

**REGULATIONS OF THE GENERAL MEETING OF GENOMTEC SA
BASED IN WROCLAW**

- 1. General Provisions**-----
- 1.1. The Regulations define the rules for conducting the General Meeting and the procedure and conditions for making decisions. resolutions by them, taking into account the provisions of law and the Statute. -----
- 1.2. The following terms shall be understood as follows: -----
- 1.2.1. Chairman - a person elected to chair a given General Meeting; -----
- 1.2.2. Supervisory Board - the supervisory board of the Company; -----
- 1.2.3. Regulations - regulations of the General Meeting; -----
- 1.2.4. Company - GENOMTEC SA with headquarters in Wrocław; -----
- 1.2.5. Articles of Association - the Company's articles of association; -----
- 1.2.6. Participant - a shareholder or his/her proxy entitled to participate in the General Meeting Meeting;-----
- 1.2.7. General Meeting, WZA - general meeting of shareholders of the Company; -----
- 1.2.8. Management Board - the management board of the Company. -----
- 2. Convening and participating in the General Meeting** -----
- 2.1. The General Meeting is convened by authorized bodies or persons whose authorization results from the regulations law or Statute. -----
- 2.2. A shareholder may participate in the General Meeting and exercise the right to vote in person or by proxy. Sample power of attorney and form allowing for the exercise of the right voting by proxy is published on the Company's website each time. -----
- 2.3. A shareholder granting a power of attorney to participate in the General Meeting and perform voting rights in electronic form should be notified by the Management Board via e-mail sent to the address investors@genomtec.com at the latest by the end of the day preceding the day General Meeting by attaching the power of attorney document. Notification submitted by a shareholder who is a natural person should include a scan of their identity card or passport, containing data enabling the identification of a shareholder who is a natural person. Notification submitted by a shareholder who is not a natural person should include an extract from the relevant register or its scan in PDF format, which must show that the power of attorney was signed by authorized persons to represent the shareholder. -----
- 2.4. The proxy may grant further power of attorney if it results from the content of the power of attorney. -----
- 2.5. A proxy may represent more than one shareholder and vote differently from the shares. each shareholder. -----
- 2.6. A shareholder who has revoked the power of attorney shall immediately inform the Management Board about this by means of a message e-mail sent to the address investors@genomtec.com and in the case of a power of attorney granted in in writing - also in writing delivered in person or sent by registered mail to the address Companies. -----



2.7. Notifications submitted by shareholders in a manner other than the one indicated above e-mail address or failure to meet the requirements specified above do not cause legal consequences for the Company and will not be taken into account. -----

3. List of shareholders

3.1. The Company establishes a list of shareholders entitled to participate in the General Meeting on based on: a list prepared by the National Depository for Securities - in the case of dematerialized bearer shares and on the basis of shares or certificates submitted at the registered office Companies - in the case of bearer shares in the form of a document. -----

3.2. The list of shareholders is a list of shareholders entitled to participate in the General Meeting, containing the names and surnames or company names of authorized entities, place of residence (seat), type, number and numbers of shares and number of votes. -----

3.3. The list of shareholders is available for inspection at the Management Board's office for 3 (three) business days. immediately preceding the General Meeting from 9:00 to 17:00 and at the place and time General Meeting.-----

3.4. A shareholder may review the list of persons entitled to participate in the General Meeting at the Management Board's office. Company and request a copy thereof for reimbursement of the costs of its preparation or its free sending by e-mail. -----

4. Attendance list-----

4.1. Immediately after the election of the Chairman, he orders the preparation and signing of the list attendance by shareholders containing a list of participants in the General Meeting, specifying the number of shares each of them represents and the votes they are entitled to. When drawing up the list the following activities are carried out in presence: -----

4.1.1. checking whether the shareholder is entitled to participate in the General Meeting, and so was he included in the list of shareholders, -----

