

## **Minutes of the Extraordinary General Meeting of Members of the Association of Metal Surface Treatment Contractors QUALIPOL on November 9, 2022.**

On November 9, 2022 at 10.30 am at the DoubleTree by Hilton hotel in Warsaw at Skalnicowa 21, held an Extraordinary General Meeting of Members of the Association of Metal Surface Treatment Contractors QUALIPOL, entered into the register of entrepreneurs kept by the District Court for the capital city of Warsaw in Warsaw, Commercial Division of the National Court Register under KRS number 0000007921. Members of the Association participated in the Meeting in a traditional way or online - via electronic media - the WEBEX platform, thanks to which they had access to the Meeting in real time. Members of the Association participating in the Meeting online were visible to other Members of the Meeting, could cast their votes in an open and secret way and could participate in the discussion. The sessions were conducted in two languages: Polish and English.

The Extraordinary General Meeting of Members of the Association of Metal Surface Treatment Contractors QUALIPOL was opened by the President of the Association's Management Board, Mr. Andrzej Jelonek.

After the opening of the Meeting, each of its participants present at the Meeting directly or via the WEBEX internet platform introduced themselves by name, indicated their principal (if they are the representative of a member of the Association at the Meeting) and the entrepreneur they represent and on this basis the number of people present was counted at the Meeting and it was stated that the Extraordinary General Meeting of Members of the Association on November 9, 2022 is attended by 41 members out of a total of 65 members, including that 25 members participate in the Meeting in person, 12 members participate in the Meeting by proxy and 4 members participates in the Online Meeting, with one of them being invisible and that the Extraordinary General Meeting of Members of the Association is capable of adopting binding resolutions. The attendance list was signed by the Members of the Association present directly at the Meeting and is attached as Appendix 1 to this Protocol. The presence of the Members of the Association participating in the Meeting via the WEBEX platform was confirmed by e-mails attached to the Attendance List.

The meeting was held according to the planned agenda:

1. Opening of the Extraordinary General Meeting of Members of the Association.
2. Election of the Chairman of the Extraordinary General Meeting, two of his deputies and the Secretary.
3. Election of the Minutes Officer.
4. Validity of the Extraordinary General Meeting.
5. Adoption of the agenda of the Extraordinary General Meeting.
6. Approval of increasing the registration fee.
7. Approval of increasing the annual membership fee.
8. Approval of the Regulations of membership in the Association.
9. End of the meeting.
10. Preparation of the minutes of the Meeting and resolutions of the Extraordinary General Meeting and their signing by authorized persons.

### **ad. pt. 1, 2, 3, 4 of the agenda .**

The President of the Association proposed the following candidates:

- for the Chairperson of the Meeting - Mrs. Monika Kozłowska;
- for the Minutes of the Meeting - Mrs. Monika Kozłowska;

- for a member of the Scrutiny Committee - Ms. Jola Kasprzyk.

The President of the Management Board proposed to withdraw from the election of two Deputy Chairmen and the Secretary of the Meeting, and proposed the election of the Ballot Counting Committee, necessary for counting votes.

Wyżej wymienieni kandydaci wyrazili zgodę na pełnienie ww. funkcji.

Members of the Meeting agreed to withdraw from the election of two Vice-Presidents, the Secretary and agreed to appoint the Ballot Counting Committee, and elected the above-mentioned candidates in an open vote by a simple majority of votes. The vote of an invisible member participating in the Online Meeting is considered invalid. The resolution on withdrawing from the election of two Vice-Chairmen, the Secretary, the appointment of the Scrutiny Committee and the election of the Chairperson of the Meeting, the Recorder and the Members of the Scrutiny Committee of the Meeting constitutes Appendix 2 to these Minutes.

The Chairperson thanked for the choice and stated that the Extraordinary General Meeting of the Association had been convened correctly, in accordance with the applicable Statute, and that at least half of its Members were present at the Extraordinary General Meeting of the Association, and therefore that the quorum had been reached and the Meeting was capable of making binding decisions resolutions.

**ad. pt. 5 of the agenda.**

The Chairperson reminded the agenda and proposed a vote on the adoption of the agenda.

The agenda was adopted in an open vote by a simple majority of votes. A vote cast by an invisible member participating online is considered invalid. The resolution on accepting the agenda constitutes Appendix No. 3 to these Minutes.

