

Appendix to current report no. 28/2023

Draft resolutions, which were voted, but not adopted by the Ordinary General Meeting of Shareholders of Benefit Systems S.A. on June 29, 2023

**Draft Resolution No. .../29.06.2023
of the Ordinary General Meeting
of company under the business name of BENEFIT SYSTEMS Spółka Akcyjna
with its registered seat in Warsaw (hereinafter, the "Company")
of June 29, 2023
on the distribution of net income for 2022**

§1.

1. The Ordinary General Meeting of Shareholders hereby decides the total net profit of PLN 141,535,424.71 (in words: one hundred one million five hundred thirty-five thousand four hundred twenty-four zlotys 71/100) distribute in a such manner to allocate total net profit to be distributed among the shareholders of the Company.
Additionally Ordinary General Meeting of Shareholders herby decides to use reserve capital of the Company by allocating the amount of PLN 63,812,515.29 (in words: sixty-three million eight hundred twelve thousand five hundred fifteen zlotys 29/100), which constitute some of the amounts allocated to this capital from the Company's profit from previous year, be distributed among the shareholders of the Company in the form of the dividend.
In total the amount of PLN 205,347,940.00 (in words: two hundred five million three hundred forty-seven thousand nine hundred forty zlotys) will be distributed among the shareholders of the Company in the form of dividend, which will equal to dividend in the amount of PLN 70 (in words: seventy zlotys) per one share in the Company;
2. The Ordinary General Meeting of Shareholders in connection to Sec. 1 above sets the dividend day for July 17, 2023.
3. The Ordinary General Meeting of Shareholders in connection to Sec. 1 above herby decides, that the dividend payment will be distributed in two tranches:
 - a) The first tranche to be distributed on July 28, 2023 in the amount of 102,673,970 (in words one hundred two milion six hundred seventy-three thousand nine hundred seventy zlotys) i.e. PLN 35 (in words: thirty-five zlotys) per one share;
 - b) The second tranche to be distributed on November 28, 2023 in the amount of 102,673,970 (in words one hundred two milion six hundred seventy-three thousand nine hundred seventy zlotys) i.e. PLN 35 (in words: thirty-five zlotys) per one share;

§2.

The Resolution enters into force upon its adoption.

The Chairman of the General Meeting found as follows:

a) in the secret voting on the Resolution above, 2,149,854 (two million one hundred forty-nine thousand eight hundred fifty-four) shares were voted, which represented 73.29% (seventy-three and twenty-nine hundredth percent) of the share capital of the Company, i.e. 2,149,854 (two million one hundred forty-nine thousand eight hundred fifty-four) valid votes were cast,

b) 1,051,173 (one million fifty-one thousand one hundred seventy-three) votes for the Resolution as such were cast, there were 767,581 (seven hundred sixty-seven thousand five hundred eighty-one) votes against the Resolution and 331,100 (three hundred thirty-one thousand one hundred) abstentions, therefore the Resolution was not adopted.

**Draft Resolution No. .../29.06.2023
of the Ordinary General Meeting
of company under the business name of BENEFIT SYSTEMS Spółka Akcyjna
with its registered seat in Warsaw (hereinafter, the “Company”)
of June 29, 2023
concerning appointing Member of the Supervisory Board**

§1.

The Ordinary General Meeting of the Shareholders hereby appoints Mr. Marcin Marczuk as a Member of the Supervisory Board of the Company for a new joint term of office.

§2.

The resolution shall enter into force upon adoption.

The Chairman of the General Meeting found as follows:

a) in the secret voting on the Resolution above, 2,149,854 (two million one hundred forty-nine thousand eight hundred fifty-four) shares were voted, which represented 73.29% (seventy-three and twenty-nine hundredth percent) of the share capital of the Company, i.e. 2,149,854 (two million one hundred forty-nine thousand eight hundred fifty-four) valid votes were cast,

b) 975,225 (nine hundred seventy-five thousand two hundred twenty-five) votes for the Resolution as such were cast, there were 437,613 (four hundred thirty-seven thousand six hundred thirteen) votes against the Resolution and 737,016 (seven hundred thirty-seven thousand sixteen) abstentions, therefore the Resolution was not adopted.

