

**RULES OF THE SUPERVISORY BOARD OF GLOBE TRADE CENTRE SPÓŁKA AKCYJNA,
WITH ITS REGISTERED OFFICE IN WARSAW (THE "RULES")**

§ 1. GENERAL PROVISIONS

1. The following terms used in these Rules shall mean:

Shareholders:	the shareholders of the Company.
Shareholders' Meeting Delegate:	an Independent Member appointed by a resolution of the General Meeting in accordance with the Statute.
Best Practice for WSE Listed Companies:	the Best Practice for WSE Listed Companies 2021 adopted by Resolution No. 13/1834/2021 of the Supervisory Board of the Warsaw Stock Exchange S.A. of 29 March 2021 on the adoption of the "Best Practice for WSE Listed Companies 2021" or the document that supersedes it.
Commercial Companies Code:	the Act of 15 September 2000 – the Commercial Companies Code (as amended).
Independence Criteria:	the independence requirements set out for independent audit committee members in generally applicable legislation, i.e. the Polish Act of 11 May 2017 on Statutory Auditors, Audit Firms and Public Supervision, as amended, or an Act that supersedes it.
Independent Member:	a member of the Supervisory Board who fulfils the Independence Criteria.
Supervisory Board:	the Supervisory Board of the Company appointed in accordance with the Statute.
Company:	Globe Trade Centre Spółka Akcyjna, with its registered office in Warsaw.
Statute:	the statute of the Company.
General Meeting:	an ordinary or extraordinary general meeting of the Shareholders convened in accordance with the Statute or the Commercial Companies Code.
Management Board:	the management board of the Company appointed in accordance with the Statute.

2. The Supervisory Board shall operate pursuant to the provisions of the Commercial Companies Code, the Statute, the resolutions of the General Meeting, and these Rules, taking into account the Best Practices for WSE Listed Companies, with the exception of the practices in respect to which the Management Board has made a declaration of their non-application.
3. These Rules specify the organisation of and the manner in which the Supervisory Board performs its activities.

§ 2. COMPOSITION, APPOINTMENT AND DISMISSAL OF SUPERVISORY BOARD MEMBERS

The composition and procedure for appointing and dismissing members of the Supervisory Board are specified in the Statute.

§ 3. SCOPE OF THE SUPERVISORY BOARD'S OPERATIONS

1. The Supervisory Board exercises constant supervision over the Company's activities in all areas of its operation. The scope of competences of the Supervisory Board is specified under Article 10 of the Statute.
2. The Supervisory Board shall conduct its operations, in particular hold its meetings and adopt resolutions during its meetings, in the manner specified in Article 11 of the Statute.

§ 4. ORGANISATION OF THE SUPERVISORY BOARD

1. The work of the Supervisory Board is managed by the Chairman of the Supervisory Board, who is responsible for duly organising the work of the Supervisory Board and, in particular, for convening the meetings of the Supervisory Board in accordance with the provisions of § 5 below. The procedure for the appointment of the Chairman of the Supervisory Board is set out in Article 9(3) of the Statute.
2. Within the Supervisory Board, an Audit Committee and a Remuneration Committee are appointed. The Supervisory Board may appoint other standing or *ad hoc* committees consisting of members of the Supervisory Board to perform specific supervisory activities

§ 5. CONVENING MEETINGS OF THE SUPERVISORY BOARD

1. Meetings of the Supervisory Board are convened by the Chairman of the Supervisory Board or a person authorised by the Chairman, on their own initiative or at the Chairman's request, as necessary, but at least once in each quarter of each financial year, subject to Article 11(3) of the Statute.
2. The members of the Supervisory Board of the Company and the Management Board of the Company are entitled to request a meeting of the Supervisory Board.
3. A request to convene a meeting of the Supervisory Board should be submitted to the Chairman of the Supervisory Board or a person authorised by the Chairman and must include the proposed agenda.
4. The Chairman of the Supervisory Board shall notify the other members of the Supervisory Board and any guests invited by the Supervisory Board of:
 - a) the date, time and place of the meeting,
 - b) the proposed agenda, and
 - c) the use of means of direct communication at a distance during the meeting,by post, courier or email to the addresses given by the members of the Supervisory Board.