**ad. 6 -7 of the agenda.**

The Chairperson asked the President of the Association to present and discuss the issue of increasing the entry fee and the annual membership fee.

After presenting and discussing the proposals in this regard, the Chairperson gave the floor to the Members of the Association and after the discussion of the members of the Association and the Association's Management Board, she ordered a vote on resolutions on increasing the entry fee and the annual membership fee.

The resolution on increasing the entry fee was adopted in an open vote by a simple majority of votes.

35 members of the Association voted for the resolution, 3 members of the Association voted against the resolution, 2 members of the Association abstained from voting and 1 member of the Association who participated online was invisible, therefore his vote was not counted and treated as invalid. Resolution No. 3 constitutes Appendix No. 4 to the Protocol.

The resolution on increasing the annual membership fee was adopted in an open vote by a simple majority of votes.

31 members of the Association voted for the resolution, 3 members of the Association voted against the resolution, 5 members of the Association abstained from voting and 2 members of the Association who participated in the online Meeting were invisible, therefore their votes were not counted, treating them as invalid. Resolution No. 4 constitutes Appendix 5 to the Protocol.

**ad. pt. 8 of the agenda**

The Chairperson asked the President of the Association to present and discuss the rules of membership in the Association, developed on the basis of the Law on Associations of April 7, 1989, the Association's Statute and the experience of the Management Board from performing functions in the Association.

After presenting and discussing the proposals in this regard, the Chairperson gave the floor to the Members of the Association and as a result of the discussion on the provisions of the Regulations, it was agreed to replace the document form allowed in the Regulations with the form of e-mail and to record that the amount of the first membership fee of a newly admitted member of the Association will depend on the quarter in which he joined the Association. If a member joined the Association in the first quarter of a calendar year - he will pay 100% of the annual membership fee, if in the second quarter of a calendar year he will pay 75% of the annual membership fee, if in the third quarter of a calendar year he will pay 50% of the annual membership fee, and if in the fourth quarter of a calendar year he will pay 25% of the annual membership fee.

Members of the Association were obliged to update their email addresses.

After exhausting the discussion and determining changes to the Regulations, the Chairperson ordered a vote on the resolution on approving the Regulations of Membership in the Association.

The resolution on approving the Rules of Membership in the Association was adopted in an open vote by a simple majority of votes.

40 present members of the Association voted for the resolution, no member of the Association voted against the resolution and no member of the Association abstained from voting. Resolution No. 5 constitutes Appendix No. 6 to the Protocol.

**ad. 9-10 of the agenda**

In view of the exhaustion of the agenda, the Chairperson of the Meeting thanked all those present for coming and closed the meeting and proceeded to sign the Minutes of the Extraordinary General Meeting of the Association.



Minutes officer



Chairperson

**Attachments :**

- No. 1 - Attendance list
- No. 2 - Resolution No. 1/2022 on withdrawing from the election of two Vice-Presidents, the Secretary, on the appointment of the Scrutiny Committee and on the election of the Chairperson of the Meeting, the Recorder and Members of the Scrutiny Committee;
- No. 3 - Resolution No. 2/2022 on adopting the agenda;
- No. 4 - Resolution No. 3/2022 on approving the increase in the entry fee;
- No. 5 - Resolution No. 4/2022 on approving the increase in the annual membership fee;
- No. 6 – Resolution No. 5/2022 on approving the Regulations of Membership in the Association;
- No. 7 - Rules of Membership in the Association.

Attachment No. 1 to the Protocol of the Extraordinary General Meeting of Members of the Association of  
Metal Surface Treatment Contractors QUALIPOL

**Resolution No. 1/2022**  
**of the Extraordinary General Meeting of Members of the Association of Metal Surface**  
**Treatment Contractors QUALIPOL on November 9, 2022 on withdrawal from the**  
**election of two Deputy Chairpersons, the Secretary, on the election of the Scrutiny**  
**Committee and on the election of the Chairperson of the Meeting, Minutes officer and**  
**Members of the Scrutiny Committee**

The Extraordinary General Meeting of Members of the Association adopts the following resolution:

"The Extraordinary General Meeting of Members of the Association of Metal Surface Treatment Contractors QUALIPOL withdraws from the election of two deputies of the Chairperson of the Meeting, the Secretary, decides to appoint the Ballot Counting Committee and elects:

Mrs. Monika Kozłowska as the Chairperson of the Meeting;  
Mrs. Monika Kozłowska as the Minutes of the Meeting;  
Mrs. Jolanta Kasprzyk as Member of the Scrutiny Committee."

