

Ostrów Mazowiecka, 6 September 2023

### **CURRENT REPORT NR 12/2023**

Subject: content of resolutions adopted by the Annual General Meeting of FABRYKI  
MEBLI "FORTE" S.A. on 6 September 2023.

The Management Board of FABRYKI MEBLI "FORTE" S.A. with its registered office in  
Ostrów Mazowiecka, presents the content of resolutions adopted by the Annual General  
Meeting of FABRYKI MEBLI "FORTE" S.A. on 6 September 2023.

#### **Legal basis:**

Art. 56(1)(2) of the Act of 29 July 2005 on Public Offering, Conditions Governing the  
Introduction of Financial Instruments to Organized Trading, and Public Companies (i.e. in  
Journal of Laws Dz.U. of 2009 No. 185, item 1439 as amended).

The Management Board of FABRYKI MEBLI "FORTE" S.A. based in Ostrów Mazowiecka hereby announces the resolutions adopted by the Annual General Meeting of FABRYKI MEBLI "FORTE" S.A. on 6 September 2023.

**RESOLUTION NO 1/2023  
of the Annual General Meeting  
of FABRYKI MEBLI "FORTE" S.A. based in Ostrów Mazowiecka  
of 6 September 2023**

Regarding: election of the Chairman of the Annual General Meeting

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to elect Zbigniew Sebastian as Chairman of the Annual General Meeting.

§2

The resolution comes into force upon its adoption.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 605,
- 2) Percentage of shares in the share capital – 77,521%,
- 3) Total number of valid votes – 18 551 605,  
including the number of:
  - votes in favour — 18 551 605,
  - votes against – 0,
  - abstentions – 300.

**RESOLUTION NO 2/2023  
of the Annual General Meeting  
of FABRYKI MEBLI "FORTE" S.A. based in Ostrów Mazowiecka  
of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 3/2023**  
**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

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka resolves to elect the following persons as members of the Ballot Counting Committee: Michał Pilch, Tomasz Pakuła.

§2

The resolution comes into force upon its adoption.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 4/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,

including the number of:

- votes in favour — 18 551 905,
- votes against – 0,
- abstentions – 0.

**RESOLUTION NO 5/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

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

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.



**RESOLUTION NO 7/2023**  
**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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 8/2023**  
**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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 9/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 10/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 11/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 12/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 13/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 14/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.



**RESOLUTION NO 15/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 16/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 17/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 18/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 19/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 20/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 21/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**REPORT ON THE REMUNERATION OF MEMBERS OF THE  
MANAGEMENT BOARD AND THE SUPERVISORY BOARD OF  
FABRYKI MEBLI "FORTE" S.A.**

**FOR THE FINANCIAL YEAR COVERING THE PERIOD FROM 1 JANUARY 2022  
TO 31 MARCH 2023**

**I. INTRODUCTION**

1. The Supervisory Board of FABRYKI MEBLI "FORTE" S.A. with its registered office in Ostrów Mazowiecka, acting pursuant to Article 90g section 1 of the Act of 29 July 2005 on public offering, conditions governing the introduction of financial instruments to organised trading and on public companies (consolidated text, Journal of Laws of 2022, item 2554) and pursuant to item IX of the Remuneration Policy for Members of the Management Board and the Supervisory Board of FABRYKI MEBLI "FORTE" S.A., has prepared a document titled "Report on the remuneration of Members of the Management Board and the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year covering the period from 1 January 2022 to 31 March 2023", to be submitted to the General Meeting of FABRYKI MEBLI "FORTE" S.A.
2. The definitions, terms and abbreviations used in this document shall have the following meanings:
  - Remuneration Report - Report on the remuneration of Members of the Management Board and the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year covering the period from 1 January 2022 to 31 March 2023,
  - Policy or Remuneration Policy - Remuneration Policy for Members of the Management Board and the Supervisory Board of FABRYKI MEBLI "FORTE" S.A.,
  - Company or FORTE - FABRYKI MEBLI "FORTE" S.A.,
  - Capital Group - a group of companies for which FORTE acts as the parent company and which have been consolidated in the consolidated financial statements,
  - General Meeting - General Meeting of FABRYKI MEBLI "FORTE" S.A.,
  - Management Board - the Company's Management Board,
  - Supervisory Board or Board - the Company's Supervisory Board,
  - Members of the Management Board - Members of the Company's Management Board,
  - President of the Management Board - President of the Company's Management Board,
  - Members of the Supervisory Board - Members of the Company's Supervisory Board,
  - Chairman of the Board - Chairman of the Company's Supervisory Board,
  - Act - Act of 29 July 2005 on public offering, conditions governing the introduction of financial instruments to organised trading and on public companies (consolidated text, Journal of Laws of 2022, item 2554).