§ 6. OPERATIONS OF THE SUPERVISORY BOARD

3. At the meetings of the Supervisory Board, items on the agenda shall be discussed. During a meeting, the Supervisory Board may also adopt resolutions on items not included in the proposed agenda, if none of the Supervisory Board Members participating in the meeting objects to such adoptions.
4. The Supervisory Board may also hold meetings without formally convening them if all of the members of the Supervisory Board agree and do not object to the inclusion of individual items on the agenda.
5. Meetings of the Supervisory Board shall be chaired by the Chairman of the Supervisory Board or, in the Chairman's absence, by one of the members of the Supervisory Board indicated by the members present at the meeting.
6. Each member of the Supervisory Board shall have only one vote. Subject to the provisions of Article 11(5) of the Statute, in the event of an equal number of votes cast, the Chairman of the Supervisory Board shall have the casting vote.
7. Subject to point 6 below, the votes of the Supervisory Board shall be cast in an open ballot.
8. Resolutions on personnel matters, including resolutions on the remuneration of the members of the Management Board, will be adopted by secret ballot.
9. Minutes will be taken of every meeting of the Supervisory Board at which any resolutions are passed.

10. The minutes shall include the agenda, the names of the members of the Supervisory Board participating in the vote, and the number of votes cast in favour of and against the respective resolutions. The minutes shall also indicate any dissenting opinion of a member of the Supervisory Board together with a possible justification thereof.
11. The minutes shall be signed by at least the member of the Supervisory Board chairing the meeting or managing the vote, provided that if the minutes include resolutions that require a vote in favour of such resolutions by the Shareholders' Meeting Delegate, the minutes shall also be signed by the Shareholders' Meeting Delegate.
12. The minutes, together with the resolutions, shall be kept at the Company's registered office.

§ 7. AUDIT COMMITTEE

The Audit Committee operates within the Supervisory Board. The organisation and operating principles of the Audit Committee are specified in the Rules of the Audit Committee adopted by the Supervisory Board. Any amendments to the Rules of the Audit Committee require a resolution of the Supervisory Board to be effective.

§ 8. REMUNERATION COMMITTEE

1. The Remuneration Committee operates within the Supervisory Board.
2. The Remuneration Committee adopts resolutions to make recommendations within the scope of the powers of the Supervisory Board referred to in Article 10(1)(a) of the Statute. The recommendations of the Remuneration Committee are non-binding.
3. The Remuneration Committee consists of three members, including the Chairman of the Remuneration Committee.
4. The members of the Remuneration Committee, including its Chairman, are appointed by the Supervisory Board by resolution.
5. The term of office of the members of the Remuneration Committee expires upon the expiry of the term of office of the members of the Supervisory Board.
6. A member of the Remuneration Committee may, at any time, be dismissed from the Remuneration Committee by a resolution of the Supervisory Board or may submit their resignation from the position of a member of the Remuneration Committee to the Supervisory Board.
7. If the mandate of a Supervisory Board member appointed to the Remuneration Committee expires before the end of the term of office of the Supervisory Board, or if the member is dismissed or resigns pursuant to point 6 above, the Supervisory Board shall fill the empty position in the Remuneration Committee by appointing a new member of the Remuneration Committee.
8. The Supervisory Board may adopt rules of the remuneration committee specifying its organisation and operating principles. Until the rules of the remuneration committee are adopted, the provisions of these Rules shall apply accordingly to the organisation and operating principles of the Remuneration Committee. Any amendments to the rules of the remuneration committee require a resolution of the Supervisory Board to be effective.

§ 9. CONFIDENTIALITY

1. The Supervisory Board members, together with other participants of Supervisory Board meetings, are required, to the extent permissible by law, to keep confidential any matter that is a subject of a Supervisory Board meeting.
2. A member of the Supervisory Board may not disclose the Company's secrets, even after the expiry of their mandate.

§ 10. FINAL PROVISIONS

Any amendments to these Rules shall be introduced according to the procedure for adopting the Rules as set out in the Statute."