

**The draft resolutions to be discussed by the Annual General Meeting of
X-Trade Brokers Dom Maklerski S.A. convened on 15 April 2019**

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Ad. 2 of the agenda

**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)
on appointing of the Chairperson of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A.**

§ 1

Annual General Meeting elects Mr/ Ms as the Chairperson of the Annual General Meeting

§ 2

The Resolution shall come into force on the day it has been passed.

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Ad. 4 of the agenda

**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)
on adopting the agenda**

Annual General Meeting adopts the following agenda of the meeting:

1. Opening of the Annual General Meeting;
2. Appointment of the Chairperson of the Annual General Meeting;
3. Asserting that the Annual General Meeting has been convened correctly and is capable of adopting resolutions;
4. Adoption of the agenda;
5. Review and approval of the Management Board's report concerning the activity of the Group and the Company in 2018;
6. Adoption of the resolution concerning approval of the Company's separate financial statement for 2018;
7. Adoption of the resolution concerning approval of the consolidated financial statement of the Group X-Trade Brokers Dom Maklerski S.A. for 2018;
8. Adoption of the resolution concerning profit distribution;

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9. Adoption of the resolutions concerning granting the vote of approval for the members of the Company's Management Board for performance of their duties in the year 2018;
10. Review and approval of the report concerning the activity of the Company's Supervisory Board in 2018;
11. Adoption of the resolution concerning granting the vote of approval for the members of the Company's Supervisory Board for performance of their duties in the year 2018;
12. Adoption of the Policy regarding the verification and selection of persons being members of the Management Board and the Supervisory Board as well as the key employees;
13. Closing of the Annual General Meeting.

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Ad. 5 of the agenda

**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)**

**on reviewing and approval of the Management Board's report concerning the activity
of the Group and the Company in 2018**

§1

Annual General Meeting, after reviewing of the Management Board's report concerning the activity of the Group and the Company in 2018, hereby approves the Management Board's report concerning the activity of the Group and the Company in 2018.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 6 of the agenda

**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)**

on approval of the Company's separate financial statement for 2018

§1

Annual General Meeting, after reviewing of the Company's separate financial statement (Standalone Annual Report) for 2018, hereby approves the Company's separate financial statement (Standalone Annual Report) for 2018 prepared in accordance with International Financial Reporting Standards, consisting of:

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- comprehensive income statement for the period of 1 January 2018 - 31 December 2018 which shows netto profit in the amount of PLN 90.898 thousand,
- statement of financial position on 31 December 2018, with total assets of and total liabilities and equity of PLN 927.960 thousand,
- statement of changes in equity for the financial year 1 January 2018 - 31 December 2018 presenting increase of the equity capital in the amount of PLN 50.361 thousand,
- cash flow statement which presents increase of the cash funds between 1 January 2018 and 31 December 2018 by the net amount of PLN 86.272 thousand,
- additional explanatory notes to the financial statements and other explanatory notes.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 7 of the agenda

**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019**

(draft)

on reviewing and approval of the consolidated financial statement of the Group X-Trade Brokers Dom Maklerski S.A. for 2018

§1

Annual General Meeting, after reviewing of the X-Trade Brokers Dom Maklerski S.A. Capital Group's Consolidated consolidated financial statement (Consolidated Annual Report) for 2018, hereby approves the X-Trade Brokers Dom Maklerski S.A. Capital Group's consolidated financial statement (Consolidated Annual Report) for 2018 prepared in accordance with International Financial Reporting Standards, consisting of:

- comprehensive income statement for the period of 1 January 2018 - 31 December 2018 which shows netto profit in the amount of PLN 101.471 thousand,
- statement of financial position on 31 December 2018, with total assets of and total liabilities and equity of PLN 970.074 thousand,
- statement of changes in equity for the financial year 1 January 2018 - 31 December 2018 presenting increase of the equity capital in the amount of PLN 54.814 thousand,

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– cash flow statement which presents increase of the cash funds between 1 January 2018 and 31 December 2018 by the net amount of PLN 97.167 thousand,

– additional explanatory notes to the financial statements and other explanatory notes.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 8 of the agenda

**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)
on profit distribution, dividend date and the day of payment of the dividend**

Acting in accordance with Article 348 § 3 and § 4 and Article 395 § 2 point 2 of the Commercial Companies Code, it is resolved as follows:

§1

1. Annual General Meeting hereby decides to pay the dividend from the Company's net profit for 2018, which amounted to PLN 90 898 045,65 (ninety million eight hundred ninety eight thousand forty five zlotys and 65/100), in the amount of PLN 61 039 490,20 (sixty one millions thirty nine thousand four hundred ninety zlotys and 20/100), i.e. PLN 0,52 (52/100) per share, with advance payment for this dividend the amount of PLN 41.084.272,25 (forty one millions eighty four thousand two hundred seventy two zlotys and 25/100), i.e. PLN 0,35 (35/100) per share, paid to the shareholders in December 2018 as an advance payment due to expected dividend for 2018, this means that payment is subject to the amount of PLN 19 955 217,95 (nineteen millions nine hundred fifty five thousand two hundred seventeen zlotys and 95/100), i.e. PLN 0,17 (17/100) per share. The Annual General Meeting decided to retain the retaining part of the profit in the amount of PLN 29 858 555,45 (twenty nine millions eight hundred fifty five zlotys and 35/100) on a reserve capital.
2. The 25th of April is determined as the day according to which the list of shareholders entitled to the dividend is determined (dividend date).
3. The payment of the dividend will be made on 10th of May 2019 (the day of payment of the dividend).
4. All shares issued by the Company are entitled to the dividend.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 9 of the agenda

**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)
on granting the vote of approval for the President of the Management Board
Mr. Omar Arnaout**

§1

Annual General Meeting hereby grants Mr. Omar Arnaout the vote of approval for performance of his duties as the President of the Management Board for the period of 1 January 2018 – 31 December 2018.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)
on granting the vote of approval for the Member of the Management Board
Mr. Paweł Szejko**

§1

Annual General Meeting hereby grants Mr. Paweł Szejko the vote of approval for performance of his duties as the Member of the Management Board for the period of 1 January 2018 - 31 December 2018.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)
on granting the vote of approval for the former Member of the Management Board
Mr. Paweł Frańczak**

§1

Annual General Meeting hereby grants Mr. Paweł Frańczak the vote of approval for performance of his duties as the Member of the Management Board for the period of 1 January 2018 – 25 April 2018.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)
on granting the vote of approval for the Member of the Management Board**

Mr. Filip Kaczmarzyk

§1

Annual General Meeting hereby grants Mr. Filip Kaczmarzyk the vote of approval for performance of his duties as the Member of the Management Board for the period of 1 January 2018 - 31 December 2018.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)
on granting the vote of approval for the Member of the Management Board**

Mr. Jakub Kubacki

§1

Annual General Meeting hereby grants Mr. Jakub Kubacki the vote of approval for performance of his duties as the Member of the Management Board for the period of 10 July 2018 - 31 December 2018.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 10 of the agenda

**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)
on reviewing and approval of the report concerning the activity of the Company's
Supervisory Board in 2018**

§1

Annual General Meeting, after reviewing of the report concerning the activity of the Company's Supervisory Board in 2018, hereby approves the report concerning the activity of the X-Trade Brokers Dom Maklerski S.A.'s Supervisory Board in 2018.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 11 of the agenda

**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)**

**on granting the vote of approval for the Chairman of the Company's Supervisory Board
Mr. Jakub Leonkiewicz**

§1

Annual General Meeting hereby grants Mr. Jakub Leonkiewicz the vote of approval for performance of his duties as the Chairman of the Supervisory Board for the period of 1 January 2018 – 31 December 2018.

§2

The Resolution shall come into force on the day it has been passed.

=====

**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019
(draft)**

**on granting the vote of approval for the former Member of the Company's Supervisory
Board
Mr. Michał Kędzia**

§1

Annual General Meeting hereby grants Mr. Michał Kędzia the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2018 – 7 March 2018.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019**

(draft)

**on granting the vote of approval for the Member of the Company's Supervisory Board
Mr. Łukasz Baszczyński**

§1

Annual General Meeting hereby grants Mr. Łukasz Baszczyński the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2018 - 31 December 2018.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019**

(draft)

**on granting the vote of approval for the Member of the Company's Supervisory Board
Mr. Jarosław Jasik**

§1

Annual General Meeting hereby grants Mr. Jarosław Jasik the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2018 - 31 December 2018.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019**

(draft)

**on granting the vote of approval for the Member of the Company's Supervisory Board
Mr. Bartosz Zabłocki**

§1

Annual General Meeting hereby grants Mr. Michał Kędzia the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2018 - 31 December 2018.

§2

The Resolution shall come into force on the day it has been passed.

=====

**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019**

(draft)

**on granting the vote of approval for the former Member of the Company's Supervisory Board
Mr. Marek Strugała**

§1

Annual General Meeting hereby grants Mr. Marek Strugała the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 7 March 2018 – 9 November 2018.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019**

(draft)

**on granting the vote of approval for the Member of the Company's Supervisory Board
Mr. Grzegorz Grabowicz**

§1

Annual General Meeting hereby grants Mr. Grzegorz Grabowicz the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 10 November 2018 – 31 December 2018.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 12 of the agenda

**Resolution No./2019
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 15 April 2019**

(draft)

**on adoption of the Policy regarding the verification and selection of persons being
members of the Management Board and the Supervisory Board as well as the key
employees**

§1

Annual General Meeting hereby adopts the Policy regarding the verification and selection of persons being members of the Management Board and the Supervisory Board as well as the key employees adopted by the resolution of the Supervisory Board no. 26/RN/2019 dated 18 March 2019.

§2

The Resolution shall come into force on the day it has been passed.

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