3. The Remuneration Policy was adopted by Resolution No 20/2020 of the Company's Ordinary General Meeting on 22 June 2020. The remuneration rules provided for in the Remuneration Policy had been in line with the existing remuneration rules for Members of the Management Board and Members of the Supervisory Board. Accordingly, the rules for remunerating Members of the Management Board set out in the Supervisory Board's resolutions adopted prior to the date of entry into force of the Remuneration Policy and the rules for remunerating Members of the Supervisory Board set out in a resolution of the General Meeting adopted prior to the date of entry into force of the Remuneration Policy remained in force.
4. On 16 June 2021, the Ordinary General Meeting of Fabryki Mebli "FORTE" S.A. adopted a resolution whereby the financial and tax year was changed so that it ultimately runs from 1 April to 31 March of the following calendar year. As a result of this decision, the financial and tax year commenced on 1 January 2022 was transitional and lasted 15 months, i.e. until 31 March 2023. The Company's and the Capital Group's first proper financial year began on 1 April 2023 and will run until 31 March 2024.

## **II. TOTAL REMUNERATION OF MEMBERS OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD**

All components of remuneration of Members of the Management Board and Members of the Supervisory Board of the Company in the financial year covering the period from 1 January 2022 to 31 March 2023 were paid on a transparent basis and in accordance with the adopted rules.

### **1. Remuneration of Members of the Management Board**

The model for remunerating Members of the Management Board provides for fixed remuneration, variable remuneration, cash benefits and non-cash benefits. The amount of remuneration for Members of the Company's Management Board and rules of its payment are determined by the Supervisory Board.

#### **a) Fixed remuneration of Members of the Management Board**

Fixed remuneration is part of the total remuneration of Members of the Management Board and is paid monthly in the amounts and at the dates specified in resolutions of the Supervisory Board. Fixed remuneration corresponds to the type of work performed, the qualifications necessary to fulfil the duties of a Member of the Management Board and the quality of work performed. When determining fixed remuneration for Members of the Management Board, the Supervisory Board also takes into account the scope of duties and responsibilities for a respective area of the Company's and the Capital Group's operations, as well as the situation on the labour market.

#### **b) Variable remuneration of Members of the Management Board**

Each Member of the Management Board receives variable remuneration, the so-called bonuses, the amount of which depends on the financial performance of the Capital Group companies. Detailed rules for determining the amount, calculation and payment of bonuses are contained in resolutions of the Supervisory Board, separately for each Member of the Management Board.

c) Non-cash benefits of Members of the Management Board

In accordance with the adopted Remuneration Policy, remuneration in the form of a non-cash benefit granted to Members of the Management Board includes, inter alia:

- the right to use specific assets of the Company, i.e. a company car, furnished premises, notebook, mobile phone,
- civil liability insurance by virtue of and for the duration of service as a Member of the Management Board,
- life insurance of a Member of the Management Board,
- the right to use non-wage benefits made available to persons performing work for the Company, i.e. private medical care.

2. Remuneration of Members of the Supervisory Board

The legal basis for remunerating Members of the Supervisory Board for their function performed in the supervisory body is a resolution of the General Meeting. The model for remunerating Members of the Supervisory Board provides for fixed gross monthly remuneration only, with a stipulation that the Chairman of the Supervisory Board receives higher remuneration than that payable to the other Members, due to the fact that the function entails additional workload. Pursuant to Resolution No 19/2021 of the Company's Ordinary General Meeting of 16 June 2021, Member of the Supervisory Board - Chairman of the Audit Committee, as of 1 July 2021 has received higher monthly remuneration than that payable to the other Members of the Board, i.e. in the amount of PLN 7,000.

Otherwise, in the financial year covering the period from 1 January 2022 to 31 March 2023, the Company applied rules for remunerating Members of the Supervisory Board set out in Resolution No 23/2015 of 19 May 2015 of the Company's Ordinary General Meeting, whereby the Chairman of the Supervisory Board received PLN 7,000 and a Member of the Supervisory Board received PLN 5,000.