Draft Resolution No. .../29.06.2023
of the Ordinary General Meeting
of company under the business name of BENEFIT SYSTEMS Spółka Akcyjna
with its registered seat in Warsaw (hereinafter, the “Company”)
of June 29, 2023
concerning appointing Member of the Supervisory Board

§1.

The Ordinary General Meeting of the Shareholders hereby appoints Mr. Konrad Mitterski as a Member of the Supervisory Board of the Company for a new joint term of office.

§2.

The resolution shall enter into force upon adoption.

The Chairman of the General Meeting found as follows:

a) in the secret voting on the Resolution above, 2,149,854 (two million one hundred forty-nine thousand eight hundred fifty-four) shares were voted, which represented 73.29% (seventy-three and twenty-nine hundredth percent) of the share capital of the Company, i.e. 2,149,854 (two million one hundred forty-nine thousand eight hundred fifty-four) valid votes were cast,

b) 1,059,988 (one million fifty-nine thousand nine hundred eighty-eight) votes for the Resolution as such were cast, there were 856,215 (eight hundred fifty-six thousand two hundred fifteen) votes against the Resolution and 233,651 (two hundred thirty-three thousand six hundred fifty-one) abstentions,
therefore the Resolution was not adopted.

Draft Resolution No. .../29.06.2023
of the Ordinary General Meeting
of company under the business name of BENEFIT SYSTEMS Spółka Akcyjna
with its registered seat in Warsaw (hereinafter, the “Company”)
of June 29, 2023
concerning appointing Member of the Supervisory Board

§1.

The Ordinary General Meeting of the Shareholders hereby appoints Mr. Marcin Marczuk as a Member of the Supervisory Board of the Company for a new joint term of office.

§2.

The resolution shall enter into force upon adoption.

The Chairman of the General Meeting found as follows:

a) in the secret voting on the Resolution above, 2,149,854 (two million one hundred forty-nine thousand eight hundred fifty-four) shares were voted, which represented 73.29% (seventy-three and twenty-nine hundredth percent) of the share capital of the Company, i.e. 2,149,854 (two million one hundred forty-nine thousand eight hundred fifty-four) valid votes were cast,

b) 975,225 (nine hundred seventy-five thousand two hundred twenty-five) votes for the Resolution as such were cast, there were 437,613 (four hundred thirty-seven thousand six hundred thirteen) votes against the Resolution and 737,016 (seven hundred thirty-seven thousand sixteen) abstentions, therefore the Resolution was not adopted.

**Draft Resolution No. .../29.06.2023
of the Ordinary General Meeting
of company under the business name of BENEFIT SYSTEMS Spółka Akcyjna
with its registered seat in Warsaw (hereinafter, the "Company")
of June 29, 2023
concerning appointing Member of the Supervisory Board**

§1.

The Ordinary General Meeting of the Shareholders hereby appoints Mr. Konrad Mitterski as a Member of the Supervisory Board of the Company for a new joint term of office.

§2.

The resolution shall enter into force upon adoption.

The Chairman of the General Meeting found as follows:

a) in the secret voting on the Resolution above, 2,149,854 (two million one hundred forty-nine thousand eight hundred fifty-four) shares were voted, which represented 73.29% (seventy-three and

twenty-nine hundredth percent) of the share capital of the Company, i.e. 2,149,854 (two million one hundred forty-nine thousand eight hundred fifty-four) valid votes were cast,

b) 1,059,988 (one million fifty-nine thousand nine hundred eighty-eight) votes for the Resolution as such were cast, there were 856,215 (eight hundred fifty-six thousand two hundred fifteen) votes against the Resolution and 233,651 (two hundred thirty-three thousand six hundred fifty-one) abstentions,

therefore the Resolution was not adopted.