Regarding:	election of the Chairman of the Annual General Meeting
	6.1
	§1
Mazowiecka res	eral Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów olves to elect
as Chamman of t	§2
The resolution co	omes into force upon its adoption.
	Chairman of the Annual General Meeting

Regarding: adoption of the agenda of the Annual General Meeting

**§**1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to adopt the following agenda:

- 1. Opening of the Annual General Meeting
- 2. Election of the Chairman of the Annual General Meeting
- 3. Confirmation that the Annual General Meeting has been duly convened and is capable of adopting resolutions
- 4. Adoption of the agenda of the Annual General Meeting
- 5. Election of the Ballot Counting Committee
- 6. Presentation and review of:
  - a) financial statements of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023,
  - b) consolidated financial statements of the FABRYKI MEBLI "FORTE" S.A. Group for the financial year from 1 January 2022 to 31 March 2023,
  - c) Management Report of the FABRYKI MEBLI "FORTE" S.A. Group for the financial year from 1 January 2022 to 31 March 2023, including the Management Report of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023,
  - d) Management Board's proposal to cover the net loss of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023,
  - e) Report of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023

#### 7. Adoption of resolutions on:

- a) approval of the financial statements of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023,
- b) approval of the consolidated financial statements of the FABRYKI MEBLI "FORTE" S.A. Group for the financial year from 1 January 2022 to 31 March 2023,
- c) approval of the Management Report of the FABRYKI MEBLI "FORTE" S.A. Group for the financial year from 1 January 2022 to 31 March 2023, including the Management Report of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023,

- d) coverage of net loss of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023,
- e) approval of the Report of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023,
- f) granting discharge to Members of the Management Board in respect of their duties in the financial year from 1 January 2022 to 31 March 2023,
- g) granting discharge to Members of the Supervisory Board in respect of their duties in the financial year from 1 January 2022 to 31 March 2023,
- h) giving an opinion on the Report on remuneration of Members of the Management Board and the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023, prepared by the Supervisory Board
- 8. Adoption of resolutions on:
  - a) dissolution of the reserve capital earmarked for the acquisition of own shares,
  - b) amendments to the Articles of Association of FABRYKI MEBLI "FORTE" S.A.,
  - c) authorising the Supervisory Board to draw up the uniform text of the Articles of Association of FABRYKI MEBLI "FORTE" S.A.,
  - d) amendments to the Regulations of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A.,
  - e) increasing the number of Members of the Supervisory Board of the current term of office,
  - f) appointment of a Member of the Supervisory Board of the current term of office,
  - g) election of the Chairman of the Supervisory Board of the current term of office,
  - h) changes in the remuneration of Members of the Supervisory Board
  - 9. Closing of the Annual General Meeting

§2

The resolution comes into force upon its adoption.

**DRAFT** 

# RESOLUTION NO /2023 of the Annual General Meeting of FABRYKI MEBLI "FORTE" S.A. based in Ostrów Mazowiecka of 6 September 2023

Regarding:	election of the Ballot Counting Committee
TTI 1 1 G 1	§1
	Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów
Committee:	es to elect the following persons as members of the Ballot Counting
	§2
The resolution come	s into force upon its adoption.
	Chairman of the Annual General Meeting

Regarding: approval of the financial statements of FABRYKI MEBLI "FORTE" S.A.

for the financial year from 1 January 2022 to 31 March 2023

§ 1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to approve the financial statements of FABRYKI MEBLI "FORTE" Spółka Akcyjna for the financial year from 1 January 2022 to 31 March 2023, including:

- a) statement of financial position (balance sheet) prepared as at 31 March 2023, showing total assets and liabilities of PLN 1,006,812 thousand (in words: one billion six million eight hundred and twelve thousand zloty),
- b) profit and loss account for the financial year from 1 January 2022 to 31 March 2023, showing a net loss of PLN 104,837 thousand (in words: one hundred and four million eight hundred and thirty-seven thousand zloty),
- c) statement of comprehensive income for the financial year from 1 January 2022 to
- 31 March 2023, showing a net comprehensive income of PLN 57,748 thousand (in words: minus fifty-seven million seven hundred and forty-eight thousand zloty),
- d) statement of changes in equity for the financial year from 1 January 2022 to 31 March 2023, showing a decrease in equity by PLN 105,610 thousand (in words: one hundred and five million six hundred and ten thousand zloty),
- e) cash flow statement for the financial year from 1 January 2022 to 31 March 2023, showing a net increase in cash and cash equivalents by PLN 6,834 thousand (in words: six million eight hundred and thirty-four thousand zloty),
- f) accounting principles (policies) and notes.