4.1.2. verifying the identity of the shareholder, the person representing the shareholder or his/her proxy based on an identity card, passport or other credible document a document confirming your identity (in the case of representation by a proxy) this should be noted on the attendance list), -----

4.1.3. checking the correctness of the shareholder's representation, including documents confirming the right to represent the shareholder, in particular powers of attorney, copies of relevant registers, -----

4.1.4. the number of shares subscribed for by the shareholder, -----

4.1.5. determining the number of votes to which a shareholder is entitled,-----

4.1.6. obtaining the Participant's signature on the attendance list,-----

4.1.7. issuing a voting card, voting instructions and other materials to the Participant deliberations. -----

4.2. The attendance list is signed by the Chairman immediately after his election.-----

- 4.3. The attendance list is made available to Participants throughout the duration of the General Meeting and is constantly updated. -----
- 4.4. If a Participant leaves the General Meeting during the session, the Chairman corrects the situation. attendance list, marking the moment when the Participant left the room and recounting the number votes and the percentage of the represented share capital and states whether the General Meeting has the required quorum and majority of votes needed to pass resolutions, especially if resolutions requiring a qualified majority vote are to be voted on. -----
- 4.5. A late Participant entitled to participate in the General Meeting should be allowed to attend. participation in the proceedings. The Chairman then orders the correction of the attendance list, marking the moment the arrival of the Participant, the agenda item from which he/she participates in the General Meeting and recalculates the number of votes and quorum.-----

5. Chairman-----

- 5.1. Each Participant has the right to run for the Chairperson, as well as to submit one candidacy. for this position from among the persons entitled to participate in the General Meeting. Reported a candidate is entered on the candidate list after submitting a declaration that he or she accepts it. -----
- 5.2. If more than one candidate is nominated, voting will take place separately for each candidate. of the candidates, and the candidate who obtains an absolute majority will be elected Chairman The majority of votes received the largest number of them. The election of the Chairman is made in a vote The person opening the General Meeting shall ensure that the voting is conducted correctly and announces its results. -----
- 5.3. The Chairman ensures and supervises the smooth conduct of the proceedings, ensures respect for the rights and interests of shareholders, prevents abuse of Participants' rights. -----
- 5.4. The Chairman has no right to remove or change the order of votes without the consent of the General Meeting. matters included in the agenda. -----
- 5.5. The Chairman's duties include taking care of the proper and the proper course of the proceedings and voting, in particular:-----
 - 5.5.1. confirmation of the correctness of the General Meeting and the ability to adopt resolutions, -----
 - 5.5.2. presentation of the agenda;-----
 - 5.5.3. giving and depriving the right to speak; -----
 - 5.5.4. managing the voting and ensuring its proper conduct; -----
 - 5.5.5. resolving procedural doubts; -----
 - 5.5.6. ordering short breaks in the proceedings. -----
- 5.6. The Chairman has the right to appoint the General Meeting secretariat to assist during the meeting. General Meeting, up to three persons. -----
- 5.7. The Chairman may make decisions independently without the consent of the General Meeting matters of order, which include in particular: -----
 - 5.7.1. admitting persons who are not Participants to the conference room, subject to the provisions Regulations, -----

- 5.7.2. submitting a motion to change the order of consideration of matters provided for in the agenda deliberations,
- 5.7.3. limiting, postponing or closing the discussion,
- 5.7.4. establishing the order (sequence) of consideration of applications.
- 5.8. The participants of the General Meeting may appeal against the Chairman's decisions on procedural matters to General Meeting.

