

**Regulations of the Supervisory Board of GENOMTEC joint-stock company**

**1. General provisions**-----

- 1.1. For the purposes of these regulations, the following terms shall have the following meanings:-----
  - 1.1.1. "Member of the Supervisory Board" - Member of the Supervisory Board;-----
  - 1.1.2. "Remote voting" - passing resolutions using remote means  
direct communication at a distance;-----
  - 1.1.3. "Ballot Card" - a ballot card in the Written Mode;-----
  - 1.1.4. "appropriate form" - providing information in person, by courier, registered mail,  
by fax or electronically, e.g. via instant messenger or e-mail (as  
attachment or in the message body);-----
  - 1.1.5. "Chairman" - chairman of the Supervisory Board;-----
  - 1.1.6. "Supervisory Board" - the supervisory board of the Company;-----
  - 1.1.7. "Regulations" - regulations of the Supervisory Board;-----
  - 1.1.8. "Company" - GENOMTEC, a joint-stock company with its registered office in Wrocław;-----
  - 1.1.9. "Statute" - the Company's statute;-----
  - 1.1.10. "Deadline" - the day on which (the date of receipt is taken into account) the document must be sent or handed in.  
Ballot paper - in the Written Mode;-----
  - 1.1.11. "Written procedure" - written procedure for adopting resolutions;-----
  - 1.1.12. "Invitation" - an invitation to participate in a meeting or to vote;-----
  - 1.1.13. "Management Board" - the management board of the Company.-----
- 1.2. The Regulations define the organization and manner of performing activities by the Supervisory Board.-----

**2. Composition of the Supervisory Board**

- 2.1. The Supervisory Board consists of 5 to 7 Members, including the Chairman.-----
- 2.2. The principles for appointing and dismissing members of the Supervisory Board are specified in the Statute.-----
- 2.3. A member of the Supervisory Board may resign at any time. Resignation Statement  
The resignation of the Supervisory Board Member should be submitted to any of the Management Board Members. The resignation of the Supervisory Board Member  
the person resigning shall also inform the Chairman.-----
- 2.4. A member of the Supervisory Board who resigns from his/her function is obliged to notify the Chairman  
all matters and documents related to the duties performed.-----
- 2.5. When submitting his resignation from his function, the Chairman is obliged to provide  
all matters and original documents related to the duties performed by other  
To the members of the Supervisory Board.-----
- 2.6. At its first meeting, the Supervisory Board shall elect a Chairman from among its members, if not  
the General Meeting did so.-----
- 2.7. The Chairman's responsibilities include:-----
  - 2.7.1. managing and coordinating the work of the Supervisory Board,-----
  - 2.7.2. convening meetings of the Supervisory Board and chairing them,-----



2.7.3. opening the general meeting and chairing it until its election

chairman. -----

2.8. In the event of the Chairman's absence, all the Chairman's powers are exercised by

A member of the Supervisory Board authorized in writing by the Chairman, and in the absence of such authorization the oldest Member of the Supervisory Board. -----

**3. Organization and manner of performing activities by the Supervisory Board**-----

3.1. The Supervisory Board performs its duties collectively. The Board may delegate its Members to independently perform certain supervisory activities. -----

3.2. The Supervisory Board may establish committees or commissions, both permanent and ad hoc, to consider specific matters, as advisory and consultative bodies, consisting of individual Members RN, advisors and experts. -----

3.3. When making its decisions, the Supervisory Board should take into account the results of the work of the appointed committees. -----

3.4. If for any reason the Chairman's participation in the activities of the Supervisory Board is not possible or the Chairman refuses to participate in the activities and has not authorized another person in writing Member of the Supervisory Board, his/her competences are performed by the oldest Member of the Supervisory Board among those taking part in activities. -----

3.5. If a Supervisory Board Member is unable to participate in a meeting or vote, he/she shall inform about this. immediately to the remaining Supervisory Board members, giving reasons if possible.

