

**RESOLUTION NO. 1/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
on 17 May 2017**

Refers: Selection of the Chairman of the Annual General Meeting

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with its registered seat in Ostrów Mazowiecka hereby decides to select as Chairman of the Annual General Meeting  
.....

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 2/2017**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka**  
**on 17 May 2017**

Refers: Acceptance of order of meeting of the Annual General Meeting

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with its registered seat in Ostrów Mazowiecka hereby decides to accept the following order of meeting:

1. Opening of the Annual General Meeting
2. Selection of the Chairman of the Annual General Meeting
3. Verification of correctness of appointing of the Annual General Meeting and its capacity to pass resolutions.
4. Acceptance of order of meeting of the Annual General Meeting
5. Selection of Returning Committee
6. Presentation and processing of:
  - a) Financial statement of the Company for the financial year 2016
  - b) Management Board's statement on Company operations for the financial year 2016
  - c) Motion of the Management Board for division of profit for the financial year 2016 and payment of dividend,
  - d) consolidated financial statement of the Capital Group FABRYKI MEBLI „FORTE” S. A. for the financial year 2016
  - e) Management Board's statement on operations of Capital Group FABRYKI MEBLI „FORTE” S. A. for the financial year 2016
  - f) Supervisory Board Report for the financial year 2016 covering:
    - Report on operations of the Supervisory Board for the financial year 2016,
    - Assessment of Company situation with consideration of assessment of internal control systems, risk management, compliance and function of internal audit,
    - Assessment of method of fulfilling of information obligations by the Company, concerning application of the principles of corporate governance,
    - Assessment of rationality of conducted by the Company policy in the scope of sponsoring and charity policy

And Report of Supervisory Board from the assessment of reports specified in points a,b,d,e and the motion of the Management Board specified in point c above.

7. Passing of resolutions on the following matters:
  - a) Approval of financial statement of the Company for the financial year 2016,
  - b) Approval of Report of Management Board on Company operations for the financial year 2016,

- c) Division of net profit of the Company for the financial year 2016 and payment of dividend,
  - d) Granting acknowledgement for the Member of Management Board for fulfilment of his duties for the financial year 2016.
  - e) Granting acknowledgement for the Member of Supervisory Board for fulfilment of his duties for the financial year 2016.
  - f) approval of consolidated financial statement of the group of the Capital Group FABRYKI MEBLI „FORTE” S. A. for the financial year 2016
  - g) approval of the Management Board’s statement of the Capital Group FABRYKI MEBLI „FORTE” S. A. operations for the financial year 2016
  - h) Conduct of changes in Company Articles of Association,
  - i) granting an authorisation for the Supervisory Board to determine the consolidated text of the Company’s Articles of Association
- 8. Change in the composition of the Supervisory Board
  - 9. Closing of the meeting.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 3/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
of 17 May 2017**

Refers: Selection of Returning Committee

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. in Ostrów Mazowiecka decides to select to the Returning Committee:.....

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 4/2017**  
**Of the Annual General Meeting**  
**of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka**  
**on 17 May 2017**

Refers: Approval of financial report of the Company for the financial year 2016

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka decides to approve the consolidated financial statement of the Company for the financial year 2016 which consists of:

- a) consolidated statement of financial position at the date of 31 December 2016, presenting the total amount of assets, equity and liabilities equal to PLN 841 140 thousand (in words: eight hundred and forty one thousand one hundred and forty zlotys),
- b) consolidated profit and loss account for the period from 1 January to 31 December 2016, disclosing the net profit in the amount of PLN 97 195 (in words: ninety seven thousand, one hundred and ninety five zloty),
- c) consolidated statement of total income for the period from 1 January to 31 December 2016, presenting the total income in the amount of PLN 84 562 (in words: eighty four million five hundred and sixty two zlotys),
- d) consolidated statement of changes in equity capital for the period from 1 January to 31 December 2016, presenting the increase of the equity capital in the amount of PLN 60 661 (in words: sixty million, six hundred and sixty one zlotys),
- e) consolidated statement of cash flows for the period from 1 January to 31 December 2016, presenting the increase of net cash in the amount of PLN 6 710 (in words: six million seven hundred and ten thousand zlotys),
- f) additional information about adopted accounting principles and other explanatory notes.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

