

RULES OF PROCEDURE

OF THE SUPERVISORY BOARD

OF AD PLASTIK d.d. Solin

(consolidated text)

Consolidated text of the Rules of Procedure of the Supervisory Board of AD Plastik d.d. Solin includes the Rules of Procedure of September 22, 2011, No. 6.0/2011., and its amendments in accordance with the Decision of the Supervisory Board of December 16, 2021.

R U L E S O F P R O C E D U R E OF THE SUPERVISORY BOARD OF AD PLASTIK d.d. SOLIN (consolidated text)

I. INTRODUCTORY PROVISIONS

Article 1

1. These Rules of Procedure of the Supervisory Board of the Company (hereinafter: the Rules) regulate the basic issues which are significant for operations of the Supervisory Board.
2. The provisions of these Rules shall be binding on all Supervisory Board members and all other persons who in any way participate in operations of that body.

Article 2

1. The Supervisory Board shall elect President and one Deputy President from among its members at its first meeting.
2. Deputy President has the rights and obligations of the President only if the President is unable to perform his/her function.

Article 3

1. The Supervisory Board shall, as a rule, operate and make decisions at the meetings.
2. By way of derogation from Paragraph 1 of this Article, the Supervisory Board shall operate and make decisions outside of meetings in cases and under conditions governed by these Rules.
3. The operation of the Supervisory Board includes getting information on specific issues, discussing and making decision on reports, information and proposed by-laws in relation to the activities from its scope established by the Corporations Act, other laws and the Company's Charter.
4. The President and each individual Supervisory Board member have the right to be informed on the activities within the scope of the Supervisory Board, according to the provisions of the Corporations Act, Company's Charter and these Rules.

Article 4

The Supervisory Board shall make decisions on its work in compliance with the Corporations Act, Company's Charter and these Rules.

II. CONSTITUTIONAL MEETING OF THE SUPERVISORY BOARD

Article 5

1. The constitutional meeting of the Supervisory Board shall be convened by at least three newly appointed members of the Supervisory Board or by the Management Board of the Company, within 60 days from the date of election or appointment of the Supervisory Board members.
2. At the constitutional meeting, President and Deputy President of the Supervisory Board shall be elected.
3. Until the election of the President of the Supervisory Board, the meeting shall be chaired by the eldest member of the Supervisory Board.

III. SUPERVISORY BOARD OPERATION AT A MEETING

1. General information on the preparation and the meetings of the Supervisory Board

Article 6

1. Supervisory Board meetings shall be prepared by the President of the Supervisory Board in cooperation with the Management Board through professional services of the Company. If the President of the Supervisory Board is unable to make preparations for the Supervisory Board meeting, he/she shall be replaced by the Deputy President of the Supervisory Board.
2. In preparations for a Supervisory Board meeting, the President of the Management Board shall, on behalf of the Management Board, cooperate with the President of the Supervisory Board, unless the President of the Management Board has authorized a Management Board member for such activities.
3. Work on preparation for a meeting shall include the drafting of materials for the meeting and organizing the Supervisory Board meeting.

Article 7

1. Materials for a Supervisory Board meeting shall be prepared in written form, in Croatian language, provided that the Supervisory Board members appointed by the Shareholder of the Company – Joint Stock Company “Holding “Avtokomponenty” shall obtain the materials also in Russian translation.
2. Materials for a Supervisory Board meeting shall include: meeting invitation, material which refers to each item of the agenda and an extract of the previous Supervisory Board Meeting Minutes or an extract of minutes of Supervisory Board operation.
3. Materials for a specific agenda item shall contain: place and date of issue, information on author(s); subject and purpose of the material (name – description of issues notified and/or discussed and/or decided on); draft decision of the Supervisory Board; information, report, by-law, contract and another act being subject to the draft decision. If an issue that a draft decision of the Supervisory Board refers to is presented at the meeting orally, the draft decision of the Supervisory Board shall as a rule be accompanied by a short explanation.

Article 8

At the Supervisory Board meeting, a simultaneous translation of a speaker from Croatian into Russian i.e. from Russian into Croatian shall be provided.