§2

The resolution comes into force upon its adoption.

Regarding: approval of the consolidated financial statements of the FABRYKI MEBLI

"FORTE" S.A. Group for the financial year from 1 January 2022 to 31

March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to approve the consolidated financial statements of the FABRYKI MEBLI "FORTE" S.A. Group for the financial year from 1 January 2022 to 31 March 2023, including:

- a) consolidated statement of financial position (balance sheet) prepared as at 31 March 2023, showing total assets and liabilities of PLN 1,496,103 thousand (in words: one billion four hundred and ninety-six million, one hundred and three thousand zloty),
- b) consolidated profit and loss account for the financial year ended 31 March 2023, showing a net profit of PLN 87,642 thousand (in words: eighty-seven million six hundred and forty-two thousand zloty),
- c) consolidated statement of comprehensive income for the financial year ended 31 March 2023, showing a net comprehensive income of PLN 135,020 thousand (in words: one hundred and thirty-five million twenty thousand zloty),
- d) consolidated statement of changes in equity for the financial year ended 31 March 2023, showing an increase in equity of PLN 87,155 thousand (in words: eighty-seven million one hundred and fifty-five thousand zloty),
- e) consolidated cash flow statement for the financial year ended 31 March 2023, showing a net increase in cash and cash equivalents of PLN 757 thousand (in words: seven hundred and fifty-seven thousand zloty),
- f) accounting principles (policies) and notes.

**§**2

The resolution comes into force upon its adoption.

Regarding: approval of the Management Report of the FABRYKI MEBLI

"FORTE" S.A. Group for the financial year from 1 January 2022 to 31 March 2023, including the Management Report of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022

to 31 March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to approve the Management Report of the FABRYKI MEBLI "FORTE" S.A. Group for the financial year from 1 January 2022 to 31 March 2023, including the Management Report of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023.

**§**2

The resolution comes into force upon its adoption.

**DRAFT** 

# RESOLUTION NO /2023 of the Annual General Meeting of FABRYKI MEBLI "FORTE" S.A. based in Ostrów Mazowiecka of 6 September 2023

Regarding: coverage of net loss of FABRYKI MEBLI "FORTE" S.A. for the financial

year from 1 January 2022 to 31 March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to cover the net loss for the financial year from 1 January 2022 to 31 March 2023 in the amount of PLN 104,837,399.55 (in words: one hundred and four million eight hundred and thirty-seven thousand three hundred and ninety-nine zloty and 55/100) from the reserve capital.

**§**2

The resolution comes into force upon its adoption.

**DRAFT** 

# RESOLUTION NO /2023 of the Annual General Meeting of FABRYKI MEBLI "FORTE" S.A. based in Ostrów Mazowiecka of 6 September 2023

Regarding: approval of the Report of the Supervisory Board of FABRYKI MEBLI

"FORTE" S.A. for the financial year from 1 January 2022 to 31 March

2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby approves the Report of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023.

§2

The resolution comes into force upon its adoption.

Regarding: granting discharge to President of the Management Board, Maciej

Formanowicz, in respect of his duties in the financial year from 1 January

2022 to 31 March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to President of the Management Board, Maciej Formanowicz, in respect of his duties in the financial year from 1 January 2022 to 31 March 2023.

§2

The resolution comes into force upon its adoption.

Regarding: granting discharge to Member of the Management Board, Maria Małgorzata

Florczuk, in respect of her duties in the financial year from 1 January 2022 to

31 March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Member of the Management Board, Maria Małgorzata Florczuk, in respect of her duties in the financial year from 1 January 2022 to 31 March 2023.

§2

The resolution comes into force upon its adoption.

Regarding: granting discharge to Member of the Management Board, Jacek Gazda,

in respect of his duties in the financial year from 1 January 2022 to 31

March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Member of the Management Board, Jacek Gazda, in respect of his duties in the financial year from 1 January 2022 to 31 March 2023.

§2

The resolution comes into force upon its adoption.

Regarding: granting discharge to Member of the Management Board, Walter

Stevens, in respect of his duties in the financial year from 1 January 2022

to 31 March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Member of the Management Board, Walter Stevens, in respect of his duties in the financial year from 1 January 2022 to 31 March 2023.