6. Participation in the General Meeting of persons other than Participants

- 6.1. Members of the Management Board and Supervisory Board participate in the General Meeting and within their limits competences and to the extent necessary to decide on the matters included in the agenda, they should provide Participants with explanations and information regarding the Company. In cases requiring detailed, specialist knowledge in a given field, a Member of the Management Board or Supervisory Board may indicate the Company employee who will provide such information or explanations.
- 6.2. The auditor auditing the Company's financial statements may be invited to the meeting General Meeting if the Management Board deems it necessary, especially if the agenda includes a point regarding financial matters is foreseen.
- 6.3. The chairman has the right to consult a notary, lawyers and other independent experts. consultants engaged by the Management Board of the Company to service the General Meeting. Chairman informs the gathered about their presence at the General Meeting.
- 6.4. At the invitation of the Management Board, other persons may participate in the meeting or an appropriate part thereof, if they participation is purposeful due to the need to present the opinions of the Assembly participants matters under consideration.
- 6.5. Members of the Management Board and Supervisory Board whose mandates expired before the General Meeting The meeting, the subject of which is to grant discharge for the performance of their duties obligations, have the right to participate in the General Meeting if no later than one week before Before holding the General Meeting, they will submit to the Management Board a written request to exercise this right.

7. Short break in the proceedings.....

- 7.1. The Chairman may order a short break in the proceedings, in particular for the purpose of:
- 7.1.1. seeking the opinion of the persons referred to in point 6.2.
- 7.1.2. enabling the Management Board and Supervisory Board to take a position,
- 7.1.3. in other cases that require it, in particular when the General Meeting is in progress longer than 2 hours.

8. Participants' Statements.....

- 8.1. Each Participant may speak only on matters covered by the adopted agenda and currently under consideration. The General Meeting is held in Polish.
- 8.2. Motions concerning draft resolutions or their amendments should be submitted together with a justification, in

in writing to the Chairman, unless the proposal for a change in relation to the original the project is insignificant - in such a case the proposal for change may be made orally. Taking vote or when submitting an application, the Participant should provide his/her name and surname, and if he/she acts as proxy, also data regarding the shareholder he represents. -----

8.3. The Chairman grants the floor in the order of applications but may grant the floor to Members out of turn. Supervisory Board and Management Board. -----

8.4. The Chairperson may limit the Participant's speaking time if he/she declares his/her intention to participate in the discussion. such a number of Participants that failure to introduce a time frame could, taking into account the order the proceedings, prevent the smooth running of the General Meeting. The participant may express his/her opinion also by submitting a written statement, question or request. -----

8.5. The Chairperson may reprimand a speaker who deviates from the subject being discussed. consideration, exceeds the speaking time allowed to him or speaks in an inappropriate manner not allowed. -----

8.6. The Chairman decides to close the discussion. -----

8.7. The participants of the General Meeting have the right to appeal against the decision of the Chairman to the General Meeting. Meetings. -----

9. Adopting resolutions -----

9.1. No resolution can be adopted on matters not included in the agenda unless the entire share capital is present. The company is represented at the General Meeting and none of those present raised any objections. -----

9.2. The General Meeting may adopt a resolution on: -----

9.2.1. changing the order of consideration of matters included in the agenda, -----

9.2.2. exclusion of individual matters from the agenda,-----

9.2.3. voting method, -----

9.2.4. adjournment of the meeting, -----

9.2.5. refrain from voting on the resolution. -----

9.3. Motion to adopt a resolution on excluding a specific matter from the agenda or withdrawing from it voting on the resolution should be motivated. -----

9.4. Written draft resolutions included in the agenda provided for in the notice of the General Meeting prepared by the Management Board. -----

10. Voting -----

10.1. If any proposals for changes of a substantive nature have been submitted to the draft resolution, it shall be deemed they are considered a separate draft resolution, provided that it is included in the agenda. These proposals and new draft resolutions are put to the vote in the order established by The Chairman, who, taking into account all the circumstances, should be guided by the principle that first, the most far-reaching draft resolution is put to the vote, and if the statement this encounters objective difficulties, the projects are put to vote in the order in which they were received, starting from the projects submitted together

with the announcement of the General Meeting. Obtaining the majority of the required votes for one of the projects, the first one to vote on the remaining pending projects resolutions concerning the same matter are moot.-----