**Table 1 – Remuneration paid and payable to Members of the Management Board and the Supervisory Board in the financial year covering the period from 1 January 2022 to 31 March 2023 (figures expressed in PLN)\***

Name and surname	Fixed remuneration	Variable remuneration <sup>1</sup>	Non-cash benefits	Total remuneration	Proportion of variable to fixed remuneration
<b>Members of the Management Board</b>					
Maciej Formanowicz	1,200,000	760,310	4,798	1,965,108	63.4%
Andreas Disch <sup>2</sup>	1,149,226	1,009,558	6,160	2,164,944	87.8%
Maria Florczuk	1,056,860	142,558	6,611	1,206,029	13.5%

Mariusz Gazda	1,056,860	142,558	6,611	1,206,029	13.5%
Walter Stevens	1,009,591	134,745	6,611	1,150,947	13.3%
Total remuneration of Members of the Management Board	5,472,537	2,189,729	30,791	7,693,057	40.0%
<b>Members of the Supervisory Board</b>					
Zbigniew Sebastian	105,000	0	0	105,000	0.0%
Jerzy Smardzewski	75,000	0	0	75,000	0.0%
Piotr Szczepiórkowski	75,000	0	0	75,000	0.0%
Jacek Tucharz <sup>3</sup>	645	0	0	645	0.0%
Bernard Woźniak	105,000	0	0	105,000	0.0%
Jakub Papierski <sup>4</sup>	74,516	0	0	74,516	0.0%
Agnieszka Zalewska <sup>4</sup>	74,516	0	0	74,516	0.0%
Total remuneration of the Supervisory Board	509,677	0	0	509,677	0.0%

<sup>1</sup> - variable remuneration includes the variable remuneration for 2021; in the case of Member of the Management Board Andres Disch - this amount includes an advance towards the variable remuneration for 2021, which was due in December 2021 and was paid, according to the Member's request, in 2022.

<sup>2</sup> - Andreas Disch ceased to be a Member of the Management Board on 28 February 2023.

<sup>3</sup> - Jacek Tucharz was dismissed as Member of the Supervisory Board on 4 January 2022.

<sup>4</sup> - Jakub Papierski and Agnieszka Zalewska were appointed as Members of the Supervisory Board on 4 January 2022

\*) comment in item I section 4.

<b>Table 1.1 - Remuneration paid and payable to Members of the Management Board and the Supervisory Board covering the comparative period from 1 January 2021 to 31 March 2022 (figures expressed in PLN)*Name and surname:</b>	<b>Fixed remuneration<sup>1</sup></b>	<b>Variable remuneration<sup>2</sup></b>	<b>Non-cash benefits</b>	<b>Total remuneration</b>	<b>Proportion of variable to fixed remuneration</b>
<b>Members of the Management Board</b>					
Maciej Formanowicz	1,394,286	4,543,212	3,600	5,941,098	325.8%
Klaus Dahlem <sup>3</sup>	0	453,602	0	453,602	0%
Andreas Disch	1,380,673	453,602	5,208	1,839,483	32.9%
Maria Florczyk	1,072,145	1,320,602	5,208	2,397,954	123.2%
Mariusz Gazda	1,072,145	1,320,602	5,208	2,397,954	123.2%
Walter Stevens	870,747	628,000	4,887	1,503,634	72.1%
<b>Members of the Supervisory Board</b>					
Zbigniew Sebastian	115,500	0	0	115,500	0.0%
Stanisław Krauz	53,952	0	0	53,952	0.0%
Jerzy Smardzewski	82,500	0	0	82,500	0.0%
Piotr Szczepiórkowski	82,500	0	0	82,500	0.0%
Jacek Tucharz <sup>4</sup>	68,145	0	0	68,145	0.0%
Bernard Woźniak	100,500	0	0	100,500	0.0%
Jakub Papierski <sup>5</sup>	14,516	0	0	14,516	0.0%
Agnieszka Zalewska <sup>5</sup>	14,516	0	0	14,516	0.0%

<sup>1</sup> - fixed remuneration includes the fee for 2021 and the compensation fee for months IV, V and until 15.VI.2020, for the following Members of the Management Board: Maciej Formanowicz, Maria Florczuk, Mariusz Gazda, Andreas Disch and all members of the Supervisory Board.

<sup>2</sup> - variable remuneration includes the variable remuneration for 2020 and an advance towards the variable remuneration for 2021.

<sup>3</sup> - Klaus Dahlem ceased to be a Member of the Management Board on 31 December 2020. The variable remuneration indicated in the table represents a bonus due for 2020, which was paid in 2021.

<sup>4</sup> - Jacek Tucharz was dismissed as Member of the Supervisory Board on 4 January 2022.