3.6. Information regarding participation in the meeting or voting, including the Invitation, should be communicated to the SB Members in an appropriate form using the contact details provided The SB member should indicate to the Chairman for this purpose. The SB member is obliged to report to the Chairman

3.7. The invitation is sent to the SB Members at least two days in advance, unless there is a need special circumstances and it is necessary to shorten this period. -----

3.8. The Supervisory Board meeting or voting is convened by the Chairman, who may authorize another Member of the Supervisory Board or Member of the Management Board to send the Invitation to the Members of the Supervisory Board on his behalf. -----

3.9. The Chairman convenes a meeting or vote on his own initiative or at the request of the Management Board or Member of the Supervisory Board submitted in appropriate form, providing the proposed agenda. The Chairman shall convene the meeting within 2 (two) weeks from the date of receipt of the request. If The chairman will not convene the meeting, the applicant may convene it on his own, specifying the date, place and proposed agenda. -----

3.10. Sending an Invitation is not necessary if the SB Members have been informed about the date next meeting or voting directly at the previous meeting at which the members were present all the RN members were there. -----

3.11. The Meeting or Remote Voting is chaired by the Chairman or another person indicated by him Member of the Supervisory Board.-----

3.12. The minutes of the meetings and votes are kept at the Company's registered office and copies of the minutes are issued to SB Members upon their request.-----



3.13. The Supervisory Board represents the Company in contracts with members of the Management Board and in disputes with members of the Management Board. The Management Board, while the Supervisory Board may authorize the conclusion of an agreement or representation in a dispute with the Management Board of one or more SB Members. -----

**4. Supervisory Board Meetings**-----

4.1. The meetings of the Supervisory Board are held on dates determined by the Chairman, less often than 3 times a year. -----

4.2. The meeting is convened by sending an Invitation to the Supervisory Board Members, which includes:

4.2.1. date and place of the meeting (in special cases, provide the exact place and hours may take place at a later date, before the meeting); -----

4.2.2. proposed agenda; -----

4.2.3. draft resolutions (if possible). -----

4.3. The Supervisory Board meetings are held at the Company's registered office or in another place proposed by the Chairman. -----

4.4. In the event that a meeting is convened at the request of the Management Board or a Supervisory Board Member, the agenda should take into account the matters indicated by the applicant. -----

4.5. Members of the Supervisory Board and the Management Board may submit, in due time and in an appropriate form, requests to include specific matters in the agenda, which should be addressed to the person sending the Invitation. -----

4.6. The Supervisory Board may not adopt a resolution on matters not included in the agenda unless all SB Members are present and consent to its adoption. -----

4.7. With the consent of the Supervisory Board members present at the meeting, it is possible to waive individual matters specified in the agenda of the Supervisory Board. -----

4.8. The Supervisory Board may hold a meeting and adopt important resolutions even without being formally convened, if all members of the Supervisory Board are present and agree to hold the meeting and publish it individual items on the agenda. -----

4.9. The chairperson of the meeting directs its course, gives the floor, orders voting and announces the results.

4.10. Members of the Supervisory Board may participate in adopting resolutions by casting their votes in writing, through another Member of the Supervisory Board, which cannot concern matters included in the agenda at the Supervisory Board meeting. In the remote voting mode or in the written mode, no voting through another SB Member is permitted. -----

4.11. The Supervisory Board may adopt resolutions in writing or by remote voting, also in matters for which the Statute provides for a secret ballot, unless any of the Supervisory Board Members will raise an objection. -----

4.12. Resolutions of the Supervisory Board are validly adopted if at least half of its members are present at the meeting, its Members, and all SB Members were invited.. -----

4.13. Resolutions of the Supervisory Board are passed by a simple majority of votes, subject to absolute applicable legal regulations and different provisions of the Statute. In the event of an equal number of votes cast "for" and "against" the resolution, the vote of the Chairman is decisive. Expressing consent

for the disposal of copyrights or other intellectual or industrial property rights, in particular, rights to patents, software source codes and trademarks require unanimity of the Supervisory Board. -----

4.14. If the subject of the meeting requires the adoption of a resolution, the Chairman shall submit the submitted motions or draft resolutions for voting. If a given resolution is not adopted due to the lack of required majority of votes, each Supervisory Board Member may propose a different content of the resolution the subject matter covered by the original draft resolution. Voting on these resolutions shall be passed in the order in which the draft resolutions are submitted. -----

4.15. The meeting of the Supervisory Board is recorded in the minutes by the person chairing the meeting or appointed clerk. -----