Article 9

1. Regular Supervisory Board meetings shall be held at least 4 (four) times per calendar year, once in each quarter, in accordance with the calendar of regular meetings determined by the President of the Supervisory Board by the end of the preceding year at the latest. Extraordinary Supervisory Board meetings shall be held when necessary.
2. The calendar of regular Supervisory Board meetings shall contain dates on which the meetings are to be held and obligatory agenda items pursuant to Art. 10 Paragraph 5 and 6 of these Rules and may contain other information and/or agenda items which the President of the Supervisory Board finds necessary to mention.
3. In general, Supervisory Board meetings shall be held in the Company headquarter. A Supervisory Board meeting may also be held outside the Company headquarter.
4. In case of the preceding Paragraph of this Article, the place of the meeting shall be determined by the President of the Supervisory Board or by persons convening the Supervisory Board meeting.

2. Convening and obligatory agenda of the Supervisory Board meetings

Article 10

1. The Supervisory Board meetings shall be convened by the President of the Supervisory Board with regular meeting being convened in accordance with the calendar of regular meetings pursuant to Art. 9 of these Rules, and extraordinary meetings when necessary. In case the President of the Supervisory Board is unable to do this, a Supervisory Board meeting shall be convened by his/her Deputy President.
2. Each member of the Supervisory Board or the Management Board of the Company may in written form require the President to convene a Supervisory Board meeting by stating the reasons and purposes. The meeting must be held within 15 days from the date when it is convened.
3. If requirement from the preceding paragraph is not satisfied, a Supervisory Board member or the Management Board of the Company may convene a Supervisory Board meeting by stating the reasons for convening and the meeting agenda.
4. The draft agenda of the Supervisory Board meeting shall be set out by the President of the Supervisory Board or Deputy President, who convened the meeting, respecting the requirements by the Supervisory Board members and the Management Board of the Company, pursuant to Paragraph 2 of this Article. The first agenda item of each meeting of the Supervisory Board shall be verification of the preceding Supervisory Board Meeting Minutes or the Minutes of the Supervisory Board Operations (meeting in absentia).
5. Obligatory agenda items of each regular Supervisory Board meeting in a particular quarter are the Interim Report by Management Board of the Company on business results of the Company and AD Plastik Group (hereinafter: Group) in the preceding calculation period (quarter, semester and nine-month report) starting from the second quarter of the current

fiscal year and forecast of business results of the Company and the Group for the aforesaid fiscal year.

6. Obligatory agenda items of a regular Supervisory Board meeting in the second quarter are:
- adoption of the Annual Status Report of the Company and the Group along with the non-financial report, the Annual Financial Statement of the Company and the Group and the Auditor's Report on the Performed Supervision of Business Operations of the Company and the Group, and the Report of the Supervisory Board on the Performed Business Management Supervision of the Company and the Group, all for the preceding fiscal year;
 - determination of draft decisions: on the use of profit, i.e. loss coverage, on the dividend payout, and on granting clearance to the members of the Management Board and the Supervisory Board, which are then passed on to the General Assembly for discussion and decision.

Article 11

1. The Supervisory Board members and the Management Board members shall be invited to the meeting by way of a written invitation. The invitation shall give time and venue of the meeting as well as draft agenda.
2. In addition to the invitation, each Supervisory Board member and the President and members of the Management Board shall be provided with the written materials pursuant to Article 7 of these Rules.
3. If the material for an agenda item has not been provided with an invitation to the Supervisory Board meeting including that item, the President of the Supervisory Board shall specify in the invitation the date by which the materials shall subsequently be provided and, if required, the method of delivery (by mail, directly at the meeting, etc.).
4. If an agenda item is related to a shorter information or a simpler issue to be decided, a material referred to in Article 7 Paragraph 3 of these Rules does not have to be submitted with the invitation regarding such agenda item, provided that the President of the Supervisory Board shall emphasize within the invitation that the appropriate material for this agenda item was not submitted.

