

**The draft resolutions to be discussed by the Annual General Meeting of  
X-Trade Brokers Dom Maklerski S.A. convened on 10 April 2018**

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***Ad. 2 of the agenda***

**Resolution No. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018  
(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. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018  
(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 for 2017;
6. Adoption of the resolution concerning approval of the Company's separate financial statement for 2017;
7. Adoption of the resolution concerning approval of the consolidated financial statement of the Group X-Trade Brokers Dom Maklerski S.A. for 2017;
8. Adoption of the resolution concerning profit distribution;

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9. Adoption of the resolution concerning coverage of loss from previous years;
  10. 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 2017;
  11. Review and approval of the report concerning the activity of the Company's Supervisory Board for 2017;
  12. 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 2017;
  13. Adoption of the resolution on changes in the Statute of the Management Board;
  14. Adoption of the resolution authorising the Management Board to prepare a consolidated text of the Regulations of the Management Board;
  15. Other issues;
  16. Closing of the Annual General Meeting.
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***Ad. 5 of the agenda***

**Resolution No. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018  
(draft)**

**on reviewing and approval of the Management Board's report concerning the activity  
of the Group and the Company for 2017**

§1

Annual General Meeting, after reviewing of the Management Board's report concerning the activity of the Group and the Company for 2017, hereby approves the Management Board's report concerning the activity of the Group and the Company for 2017.

§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. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018  
(draft)  
on approval of the Company's separate financial statement for 2017**

§1

Annual General Meeting, after reviewing of the Company's separate financial statement (Standalone Annual Report) for 2017, hereby approves the Company's separate financial statement (Standalone Annual Report) for 2017 prepared in accordance with International Financial Reporting Standards, consisting of:

- comprehensive income statement for the period of 1 January 2017 - 31 December 2017 which shows netto profit in the amount of PLN 87.398 thousand,
- statement of financial position on 31 December 2017, with total assets of and total liabilities and equity of PLN 853.391 thousand,
- statement of changes in equity for the financial year 1 January 2017 - 31 December 2017 presenting increase of the equity capital in the amount of PLN 48.574 thousand,
- cash flow statement which presents increase of the cash funds between 1 January 2017 and 31 December 2017 by the net amount of PLN 92.840 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. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018  
(draft)  
on reviewing and approval of the consolidated financial statement of the Group X-  
Trade Brokers Dom Maklerski S.A. for 2017**

§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 2017, hereby approves the X-Trade Brokers Dom Maklerski S.A. Capital Group's consolidated financial statement (Consolidated Annual Report) for 2017 prepared in accordance with International Financial Reporting Standards, consisting of:

- comprehensive income statement for the period of 1 January 2017 - 31 December 2017 which shows netto profit in the amount of PLN 92.973 thousand,
- statement of financial position on 31 December 2017, with total assets of and total liabilities and equity of PLN 897.704 thousand,
- statement of changes in equity for the financial year 1 January 2017 - 31 December 2017 presenting increase of the equity capital in the amount of PLN 44.449 thousand,
- cash flow statement which presents increase of the cash funds between 1 January 2017 and 31 December 2017 by the net amount of PLN 80.185 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. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018  
(draft)  
on profit distribution**

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

§1

Annual General Meeting hereby decides to retain the whole Company's net profit for 2017, which amounted to PLN 87.398 thousand on a reserve capital.

§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. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018  
(draft)  
concerning coverage of loss from previous years**

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

§1

Annual General Meeting hereby decides to cover the loss from previous years in the amount of PLN 489.929,54 from the Company's reserve capital.

§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. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018  
(draft)  
on granting the vote of approval for the former President of the Management Board  
Mr. Jakub Malý**

**§1**

Annual General Meeting hereby grants Mr. Jakub Malý the vote of approval for performance of his duties as the President of the Management Board for the period of 1 January 2017 – 10 January 2017.