<sup>5</sup> - Jakub Papierski and Agnieszka Zalewska were appointed as Members of the Supervisory Board on 4 January 2022.

\*) comment in item I section 4.

### **III. COMPLIANCE OF TOTAL REMUNERATION OF MEMBERS OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD WITH THE REMUNERATION POLICY**

Remuneration of Members of the Company's Management Board and Supervisory Board complies with the adopted Remuneration Policy. The solutions adopted in the Remuneration Policy have been designed so as to facilitate the pursuit of the business strategy and long-term interests and to ensure stability and safe operation of the Company and the Capital Group.

As part of the Company's remuneration system for the financial year covering the period from 1 January 2022 to 31 March 2023, consideration was given to the relationship between the financial performance of the Capital Group and the variable remuneration of Members of the Management Board, which serves as an incentive and promotes more effective achievement of the Company's and the Capital Group's business objectives.

The fact that remuneration of Members of the Supervisory Board is based on fixed components exclusively ensures independent oversight over the situation of the Company and the Capital Group, because of the fact that the remuneration is independent of the Company's and/or the Capital Group's performance. Moreover, adequate oversight ensures stability and security of operations, which translates into the achievement of long-term business objectives.

### **IV. PERFORMANCE CRITERIA**

The Company's Remuneration Policy provides for paying Members of the Management Board variable remuneration, which depends on the financial performance of the Capital Group companies. The amount of variable remuneration is determined by way of resolutions of the Supervisory Board separately for each Member of the Management Board. The financial criteria that warranted the payment of variable remuneration in the financial year covering the period from 1 January 2022 to 31 March 2023 was the Capital Group's achievement of a certain level of consolidated net profit determined on the basis of the consolidated annual statements of the FABRYKI MEBLI "FORTE" S.A. Capital Group for the financial year in question, audited by an independent auditor and approved by the Company's General Meeting.

### **V. CHANGES IN THE REMUNERATION OF MEMBERS OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD, THE COMPANY'S PERFORMANCE AND THE AVERAGE REMUNERATION OF THE COMPANY'S**

## EMPLOYEES

Table 2 - Information on the change in remuneration of Members of the Management Board and Members of the Supervisory Board in the financial years 2019 - 2022\* (figures expressed in PLN)

Name and surname	2019	2020	2021	2022*	Change 2020/20 19	Change 2021/20 20	Change 2022*/20 21	Change (%) 2022*/20 21
<b>Members of the Management Board</b>								
Maciej Formanowicz	960,962	2,612,015	5,700,138	1,965,108	1,651,053	3,088,123	-3,735,030	-66%
Andreas Disch	828,068	1,097,381	1,595,408	2,164,944	269,313	498,027	569,536	36%
Maria Florczuk	886,997	1,048,096	2,187,485	1,206,029	161,099	1,139,389	-981,456	-45%
Mariusz Gazda	656,800	1,048,096	2,187,485	1,206,029	391,296	1,139,389	-981,456	-45%
Walter Stevens	0	0	1,304,646	1,150,947	0	1,304,646	-153,699	-12%
Klaus Dahlem	983,397	1,186,260	0	0	202,863	-1,186,260	0	0%
Total remuneration of Members of the Management Board	4,316,224	6,991,848	12,975,162	7,693,057	2,675,624	5,983,314	-5,282,105	-41%
<b>Members of the Management Board<sup>1</sup></b>								
Maciej Formanowicz	1,511,517	3,189,653	6,277,294	2,730,215	1,678,136	3,087,641	-3,547,079	-57%
Andreas Disch	989,108	1,222,749	1,732,733	2,330,526	233,641	509,984	597,793	34%
Maria Florczuk	886,997	1,048,096	2,187,485	1,206,029	161,099	1,139,389	-981,456	-45%
Mariusz Gazda	956,800	1,048,096	2,187,485	1,206,029	91,296	1,139,389	-981,456	-45%
Walter Stevens	0	0	1,772,845	1,585,096	0	1,772,845	-187,749	-11%
Klaus Dahlem	1,014,370	1,217,517	0	0	203,147	-1,217,517	0	0%
Total remuneration of Members of the Management Board	5,358,792	7,726,111	14,157,842	9,057,895	2,367,319	6,431,731	-5,099,947	-36%
<b>Members of the Supervisory Board</b>								
Zbigniew Sebastian	84,000	73,500	94,500	105,000	-10,500	21,000	10,500	11%
Stanisław Krauz	60,000	52,500	53,951	0	-7,500	1,451	-53,951	-100%
Jerzy Smardzewski	60,000	52,500	67,500	75,000	-7,500	15,000	7,500	11%
Piotr Szczepiórkowski	60,000	52,500	67,500	75,000	-7,500	15,000	7,500	11%
Jacek Tucharz	60,000	52,500	67,500	645	-7,500	15,000	-66,855	-99%
Bernard Woźniak	60,000	52,500	79,500	105,000	-7,500	27,000	25,500	32%

