

Ostrów Mazowiecka, 3 September 2024

CURRENT REPORT NO. 11/2024

Subject: content of resolutions adopted by the Annual General Meeting of FABRYKI MEBLI „FORTE” S.A. on 3 September 2024

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 3 September 2024.

Legal basis: Article 56(1)(2) of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading and on 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 3 September 2024.

**RESOLUTION NO 1/2024
of the Annual General Meeting
of FABRYKI MEBLI "FORTE" S.A. based in Ostrów Mazowiecka
of 3 September 2024**

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 Dariusz Bilwin as Chairman of the Annual General Meeting.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

**RESOLUTION NO 2/2024
of the Annual General Meeting
of FABRYKI MEBLI "FORTE" S.A. based in Ostrów Mazowiecka
of 3 September 2024**

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 April 2023 to 31 March 2024,
 - b) consolidated financial statements of the FABRYKI MEBLI "FORTE" S.A. Group for the financial year from 1 April 2023 to 31 March 2024,
 - c) Management Report of the FABRYKI MEBLI "FORTE" S.A. Group for the financial year from 1 April 2023 to 31 March 2024, including the Management Report of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 April 2023 to 31 March 2024,
 - d) Management Board's proposal to cover the net loss of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 April 2023 to 31 March 2024,
 - e) Report of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 April 2023 to 31 March 2024.
7. Adoption of resolutions on:
 - a) approval of the financial statements of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 April 2023 to 31 March 2024,
 - b) approval of the consolidated financial statements of the FABRYKI MEBLI "FORTE" S.A. Group for the financial year from 1 April 2023 to 31 March 2024,
 - c) approval of the Management Report of the FABRYKI MEBLI "FORTE" S.A. Group for the financial year from 1 April 2023 to 31 March 2024, including the Management Report of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 April 2023 to 31 March 2024,
 - d) coverage of net loss of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 April 2023 to 31 March 2024,
 - e) approval of the Report of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 April 2023 to 31 March 2024,
 - f) granting discharge to Members of the Management Board in respect of their duties in the financial year from 1 April 2023 to 31 March 2024,
 - g) granting discharge to Members of the Supervisory Board in respect of their duties in the financial year from 1 April 2023 to 31 March 2024,
 - 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 April 2023 to 31 March 2024, prepared by the Supervisory Board,
 - i) adoption of the Remuneration Policy for Members of the Management Board and the Supervisory Board,
 - j) provision of additional security on the Company's assets,
 - k) appointment of a Member of the Supervisory Board of the current term of office.
8. Closing of the Annual General Meeting.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
- 2) Percentage of shares in the share capital – 77,844%,
- 3) Total number of valid votes – 18 628 723,

including the number of:
- votes in favour — 18 628 723,
- votes against – 0,
- abstentions – 0.

RESOLUTION NO 3/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024

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: Leszek Iwaniec, Tomasz Pakuła

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

RESOLUTION NO 4/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024

Regarding: approval of the financial statements of FABRYKI MEBLI “FORTE” S.A. for the financial year from 1 April 2023 to 31 March 2024

§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 April 2023 to 31 March 2024, including:

- a) statement of financial position (balance sheet) prepared as at 31 March 2024, showing total assets and liabilities of PLN 991,309 thousand (in words: nine hundred and ninety-one million three hundred and nine thousand zloty),
- b) profit and loss account for the financial year from 1 April 2023 to 31 March 2024, showing a net loss of PLN 53,401 thousand (in words: fifty-three million four hundred and one thousand zloty),
- c) statement of comprehensive income for the financial year from 1 April 2023 to 31 March 2024, showing a net comprehensive income of PLN 35,356 thousand (in words: thirty-five million, three hundred and fifty-six thousand zloty),
- d) statement of changes in equity for the financial year from 1 April 2023 to 31 March 2024, showing a increase in equity by PLN 35,356 thousand (in words: thirty-five million, three hundred and fifty-six thousand zloty),
- e) cash flow statement for the financial year from 1 April 2023 to 31 March 2024, showing a net decrease in cash and cash equivalents by PLN 6,088 thousand (in words: six million and eighty-eight thousand zloty),
- f) accounting principles (policies) and notes.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

**RESOLUTION NO 5/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024**

Regarding: approval of the consolidated financial statements of the FABRYKI MEBLI “FORTE” S.A. Group for the financial year from 1 April 2023 to 31 March 2024

§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 April 2023 to 31 March 2024, including:

- a) consolidated statement of financial position (balance sheet) prepared as at 31 March 2024, showing total assets and liabilities of PLN 1,438,382 thousand (in words: one billion four hundred and thirty-eight million three hundred and eighty-two thousand zloty),

- b) consolidated profit and loss account for the financial year ended 31 March 2024, showing a net loss of PLN 60,779 thousand (in words: sixty million seven hundred and seventy nine thousand zloty),
- c) consolidated statement of comprehensive income for the financial year ended 31 March 2024, showing a net comprehensive income of PLN 27,778 thousand (in words: twenty-seven million, seven hundred and seventy-eight thousand zloty),
- d) consolidated statement of changes in equity for the financial year ended 31 March 2024, showing an increase in equity of PLN 27,777 thousand (in words: twenty-seven million, seven hundred and seventy-seven thousand zloty),
- e) consolidated cash flow statement for the financial year ended 31 March 2024, showing a net increase in cash and cash equivalents of PLN 1,578 thousand (in words: one million, five hundred and seventy-eight thousand zloty),
- f) accounting principles (policies) and notes.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

**RESOLUTION NO 6/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024**

Regarding: approval of the Management Report of the FABRYKI MEBLI “FORTE” S.A. Group for the financial year from 1 April 2023 to 31 March 2024, including the Management Report of FABRYKI MEBLI “FORTE” S.A. for the financial year from 1 April 2023 to 31 March 2024

§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 April 2023 to 31 March 2024, including the Management Report of FABRYKI MEBLI “FORTE” S.A. for the financial year from 1 April 2023 to 31 March 2024.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

**RESOLUTION NO 7/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024**

Regarding: coverage of net loss of FABRYKI MEBLI “FORTE” S.A. for the financial year from 1 April 2023 to 31 March 2024

§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 April 2023 to 31 March 2024 in the amount of PLN 53,400,824.93 (in words: fifty-three million four hundred thousand eight hundred and twenty-four zloty 93/100) from the reserve capital.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

**RESOLUTION NO 8/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024**

Regarding: approval of the Report of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 April 2023 to 31 March 2024

§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 April 2023 to 31 March 2024.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

**RESOLUTION NO 9/2024
of the Annual General Meeting
of FABRYKI MEBLI "FORTE" S.A. based in Ostrów Mazowiecka
of 3 September 2024**

Regarding: granting discharge to President of the Management Board, Maria Małgorzata Florczuk, in respect of her duties in the financial year from 1 April 2023 to 31 March 2024

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to President of the Management Board, Maria Małgorzata Florczuk (serving as Member of the Management Board from 1 April 2023 to 31 August 2023) in respect of her duties in the financial year from 1 April 2023 to 31 March 2024.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,

- votes against – 0,
- abstentions – 0.

RESOLUTION NO 10/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024

Regarding: granting discharge to Member of the Management Board, Mariusz Jacek Gazda, in respect of his duties in the financial year from 1 April 2023 to 31 March 2024

§1

The Annual General Meeting of FABRYKI MEBLI “FORTE” Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Member of the Management Board, Mariusz Jacek Gazda, in respect of his duties in the financial year from 1 April 2023 to 31 March 2024.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

RESOLUTION NO 11/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024

Regarding: granting discharge to Member of the Management Board, Walter Stevens, in respect of his duties in the financial year from 1 April 2023 to 31 March 2024

§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 April 2023 to 31 March 2024.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

RESOLUTION NO 12/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024

Regarding: granting discharge to Maciej Formanowicz in respect of his duties as President of the Management Board from 1 April 2023 to 31 August 2023

§1

The Annual General Meeting of FABRYKI MEBLI “FORTE” Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Maciej Formanowicz in respect of his duties as President of the Management Board from 1 April 2023 to 31 August 2023.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

RESOLUTION NO 13/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024

Regarding: granting discharge to Chairman of the Supervisory Board, Maciej Formanowicz, in respect of his duties in the financial year from 1 October 2023 to 31 March 2024

§1

The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Chairman of the Supervisory Board, Maciej Formanowicz in respect of his duties in the financial year from 1 October 2023 to 31 March 2024.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

**RESOLUTION NO 14/2024
of the Annual General Meeting
of FABRYKI MEBLI "FORTE" S.A. based in Ostrów Mazowiecka
of 3 September 2024**