DRAFT

**RESOLUTION NO. 5/2017**  
**Of the Annual General Meeting**  
**of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka**  
**on 17 May 2017**

Refers: Approval of the Management Board report from Company operations for the financial year 2016

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka decides to approve the Management Board's statement for the financial year 2016.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 6/2017**  
**Of the Annual General Meeting**  
**of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka**  
**of 17 May 2017**

Refers: Division of net profit of the Company for the financial year 2016 and payment of dividend

§1

1. The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka decides to divide net profit obtained in the financial year 2016 in the amount of PLN 97 195 074.77 ( in words: ninety seven million one hundred and ninety five thousand seventy four zloty and seventy seven grosze) in the following way:
  - a) Amount of PLN 4 780 216.80 ( in words: four million seven hundred and eighty thousand, two hundred and sixteen zloty and eighty grosze) to be designated for dividend,
  - b) Amount of PLN 92 414 857.97 ( in words: ninety two million, four hundred and fourteen thousand, eight hundred and fifty seven and ninety seven grosze) to be devoted for reserve capital.
2. Amount of dividend falling per one share amounts to 0.20 PLN ( in words: twenty grosze).

§2

The Annual General Meeting of the Company decides to define:

- a) Day of establishing the right to dividend as per 25 May 2017,
- b) day of dividend on 9 June 2017.

§3

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 7/2017**  
**Of the Annual General Meeting**  
**of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka**  
**on 17 May 2017**

Refers: grants acknowledgment of the fulfilment of duties for the financial year 2016 to the  
Chairman of the Management Board-Maciej Formanowicz

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka grants an acknowledgement to Maciej Formanowicz-Chairman of the Management Board- for fulfilment of duties for the financial year 2016.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting



**RESOLUTION NO. 8/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
on 17 May 2017**

Refers: granting acknowledgment of the fulfilment of duties for the financial year 2016 to the Member of the Management Board Gert Coopmann

§1

Ordinary Shareholders' Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka grants an acknowledgement of the fulfilment of duties for the financial year 2016 to Gert Coopmann– the Member of the Management Board.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 9/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
of 17 May 2017**

Refers: granting acknowledgment of the fulfilment of duties for the financial year 2016 to the Member of the Management Board Dieter Dahlem

§1

Ordinary Shareholders' Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka grants an acknowledgement of the fulfilment of duties for the financial year 2016 to Dieter Dahlem – the Member of the Management Board.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 10/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
on 17 May 2017**

Refers:                   granting acknowledgment of fulfilment of duties for the financial year 2016 to the Member of the Management Board Maria Małgorzata Florczuk

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka grants an acknowledgement of the fulfilment of duties for the financial year 2016 to Maria Małgorzata Florczuk – the Member of the Management Board.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 11/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
on 17 May 2017**

Refers: granting acknowledgment of the fulfilment of duties for the financial year 2016 to the  
Member of the Management Board Mariusz Jacek Gazda

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka grants an acknowledgement of the fulfilment of duties for the financial year 2016 to Mariusz Jacek Gazda – the Member of the Management Board.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 12/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
on 17 May 2017**

Refers: granting acknowledgment of the fulfilment of duties for the financial year 2016 to the Chairman of the Supervisory Board Zbigniew Mieczysław Sebastian.

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka grants an acknowledgement of the fulfilment of duties for the financial year 2016 to Zbigniew Mieczysław Sebastian – the Chairman of the Supervisory Board.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 13/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
on 17 May 2017**

Refers: granting acknowledgment of the fulfilment of duties for the financial year 2016 to the Deputy Chairman of the Supervisory Board Stefan Golonka

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka grants an acknowledgement of the fulfilment of duties for the financial year 2016 to Stefan Golonka – the Deputy Chairman of the Supervisory Board.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 14/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
on 17 May 2017**

Refers: granting acknowledgment of the fulfilment of duties for the financial year 2016 to the  
Member of the Supervisory Board Tomasz Domagalski

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka grants an acknowledgement of the fulfilment of duties for the financial year 2016 to Tomasz Domagalski – the Member of the Supervisory Board.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 15/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
on 17 May 2017**

Refers: granting acknowledgment of the fulfilment of duties for the financial year 2016 to the  
Member of the Supervisory Board Stanisław Krauz