The resolution was adopted by a simple majority of votes in an open ballot. The vote of an invisible member participating in the Online Meeting is considered invalid.



Minutes officer



Chairperson

**Resolution No. 2/2022**  
**of the Extraordinary General Meeting of Members of the Association of Metal Surface**  
**Treatment Contractors QUALIPOL on November 9, 2022 on the adoption of the agenda**  
**of the Extraordinary General Meeting of the Association.**

The Extraordinary General Meeting of Members of the Association adopts the following resolution:

"The Extraordinary General Meeting of Members of the Association of Metal Surface Treatment Contractors QUALIPOL accepts the agenda of the Extraordinary General Meeting of Members of the Association:

1. Opening of the Extraordinary General Meeting of Members of the Association.
2. Election of the Chairman of the Extraordinary General Meeting, two of his deputies and the Secretary.
3. Election of the Minutes Officer.
4. Validity of the Extraordinary General Meeting.
5. Adoption of the agenda of the Extraordinary General Meeting.
6. Approval of increasing the registration fee.
7. Approval of increasing the annual membership fee.
8. Approval of the Regulations of membership in the Association.
9. End of the meeting.
10. Preparation of the minutes of the Meeting and resolutions of the Extraordinary General Meeting and their signing by authorized persons."

The resolution was adopted by a simple majority of votes in an open ballot. The vote of an invisible member participating in the Online Meeting is considered invalid.

  
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Minutes officer

  
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Chairperson

**Resolution No. 3/2022**  
**Extraordinary General Meeting of Members of the Association of Metal Surface**  
**Treatment Contractors QUALIPOL on November 9, 2022 on the approval of the**  
**increase in the entry fee**

The Extraordinary General Meeting of Members of the Association adopts the following resolution:

"The Extraordinary General Meeting of Members of the Association of Metal Surface Treatment Contractors QUALIPOL approves the increase of the entry fee to the amount of EUR 800 or its equivalent in PLN, converted at the foreign exchange selling rate of the bank keeping the Association's accounts on the day preceding the date of issuing the accounting note. The increased entry fee is valid from the date of adoption of the resolution."

The resolution was adopted by a simple majority of votes in an open ballot.

35 members of the Association voted for the resolution;

3 members of the Association voted against the adoption of the resolution;

2 members of the Association abstained from voting;

1 member of the Association participating online was invisible, therefore his vote was not counted and treated as invalid.



Minutes officer



Chairperson


**Resolution No. 4/2022**  
**Extraordinary General Meeting of Members of the Association of Metal Surface  
Treatment Contractors QUALIPOL on November 9, 2022 on approving the increase in  
the annual membership fee**


The Extraordinary General Meeting of Members of the Association adopts the following resolution:

"The Extraordinary General Meeting of Members of the Association of Metal Surface Treatment Contractors QUALIPOL approves the increase of the annual membership fee to the amount of EUR 1,000 per year or its equivalent in PLN, converted at the foreign exchange selling rate of the bank keeping the Association's accounts on the day preceding the date of issuing the accounting note. The increased annual membership fee is effective from the date of adoption of this resolution. "

The resolution was adopted by a simple majority of votes in an open ballot.

31 members of the Association voted for the resolution;  
3 members of the Association voted against the adoption of the resolution;  
5 members of the Association abstained from voting;  
2 members of the Association participating online were invisible, therefore their votes were not counted and treated as invalid.

  
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Minutes officer

  
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Chairperson



**Resolution No. 5/2022**  
**Extraordinary General Meeting of Members of the Association of Metal Surface**  
**Treatment Contractors QUALIPOL**  
**on November 9, 2022 on the approval of the Regulations for membership in the**  
**Association**

The Extraordinary General Meeting of Members of the Association adopts the following resolution:

“The Extraordinary General Meeting of Members of the Association of Metal Surface Treatment Contractors QUALIPOL approves the Rules of Membership in the Association, which will come into force on the date of adoption of this resolution. The text of the Regulations constitutes Appendix No. 7 to the Protocol.”


The resolution was adopted by a simple majority of votes in an open ballot.


40 members of the Association voted for the resolution;

Nobody voted against the resolution.

Nobody abstained.

1 member of the Association participating online was invisible, therefore his vote was not counted and treated as invalid.

  
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Minutes officer

  
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Chairperson

