR 94,141,000) to the Company's retained earnings, the Chairman also proposed not to distribute dividends. _____

The meeting took into account the proposal of the Chairman and voted. Shareholders, representing nine hundred thirty-three thousand eight hundred and two (933,802) shares abstained from voting and the rest of shareholders representing seventeen million two hundred fifty five thousand eight hundred forty six (17,255,846) voted in favour of the proposal. _____

The Chairman concluded that the proposal was adopted by the meeting with a majority of votes and it was decided to transfer net profit in the amount of ninety-four million one hundred forty-one thousand euro (EUR 94,141,000) to the Company's retained earnings reserve and not to distribute dividends. _____

9. Appointment of person that will be temporarily charged with the management of the



Company when all Directors are absent or unable to act ("ontstentenis of belet"). —

The Chairman informed the meeting that under Article 19 of the Articles, the General Meeting may appoint a person who shall manage the Company in case of absence or inability to act ("ontstentenis of belet") of all Directors. The respective case is applicable, if all Directors are absent, for example due to severe sickness, loss of their mental abilities or in case of their death. _____

The Board of Directors believes that Mr. Valerii Sokolenko, the Executive Director of LLC Firm "Astarta-Kyiv", is sufficiently experienced and duly skilled to act in case of "ontstentenis of belet" of Directors. _____

At the same time, Mr. Rutgers, acting on behalf of the shareholder Albacon Ventures Limited, holder of ten million (10,000,000) shares, informed the meeting that Mr. Sokolenko has resigned and, in this respect, proposes to appoint Mr. Viacheslav Chuk, Deputy Chief Financial Officer of LLC Firm "Astarta-Kyiv", as a person that will be temporarily charged with the management of the Company in case of the absence or inability to act of all Directors. _____

The meeting took into account the proposal of the Chairman and Mr. Rutgers and voted. Shareholders, representing (eight million one hundred eighty nine thousand six hundred forty eight (8,189,648) shares, voted in favour of the appointment of Mr. Sokolenko, one shareholder, representing ten million (10,000,000) shares, voted against the appointment of Mr. Sokolenko and voted for the appointment of Mr. Viacheslav Chuk to fill the position. _____

The Chairman concluded that the proposal of the Board of Directors was rejected and that instead a resolution to appoint Mr. Viacheslav Chuk as a person that will be temporarily charged with the management of the Company in case of absence or inability to act of all Directors was adopted with a majority of votes. _____

10. Appointment of the Company's external auditor for the financial year two thousand twenty-two. _____

The Chairman informed the meeting that the Company must appoint an external auditor. In accordance with Dutch law, the General Meeting of Shareholders is authorized to appoint the external auditor. If the General Meeting of Shareholders would fail to appoint an auditor, the Board is obliged and authorized to do so. It is the Company's policy to schedule the appointment of the auditor each year at the agenda of the Annual General Meeting. _____

In order to be able to negotiate better terms and pricing and to enhance the competition between the accounting firms, the Chairman proposed to entrust the Board of Directors to enter into negotiations with Ernst&Young, KPMG, Deloitte & Touche, PricewaterhouseCoopers, Grant Thornton, BDO and Baker Tilly and depending on the results of



such negotiations to appoint one of these firms as the Company's external auditor on the proposal of the Audit Committee and with the affirmative votes of all Non-Executive Directors and to enter into an engagement with the appointed auditor to render audit services for the financial year two thousand twenty-two. _____

The meeting took into account the proposal of the Chairman and voted. Shareholders, representing sixty seven (67) shares abstained from voting, shareholders representing one hundred seven thousand seven hundred fifty six (107,756) shares voted against and the rest of shareholders representing eighteen million eighty one thousand eight hundred twenty five (18,081,825) shares, voted in favour of the proposal. _____

The Chairman concluded that the proposal was accepted with a majority of votes and the Meeting resolved to entrust the Board of Directors to enter into negotiations with Ernst&Young, KPMG, Deloitte & Touche, Pricewaterhousecoopers, Grant Thornton, BDO and Baker Tilly and pending the results of negotiations with these firms, to enter into an engagement with one of these accounting firms for rendering audit services for the financial year two thousand twenty-two. _____

11. Reappointment of (i) Executive Director A, CEO, member of the Board of Directors, (ii) Executive Director A, CFO, member of the Board of Directors, (iii) Executive Director B, Chief Compliance Officer, member of the Board of Directors, who will resign and be replaced by Savvas Perikleous as of the effective time of the Conversion and (iv) Non-Executive Director C, Chairman of the Board of Directors. _____