Regarding: granting discharge to Vice Chairman of the Supervisory Board, Zbigniew Mieczysław Sebastian, in respect of his duties in the financial year from 1 April 2023 to 31 March 2024

§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, Zbigniew Mieczysław Sebastian (serving as Chairman of the Supervisory Board from 1 April 2023 to 30 September 2023), in respect of his duties in the financial year from 1 April 2023 to 31 March 2024.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

RESOLUTION NO 15/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024

Regarding: granting discharge to Member of the Supervisory Board, Jakub Stanisław Papierski, in respect of his duties in the financial year from 1 April 2023 to 31 March 2024

§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 1 April 2023 to 31 March 2024.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
- 2) Percentage of shares in the share capital – 77,844%,
- 3) Total number of valid votes – 18 628 723,

including the number of:

- votes in favour — 18 628 723,
- votes against – 0,
- abstentions – 0.

RESOLUTION NO 16/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024

Regarding: granting discharge to Member of the Supervisory Board, Jerzy Lucjan Smardzewski, in respect of his duties in the financial year from 1 April 2023 to 31 March 2024

§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 April 2023 to 31 March 2024.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,

- 2) Percentage of shares in the share capital – 77,844%,
3) Total number of valid votes – 18 628 723,
including the number of:
- votes in favour — 18 628 723,
- votes against – 0,
- abstentions – 0.

RESOLUTION NO 17/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024

Regarding granting discharge to Member of the Supervisory Board, Piotr Marek Szczepiórkowski, in respect of his duties in the financial year from 1 April 2023 to 31 March 2024

§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 April 2023 to 31 March 2024.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
2) Percentage of shares in the share capital – 77,844%,
3) Total number of valid votes – 18 628 723,
including the number of:
- votes in favour — 18 628 723,
- votes against – 0,
- abstentions – 0.

RESOLUTION NO 18/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024

Regarding: granting discharge to Member of the Supervisory Board, Bernard Woźniak, in respect of his duties in the financial year from 1 April 2023 to 31 March 2024

§1

The Annual General Meeting of FABRYKI MEBLI “FORTE” Spółka Akcyjna based in Ostrów Mazowiecka hereby grants discharge to Member of the Supervisory Board, Bernard Woźniak

(serving as Vice Chairman of the Supervisory Board from 1 April 2023 to 25 October 2023) in respect of his duties in the financial year from 1 April 2023 to 31 March 2024.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

**RESOLUTION NO 19/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024**

Regarding: granting discharge to Member of the Supervisory Board, Agnieszka Maryla Zalewska, in respect of her duties in the period from 1 April 2023 to 31 March 2024

§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 1 April 2023 to 31 March 2024.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

RESOLUTION NO 20/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024

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 April 2023 to 31 March 2024, 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 April 2023 to 31 March 2024, 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 April 2023 to 31 March 2024 is appended to this resolution.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 15 869 893,
 - votes against – 2 758 830,
 - abstentions – 0.

REPORT ON REMUNERATION OF MEMBERS OF THE MANAGEMENT BOARD
AND OF THE SUPERVISORY BOARD OF FABRYKI MEBLI “FORTE” S.A.
FOR THE FINANCIAL YEAR FROM 1 APRIL 2023 TO 31 MARCH 2024

I. INTRODUCTION

1. The Supervisory Board of FABRYKI MEBLI “FORTE” S.A. with its registered office in Ostrów Mazowiecka, acting pursuant to Article 90g(1) of the Act of 29 July 2005 on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organised Trading and on Public Companies (consolidated text in Journal of Laws of 2024, item 620) and pursuant to item IX of the Remuneration Policy for Members of the Management Board and of the Supervisory Board of FABRYKI MEBLI “FORTE” S.A., has prepared a document entitled “Report on Remuneration of Members of the Management Board and of the Supervisory Board of FABRYKI MEBLI “FORTE” S.A. for the financial year from 1 April 2023 to 31 March 2024” to be submitted to and reviewed by the General Meeting of FABRYKI MEBLI “FORTE” S.A.