§2

The resolution comes into force upon its adoption.

Regarding: granting discharge to Member of the Management Board, Andreas Disch, in

respect of his duties in the financial year from 1 January 2022 to 28 February

2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Member of the Management Board, Andreas Disch, in respect of his duties in the financial year from 1 January 2022 to 28 February 2023.

**§**2

The resolution comes into force upon its adoption.

Regarding: granting discharge to Chairman of the Supervisory Board, Zbigniew

Mieczysław Sebastian, in respect of his duties in the financial year from 1

January 2022 to 31 March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Chairman of the Supervisory Board, Zbigniew Mieczysław Sebastian, in respect of his duties in the financial year from 1 January 2022 to 31 March 2023.

§2

The resolution comes into force upon its adoption.

Regarding: granting discharge to Vice Chairman of the Supervisory Board, Bernard

Woźniak, in respect of his duties in the financial year from 1 January

2022 to 31 March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Vice Chairman of the Supervisory Board, Bernard Woźniak, in respect of his duties in the financial year from 1 January 2022 to 31 March 2023.

§2

The resolution comes into force upon its adoption.

Regarding: granting discharge to Member of the Supervisory Board, Jerzy Lucjan

Smardzewski, in respect of his duties in the financial year from 1 January

2022 to 31 March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Member of the Supervisory Board, Jerzy Lucjan Smardzewski, in respect of his duties in the financial year from 1 January 2022 to 31 March 2023.

§2

The resolution comes into force upon its adoption.

Regarding: granting discharge to Member of the Supervisory Board, Piotr Marek

Szczepiórkowski, in respect of his duties in the financial year from 1 January

2022 to 31 March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Member of the Supervisory Board, Piotr Marek Szczepiórkowski, in respect of his duties in the financial year from 1 January 2022 to 31 March 2023.

§2

The resolution comes into force upon its adoption.

Regarding: granting discharge to Member of the Supervisory Board, Jakub Stanisław

Papierski, in respect of his duties in the financial year from 4 January

2022 to 31 March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Member of the Supervisory Board, Jakub Stanisław Papierski, in respect of his duties in the financial year from 4 January 2022 to 31 March 2023

§2

The resolution comes into force upon its adoption.

Regarding: granting discharge to Member of the Supervisory Board, Agnieszka

Maryla Zalewska, in respect of her duties in the period from 4 January

2022 to 31 March 2023

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Member of the Supervisory Board, Agnieszka Maryla Zalewska, in respect of her duties in the period from 4 January 2022 to 31 March 2023.

**§**2

The resolution comes into force upon its adoption.

Regarding: granting discharge to Member of the Supervisory Board, Jacek Tucharz,

in respect of his duties in the financial year from 1 January 2022 to 4

January 2022.

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Jacek Tucharz in respect of his duties as a Member of the Supervisory Board in the financial year from 1 January 2022 to 4 January 2022.

**§**2

The resolution comes into force upon its adoption.

Regarding: giving an opinion on the Report on remuneration of Members of the

Management Board and the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March

2023, prepared by the Supervisory Board

§ 1

- 1. The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka gives a positive opinion on the Report on remuneration of Members of the Management Board and the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023, prepared by the Supervisory Board.
- 2. The Report on remuneration of Members of the Management Board and the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023 is appended to this resolution.

**§**2

The resolution comes into force upon its adoption.

Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021 The adoption of this resolution is required under Article 90g(6) of the Act on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organised Trading and on Public Companies (hereinafter the "Act") read together with Article 395(21) of the Code of Commercial Companies (hereinafter the "CCC").

Pursuant to Article 90g(6) of the Act, the General Meeting adopts a resolution giving an opinion on the remuneration report. The resolution is advisory in nature.

In addition, pursuant to Article 395(21) of the CCC, the Annual General Meeting should also adopt a resolution referred to in Article 90g(6) of the Act.

Regarding: dissolution of the reserve capital earmarked for the acquisition of own

shares

§1

Due to the expiry of the authorisation granted to the Company's Management Board to acquire the Company's own shares under § 1 of Resolution no. 21/2016 of the Annual General Meeting of FABRYKI MEBLI "FORTE" S.A. of 17 May 2016 (hereinafter: the Resolution), the Annual General Meeting of FABRYKI MEBLI "FORTE" S.A, acting under Article 396 § 5 of the Code of Commercial Companies, resolves to dissolve the reserve capital of PLN 239,988,736 (in words: two hundred and thirty-nine million nine hundred and eighty-eight thousand seven hundred and thirty-six zloty) created under § 3 of the Resolution for the purpose of acquiring the Company's own shares and to transfer the above-mentioned amount to the Company's reserve capital.