**§2**

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

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**Resolution No. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018  
(draft)  
on granting the vote of approval for the former President of the Management Board  
Mr. Jakub Zabłocki**

**§1**

Annual General Meeting hereby grants Mr. Jakub Zabłocki the vote of approval for performance of his duties as the President of the Management Board for the period of 10 January 2017 – 23 March 2017.

**§2**

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

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**Resolution No. .... /2018**  
**of the Annual General Meeting**  
**of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw**  
**dated 10 April 2018**  
(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 Member of the Management Board starting from 10 January 2017, including his duties as the President of the Management Board for the period of 23 March 2017 – 31 December 2017.

§2

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

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**Resolution No. .... /2018**  
**of the Annual General Meeting**  
**of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw**  
**dated 10 April 2018**  
(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 2017 - 31 December 2017.

§2

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

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**Resolution No. .... / 2018**  
**of the Annual General Meeting**  
**of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw**  
**dated 10 April 2018**  
(draft)  
**on granting the vote of approval for the 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 2017 - 31 December 2017.

§2

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

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**Resolution No. .... / 2018**  
**of the Annual General Meeting**  
**of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw**  
**dated 10 April 2018**  
(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 10 January 2017 - 31 December 2017.

§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. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018  
(draft)  
on reviewing and approval of the report concerning the activity of the Company's  
Supervisory Board for 2017**

§1

Annual General Meeting, after reviewing of the report concerning the activity of the Company's Supervisory Board for 2017, hereby approves the report concerning the activity of the X-Trade Brokers Dom Maklerski S.A.'s Supervisory Board for 2017.

§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. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018  
(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 2017 – 10 January 2017 and 30 May 2017 – 31 December 2017.

§2

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

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**Resolution No. .... /2018**  
**of the Annual General Meeting**  
**of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw**  
**dated 10 April 2018**  
(draft)  
**on granting the vote of approval for the former Chairman of the Company's**  
**Supervisory Board**  
**Mr. Jakub Zabłocki**

§1

Annual General Meeting hereby grants Mr. Jakub Zabłocki the vote of approval for performance of his duties as the Chairman of the Supervisory Board for the period of 10 January 2017 – 30 May 2017.

§2

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

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**Resolution No. .... /2018**  
**of the Annual General Meeting**  
**of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw**  
**dated 10 April 2018**  
(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 2017 - 31 December 2017.

§2

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

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**Resolution No. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018**

(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 2017 - 31 December 2017.

§2

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

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**Resolution No. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018**

(draft)

**on granting the vote of approval for the 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 2017 - 31 December 2017.

§2

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

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**Resolution No. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018**

(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. Bartosz Zabłocki the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2017 - 31 December 2017.

§2

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

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***Ad. 13 of the agenda***

**Resolution No. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018**

(draft)

**on changes in the Regulations of the Management Board**

§1

Annual General Meeting hereby approves the changes in the Regulations of the Management Board of X-Trade Brokers Dom Maklerski S.A. accomplished by a resolution of the Supervisory Board No. 30/RN/2018 dated March 9, 2018:

1. § 16 item 1 shall read as follows:

"Meetings of the Management Board are held at the registered office of the Company, or if all members of the Management Board have agreed – in any other place in the territory of Poland. Any notice convening a meeting of the Management Board shall specify the date, the time and the place of the meeting, as well as the proposed agenda."

2. § 18 item 3 shall read as follows:

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"Resolutions adopted in the manner specified in section 1 shall be valid if all members of the Management Board have been notified of the contents of the draft resolution by the President of the Management Board or any person authorised by him/her."

§2

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

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***Ad. 14 of the agenda***

**Resolution No. .... /2018  
of the Annual General Meeting  
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw  
dated 10 April 2018**

(draft)

**authorising the Management Board to prepare a consolidated text of the Regulations  
of the Management Board**

§1

Annual General Meeting hereby authorizes the Management Board to prepare a consolidated text of the Regulations of the Management Board which includes the changes adopted by the resolution of the Annual General Meeting.

§2

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

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