4.16. The minutes of the meeting should include at least: -----

- 4.16.1. date and place of the meeting;-----
- 4.16.2. names and surnames of current SB Members; -----
- 4.16.3. a list of other persons participating in the meeting (names and surnames); -----
- 4.16.4. designation of the person acting as the clerk of the minutes; -----
- 4.16.5. agenda;-----
- 4.16.6. course of the meeting;-----
- 4.16.7. content of resolutions and number of votes cast for individual resolutions (with details the number of votes "for", "against" and "abstentions"); -----
- 4.16.8. separate opinions; -----
- 4.16.9. content of statements and motions of the Supervisory Board Members, if their recording in the minutes was requested. -----

4.17. The minutes should be signed by all Supervisory Board members present at the meeting and by clerk. In the event of refusal to sign by any of the SB Members, the Chairman notes this fact on the list, stating the reason for the refusal. -----

4.18. In justified cases, the minutes may be prepared and signed at the next meeting. Supervisory Board meeting. The lack of signatures does not affect the validity of the adopted resolutions. -----

4.19. Other persons invited by the Supervisory Board may also participate in the meetings of the Supervisory Board. The Chairman on his initiative or at the request of a Member of the Supervisory Board or a member of the Management Board, including employees of the Company. Supervisory Board meetings, except for matters directly related Management Board or its Members, in particular dismissal, liability and determination remuneration, should be available and public to the Management Board Members. The Supervisory Board may decide to hold the meeting without the participation of the Management Board members. The Supervisory Board may request the presence of individual Members of the Management Board or employees of the Company at all or part of the Board's meeting Supervisory Board. -----

4.20. Resolutions adopted outside the Supervisory Board meetings in the Remote Voting Mode or in the Online Voting Mode in writing should be presented at the next meeting of the Supervisory Board together with the results votes. -----

**5. Adopting resolutions using means of direct remote communication**

- 5.1. Adopting resolutions is possible using means of direct communication remotely (teleconference, videoconference, etc.), in a way that allows simultaneous real-time communication and mutual identification of RN Members participating in the vote.-----
- 5.2. Remote voting is preceded by sending an Invitation to the SB Members, which includes: -----
  - 5.2.1. date and time of voting; -----
  - 5.2.2. indication of the method of communication and information enabling participation in voting, e.g. conference telephone number, link, login, password, etc.; -----
  - 5.2.3. draft resolutions. -----
- 5.3. The person chairing the Remote Voting recalls the content of the draft resolution submitted in Invitation or reads it. -----
- 5.4. After the draft resolution that is the subject of the vote has been cited or read out, each voter The Supervisory Board member states his/her name and surname and makes a statement whether he/she votes "for", "against" or "against". "holds back". -----
- 5.5. The person chairing the Remote Voting counts the votes for each resolution and announces the result votes. -----
- 5.6. The person chairing the remote voting prepares and signs the minutes of the remote voting. distance which includes:-----
  - 5.6.1. date of voting and designation of voting mode; -----
  - 5.6.2. names and surnames of voting SB Members; -----
  - 5.6.3. content of resolutions and number of votes cast for individual resolutions (with details the number of votes "for", "against" and "abstentions"). -----
- 5.7. The remaining SB Members participating in the remote voting sign the protocol referred to in referred to in point 5.6 at the next meeting of the Supervisory Board. The lack of signatures does not affect the validity adopted resolutions. -----
- 5.8. A resolution adopted in the remote voting mode is valid if all members of the Supervisory Board have been notified of the content of the draft resolution and the voting procedure, as well as at least half of the Supervisory Board members took part in adopting the resolution. -----

**6. Adopting resolutions in writing**-----

- 6.1. The Supervisory Board members may adopt resolutions outside the meeting in writing.-----
- 6.2. Voting in written mode is preceded by sending an Invitation to the SB Members, which contains:-----
  - 6.2.1. draft resolutions; -----
  - 6.2.2. designation of the Final Deadline; -----
  - 6.2.3. Ballot paper;-----
  - 6.2.4. Voting mode designation. -----