The Chairman proposed to reappoint _____

- Proposal to reappoint Mr. Viktor Ivanchyk as Executive Director A of the Company for a period of 4 (four) years from the date hereof and therefore ending on the close of the annual general meeting of the Company to be held in two thousand twenty-six; _____
- Proposal to reappoint Mr. Viktor Gladky as Executive Director A of the Company for a period of four (4) years from the date hereof and therefore ending on the close of the annual general meeting of the Company to be held in two thousand twenty-six; _____
- Proposal to reappoint Mr. Gilles Mettetal as Non-Executive Director C of the Company for a period of four (4) years from the date hereof and therefore ending on the close of the annual general meeting of the Company to be held in two thousand twenty-six; _____
- Proposal to reappoint Mr. Marcus Mattheus Lucas Joannes van Campen as Executive Director B of the Company for a period of four (4) years (who will resign and be replaced by Savvas Perikleous as of the effective time of the Conversion) from the date hereof and therefore ending on the close of the annual general meeting of the Company to be held in two thousand twenty-six. _____



The meeting took note of the above and voted. Shareholder, representing one million forty one thousand six hundred twenty five (1,041,625) voted against and the rest of shareholders representing seventeen million one hundred forty eight thousand twenty three (17,148,023) shares voted in favour of the proposal. _____

The Chairman concluded that the proposal to reappoint Mr. Viktor Ivanchyk as Executive Director A, Mr. Viktor Gladky as Executive Director A, Mr. Gilles Mettetal as Non-Executive Director C and Mr. Marcus Mattheus Lucas Joannes van Campen as Executive Director B was adopted with a majority of votes. _____

12. Adoption of amendments to Annex 6.2. (resignation schedule for members of the Board of Directors of the Company) of the rules of the Board of Directors. _____

The Chairman informed the meeting that the rules of the Board of Directors (the "Board Rules") as currently in effect were adopted on the twenty-eighth day of May two thousand twenty-one. The changes in Annex 6.2. (Resignation schedule for members of the Board of Directors of the Company) of the Board Rules will bring Annex 6.2 in line with the reappointment of the Company's Non-Executive Director C. The text of the proposed amendment to Annex 6.2 is annexed to the Shareholders Circular for the meeting as Exhibit 2.

The meeting took note of the above and voted. Shareholders, representing nine hundred thirty three thousand eight hundred two (933,802) shares, voted against and the rest of shareholders representing seventeen million two hundred fifty five thousand eight hundred forty six (17,255,846) shares voted in favour of the proposal. _____

The Chairman concluded that the proposal to adopt amendments to Annex 6.2. (resignation schedule for members of the Board of Directors of the Company) of the rules of the Board of Directors was adopted with a majority of votes. _____

13. Approval of the Conversion Proposal and granting consent to the Conversion as a whole, including (i) the amendment and restatement of the articles of association of the Company as set forth in the Conversion Proposal and (ii) the election of Savvas Perikleous as a director of the Company to replace Marcus Mattheus Lucas Joannes van Campen, effective as of the time of Conversion, as more fully specified in Exhibits 3 and 4 to the Shareholders Circular for the meeting. _____

The Chairman informed the meeting that on the sixth day of April two thousand twenty-two the Board of Directors, having analyzed thoroughly the Conversion Proposal to convert the Company into a Cyprus company and the related Explanatory Notes thereto, copies of which are annexed to the Shareholders Circular for the meeting as Exhibits 3 and 4, respectively, resolved to approve both documents unanimously and to include the question regarding the conversion of the Company into a Cyprus company on the agenda of the annual general



meeting for approval by shareholders. _____

Thus, taking into account the above, the Chairman proposed to approve the Conversion Proposal and to grant consent to the Conversion as a whole, including (i) the amendment and restatement of the articles of association of the Company and (ii) the election of Savvas Perikleous as a director of the Company to replace Marcus Mattheus Lucas Joannes van Campen, effective as of the time of Conversion. _____

The meeting took note of the above and voted. Shareholders, representing nine hundred thirty three thousand eight hundred two (933,802) shares voted against and the rest of shareholders representing seventeen million two hundred fifty five thousand eight hundred forty six (17,255,846) shares, voted in favour of the proposal. _____

The Chairman concluded that the proposal to approve the Conversion Proposal and to grant consent to the Conversion as a whole, including (i) the amendment and restatement of the articles of association of the Company and (ii) the election of Savvas Perikleous as a director of the Company to replace Marcus Mattheus Lucas Joannes van Campen, effective as of the time of Conversion, was adopted with a majority of votes. _____

14. Authorization of the Board of Directors to have the Company repurchase shares in its own capital and determining the terms for, and conditions of, such a repurchase. _____

The Chairman informed the meeting that in accordance with Dutch law, the General Meeting of Shareholders may authorize the Board of Directors to repurchase shares in its own capital.