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka grants an acknowledgement of the fulfilment of duties for the financial year 2016 to Stanisław Krauz – the Member of the Supervisory Board.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting



**RESOLUTION NO. 16/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
on 17 May 2017**

Refers: granting acknowledgment of the fulfilment of duties for the financial year 2016 to the  
Member of the Supervisory Board Jerzy Smardzewski

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka grants an acknowledgement of the fulfilment of duties for the financial year 2016 to Jerzy Smardzewski – the Member of the Supervisory Board.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 17/2017**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka**  
**on 17 May 2017**

Refers: approval of consolidated financial statement of the group of companies FABRYKI MEBLI „FORTE” S. A. for the financial year 2016

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka decides to approve the consolidated financial statement of the group of companies FABRYKI MEBLI „FORTE” S. A. for the financial year 2016 which consists:

- a) consolidated statement of financial position at the date of 31 December 2016, presenting the total amount of assets, equity and liabilities equal to PLN 1 173 986 000 (in words: one billion one hundred seventy-three million nine hundred eighty-six thousand zlotys),
- b) consolidated profit and loss account for the period from 1 January to 31 December 2016, disclosing the net profit in the amount of PLN 110 385 000 (in words: one hundred ten million three hundred eighty-five thousand zlotys),
- c) consolidated statement of total income for the period from 1 January to 31 December 2016, presenting the total income in the amount of PLN 97 839 000 (in words: ninety-seven million eight hundred thirty-nine thousand zlotys),
- d) consolidated statement of changes in equity capital for the period from 1 January to 31 December 2016, presenting the increase of the equity capital in the amount of PLN 73 938 000 (in words: seventy-three million nine hundred thirty-eight thousand zlotys),
- e) consolidated statement of cash flows for the period from 1 January to 31 December 2016, presenting the increase of net cash in the amount of PLN 40 242 000 (in words: forty million two hundred forty-two thousand zlotys),
- f) additional information about adopted accounting principles and other explanatory notes.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 18/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
on 17 May 2017**

Refers: approval of the Management Board's statement of the group of companies FABRYKI  
MEBLI „FORTE” S. A. operations for the financial year 2016

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka decides to approve the Management Board's statement of the group of companies FABRYKI MEBLI „FORTE” S. A. operations for the financial year 2016.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 19/2017**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka**  
**on 17 May 2017**

Refers: amendments of the Company's Articles of Association

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka decides to introduce following amendments in the Company's Articles of Association:

§1

I. § 4.1. shall be replaced with:

„4.1. Company's share capital amounts to PLN 23 901 084 (twenty-three million nine hundred one thousand eighty-four) and is divided into: 8 793 992 (eight million seven hundred ninety-three thousand nine hundred ninety-two) A series bearer shares of nominal value of PLN 1 (one) each; 2 456 380 (two million four hundred fifty-six thousand three hundred eighty) B series bearer shares of nominal value of PLN 1 (one) each; 6 058 000 (six million fifty-eight thousand) C series ordinary bearer shares of nominal value PLN 1 (one) each; 2 047 619 (two million forty-seven thousand six hundred nineteen) D series ordinary bearer shares of nominal value PLN 1 (one) each; 4 327 093 (four million three hundred twenty-seven thousand ninety-three) E series ordinary bearer shares of nominal value of PLN 1 (one) each; 68 000 (sixty-eight thousand) F series ordinary bearer shares of nominal value of PLN 1 (one) each; 150 000 (one hundred fifty thousand) series G ordinary bearer shares of nominal value of PLN 1 (one) each.”

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 20/2017**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka**  
**on 17 May 2017**

Refers: granting an authorisation for the Supervisory Board to determine the consolidated text of the Company's Articles of Association

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka grants an authorisation for the Supervisory Board of FABRYKI MEBLI „FORTE” S.A. to determine the consolidated text of the Company's Articles of Association, taking into account amendments introduced during the Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. on 17 May 2017 and to make necessary editorial corrections.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting

**RESOLUTION NO. 21/2017  
of the Annual General Meeting  
of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka  
on 17 May 2017**

Refers: changes in the composition of the Supervisory Board

§1

The Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. with registered office in Ostrów Mazowiecka decides to appoint ..... to the current term (2014-2018) to the Supervisory Board.

§2

The resolution shall enter into force on the day of its adoption.

Chairman of the Annual General Meeting