Jakub Papierski	0	0	0	74,516	0	0	74,516	100%
Agnieszka Zalewska	0	0	0	74,516	0	0	74,516	100%
Total remuneration of Members of the Supervisory Board	384,000	336,000	430,451	509,677	-48,000	94,451	79,226	18%
<b>Average remuneration</b>								
Average remuneration of the Company's employee	49,413	51,209	55,407	76,081	1,796	4,198	20,674	37%
<b>Net profit</b>								
Net profit/loss of the Company	-3,135,124	33,324,052	90,382,635	-104,837,400	36,459,176	57,058,583	-195,220,035	-216%
Net profit of the Capital Group	35,309,166	49,552,704	110,894,769	87,641,788	14,243,538	61,342,065	-23,252,981	-21%

<sup>1</sup> including remuneration from the Capital Group entities

\*) comment in item I section 4

**Table 3 - Information on the change in remuneration, the Company's net profit (the Company's performance) and the average remuneration of the Company's employees who are not Members of the Management Board or the Supervisory Board in the financial years 2019 – 2022\* (figures expressed in PLN)**

Category	2019	2020	2021	2022*	Change 2020/2019	Change 2021/2020	Change 2022*/2021	Change (%) 2022*/2021
Number of employees <sup>1</sup>	3,092	2,991	3,124	2,536	-101	133	-588	-19%
Average remuneration of Employees	49,413	51,209	55,407	76,081	1,796	4,198	20,674	37%
Average remuneration of Members of the Management Board	863,245	1,398,370	2,595,032	1,538,611	535,125	1,196,662	-1,056,421	-41%
Average remuneration of Members of the Supervisory Board	64,000	56,000	71,741	84,144	-8,000	15,741	12,403	17%
Net profit (Company)	-3,135,124	33,324,052	90,382,635	-104,837,400	36,459,176	57,058,583	-195,220,035	-216%
Net profit (Capital Group)	35,309,166	49,552,704	110,894,769	87,641,788	14,243,538	61,342,065	-23,252,981	-21%

<sup>1</sup> average number of employees as full-time equivalents.

\*) comment in item I section 4

## VI. AMOUNT OF REMUNERATION FROM THE CAPITAL GROUP ENTITIES

Members of the Company's Supervisory Board did not receive any remuneration from the Capital Group entities.

In addition to the remuneration shown in Table 1, Members of the Management Board received remuneration from the following Capital Group entities in the following amounts:

**Table 4 – Remuneration paid and payable to Members of the Management Board in the financial year covering the period from 1 January 2022 to 31 March 2023 from subsidiaries belonging to the FABRYKI MEBLI “FORTE” S.A. CAPITAL GROUP that pay remuneration to Members of the Management Board (figures expressed in PLN) <sup>1 \*</sup>**

Name and surname	Subsidiaries			Total remuneration
	Moebelvertrieb FORTE GmbH	FORTE Moebel AG	MEUBILAIR FORTE BV	
Maciej Formanowicz	70,360.50	694,746.78	-	765,107.28
Andreas Disch	165,581.71	-	-	165,581.71
Walter Stevens	-	-	434,149.57	434,149.57

<sup>1</sup> remuneration in CHF (FORTE Moebel AG with its registered office in Switzerland) and in EUR (Moebelvertrieb FORTE GmbH with its registered office in Germany and MEUBILAIR FORTE BV with its registered office in Belgium) was converted at the average exchange rate of the National Bank of Poland (NBP), which is the arithmetic mean of the average exchange rates applicable on the last day of each month in the 01.2022-03.2023 period, i.e. CHF 1 - PLN 4.6879, EUR 1 - PLN 4.6907.

\*) comment in item I section 4

**Table 4.1 – Remuneration paid and payable to Members of the Management Board for the period from 1 January 2021 to 31 March 2022 from subsidiaries belonging to the FABRYKI MEBLI “FORTE” S.A. CAPITAL GROUP that pay remuneration to Members of the Management Board (figures expressed in PLN) <sup>1 \*</sup>**

Name and surname	Subsidiaries			Total remuneration
	Moebelvertrieb FORTE GmbH	FORTE Moebel AG	MEUBILAIR FORTE BV	
Maciej Formanowicz	68,871.00	656,899.75	-	725,770.75
Andreas Disch	172,177.50	-	-	172,177.50
Walter Stevens	-	-	544,988.94	544,988.94

<sup>1</sup> remuneration in CHF (FORTE Moebel AG with its registered office in Switzerland) and in EUR (Moebelvertrieb FORTE GmbH with its registered office in Germany and MEUBILAIR FORTE BV with its registered office in Belgium) was converted at the average exchange rate of the National Bank of Poland (NBP), which is the arithmetic mean



of the average exchange rates applicable on the last day of each month in the 01.2021-03.2022 period, i.e. CHF 1 - PLN 4.2922, EUR 1 - PLN 4.5914.

\*) comment in item I section 4

## **VII. FINANCIAL INSTRUMENTS GRANTED OR OFFERED TO MEMBERS OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD**

In the financial year covering the period from 1 January 2022 to 31 March 2023, no financial instruments were granted or offered to Members of the Management Board and the Supervisory Board.

## **VIII. INFORMATION ON THE EXERCISE OF AN OPTION TO CLAIM BACK VARIABLE COMPONENTS OF REMUNERATION**

In the financial year covering the period from 1 January 2022 to 31 March 2023, no variable components of remuneration were claimed back from Members of the Management Board.

## **IX. INFORMATION ON DEVIATIONS FROM THE REMUNERATION POLICY IMPLEMENTATION PROCEDURE, INCLUDING AN EXPLANATION OF THE RATIONALE AND MODALITIES AND AN INDICATION OF THE ELEMENTS FROM WHICH DEVIATIONS HAVE BEEN APPLIED**

No deviations from the Remuneration Policy were applied in the reporting period. No decisions were made to deviate from either the rules of the Remuneration Policy or from its individual elements.

## **X. INFORMATION ON THE VALUE OF CASH OR NON-CASH BENEFITS GRANTED TO IMMEDIATE FAMILIES OF MEMBERS OF THE MANAGEMENT BOARD AND THE SUPERVISORY BOARD**

In the financial year covering the period from 1 January 2022 to 31 March 2023, the remuneration of Members of the Management Board and the Supervisory Board comprised no cash or non-cash benefits for immediate families of Members of the Management Board and the Supervisory Board.

## **XI. REFERENCE TO THE RESOLUTION OF THE COMPANY'S GENERAL MEETING EXPRESSING 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 2021**

Due to the lack of comments from the Ordinary General Meeting of FABRYKI MEBLI "FORTE" S.A., which on 22 June 2022 expressed a positive opinion on the "Report on remuneration for Members of the Management Board and the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year 2021", this document does not contain any additional explanations.

## **XII. CONCLUSIONS**

The Supervisory Board has reviewed the Remuneration and other benefits received by Members of the Management Board and the Supervisory Board for compliance with the applicable Remuneration Policy and concludes that the remuneration paid to Members of the Management Board and the Supervisory Board complies with the applicable Remuneration Policy and resolutions of the Company's governing bodies and meets the statutory requirements.

**RESOLUTION NO 22/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 23/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 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

§ 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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.







**RESOLUTION NO 27/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,

including the number of:

- votes in favour — 18 551 905,
- votes against – 0,
- abstentions – 0.



**RESOLUTION NO 28/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.”

§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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 29/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 30/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,

including the number of:

- votes in favour — 18 551 905,
- votes against – 0,
- abstentions – 0.

**RESOLUTION NO 31/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 32/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 33/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

Regarding:            appointment of a Member 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 appoint Maciej Formanowicz as Member of the Supervisory Board of the current term of office (2022-2026).

§2

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

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 34/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

Regarding: election of the Chairman 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 elect Maciej Formanowicz as Chairman of the Supervisory Board of the current term of office (2022-2026).

§2

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

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.

**RESOLUTION NO 35/2023**  
**of the Annual General Meeting**  
**of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka**  
**of 6 September 2023**

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.

§2

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

§3

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.

§4

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

In a secret vote, Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 551 905,
- 2) Percentage of shares in the share capital – 77,523%,
- 3) Total number of valid votes – 18 551 905,  
including the number of:
  - votes in favour — 18 551 905,
  - votes against – 0,
  - abstentions – 0.