10.2. If the provisions of law or the Articles of Association require that specific conditions be met regarding quorum or qualified majority, the Chairman shall state before voting and announces the capacity of the General Meeting to adopt such a resolution and informs what the majority is required to take it.-----

10.3. The Chairman presents draft resolutions, closes the discussion and calls for votes. -----

10.4. One share entitles to one vote at the General Meeting. -----

10.5. Voting on resolutions takes place after their drafts are read by the Chairman or a designated person. indicated by him. Voting is open. Secret voting takes place in cases provided for in the provisions of law, the Articles of Association or at the request of at least one of the shareholders present or represented at the General Meeting. -----

10.6. The votes are counted by the Chairman or a counting committee appointed for this purpose. The Chairman announces the result of the vote, stating the number of votes for and against the resolution and abstentions. The voting results are recorded in the minutes. -----

10.7. The Chairman shall ensure that all those who object to the resolution have the opportunity to express their objection concisely. justification.-----

10.8. After exhausting all matters included in the agenda, the Chairman closes the meeting. General Meeting. -----

11. Counting Committee-----

11.1. The General Meeting may adopt a resolution to appoint a counting committee consisting of: maximum of three Members.-----

11.2. The members of the Counting Committee are elected from among the participants of the General Meeting, each shareholder may nominate one candidate. -----

11.3. The members of the committee are elected by the General Meeting, voting for each candidate in turn. The Counting Committee consists of the persons who received the highest number of votes in favour. -----

11.4. If the number of people nominated for Members of the Counting Committee is equal to the number of Members the committee referred to in paragraph 1, the election may be made, by acclamation, on all the candidates submitted candidates in total-----

11.5. The responsibilities of the Counting Committee include: -----

11.5.1.ensuring the proper conduct of voting; -----

11.5.2.determining the voting results and submitting them to the Chairman for review announcements;-----

11.5.3.other activities related to conducting votes. -----

11.6. If any irregularities are found in the voting, the electoral commission is obliged to immediately notify the Chairman about the events that have occurred, reporting at the same time conclusions as to further proceedings.-----

12. Adjournment of the General Meeting-----

- 12.1. The General Meeting may order breaks in the proceedings by a two-thirds majority vote. Total breaks may not last longer than thirty days. -----
- 12.2. Extension of the agenda of the General Meeting in relation to the content of the announcement convening the Meeting
The gathering is not allowed.-----
- 12.3. If the General Meeting orders a break in the proceedings, the minutes will be kept of the proceedings. resolutions adopted before the adjournment, with a note that the Meeting was adjourned. -----
- 12.4. After the resumption of the General Meeting, the resolutions adopted in this part will be recorded in the minutes. the proceedings in a separate protocol, and if there are several breaks - in separate protocols.-----
- 12.5. A list of the participants of the General Meeting is attached to each notarial protocol. taking part in its given part. -----
- 12.6. A break in the proceedings of the General Meeting may only take place in special situations, each time indicated in the justification of the resolution on ordering a break, prepared in based on the reasons provided by the shareholder requesting the adjournment. -----

13. Protocols-----

- 13.1. The minutes of the General Meeting are prepared by a notary in the form of a notarial deed. -----
- 13.2. The minutes should be accompanied by an attendance list with signatures of the participants of the General Meeting and written statements of shareholders submitted at the General Meeting. -----
- 13.3. Extract from the minutes together with evidence of convening the General Meeting and powers of attorney provided by shareholders, the Management Board shall attach to the minutes book. Shareholders may review the book of minutes, and also request copies of resolutions certified by the Management Board. -----
- 13.4. When issuing a copy of the notarial minutes of the General Meeting to a shareholder, the Company may request this shareholder to reimburse the costs of its preparation. -----

14. Final Provisions -----

- 14.1. The Management Board ensures the organizational and technical conditions for the General Meeting. -----
- 14.2. Any changes to the Regulations require a resolution of the General Meeting.
- 14.3. Amendments to the Regulations shall enter into force no earlier than the next General Meeting convened after the day of their adoption. -----