Article 12

1. Materials for the meeting shall be provided to the Supervisory Board members and the Management Board members by e-mail and additionally in any other way individually requested by each of them (delivery service, courier services (DHL), telefax) no later than eight (8) days before the date of the meeting, and materials subject to the prior consent by the Supervisory Board, in accordance with Company's Charter, as well as materials pursuant to Art. 10 Paragraph 6 of these Rules, shall be provided 15 (fifteen) days prior to the meeting at the latest, where the time of the delivery is governed by the time (day) on which the individual member received the meeting invitation accompanied by corresponding material via e-mail.
2. Exceptionally to paragraph 1 of this Article, in urgent cases an extraordinary Supervisory Board meeting may be convened in within less than eight (8) days, that is fifteen (15) days by informing the Supervisory Board and Management Board members on the time and venue of the meeting and at least in two ways, between the following: courier services (DHL), delivery service, e-mail, telefax, telegram and telephone. In such case the draft agenda will be

presented to the members at the latest at the beginning of the meeting and the written material will be distributed at the latest immediately before the beginning of the meeting, except for those items for which it is not necessary to submit the corresponding material, according to the Article 11, paragraph 4 of these Rules. In such case the President of the Supervisory Board is obliged to present the reasons for urgent convening the extraordinary meeting to Supervisory Board and Management Board members before moving on to the first agenda item.

3. Supervisory Board meeting

Article 13

1. The meetings shall be chaired by the President of the Supervisory Board and in case of his/her absence his/her deputy will replace him/her.
2. The Supervisory Board meetings cannot be attended by the persons who are not its members or Management Board members, unless they have been invited as speakers, consultants and the experts on specific issues to be decided.
3. Supervisory Board meetings shall be attended by a person, as a meeting secretary, who is not the Supervisory Board or Management Board member, elected by the President of the Management Board, with the approval by the President of the Supervisory Board. If the agreement on the election of the meeting secretary is not reached in this manner, decision on appointment of the meeting secretary shall be made by the Supervisory Board.
4. At the Supervisory Board meetings, issues shall be discussed and decisions proposed by the Supervisory Board members and the Management Board members present at the meeting.

Article 14

1. At a Supervisory Board meeting, the present Supervisory Board members shall vote publicly, by a show of hands, and absent Supervisory Board members may vote by submitting their votes in written form, by another Supervisory Board member.
2. Written votes shall be cast with an absent Supervisory Board member writing down “for” on the document containing the draft decision by the Supervisory Board – if the member accepts the decision, or “against” – if he/she does not accept the decision, with his/her personal signature, and the place and date of the statement. The absent Supervisory Board member can make such voting statement by writing down the words “for” or “against” on a special document drawn up by him/her, which undoubtedly refers to the draft decision subject to voting, with a personal signature, and place and date of the voting.
3. When the Supervisory Board proceeds and makes decisions at a meeting, the absent Supervisory Board members cannot cast their vote by registered mail, phone, telegram, fax, e-mail or by use of other suitable technical means but only in the manner as set out in Paragraphs 1 and 2 of this Article.

Article 15

At a Supervisory Board meeting, valid decisions may be made if the number of members participating in the voting is at least as specified by the Company’s Charter for making a specific decision, including the members present at the meeting and absent members who provided their vote in written form, pursuant to Article 14 of these Rules.

Article 16

1. A Supervisory Board member or a Management Board member who wants to amend the agenda with the new item and new draft decision may propose a regular amendment to the agenda in a way that such a draft must be submitted in writing to the other Supervisory Board members, not later than three (3) days before the date of the meeting (regular amendment to the agenda). In case of regular amendment to the agenda in a corresponding way, the provisions of Article 7 of these Rules (form, language, contents of material), Article 11, paragraph 4 of these Rules (exception when the material for the meeting is not being submitted) and Article 12, paragraph 1 of these Rules (way of delivery) are applied
2. Extraordinary amendment to the agenda can be proposed at the Supervisory Board meeting by any Supervisory Board and Management Board member. In case of an extraordinary amendment to the agenda in a corresponding way, the provisions of Article 7 of these Rules (form, language, contents of material) and Article 11, paragraph 4 of these Rules (exception when the material for the meeting is not being submitted) are applied.

Article 17

1. Before opening the meeting, the President of the Supervisory Board is obliged to establish whether the conditions for valid decision-making have been fulfilled in terms of Article 15 of these Rules.
2. If he/she determines that the conditions for valid decision-making have not been fulfilled nor on one agenda item, in terms of Article 15 of these Rules, the President of the Supervisory Board shall, after having heard the Supervisory Board members and the Management Board members present at the meeting, either:
 - adjourn the meeting for a maximum of 10 (ten) working days, or or
 - ask for opinion by all Supervisory Board members concerning the meeting in absentia, pursuant to Section IV and Articles 29 and 30 of these Rules.
3. If the President of the Supervisory Board determines that the conditions for valid decision-making on all agenda items or on one or part of agenda items have been fulfilled, pursuant to Article 15 of these Rules, the President of the Supervisory Board shall open the meeting and start the process of determination of agenda, pursuant to Articles 18 and 19 of these Rules.

