

Date of issue: 30 May 2018

Current report no 6/2018

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 27 June 2018.

SIGNATURES OF PERSONS REPRESENTING THE COMPANY:

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 27 June 2018
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 27 June 2018
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 30 May 2018 in the current report No 5/2018 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 2018
on the withdrawal from the appointment of the vote counting committee

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw hereby resolves to withdraw from the appointment of 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 service provider has signed an appropriate agreement with the Company. The chairman of the GM will supervise the correctness of the service and will revise 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 27 June 2018

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 2017 and the Management Board's report on Company's activities in 2017

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 2017 and the Management Board's report on Company's activities in 2017.

Point 6 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018

on the approval of the Supervisory Board's report on the results of the assessment of the Group's consolidated financial statement for the year ended 31 December 2017 and the Management Board's report on Group's activities in 2017

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 Group's consolidated financial statement for the year ended 31 December 2017 and the Management Board's report on Group's activities in 2017.

Point 7 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018
on the approval of the Supervisory Board's report
on the assessment of its activities in 2017

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 2017.

Point 8 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018
on the approval of the Supervisory Board's report on the assessment of the Company's
and Group's position in 2017

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 on the assessment of the Company's position in 2017 is approved.

Par. 2

The Supervisory Board's report on the assessment of the Group's position in 2017 is approved.

Point 9 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018

on the approval of the Management Board's reports on the activities of the Company and the Group in 2017

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 31 December 2017 is approved.

Par. 2

The Management Board's report on the Group's activities in the financial year ended 31 December 2017 is approved.

Point 10 of the Agenda:

Resolution

of the Ordinary General Meeting of ARCUS S.A.

with its registered office in Warsaw

of 27 June 2018

on the approval of the Company's separate financial statement and the Group's consolidated financial statement for the financial year ended 31 December 2017

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 31 December 2017, consisting of: balance sheet as of 31 December 2017 with total assets of PLN 122 391 255.43 (in words: one hundred and twenty two million three hundred and ninety one thousand two hundred and fifty five zlotys and forty three grosz), profit and loss account for the period of 1 January 2017 - 31 December 2017 with net sales revenues of PLN 113 937 806.42 (in words: one hundred and thirteen million nine hundred and thirty seven thousand eight hundred and six zloty and forty two grosz) and net profit of PLN 4 073 762.48 (in words: four million seventy three thousand seven hundred and sixty two zloty and forty eight grosz), is approved.

Par. 2

The consolidated financial statement of ARCUS S.A. Group for the financial year ended 31 December 2017, consisting of: balance sheet as of 31 December 2017 with total assets of PLN 114 378 148.71 (in words: one hundred and fourteen million, three hundred and seventy eight thousand one hundred and forty eight zlotys and seventy one grosz), profit and loss account for the period of 1 January 2017 - 31 December 2017 with net sales revenues of PLN 141 675 743.79 (in words: one hundred forty one million six hundred seventy five thousand seven hundred forty three zloty seventy nine grosz) and net profit of PLN 403 263.98 (in words: four hundred three thousand two hundred and sixty three zloty ninety eight 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 27 June 2018

on the approval of the Supervisory Board's report on the assessment of the Management Board's proposal on distribution of profit for the financial year 2017

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 distribution of profit for the financial year 2017.

Point 12 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018

on distribution of profit for the financial year 2017 ended 31 December 2017

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 allocate the profit of the Company for the financial year ended 31 December 2017 in the amount of PLN 4 073 762.49 (in words: four million seventy three thousand seven hundred and sixty two zloty and forty nine grosz) to 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 27 June 2018
on granting approval of the performance of duties
by the President of the Management Board

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant approval of the performance of duties of the President of the Management Board by Mr. Michał Czeredys in the financial year ended 31 December 2017.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018
on granting approval of the performance of duties
by the Member of the Management Board

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant approval of the performance of duties of the Member of the Management Board by Mr. Rafał Czeredys in the financial year ended 31 December 2017.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018
on granting approval of the performance of duties
by the Chairman of the Supervisory Board

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant approval of the performance of duties of the Chairman of the Supervisory Board by Mr. Marek Czeredy in the financial year ended 31 December 2017.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018
on granting approval of the performance of duties
by the Member of the Supervisory Board

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant approval of the performance of duties of the Member of the Supervisory Board and then Vice-Chairman of the Supervisory Board by Mr. Tomasz Konewka in the financial year ended 31 December 2017.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018
on granting approval of the performance of duties
by the Member of the Supervisory Board

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant approval of the performance of duties of the Member of the Supervisory Board by Mr. Michał Łotoszyński in the financial year ended 31 December 2017.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018
on granting approval of the performance of duties
by the Member of the Supervisory Board

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant approval of the performance of duties of the Member of the Supervisory Board by Mr. Franciszek Przybył in the financial year ended 31 December 2017.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018
on granting approval of the performance of duties
by the Member of the Supervisory Board

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant approval of the performance of duties of the Member of the Supervisory Board by Mr. Bogusław Wasilewko in the financial year ended 31 December 2017.

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018
on granting approval of the performance of duties
by the Member of the Supervisory Board

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to grant approval of the performance of duties of the Member of the Supervisory Board by Mr. Leszek Lechowski in the financial year ended 31 December 2017.

Point 14 of the Agenda:

Resolution
of the Ordinary General Meeting of ARCUS S.A.
with its registered office in Warsaw
of 27 June 2018

on the appointment of a Member of the Supervisory Board of the Company for another joint, three-year term of office

Par. 1

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, hereby resolves to appoint Mr./Mrs. a Member of the Supervisory Board of the Company for another joint, three-year term of office.

Par. 2

The resolution comes into force on the day of its adoption.

Point 15 of the Agenda:

Resolution

of the Ordinary General Meeting of ARCUS S.A.

with its registered office in Warsaw

of 27 June 2018

on granting the consent to conclusion by the Company of an agreement with Anna and Marek Czeredys (Spouses) determining the remuneration for securing the liabilities of the Company against Sopockie Towarzystwo Ubezpieczeń ERGO Hestia S.A. with registered office in Sopot and Kyocera Document Solutions Europe B.V. consisting in establishing mortgages on real estate owned jointly by Anna and Marek Czeredys (Spouses)

The Ordinary General Meeting of ARCUS S.A. with its registered office in Warsaw, acting based on Art. 15.1 of the Commercial Companies Code, hereby resolves to grant the consent to conclusion by the Company of an agreement with Anna and Marek Czeredys (Spouses) determining the remuneration for securing the liabilities of the Company against Sopockie Towarzystwo Ubezpieczeń ERGO Hestia S.A. with registered office in Sopot and Kyocera Document Solutions Europe B.V. consisting in establishing mortgages on real estate owned jointly by Anna and Marek Czeredys (Spouses), in the amount of 2 (two)% (per cent) per annum calculated from the value of secured liabilities, beginning from 1 July 2018 until the date of expiration of the Company's liabilities against indicated entities.