- 6.3. Voting in written mode is carried out by filling in the Ballot Card by  
Members of the Supervisory Board and sending them back or handing them over to the Chairman or a person authorized by him  
The SB Member with a completed Ballot Card. -----
- 6.4. The Supervisory Board Member fills in the Ballot Card by clearly indicating whether the Supervisory Board Member votes  
"for" or "against" a particular resolution or abstaining from voting and signing. -----
- 6.5. The ballot paper must be handed in (in original) or sent (in original or as a scan or photo)  
To the Chairman or a Member of the Supervisory Board authorized by him before the expiry of the Deadline  
In the event of sending the Ballot Card in the form of a scan or photo, the Supervisory Board Member  
should immediately deliver the original to the Chairman.-----
- 6.6. If the Ballot Card is not delivered in person, the original should be sent to the Company's address. -----
- 6.7. Failure to submit a completed Ballot Paper by the Deadline or submitting  
An incorrectly filled-in Ballot Card is considered as failure to participate in the vote. -----
- 6.8. Immediately after the Deadline has passed or after all Ballot Papers have been received  
(if this occurred before the deadline) The Chairman or a person authorised by him  
The Supervisory Board member counts the votes and checks the compliance of the signature with the specimen signature.  
each of the SB Members. The signature specimen card is prepared before the first vote in  
In written form. -----
- 6.9. Then the Chairman or a member of the Supervisory Board authorized by him prepares and signs the minutes of  
the results of the voting in the written mode, which includes: -----
- 6.9.1. date of voting (date of signing the minutes of voting results); -----
- 6.9.2. names and surnames of voting SB Members; -----
- 6.9.3. content of resolutions and number of votes cast for individual resolutions (with details  
the number of votes "for", "against" and "abstentions"). -----
- 6.10. The remaining SB Members participating in the voting in writing sign the minutes referred to in  
referred to in point 6.9 at the next meeting of the Supervisory Board. The lack of signatures does not affect  
validity of the adopted resolutions. -----
- 6.11. A resolution adopted in writing is valid if all members of the Supervisory Board have been notified of it.  
the content of the draft resolution and the voting procedure and at least half of the Supervisory Board members took part in  
adopting a resolution. -----
- 7. Tasks and competences of the Supervisory Board**
- 7.1. The Supervisory Board exercises permanent supervision over the Company's activities in all areas of its activity.  
activities.-----
- 7.2. The competences of the Supervisory Board are specified in generally applicable regulations and the Statute. -----
- 7.3. The Supervisory Board members should, above all, have the interests of the Company in mind. -----
- 7.4. The Supervisory Board may express a non-binding opinion on all matters relating to the Company and  
submit motions, initiatives and recommendations to the Management Board and is entitled to take  
activities aimed at obtaining comprehensive information from the Management Board about all important  
matters concerning the Company's activities. -----

- 7.5. In order to perform its duties, the Supervisory Board is entitled to: -----
  - 7.5.1. demand that the Management Board and employees of the Company present any documents and other materials concerning the Company, -----
  - 7.5.2. examination of all Company documents, including in particular books and documents financial statements of the Company and their comparison with the actual state of affairs; -----
  - 7.5.3. to demand from the Management Board and other employees of the Company any explanations necessary for implementation of their tasks; -----
  - 7.5.4. reviewing the Company's assets; -----
  - 7.5.5. receiving regular and adequate information from the Management Board about the risks identified in Company's activities.-----

7.6. The Supervisory Board may submit motions to the General Meeting on all matters within the scope of its activities. -----

7.7. Members of the Supervisory Board are obliged to comply with the internal regulations in force in the Company, including: including the principles of maintaining the confidentiality of all information concerning matters obtained in during the performance of their duties. -----

7.8. After the term of office of the Supervisory Board has elapsed, its members transfer the matters dealt with by the Supervisory Board to the Supervisory Board to the newly elected Supervisory Board. -----

**8. Remuneration of Supervisory Board Members**

8.1. Members of the Supervisory Board may be entitled to remuneration. The amount of remuneration is determined resolution of the general meeting of the Company.-----

**9. Other provisions-----**

9.1. The Supervisory Board may, in justified cases, use the services of advisors at the Company's expense, external experts or consultants - in such a case the Chairman requests a request to the Management Board for consent to engage advisors, experts or consultants external. -----

9.2. All statements and letters addressed to the Supervisory Board, as well as statements, letters and motions addressed to the Chairman should be submitted to the Company, unless the Regulations provide otherwise. -----

9.3. The technical and organizational support of the Supervisory Board is provided by the Management Board of the Company.-----

9.4. The Supervisory Board may use the Company's office space, equipment and materials. -----

9.5. The costs of the Supervisory Board's activities are covered by the Company.-----

9.6. The regulations come into force on the date of their approval by the general meeting of shareholders. Companies. -----

9.7. The Supervisory Board interprets the Regulations. -----

9.8. In matters not regulated by the provisions of the Regulations, the relevant provisions shall apply. provisions of law and the Statute.-----