Article 18

1. The President of the Supervisory Board shall open the meeting and the procedure for determining the agenda, at first by establishing the agenda items according to the invitation and regular amendment for which the conditions for valid decision-making have been fulfilled, in terms of Article 15 of these Rules. After that he/she shall ask if anyone has any objection or counter-proposal regarding the agenda.
2. An objection may refer to violation of these Rules regarding fulfillment of conditions for valid decision-making or regarding Supervisory Board meeting preparation, along with which a special proposal based on such objection (for example: certain item will be removed or certain item will be discussed without decision-making, etc.) should also always be submitted.
3. A counterproposal may refer to an extraordinary amendment to the agenda and / or to removal of certain agenda item and / or changes to the order of the agenda and similar.

4. If a Supervisory Board or Management Board member presents a special proposal or counterproposal at the meeting, in terms of paragraphs 2 and 3 of this Article, such proposals or counterproposals shall be decided upon at first, in the order presented, and then the total agenda shall be decided.

Article 19

1. After deciding on specific proposals and counterproposals, the adoption of total agenda according to the invitation and regular amendment, as well as special proposals and counterproposals adopted, shall begin, excluding those proposed agenda items for which the conditions for valid decision-making have not been fulfilled, in terms of Article 15 of these Rules.
2. The agenda accepted by the Supervisory Board members shall be considered as an adopted agenda, according to the previous paragraph of this Article, as established by the President of the Supervisory Board after the voting performed, before continuing with the item 1 of the agenda (verification of a previous Supervisory Board Meeting Minutes).

Article 20

Where a specific agenda item has been left out as there are no conditions for valid decision-making, pursuant to Article 15 of these Rules, the President of the Supervisory Board shall, after having heard the Supervisory Board members and the Management Board members present at the meeting:

- include that item in the agenda of one of the following meetings, or
- ask for an opinion by all Supervisory Board members whether the item should be discussed outside of the meeting, pursuant to section IV, Articles 29 and 30 of these Rules.

Article 21

1. Before closing the debate on a particular issue, the President of the Supervisory Board is obliged to assess whether all the elements of relevance for making the proper and lawful decision have been discussed.
2. If the Supervisory Board, while discussing on a particular issue from the agenda, assesses that based on facts presented and discussed the decision could not be made, it may request an additional explanation or information and define that on such agenda item the decision shall be made at the next meeting. Within its decision, the Supervisory Board shall assign a specific person to provide an additional explanation, that is to collect additional information and it shall appoint a time limit within which such person will be obliged to do it.

Article 22

If the documents or data which represent a trade secret shall be discussed at the meeting, the President of the Supervisory Board shall warn all the participants that they are obliged to keep trade secret and he/she shall emphasize the consequences of violation of obligation of keeping trade secret.

Article 23

1. The Supervisory Board shall make decisions by majority of given votes (simple majority) except for cases when, pursuant to the Company's Charter, a larger majority is required for decision-making. When the Supervisory Board makes decision by majority vote (simple majority) in case the votes cast are equal, a decisive vote shall be that by the President of the Supervisory Board.
2. A Supervisory Board member shall be obliged to vote "FOR" or "AGAINST" the draft decision, except in the case when he/she does not participate in decision-making pursuant to Article 37a of these Rules of Procedure.
3. When determining the required majority of votes only the votes "FOR" or "AGAINST" the draft decision shall be counted.
4. Based on the provisions of the Company's Charter, a majority of 6 (six) Supervisory Board members is required for making certain decisions, namely:
 1. for making decisions on granting prior consent to the Management Board for operations involving:
 - sale and/or acquisition of Company's real property, unless this has been made part of the Annual Company Business Plan to which the Supervisory Board has already given its consent.
 - sale and/or acquisition of stocks or shares in companies, unless this has been made part of the Annual Company Business Plan to which the Supervisory Board has already given its consent.
 - adoption of Annual and Medium-Term Business Plan, including budget and its amendments;
 - other operations for which the law, Charter and the Supervisory Board decisions specify they can be carried out by the Management Board only with a prior consent by the Supervisory Board.
 2. for making a decision on determination of operations to be carried out by the Management Board only with a prior consent by the Supervisory Board.

Article 24

The Supervisory Board members, who remained in the minority after the voting and voted against the draft decision shall be entitled to request to include their separate opinion into the meeting minutes.

Article 25

1. The Supervisory Board shall decide on giving the prior consent to the Management Board for Draft Annual Business Plan normally until the end of the year preceding the year for which the foregoing plan is made.
2. The Supervisory Board shall give the prior consent to the Management Board for adoption of Medium-Term Plan in the same way, and as a rule, at the same time as for the adoption of the Annual Plan.
3. The Supervisory Board shall decide on giving prior consent also to Draft Amendments (revision) to the Annual Plan carried out during the year. If the Supervisory Board has already

given its prior consent to Draft Amendments (revision) to the Annual Plan, this will entail that it has accepted corresponding amendments to the Medium-Term Plan relating to its first planning year. Thus there is no need for the Supervisory Board to decide on this separately.

Article 26

1. If the Supervisory Board has given its prior consent to the Management Board for adoption of the Annual Plan, according to which a certain operation is to be made for which, pursuant to Article 23 of these Rules, prior consent by the Supervisory Board is required, it shall be understood that the Supervisory Board has thereby given its consent to the Management Board to perform that operation. If purchasing and/or sale of Company's real estate or shares, i.e. stakes in companies, is involved, the foregoing Annual Plan shall by all means contain information about the essentials of the legal transaction to be undertaken (subject and price).
2. The Management Board can perform an operation pursuant to Article 23 of these Rules only provided the Supervisory Board gives special prior consent to the Management Board, viz:
 - when the approved Annual Plan does not specify that it is the Management Board that will perform that operation
 - when purchasing and/or sale of Company's real estate or shares, i.e. stakes in companies, is involved and the said Annual Plan does not contain information on the essentials of the planned legal transaction (subject and price).
3. The Supervisory Board shall give a special prior consent set out in the previous paragraph based on a special draft decision that the Management Board presents to the Supervisory Board, which, when it comes to purchasing and/or selling Company's real estate or shares, i.e. stakes in companies, shall by all means contain the essentials about the legal transaction (subject and the price).
4. When the Supervisory Board gives its prior consent to the Management Board for adoption of the Medium-Term Plan, which determines a certain operation, pursuant to Article 23 of these Rules, in the next or later years, it shall be understood that the Supervisory Board has thereby given its conditional consent to the Management Board for performing that operation. In that case the Management Board shall be authorized, if this turns out necessary, to make preparations for that operation where corresponding expenses could be incurred. Nevertheless, the Management Board can perform the operation only on the basis of prior consent given by the Supervisory Board in one of the ways listed pursuant to Paragraph 1, 2 and 3 of this Article.

Article 27

1. The Supervisory Board shall check the Annual Financial Statements of the Company and the Group, the Annual Status Report of the Company and the Group along with the non-financial report, the Auditor's Report on the Performed Supervision of Business Operations of the Company and the Group, as well as draft decision on the use of profit and dividend payout presented to it by the Management Board of the Company.
2. The Company's auditor, too, will be invited to a Supervisory Board meeting at which the Annual Financial Statement of the Company and the Group are checked to be able to give a report on performed audits of the foregoing financial statements and explanations requested from him.
3. A Report by the Supervisory Board on the Performed Supervision of Business Operations of the Company and the Group should state in what manner and scale the Supervisory Board has checked business operations, what committees the Supervisory Board has, how many

Supervisory Board meetings have been held, whether the Supervisory Board has any objections to reports submitted to it and whether its consent to the Annual Financial Statement of the Company and the Group, presented to it by the Management Board, has been given.

4. The Supervisory Board shall present its report pursuant to the preceding Paragraph of this Article to the Management Board within a month of the moment all reports to be checked have been submitted to it. If the Supervisory Board does not give the foregoing report to the Management Board within additional deadline granted to it by the Management Board, which cannot be longer than one month, this shall be construed as the consent to the Annual Financial Statements of the Company and the Group, presented to it by the Management Board, has not been given. In that case, the General Assembly of the Company shall, based on the proposal made by the Management Board itself, adopt these reports.
5. If the Supervisory Board gives its consent to the Annual Financial Statements of the Company and the Group, or if the Management Board has acknowledged objections and/or counterproposals by the Supervisory Board to the Annual Financial Statements of the Company and the Group submitted to it, it shall be construed that they have thereby been adopted by the Management Board and the Supervisory Board unless they decide that the adoption of these reports should be left to the General Assembly of the Company. In that case decisions by the Management Board and the Supervisory Board shall be contained in the report given by the Supervisory Board to the General Assembly of the Company by way of an attachment to that report.
6. If the Supervisory Board does not give its consent to the Annual Financial Statements of the Company and the Group submitted to it by the Management Board of the Company but makes its counterproposals the Management Board has refused to accept, the foregoing proposal of the Management Board and counterproposal by the Supervisory Board shall be, as separate proposals of the Annual Financial Statements by the Management Board and the Supervisory Board, presented to the General Assembly of the Company for discussion and decision-making.

Article 28

1. If the Supervisory Board in its report pursuant to Article 27 Paragraph 3 raises no objection to draft decisions on the use of profit and dividend payout submitted to it by the Management Board of the Company, and in the case the Management Board has acknowledged objections and/or counterproposals by the Supervisory Board to foregoing draft decisions submitted to it, they shall be, as common proposal by the Management Board and the Supervisory Board, presented to the General Assembly of the Company for discussion and decision-making.
2. If the Supervisory Board in its report pursuant to Article 27 Paragraph 3, without any objections and/or counterproposals, does not accept draft decisions on the use of profit and dividend payout submitted to it by the Management Board of the Company, and in the case the Management Board has refused to accept objections by the Supervisory Board to foregoing draft decisions submitted to it, they shall be, as proposals by the Managing Board itself, presented to the General Assembly of the Company for discussion and decision-making.
3. If the Supervisory Board in its report pursuant to Article 27 Paragraph 3 does not accept draft decisions on the use of profit and dividend payout submitted to it by the Management Board of the Company, and at the same time comes up with its counterproposals that the Management Board refused to accept, the foregoing proposal by the Management Board and the counterproposal by the Supervisory Board shall, as separate draft decisions of the Management Board and the Supervisory Board, be presented to the General Assembly of the Company for discussion and decision-making.

4. Provisions from the foregoing Paragraphs of this Article shall duly apply also in other instances where the Management Board and the Supervisory Board, in accordance with the law, jointly propose certain decisions to be made to the General Assembly of the Company.

IV. SUPERVISORY BOARD OPERATION OUTSIDE OF A MEETING

1. Cases and conditions of Supervisory Board operation outside of a meeting

Article 29

1. The Supervisory Board shall operate outside of a meeting in the following cases and under following conditions:
 1. in case of an agenda item that should be decided upon urgently, not waiting for the following Supervisory Board meeting, provided that the draft decision has been prepared, and
 2. when the convened Supervisory Board meeting has not been held, as there were no conditions for valid decision-making, pursuant to Article 15 of these Rules, i.e. when a specific agenda item has been left out for the same reason, with an additional condition: that the draft decisions to be decided upon outside of a meeting have been prepared.
2. For a Supervisory Board to operate and decide outside of a meeting, in cases pursuant to the preceding Paragraph of this Article, the President of the Supervisory Board shall obtain an opinion from all the Supervisory Board members, and none of them shall oppose to that. The President of the Supervisory Board shall obtain the opinion by electronic mail, letter or courier delivery, telegraph, fax, telephone and by other suitable technical means.
3. In case of fulfilment of the conditions from the preceding Paragraph, the President of the Supervisory Board shall invite all the Supervisory Board members to vote by one of the means specified in that Paragraph, and shall set the deadline and provide other instructions as required for the voting on the draft decision or decisions.

2. Process of preparation and decision-making of the Supervisory Board outside of a meeting

Article 30

With regard to the process of preparation and decision-making by the Supervisory Board outside of a meeting in an appropriate manner, provisions of Articles 6 (preparation for decision-making) and 7 (form, language and contents of materials), Article 22 (warning on confidentiality) and 23 (required majority and method of voting – “FOR” or “AGAINST” a draft decision) shall be applied.

V. SUPERVISORY BOARD MEETING MINUTES

Article 31

1. The Supervisory Board Meeting Minutes contains:
 1. ordinal number of the Supervisory Board meeting;

2. time and venue of the meeting;
 3. name and surname of present and absent Supervisory Board members with the indication of reasons of their absence;
 4. name and surname of absent Supervisory Board members who participate in decision-making, according to Article 14 of these Rules;
 5. name, surname and functions of present members who are not Supervisory Board members, and name and surname of the secretary;
 6. time of opening and closure of the meeting;
 7. established agenda;
 8. presented draft decisions regarding certain agenda items on which decisions were made at the meeting, if such drafts differ from the decisions of the draft agenda;
 9. method of voting in accordance with Article 14 of these Rules;
 10. decisions made per each agenda item, with voting results;
 11. name and surname of persons participating in the discussion, with summary of their discussion.
2. Number of the meeting shall be kept according to ordinal numbers, starting from number 1, which indicates the constitutive meeting and continuously until the meeting preceding the new constitutive meeting.
 3. Supervisory Board Meeting Minutes mentioned under paragraph 1 of this Article shall be made in 2 (two) copies, one for the President of the Supervisory Board and one for the Company, signed by the President of the Supervisory Board i.e. Deputy President who conducted the meeting and the secretary.
 4. Based on the Supervisory Board Meeting Minutes an Extract of the Minutes which contains items referred to in paragraph 1 of this Article from (1) to (7) and item (10) shall be prepared. Extract of the Minutes shall be submitted within the material for the next meeting, for the purpose of its verification.

Article 32

1. In case of meeting in absentia, based on section IV, Articles 29 and 30 of these Rules, a Supervisory Board Meeting Minutes shall be made, containing:
 1. Minutes number;
 2. period or date when the meeting in absentia took place;
 3. name and surname of the Supervisory Board members voting at a meeting in absentia, and name and surname of the Supervisory Board members who failed to participate in the voting;
 4. data on the method by which each of the Supervisory Board members voted, and how he/she voted (“FOR” or “AGAINST”);
 5. name and surname of the President of the Supervisory Board or Deputy President who led the procedure of meeting in absentia and name and surname of the secretary;
 6. statement by the President of the Supervisory Board or Deputy President who led the procedure that he had beforehand asked for opinions by all the Supervisory Board

members concerning the meeting in absentia and that no Supervisory Board member has opposed to it;

7. draft decisions to be decided at a meeting in absentia;
 8. decisions made on each proposal, with the voting results.
2. Number of the minutes shall be kept according to ordinal numbers, starting from number 1, which indicates the first meeting in absentia and continuously until the ordinal number indicating the final such meeting between the constitutive Supervisory Board meeting up to the new constitutive meeting in the new composition.
 3. Supervisory Board Meeting Minutes shall be made in 2 (two) copies, one for the President of the Supervisory Board and one for the Company, signed by the President of the Supervisory Board i.e. Deputy President who conducted the meeting and the secretary.
 4. Based on the Supervisory Board Meeting Minutes an Extract of the Minutes which contains items referred to in paragraph 1 of this Article from (1) to (5) and item (8) shall be prepared. Extract of the Minutes shall be submitted within the material for the next meeting, for the purpose of its verification.

Article 33

1. The Supervisory Board Meeting Minutes shall be prepared no later than eight (8) days from the date of the meeting or meeting in absentia.
2. The Extract of the Supervisory Board Meeting Minutes shall be prepared no later than the submission of invitation for the following Supervisory Board meeting.

Article 34

1. Extract of the Supervisory Board Meeting Minutes shall be verified, as a rule, at the next Supervisory Board meeting, as the first agenda item.
2. If the Supervisory Board members have any objections to the Extract of the Minutes, during its verification, and if such objection is accepted by Supervisory Board members, such objection shall be entered in the Supervisory Board Meeting Minutes at which the verification procedure is being performed. Otherwise, if there are no objections or if objections do not get the majority of the given votes, such Minutes shall be considered accepted (verified) without a special voting.

VI. RIGHTS AND OBLIGATIONS OF SUPERVISORY BOARD MEMBERS

Article 35

1. Supervisory Board member who enters into a legal relationship with the Company while carrying out his/her professional activities, shall be obliged to act with increased attention in fulfilling his/her obligations arising from such relationship. During the establishment of such a legal relationship the member may not use his/her function of a Supervisory Board member in order to acquire specific benefits that do not arise from that function.
2. Supervisory Board members shall not publicly display their membership in the Supervisory Board for the purpose of gaining any illicit, personal or professional benefits which may jeopardize the reputation and other interests of the Company.

Article 36

1. If a Supervisory Board member is unable to attend the meeting, he/she shall inform the President about it without delay.
2. In the case referred to in paragraph 1 of this Article, the member concerned shall have the right and duty to vote as an absent member. For that purpose, the member shall vote in a way defined in Article 14 Paragraph 2 of these Rules and shall submit a corresponding written notice to the President or one of the Supervisory Board members.

Article 37

The Supervisory Board members shall be remunerated for their work in accordance with the decision of the General Assembly on the remuneration of Supervisory Board members.

Article 37a

1. Supervisory Board members will act in the best long-term interest of the Company and they may not make decisions based on personal interests or interests of persons associated with them or participate in decisions concerning which they have a conflict of interest.
2. If a Supervisory Board member has an existing or potential conflict of interest regarding the decision-making on a particular matter, he shall immediately inform other Supervisory Board members about it. If a Supervisory Board member has reason to believe that another Supervisory Board member has not reported an existing or potential conflict of interest, he/she shall inform the President of the Supervisory Board about it. If any of the Supervisory Board members considers that the President of the Supervisory Board has a conflict of interest, he/she shall inform the Deputy President of the Supervisory Board about it.
3. The Supervisory Board keeps records of all notifications concerning conflicts of interest.

Article 37b

1. Supervisory Board members have no right to perform business activities that compete with the Company's and the Group's business operations, whether they act for their own account or for the account of a third party, nor they have right to be members of the Management Board or Supervisory Board of companies engaged in the said activities or to hold 5% (five percent) or more shares in such companies. Exceptionally, the Supervisory Board can, in justified cases, give consent to a Supervisory Board member to perform such activity.
2. The activities, i.e. operations that compete with the Company's and the Group's business operations, are considered to be activities related to the production and development of products utilizing technologies used by these companies.
3. Supervisory Board members who have shares in companies competing with the Company's business operations shall inform the person performing the duties of the Company's Secretary about it. Details regarding these shares must be available free of charge on the Company's website.

Article 37c

The Supervisory Board members shall inform the person performing the duties of the Company's Secretary about their membership in the Supervisory Board or the Management Board of other companies.

VII. PRESIDENT OF THE SUPERVISORY BOARD

Article 38

1. The President of the Supervisory Board shall organize and manage the operations of the Supervisory Board, pursuant to the provisions of these Rules, in particular:
 - taking care of preparation of Supervisory Board meetings and meetings in absentia;
 - convening and managing the Supervisory Board meetings;
 - determining the existence of conditions for valid decision-making;
 - putting to the vote draft decisions at the meeting and meeting in absentia;
 - establishing and publishing the results of voting on individual proposals on which the Supervisory Board members have been deciding;
 - signing all by-laws adopted by the Supervisory Board;
 - ensuring that the Supervisory Board shall comply with the provisions of the Act, Company Charter, these Rules and the decisions of the General Assembly of the Company.
2. Provisions of these Rules on the President of the Supervisory Board refer also to the Deputy President of the Supervisory Board who shall replace him/her during his/her absence.

VIII. PUBLICITY OF OPERATIONS

Article 39

1. The Supervisory Board operations shall take place at closed meetings.
2. The Supervisory Board may, by way of a special decision, decide to make one of the meetings public.

IX. COMMITTEES OF THE SUPERVISORY BOARD

Article 40

1. The Supervisory Board may appoint committees for preparation of decisions it makes and control of their implementation.
2. Committees may not decide on issues within the competence of the Supervisory Board.
3. The committees shall report on their work to the Supervisory Board, regularly and by order of the Supervisory Board.

X. FINAL PROVISIONS

Article 41

These Rules shall be submitted to each Supervisory Board member.

Article 42

1. These Rules shall come into force on the day of adoption.
2. On the date of adoption of these Rules, the Rules of Procedure of the Supervisory Board No. 6.0/2008, dated February 20, 2008 shall cease to be valid.

PRESIDENT OF THE SUPERVISORY BOARD