Pursuant to Article 2:98 of the Dutch Civil Code and Article 9 of the Articles, the Company may only repurchase shares in its capital in exchange for payment of a consideration if (i) the Company's equity less the acquisition price is not less than the paid-up and called-up part of the capital increased by the reserves to be maintained pursuant to Dutch law or the Articles, (ii) the nominal amount of the shares which the Company acquires, holds or which are held by a subsidiary does not exceed one-half of the issued capital and (iii) the authority to acquire such shares has been granted by the General Meeting of Shareholders. _____

The authorization of the General Meeting of Shareholders to the Board of Directors should specify the number of shares that may be acquired, the manner in which they may be acquired and the price range payable for the shares to be acquired. _____

The authorization granted by the General Meeting of Shareholders shall not be valid for longer than eighteen months. _____

The purpose of the repurchase is (i) to transfer the repurchased shares (directly or indirectly) to employees of the Company or of a group entity of the Company under a stock option plan which is still to be implemented and/or (ii) to meet obligations arising from debt financial instruments exchangeable for or convertible into equity instruments if any. _____



Should the repurchased shares not (entirely) be used for the above purposes any shares which have been repurchased in privately negotiated transactions or through self-tender offers other than through a broker may be sold again in the open market in accordance with Dutch law and the terms of the Company's insider trading policy. _____

The authorization set forth above will cease to be applicable as of the effectiveness of the Conversion, after which the Company will be able to repurchase shares only in accordance with the requirements of Cyprus law and the provisions of the Cyprus Articles. _____

The Chairman proposed to authorize the Board of Directors to repurchase shares in the capital of the Company up to a maximum of twelve million five hundred thousand (12,500,000) shares, being fifty percent (50%) of the currently issued and paid up share capital, for a purchase price per share of up to one hundred twenty-five Polish zloty (PLN 125.00). Proposal to authorize that the repurchases shall take place through a broker in the open market or in one or more negotiated private transactions and/or one or more self-tender offers and are for the purpose of meeting obligations arising from (i) debt financial instruments exchangeable for or convertible into equity instruments and/or (ii) employee share option programs or other allocations of shares to employees of the Company or of a group entity of the Company. Shares repurchased in negotiated private transactions or through self-tender offers other than through a broker may also be resold in the open market in accordance with Dutch law and the terms of the Company's insider trading policy. Proposal to resolve that the authorization is valid for a period of eighteen (18) months starting from the day of this meeting. _____

The meeting took note of the above and voted. Shareholders representing sixty one thousand and two (61,002) shares voted against and the rest of shareholders representing eighteen million one hundred twenty eight thousand six hundred forty six (18,128,646) shares voted in favour of the proposal. _____

The Chairman concluded that the proposal was accepted, and the resolution was adopted with a majority of votes - to authorize the Board of Directors to repurchase shares in the capital of the Company up to a maximum of twelve million five hundred thousand (12,500,000) shares, being fifty percent (50%) of the currently issued and paid up share capital, for a purchase price per share of up to one hundred twenty-five Polish zloty (PLN 125.00). The respective authorization will cease to be applicable as of the effectiveness of the Conversion, after which the Company will be able to repurchase shares only in accordance with the requirements of Cyprus law and the provisions of the Cyprus Articles. _____

15. Delegation to the Board of Directors of the authority to issue shares, grant options and other rights to acquire shares and cancel or limit pre-emptive rights. _____

The Chairman informed the meeting that in accordance with Dutch law and article 6 paragraph



1 and article 7 paragraph 5 of the Articles, the General Meeting may authorize another corporate body to issue shares or to grant rights to subscribe for shares and to limit and cancel pre-emptive rights in connection therewith. Such authorization should mention the number of shares concerned and such authorization may be granted for a maximum period of five (5) years. The resolution hereto shall be filed with the Dutch trade register. _____