\$2

The resolution comes into force upon its adoption.

Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021 The reserve capital created by Resolution no. 21/2016 of the Annual General Meeting of 17 May 2016 was to be used in full to acquire own shares on the basis of the authorisation granted by the Annual General Meeting, as contained in the above-mentioned resolution, and to finance that acquisition. The notice of the commencement of the buyback of own shares was made public by the Management Board on 8 December 2016 via current report no. 43/2016. On 15 December 2016, the Management Board informed via current report no. 45/2016 that the Company's shareholders had not responded to the invitation addressed to them and had not placed any orders to sell their shares. Considering that the Management Board's authorisation to acquire own shares expired on 31 December 2017 and that no decisions have been taken on the use of the reserve capital, the Management Board requests its dissolution, as the maintenance of the above-mentioned reserve capital presents a distorted picture of the Company's equity.

Regarding: amendment to the Articles of Association of FABRYKI MEBLI "FORTE"

S.A.

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to amend the Company's Articles of Association as follows:

§1

§ 1.5. of the Articles of Association will read as follows:

"1.5. The Company has branch offices in Suwałki and Hajnówka."

\$2

The resolution comes into force upon its adoption with effect as of the registration of the amendment to § 1.5. of the Articles of Association by the Registry Court.

Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021 The proposed amendment consist in deleting the Białystok Branch Office from the Company's Articles of Association due to its liquidation. The liquidation was formally completed by a resolution of the Management Board adopted on 19.01.2023, while the Białystok Branch Office was deleted from the National Court Register on 16.03.2023.

Regarding: amendment to the Articles of Association of FABRYKI MEBLI "FORTE"

S.A.

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to amend the Company's Articles of Association as follows:

§1

§ 5.1.1. of the Articles of Association will read as follows:

"5.1.1. The Management Board consists of one to seven members appointed for a joint term of office. The term of office of a member of the Management Board is 5 years. The Supervisory Board determines by resolution the number of members of the Management Board, elects the President of the Management Board and the other members, from among whom it may appoint the Vice President of the Management Board. The term of office is calculated in full financial years."

§2

The resolution comes into force upon its adoption with effect as of the registration of the amendment to § 5.1.1. of the Articles of Association by the Registry Court.

Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021
The proposed amendment to the Company's Articles of Association consists in deleting the historically significant clause "The term of office of the first Management Board is one year" and, accordingly, changing the sentence "The term of office of subsequent Management Boards is 5 years" to "The term of office of a member of the Management Board is 5 years". Furthermore, in view of the new wording of Article 369 § 1 of the Code of Commercial Companies in force as of 13.10.2022, according to which the term of office is calculated in full financial years, unless the company's articles of association provide otherwise, it is proposed to add the last sentence "The term of office is calculated in full financial years". In order to avoid interpretation doubts, the Company has decided to align the wording of the Articles of Association with the new wording of the above-mentioned Article in this regard.

Regarding: amendment to the Articles of Association of FABRYKI MEBLI "FORTE"

S.A.

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to amend the Company's Articles of Association as follows:

§1

§ 5.2.2. of the Articles of Association will read as follows:

"5.2.2. Rights and duties of the Supervisory Board are defined by law and the Articles of Association. In order to perform its duties, the Supervisory Board may examine all the Company's documents, review the Company's assets and request the Management Board, holders of a commercial power of attorney and persons employed by the Company under a contract of employment or performing specific activities for the Company on a regular basis under a contract for specific work, a contract of mandate or any other contract of a similar nature to prepare or provide any information, documents, reports or explanations concerning the Company, in particular its operations or assets. The Supervisory Board may also request from a governing body or an obligated person information, reports or explanations concerning subsidiaries and related companies. In addition, the Supervisory Board selects a certified auditor to audit the Company's financial statements."

§2

The resolution comes into force upon its adoption with effect as of the registration of the amendment to § 5.2.2. of the Articles of Association by the Registry Court.

Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021 The proposed amendment to § 5.2.2. of the Articles of Association results from the change in the wording of Article 382 § 4 of the Code of Commercial Companies effective as of 13.10.2022. The amendment consists in extending the list of entities from which the Supervisory Board may request reports on all activities of the Company to include also holders of a commercial power of attorney and persons employed by the Company under a contract of employment or performing specific activities for the Company on a regular basis under a contract for specific work, a contract of mandate or any other contract of a similar nature. In addition to requesting the reports, the Supervisory Board will also be entitled to request the above-mentioned entities to prepare or submit any information and documents. The proposed amendment involves an editorial amendment to adjust part of § 5.2.2 to the current wording of Article 382 § 4 of the Code of Commercial Companies.

Regarding: amendment to the Articles of Association of FABRYKI MEBLI "FORTE"

S.A.

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to amend the Company's Articles of Association as follows:

§1

§ 5.2.4. of the Articles of Association will read as follows:

"5.2.4. The Supervisory Board meets as required but at least once in each quarter of the financial year. Members of the Management Board are invited to attend meetings of the Supervisory Board. Meetings are convened by the Chairman in writing or by email to the addresses provided by members of the Supervisory Board 7 (seven) days before the scheduled date of the meeting. In cases of urgency, the Chairman may shorten this time and convene the meeting orally, by telephone or by email. The notice of the meeting should specify the date, time, place of the meeting, the proposed agenda and proposed resolutions, as well as the method of using means of direct remote communication during the meeting."

§2

The resolution comes into force upon its adoption with effect as of the registration of the amendment to § 5.2.4. of the Articles of Association by the Registry Court.

Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021 The proposed amendment to § 5.2.4. of the Articles of Association results from the change in the wording of Article 389 § 2 and Article 389 § 7 of the Code of Commercial Companies effective as of 13.10.2022. Pursuant to new Article 389 § 2 of the Code of Commercial Companies, the notice of the meeting should also specify the date and the method of using means of direct remote communication during the meeting, which was added in the wording of the resolution. At the same time, an editorial amendment was made to adjust the provision to the current wording of Article 389 § 2 of the Code of Commercial Companies in this regard. In addition, in accordance with the new wording of Article 389 § 7 of the Code of Commercial Companies, the Supervisory Board should meet as required but at least once in each quarter of the financial year, instead of the previous wording, which provided for convening meetings at least three times per financial year.

Regarding: authorising the Supervisory Board to draw up the uniform text of the

Articles of Association of FABRYKI MEBLI "FORTE" S.A.

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby authorises the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. to draw up the uniform text of the Company's Articles of Association to include the amendments to the Articles of Association adopted on 6 September 2023 by the Annual General Meeting of FABRYKI MEBLI "FORTE" S.A. and to make the necessary editorial amendments.

§2

The resolution comes into force upon its adoption.

Regarding: amendments to the Regulations of the Supervisory Board of FABRYKI

MEBLI "FORTE" S.A.

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to amend the Regulations of the Supervisory Board as follows:

§1

§ 4.5. of the Regulations of the Supervisory Board will read as follows:

"5. In order to perform its duties, the Supervisory Board may examine all the Company's documents, review the Company's assets and request the Management Board, holders of a commercial power of attorney and persons employed by the Company under a contract of employment or performing specific activities for the Company on a regular basis under a contract for specific work, a contract of mandate or any other contract of a similar nature to prepare or provide any information, documents, reports or explanations concerning the Company, in particular its operations or assets. The Supervisory Board may also request from a governing body or an obligated person information, reports or explanations concerning subsidiaries and related companies."

82

The resolution comes into force upon its adoption with effect as of the registration of the amendment to § 5.2.2. of the Articles of Association by the Registry Court.

Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021 The proposed amendment to § 4.5. of the Regulations of the Supervisory Board results from the change in the wording of Article 382 § 4 of the Code of Commercial Companies effective as of 13.10.2022. The amendment consists in extending the list of entities from which the Supervisory Board may request reports on all activities of the Company to include also holders of a commercial power of attorney and persons employed by the Company under a contract of employment or performing specific activities for the Company on a regular basis under a contract for specific work, a contract of mandate or any other contract of a similar nature. In addition to requesting the reports, the Supervisory Board will also be entitled to request the above-mentioned entities to prepare or submit any information and documents. The proposed amendment involves an editorial amendment to adjust part of § 4.5. to the current wording of Article 382 § 4 of the Code of Commercial Companies. At the same time, it is proposed to delete the passage reading "When such an examination requires special knowledge, qualifications or specialised activities, the Board may oblige the Management Board to commission experts to prepare an expert report or opinion for its use" in connection with the introduction of Article 3821 of the Code of Commercial Companies under which the Supervisory Board may adopt a resolution to have a certain matter concerning the Company's operations or its assets examined by a selected advisor at the Company's expense.