2. The definitions, terms and abbreviations used in this document have the following meaning:
 - Remuneration Report - Report on Remuneration of Members of the Management Board and of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial from 1 April 2023 to 31 March 2024,
 - Policy or Remuneration Policy - Remuneration Policy for Members of the Management Board and of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A.,
 - Company or FORTE - FABRYKI MEBLI "FORTE" S.A.,
 - Group - a group of companies in which FORTE is the parent company and which are consolidated in the consolidated financial statements,
 - General Meeting - General Meeting of FABRYKI MEBLI "FORTE" S.A.,
 - Management Board - Management Board of the Company,
 - Board or Supervisory Board - Supervisory Board of the Company,
 - Members of the Management Board - Members of the Management Board of the Company,
 - President of the Management Board - President of the Management Board of the Company,
 - Members of the Supervisory Board - Members of the Supervisory Board of the Company,
 - Chairman of the Board - Chairman of the Supervisory Board of the Company,
 - Act - Act of 29 July 2005 on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organised Trading and on Public Companies (consolidated text in Journal of Laws 2024, item 620).
3. The Remuneration Policy was adopted by Resolution no. 20/2020 of the Annual General Meeting of the Company held on 22 June 2020. The remuneration principles provided for in the Remuneration Policy were in line with the previously applicable remuneration principles for Members of the Management Board and Members of the Supervisory Board. The Remuneration Policy sets out the basis and principles for calculating and paying remuneration to Members of the Management Board and of the Supervisory Board, and the solutions adopted in the Remuneration Policy are intended to contribute to the implementation of the business strategy, long-term interests and stability of the Company and of the Group.
4. On 6 September 2023, the Annual General Meeting of FABRYKI MEBLI "FORTE" S.A. adopted a resolution in which it gave a positive opinion without any comments or amendments to the "Report on Remuneration of Members of the Management Board and of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023". On 16 June 2021, the Annual General Meeting of FABRYKI MEBLI "FORTE" S.A. adopted a resolution pursuant to which the financial and tax year was changed so that it would ultimately last from 1 April to 31 March of the next calendar year. As a result of that decision, the financial and tax year started on 1 January 2022 was transitional and lasted 15 months, i.e. until 31 March 2023. The first target financial year of the Company and of the Group started on 1 April 2023 and lasted until 31 March 2024.

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

In the financial year from 1 April 2023 to 31 March 2024, all components of remuneration of Members of the Management Board and Members of the Supervisory Board were paid in a transparent manner and in accordance with the adopted principles. The basis and principles for calculating and paying remuneration to Members of the Management Board arise from resolutions of the Supervisory Board, while in the case of Members of the Supervisory Board, they arise from resolutions of the General Meeting.

1. Remuneration of Members of the Management Board
The remuneration model for Members of the Management Board includes fixed remuneration, variable remuneration, other cash benefits and non-cash benefits. The principles and amount of remuneration of Members of the Management Board are established 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 amount and on 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 calculating fixed remuneration for Members of the Management Board, the Supervisory Board also takes into account the scope of duties and responsibilities for the respective area of the Company's and the 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, so-called bonuses, the amount of which depends on the financial performance of the Group companies. Detailed principles for calculating and paying bonuses are contained in resolutions of the Supervisory Board, separately for each Member of the Management Board.

c) Other cash benefits for Members of the Management Board

When appointing a Member of the Management Board, the Supervisory Board may resolve to grant other cash benefits to the Member of the Management Board, including in particular:

- severance pay on ceasing to serve as Member of the Management Board,
- compensation for non-competition after ceasing to serve as Member of the Management Board.

d) Non-cash benefits for Members of the Management Board

In accordance with the adopted Remuneration Policy, the remuneration in the form of non-cash benefits granted to Members of the Management Board includes, among others:

- the right to use the Company's assets, i.e. company car, premises with equipment, notebook, mobile phone,
- third-party liability insurance on account of and for the period of serving as Member of the Management Board,
- life insurance for the Member of the Management Board,
- the right to use non-salary benefits available to Company's employees, 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 functions in the supervisory body is a resolution of the General Meeting. The remuneration model for Members of the Supervisory Board comprises only a fixed gross monthly remuneration, with the Chairman of the Supervisory Board receiving a higher remuneration than the other Members due to the additional workload associated with the function. Also the Chairman of the Audit Committee may receive a higher remuneration, taking into account the increased workload associated with the function.

Pursuant to Resolution no. 35/2023 of the Annual General Meeting dated 6 September 2023, starting from 1 October 2023:

- Chairman of the Supervisory Board receives monthly remuneration of PLN 12,000,
- Vice-Chairman of the Supervisory Board receives monthly remuneration of PLN 10,000,
- Member of the Supervisory Board – Chairman of the Audit Committee receives remuneration of PLN 10,000,
- Other Members of the Supervisory Board receive remuneration of PLN 7,000.