In view of the necessity to have the most flexibility to finance the Company's development and implementation of the Company's strategy, it was proposed to authorize the Board to issue or to grant rights to subscribe for shares up to a maximum of ten percent (10%) of the currently issued and paid in share capital and to limit or cancel any existing pre-emptive rights in connection therewith and that all resolutions hereto have to be adopted by the Board with unanimous votes. The authorization shall be given for a period of one year starting today and may not be withdrawn. _____

The meeting took note of the above and voted. Shareholders representing eight hundred seventy two thousand eight hundred sixty seven (872,867) voted against and the rest of shareholders representing seventeen million three hundred sixteen thousand seven hundred eighty one (17,316,781) voted in favour of the proposal. _____

The Chairman concluded that the proposal was accepted and the resolution was adopted with a majority of votes - to authorize the Board of Directors to issue or to grant rights to subscribe for shares up to a maximum of ten percent (10%) of the currently issued and paid in share capital and to limit or to cancel any existing pre-emptive rights in connection therewith, all for a period of one year starting today and for the avoidance of doubt, ending but not including the sixteenth day of June two thousand twenty-three, which authorization may not be withdrawn, provided that the Board adopts such resolutions unanimously. _____

16. Discussion of the Company's observance of the Dutch Corporate Governance Code. _____

The Chairman proceeded with the discussion on the Company's observance of the Dutch Corporate Governance Code. _____

Such observance was disclosed in the Management Report two thousand twenty-one and includes the following. _____

As the Company is incorporated under the laws of the Netherlands, apart from applying the Code of Best Practice for WSE Listed Companies, the Company complies with the Dutch Corporate Governance Code by applying principles and best practice provisions that are applicable or by explaining why the Company deviates from them. _____

The Company currently does not apply the following provisions of the Dutch Corporate Governance Code: _____

a) Best practice provision 2.3.2 (establishment of committees): _____



The Company has a one-tier structure with three Non-Executive Directors and is therefore not obliged to have committees. However, the Company has a remuneration committee and an audit committee. _____

- b) Best practice provision 5.1.4 (one-tier management structure): _____
In accordance with this best practice provision, the committees referred to in best practice provision 2.3.2 should be comprised exclusively of Non-Executive Directors. Since the Company has only three Non-Executive Directors, the Executive Directors are also committee members. _____
- c) Best practice provision 5.1.1 (one-tier management structure): _____
In accordance with this best practice provision, the majority of members of the management board shall be non-executive directors and meet the independence requirements stipulated in the best practice provisions 2.1.7 and 2.1.8 of the Dutch Corporate Governance Code. The Company has three Non-Executive Directors out of six Directors; three members of the Board of Directors are independent. The reason for this is to keep the Board of Directors as small and simple as possible. To apply the best practice provision 5.1.1 would mean that the Board of Directors should be comprised of nine persons; since only Mr. Dahl and Mr. Mettetal are independent non-executive directors, three additional independent non-executive directors would be required. This is not considered to be in the best interests of the Company and would rather complicate matters. _____

The Chairman noted that this is not a voting item. The Chairman informed the meeting about and invited the meeting to discuss the Company's observance of the Dutch Corporate Governance Code and to ask questions in relation therewith. _____

Since none of the attendants wished to discuss the observance of the Dutch Corporate Governance Code, the Chairman then proceeded to the next agenda item. _____

17. Discussion of the Company's dividend policy. _____

The Chairman proceeded with the discussion on the Company's dividend policy. _____

The possible distribution of dividends by the Company depends on the Company's performance, earnings and financial condition, the condition of the markets, the general economic climate and other factors, including the Company's cash requirements and business prospects, and tax and regulatory considerations. Approval of future dividends, if any, is at the discretion of the Board of Directors and subject to approval of the Company's general meeting of shareholders. After the Conversion, the Company in general meeting may declare and approve dividends, but no dividend shall exceed the amount recommended by the directors and, in addition, the directors may from time to time declare and pay interim dividends (which



are again approved at the next annual general meeting). Taking into account the current situation in Ukraine, the Board does not presently expect to propose to declare or pay any further dividends until the environment within Ukraine becomes more stable. _____

18. Any other business. _____

The Chairman informed the meeting that there is no other business to be transacted and the meeting did not put forward any other business either. _____

With no other business to be transacted, the Chairman closed the meeting. _____

END _____

This notarial record of these minutes was made by this deed, executed in Amsterdam on the date, in the month and in the year as stated in the preamble. _____

(Signed accordingly),

ISSUED AS A TRUE NOTARIAL COPY:

