

Date of issue: 1 June 2017

Current report no 10/2017

Draft Resolutions to be presented at the Ordinary General Meeting of Shareholders

Legal basis: Article 56.1.2 of the Act on Public Offering – Current and Periodic Information

Content of the report:

The Management Board of ARCUS S.A. ('the Company') with its registered office in Warsaw hereby discloses the Draft Resolutions to be discussed at the Ordinary General Meeting of the Company's Shareholders convened for 29 June 2017.

SIGNATURES OF PERSONS REPRESENTING THE COMPANY:

Michał Czeredys – President of the Management Board

Rafał Czeredys – Member of the Management Board

Point 2 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on the appointment of a Chairperson of the Ordinary General Meeting

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw hereby resolves to appoint Mr./Ms. _____ as a Chairperson of the Ordinary General Meeting.

Point 4 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on the adoption of the agenda

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw hereby resolves to adopt the Agenda of the Ordinary General Meeting in the wording consistent with the Agenda announced in the notice of this General Meeting published by the Company on 1 June 2017 in the current report No 9/2017 and on the Company's website: www.arcus.pl website.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on the nonappointment of the vote counting committee

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw hereby resolves not to appoint the vote counting committee at this General Meeting.

Justification for resignation from the appointment of the vote counting committee:

In the notice convening the General Meeting, the Company recommended to support the General Meeting with the Electronic Vote Counting System. A provider has signed an appropriate agreement with the Company. The chairman of the GM will supervise the correctness of the service and reports on individual voting carried with the use of aforementioned system.

Point 5 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017

on the approval of the Supervisory Board's report on the results of the assessment of the Company's separate financial statement for the year ended 31 December 2016 and the Management Board's report on Company's activities in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw hereby resolves to approve the Supervisory Board's report on the results of the assessment of the Company's separate financial statement for the year ended 31 December 2016 and the Management Board's report on Company's activities in 2016.

Point 6 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017

on the approval of the Supervisory Board's report on the results of the assessment of the Capital Group's consolidated financial statement for the year ended 31 December 2016 and the Management Board's report on Capital Group's activities in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw hereby resolves to approve the Supervisory Board's report on the results of the assessment of the Capital Group's consolidated financial statement for the year ended 31 December 2016 and the Management Board's report on Capital Group's activities in 2016.

Point 7 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on the approval of the Supervisory Board's report
on the assessment of its activities in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw hereby resolves to approve the Supervisory Board's report on the assessment of its activities in 2016.

Point 8 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on the approval of the Supervisory Board's report regarding the assessment of the
Company's and Capital Group's situation in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw hereby resolves as follows:

Par. 1

The Supervisory Board's report regarding the assessment of the Company's situation in 2016 is approved.

Par. 2

The Supervisory Board's report regarding the assessment of the Capital Group's situation in 2016 is approved.

Point 9 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.

with its registered office in Warsaw

of 29 June 2017

on the approval of the Management Board's reports on the activities of the Company and the Capital Group in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw hereby resolves as follows:

Par. 1

The Management Board's report on the Company's activities in the financial year ended on 31 December 2016 is approved.

Par. 2

The Management Board's report on the Capital Group's activities in the financial year ended on 31 December 2016 is approved.

Point 10 of the Agenda:

Resolution

of the Ordinary General Meeting of ARCUS S.A.

with its registered office in Warsaw

of 29 June 2017

on the approval of the Company's separate financial statement and the Capital Group's consolidated financial statement for the financial year 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw hereby resolves as follows:

Par. 1

The separate financial statement of the Company for the financial year ended on 31 December 2016, including: balance sheet as at 31 December 2016 with total assets of PLN 111 169 180.30 (in words: one hundred eleven million one hundred and sixty nine thousand one hundred eighty zloty and thirty grosz), profit and loss account for the period of 1 January 2016 - 31 December 2016 with net sales revenues of PLN 97 791 571.98 (in words: ninety seven million seven hundred ninety one thousand five hundred seventy one zloty and ninety eight grosz) and net loss of PLN 3 341 289.52 (in words: three million three hundred forty one thousand two hundred eighty nine zloty fifty two grosz), is approved.

Par. 2

The consolidated financial statement of ARCUS S.A. Group for the financial year ended on 31 December 2015, including: balance sheet as at 31 December 2015 with total assets of PLN 102 113 924.93 (in words: one hundred and two million one hundred thirteen thousand nine hundred twenty four zloty ninety three grosz), profit and loss account for the period of 1 January 2016 - 31 December 2016 with net sales revenues of PLN 121 029 305.53 (in words: one hundred twenty one million twenty nine thousand three hundred five zloty fifty three grosz) and net loss of PLN 5 512 527.85 (in words: five million five hundred twelve thousand five hundred twenty seven zloty eighty five grosz), is approved.

Point 11 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017

on the approval of the Supervisory Board's report on the assessment of the Management Board's proposal on covering the loss for the financial year 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw hereby resolves to approve the Supervisory Board's report on the assessment of the Management Board's proposal on covering the loss for the financial year 2016.

Point 12 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017

on covering the loss for the financial year 2016 ended on 31 December 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, in accordance with the proposal of the Management Board and the opinion of the Supervisory Board, hereby resolves to cover the loss of the Company for the financial year ended on 31 December 2016 in the amount of PLN 3 341 289.52 (in words: three million three hundred forty one thousand two hundred eighty nine zloty fifty two grosz) with the reserve capital of the Company.

Point 13 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on granting the President of the Management the discharge in respect of the
performance of duties in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant Mr. Michał Czeredys the discharge in respect of the performance of duties of the President of the Management Board in the financial year ended on 31 December 2016.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on granting the Member of the Management the discharge in respect of the performance
of duties in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant Mr. Rafał Czeredys the discharge in respect of the performance of duties of the Member of the Management Board in the financial year ended on 31 December 2016, for the period of 26 January 2016 – 31 December 2016.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on granting the Member of the Management the discharge in respect of the performance
of duties in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant Mr. Michał Łotoszyński the discharge in respect of the performance of duties of

the Member of the Management Board in the financial year ended on 31 December 2016, for the period of 1 January 2016 – 31 August 2016.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on granting the Chairman of the Supervisory the discharge in respect of the performance
of duties in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant Mr. Marek Czeredys the discharge in respect of the performance of duties of the Chairman of the Supervisory Board in the financial year ended on 31 December 2016.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on granting the Member of the Supervisory the discharge in respect of the performance
of duties in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant Mr. Michał Łotoszyński the discharge in respect of the performance of duties of the Member of the Supervisory Board in the financial year ended on 31 December 2016, for the period of 31 August 2016 – 31 December 2016.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on granting the Member of the Supervisory the discharge in respect of the performance
of duties in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant Mr. Tomasz Konewka the discharge in respect of the performance of duties of the Member of the Supervisory Board in the financial year ended on 31 December 2016.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on granting the Member of the Supervisory the discharge in respect of the performance
of duties in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant Mr. Krzysztof Franciszek Przybył the discharge in respect of the performance of duties of the Member of the Supervisory Board in the financial year ended on 31 December 2016.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on granting the Member of the Supervisory the discharge in respect of the performance
of duties in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant Mr. Bogusław Wasilewka the discharge in respect of the performance of duties of the Member of the Supervisory Board in the financial year ended on 31 December 2016.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on granting the Member of the Supervisory the discharge in respect of the performance
of duties in 2016

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant Mr. Leszek Lechowski the discharge in respect of the performance of duties of the Member of the Supervisory Board in the financial year ended on 31 December 2016.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on amendments to the Company's Articles of Association

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to amend Par. 6.I.6 of the Company's Articles of Association by replacing it with the following wording:

Par. 6.I.6. In the case of a Management Board composed of two members each member of the Management Board is entitled to independently make statements on behalf of the Company and to incur liabilities, while in the case of a Management Board composed of three to five members - two members of the Management Board acting jointly.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 29 June 2017
on authorizing the Supervisory Board to determine the consolidated text of the amended
Articles of Association

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to authorize the Supervisory Board to determine the consolidated text of the amended Articles of Association.