Table no. 1 – Remuneration paid and due to Members of the Management Board and of the Supervisory Board in the financial year from 1 April 2023 to 31 March 2024 (figures in PLN)

Full name	Fixed remuneration	Variable remuneration ¹	Non-cash benefits	Other cash benefits	Total remuneration and benefits	Proportion of variable to fixed remuneration	Proportion of other cash benefits to fixed remuneration
Members of the Management Board							
Maciej Formanowicz ² , of which:	641 523	3 158 372	1 599	8 823 537	12 625 031	492%	1375%
FABRYKI MEBLI "FORTE" S.A.	400 000	3 158 372	1 599	8 823 537	12 383 508	790%	2206%
subsidiaries*	241 523	-	-	-	241 523	0%	0%
Maria Florczuk ³	951 569	592 195	5 793	-	1 549 557	62%	0%
Mariusz Gazda ⁴ , of which:	952 993	592 195	5 793	-	1 550 981	62%	0%
FABRYKI MEBLI "FORTE" S.A.	797 820	592 195	5 793	-	1 395 808	74%	0%
subsidiaries*	155 173	-	-	-	155 173	0%	0%
Walter Stevens, of which:	1 138 281	552 715	5 793	-	1 696 789	49%	0%
FABRYKI MEBLI "FORTE" S.A.	785 050	552 715	5 793	-	1 343 558	70%	0%
subsidiaries*	353 231	-	-	-	353 231	0%	0%
Andreas Disch ⁵ , of which:	82 278	552 715	-	856 006	1 490 999	672%	1040%
FABRYKI MEBLI "FORTE" S.A.	-	552 715	-	856 006	1 408 721	0%	0%
subsidiaries*	82 278	-	-	-	82 278	0%	0%
Total remuneration of Members of the Management Board	3 766 644	5 448 192	18 978	9 679 543	18 913 357	145%	257%
Members of the Supervisory Board							
Maciej Formanowicz ⁶	72 000	-	-	-	72 000	0%	0%
Zbigniew Sebastian ⁷	99 677	-	-	-	99 677	0%	0%
Bernard Wozniak ⁸	102 000	-	-	-	102 000	0%	0%
Jakub Papierski	72 000	-	-	-	72 000	0%	0%
Jerzy Smardzewski	72 000	-	-	-	72 000	0%	0%
Piotr Szczepiórkowski	72 000	-	-	-	72 000	0%	0%
Agnieszka Zalewska	72 000	-	-	-	72 000	0%	0%
Total remuneration of the Supervisory Board	561 677	-	-	-	561 677	0%	0%

¹ - variable remuneration includes variable remuneration paid for the financial year from 1 January 2022 to 31 March 2023

² - Maciej Formanowicz ceased to serve as President of the Management Board on 31 August 2023; Maciej Formanowicz ceased to serve on Management Boards of Moebelvertrieb FORTE GmbH and of FORTE Moebel AG on 31 August 2023.

The cash benefit includes contractual non-compete compensation and compensation for ceasing to serve on the Management Board pursuant to Supervisory Board Resolution no. 19/2023. Maciej Formanowicz requested the Company to suspend payment until the Company's liquidity improves and the Company receives a request to resume payment, and the non-compete compensation until he ceases to serve on the Supervisory Board.

³ - Maria Florczuk served as Member of the Management Board until 31 August 2023. On 1 September 2023, she was appointed President of the Management Board.

⁴ - Mariusz Gazda was appointed Member of the Management Board of Moebelvertrieb FORTE GmbH on 1 September 2023.

⁵ - Andreas Disch ceased to serve as Member of the Management Board on 28 February 2023. The cash benefit includes compensation for ceasing to serve on the Management Board.

⁶ - Maciej Formanowicz was appointed Chairman of the Supervisory Board with effect from 1 October 2023.

⁷ - Zbigniew Sebastian was appointed Vice-Chairman of the Supervisory Board on 25 October 2023.

⁸ - Bernard Woźniak ceased to serve as Vice-Chairman of the Supervisory Board on 24 October 2023. In the period covered by this report, Bernard Woźniak served as Chairman of the Audit Committee.

* subsidiaries, i.e. entities belonging to the FABRYKI MEBLI "FORTE" S.A. GROUP; remuneration paid in CHF (FORTE Moebel AG based in Switzerland) and EUR (Moebelvertrieb FORTE GmbH based in Germany and MEUBILAIR FORTE BV based in Belgium) was converted at the average exchange rate of the National Bank of Poland, which is the arithmetic mean of the average exchange rates applicable as of the last day of each month in the period 04.2023-03.2024, i.e. CHF 1-PLN 4.6180, EUR 1-PLN 4.4335.