Regarding: amendments to the Regulations of the Supervisory Board of FABRYKI

MEBLI "FORTE" S.A.

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to amend the Regulations of the Supervisory Board as follows:

§1

§ 5.1. of the Regulations of the Supervisory Board will read as follows:

"1. Board meetings are held at the Company's registered office or in Warsaw. Members of the Supervisory Board may also attend a Board meeting using means of direct remote communication."

§2

The resolution comes into force upon its adoption.

Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021 The proposed amendment to the Regulations of the Supervisory Board is intended to clarify that Members of the Supervisory Board may also attend a meeting using means of direct remote communication. Such possibility exists as of 31.03.2020 on the basis of new Article 388 § 11 of the Code of Commercial Companies, which reads as follows "The Supervisory Board meeting may also be attended using means of direct remote communication, unless the Company's Articles of Association provide otherwise". Since neither the Company's Articles of Association nor the Regulations of the Supervisory Board provide for the possibility of holding meetings in the above-mentioned manner, it is advisable to introduce a clarification to the Regulations of the Supervisory Board in order to avoid interpretation doubts.

Regarding: amendment to the Regulations of the Supervisory Board of FABRYKI

MEBLI "FORTE" S.A.

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to amend the Regulations of the Supervisory Board as follows:

§1

§ 5.3. of the Regulations of the Supervisory Board will read as follows:

"5.3. The Supervisory Board meets as required but at least once in each quarter of the financial year. Members of the Management Board are invited to attend meetings of the Supervisory Board. Meetings are convened by the Chairman in writing or by email to the addresses provided by members of the Supervisory Board 7 (seven) days before the scheduled date of the meeting. In cases of urgency, the Chairman may shorten this time and convene the meeting orally, by telephone or by email. The notice of the meeting should specify the date, time, place of the meeting, the proposed agenda and proposed resolutions, as well as the method of using means of direct remote communication during the meeting."

§2

The resolution comes into force upon its adoption with effect as of the registration of the amendment to § 5.2.4. of the Articles of Association by the Registry Court.

Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021 The proposed amendment to § 5.3. of the Regulations of the Supervisory Board results from the change in the wording of Article 389 § 2 and Article 389 § 7 of the Code of Commercial Companies effective as of 13.10.2022. Pursuant to new Article 389 § 2 of the Code of Commercial Companies, the notice of the meeting should also specify the date and the method of using means of direct remote communication during the meeting, which was added in the wording of the resolution. At the same time, an editorial amendment was made to adjust the provision to the current wording of Article 389 § 2 of the Code of Commercial Companies in this regard. In addition, in accordance with the new wording of Article 389 § 7 of the Code of Commercial Companies, the Supervisory Board should meet as required but at least once in each quarter of the financial year, instead of the previous wording, which provided for convening meetings at least three times per financial year. Once § 5.2.4. of the Company's Articles of Association has been amended, it is also advisable to adjust the Regulations of the Supervisory Board in this respect.

Regarding: amendments to the Regulations of the Supervisory Board of FABRYKI

MEBLI "FORTE" S.A.

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to amend the Regulations of the Supervisory Board as follows:

§1

§ 5.5. of the Regulations of the Supervisory Board will read as follows:

"5. The Board is capable of adopting resolutions if all its members have been invited and at least half of the members attend the meeting. Resolutions are adopted by a simple majority of votes cast. A vote for or against a resolution is considered a vote cast. In the event of an equality of votes, the Chairman's vote is decisive. This also applies to the results of elections, unless otherwise expressly provided by law. Voting by the Board is public, unless the Articles of Association or these Regulations provide otherwise. Resolutions adopted in writing or by means of direct remote communication are considered adopted when more than half of the members of the Supervisory Board or at least half, together with the Chairman of the Supervisory Board, have voted in favour of a resolution within the time limit set by the Chairman of the Supervisory Board."

**§**2

The resolution comes into force upon its adoption.

#### Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021
The proposed amendment to the Regulations of the Supervisory Board consists in adding the following sentences: "Voting by the Board is public, unless the Articles of Association or these Regulations provide otherwise. Resolutions adopted in writing or by means of direct remote communication are considered adopted when more than half of the members of the Supervisory Board or at least half, together with the Chairman of the Supervisory Board, have voted in favour of a resolution within the time limit set by the Chairman of the Supervisory Board". The introduction of the first sentence results from the change in the wording of Article 388 § 31 of the Code of Commercial Companies effective from 13.10.2022. The introduction of the following sentences is intended to clarify at which point in time a resolution is to be considered adopted, in view of the fact that the act of voting itself is usually stretched out over time.

Regarding: increasing the number of Members of the Supervisory Board of the current

term of office

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby resolves to increase the number of members of the Supervisory Board by one person and determine that the Supervisory Board of the current term of office (2022-2026) will be composed of seven persons.

§2

The resolution comes into force upon its adoption with effect from 01.10.2023.

Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021 The resolution was proposed on the basis of a request from the shareholder MaForm Holding AG. The shareholder reasoned that the objective is to appoint Mr Maciej Formanowicz as Member of the Supervisory Board and Chairman of the Supervisory Board as of 01.10.2023. Therefore, it is necessary to adopt a resolution to increase the number of members of the Supervisory Board of the current term to appoint a new member. Mr Zbigniew Sebastian resigned from his position as Chairman of the Supervisory Board as of 30.09.2023, while remaining Member of the Supervisory Board.

Regarding:	appointment of a Member of the Supervisory Board of the current term of office
Mazowiecka hereb	§1 Il Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów y resolves to appoint
The resolution com	§2 ses into force upon its adoption with effect from 01.10.2023.
	Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021 The resolution was proposed on the basis of a request from the shareholder MaForm Holding AG. The shareholder reasoned that the objective is to appoint Mr Maciej Formanowicz as Member of the Supervisory Board and Chairman of the Supervisory Board as of 01.10.2023. Mr Zbigniew Sebastian resigned from his position as Chairman of the Supervisory Board as of 30.09.2023, while remaining Member of the Supervisory Board.

Regarding:	election of the Chairman of the Supervisory Board of the current term of office
Mazowiecka hereby	§1  I Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów y resolves to elect
The resolution come	§2 es into force upon its adoption with effect from 01.10.2023.
	Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021 The resolution was proposed on the basis of a request from the shareholder MaForm Holding AG. The shareholder reasoned that the objective is to appoint Mr Maciej Formanowicz as Member of the Supervisory Board and Chairman of the Supervisory Board as of 01.10.2023. Mr Zbigniew Sebastian resigned from his position as Chairman of the Supervisory Board as of 30.09.2023, while remaining Member of the Supervisory Board.

Regarding: changes in the remuneration of Members of the Supervisory Board

§1

- 1. The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby resolves to change the monthly remuneration of Members of the Supervisory Board and to set it as follows:
  - 1) Chairman of the Supervisory Board PLN 12,000 (in words: twelve thousand),
  - 2) Vice Chairman of the Supervisory Board PLN 10,000 (in words: ten thousand),
  - 3) Chairman of the Audit Committee PLN 10,000 (in words: ten thousand),
  - 4) other Members of the Supervisory Board PLN 7,000 (in words: seven thousand).
- 2. In the event that the Chairman of the Supervisory Board or the Vice Chairman of the Supervisory Board is elected the Chairman of the Audit Committee, he/she will be entitled to the remuneration specified in item 1.1) or 1.2) above, respectively.

82

The remuneration referred to in §1 of this resolution will be paid in arrears by the tenth day of each month.

83

Resolution no. 23/2015 of the Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna of 19.05.2015 and Resolution no. 19/2021 of the Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna of 16.06.2021 are hereby repealed.

84

The resolution comes into force upon its adoption with effect from 01.10.2023.

Chairman of the Annual General Meeting

Justification in accordance with principle 4.6 of Best Practice for GPW Listed Companies 2021 The resolution was proposed on the basis of a request from the shareholder MaForm Holding AG. The shareholder reasoned that the proposed changes are intended to take into account the current situation, in particular a significant increase in inflation, as well as the increased responsibilities and duties of members of the Supervisory Board in connection with the amendments made to the Code of Commercial Companies. The Shareholder further pointed out that the last remuneration regulations covering all members of the Supervisory Board were introduced in 2015.