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

The remuneration of Members of the Management Board and of the Supervisory Board is in line with the adopted Remuneration Policy. The solutions adopted in the Remuneration Policy have been designed to contribute to the business strategy, long-term interests and stability of the Company and of the Group and to ensure their safe operation.

As part of the Company's remuneration system for the financial year from 1 April 2023 to 31 March 2024, consideration was given to the relationship between the financial performance of the Group and the variable remuneration of Members of the Management Board, which is motivational and contributes to more effective achievement of the Company's and the Group's business objectives.

The remuneration of Members of the Supervisory Board which is based solely on fixed remuneration ensures independent control over the Company's and the Group's situation by making the remuneration independent of the Company's and the Group's performance. At the same time, adequate control 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 the payment of variable remuneration to Members of the Management Board, which depends on the financial performance of the Group companies. The amount of variable remuneration is determined by resolutions of the Supervisory Board separately for each Member of the Management Board. The financial criteria that allowed for the payment of variable remuneration in the financial year from 1 April 2023 to 31 March 2024 included the achievement of a certain level of consolidated net profit by the Group as determined on the basis of the consolidated annual financial statements of the FABRYKI MEBLI "FORTE" S.A. Group for the financial year in question, audited by a statutory auditor and approved by the General Meeting.

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

Table no. 2 – Information on changes in remuneration (excluding other cash benefits) of Members of the Management Board and Members of the Supervisory Board in the last five financial years (figures in PLN)

Full name	01.2019	01.2020	01.2021	01.2022	comparative period*	04.2023	Change	Change	Change	Change	Change	Change(%)	Change(%)
	12.2019	12.2020	12.2021	03.2023	04.2022 - 03.2023	03.2024	01.2020 - 01.2019	12.2020 vs 12.2019	01.2021 - 01.2020	03.2023 vs 01.2021	04.2023 - 04.2022	03.2024 vs 01.2022	04.2023 - 03.2024 vs 04.2022 - 03.2023 *
Members of the Management Board													
Maciej Formanowicz	960 962	2 612 015	5 700 138	1 965 108	1 724 148	3 559 971	1 651 053	3 088 123	-3 735 030	1 835 823	1 594 863	106%	81%
Maria Florczuk	886 997	1 048 096	2 187 485	1 206 029	995 560	1 549 557	161 099	1 139 389	-981 456	553 997	343 528	56%	28%
Mariusz Gazda	656 800	1 048 096	2 187 485	1 206 029	995 560	1 395 808	391 296	1 139 389	-981 456	400 248	189 779	40%	16%
Walter Stevens	-	-	1 304 646	1 150 947	951 959	1 343 558	-	1 304 646	-153 699	391 599	192 611	41%	17%
Andreas Disch	828 068	1 097 381	1 595 408	2 164 944	1 920 869	552 715	269 313	498 027	569 536	-1 368 154	-1 612 229	-71%	-74%
Klaus Dahlem	983 397	1 186 260	-	-	-	-	202 863	-1 186 260	-	-	-	-	-
Total remuneration of Members of the Management Board'	4 316 224	6 991 848	12 975 162	7 693 057	6 588 096	8 401 609	2 675 624	5 983 314	-5 282 105	1 813 513	708 552	28%	9%
Members of the Management Board ¹													
Maciej Formanowicz	1 511 517	3 189 653	6 277 294	2 730 215	2 340 729	3 801 494	1 678 136	3 087 641	-3 547 079	1 460 765	1 071 279	62%	39%
Maria Florczuk	886 997	1 048 096	2 187 485	1 206 029	995 560	1 549 557	161 099	1 139 389	-981 456	553 997	343 528	56%	28%
Mariusz Gazda	956 800	1 048 096	2 187 485	1 206 029	995 560	1 550 981	91 296	1 139 389	-981 456	555 421	344 952	56%	29%
Walter Stevens	-	-	1 772 845	1 585 096	1 309 940	1 696 789	-	1 772 845	-187 749	386 849	111 693	30%	7%
Andreas Disch	989 108	1 222 749	1 732 733	2 330 526	2 051 573	634 993	233 641	509 984	597 793	-1 416 580	-1 695 533	-69%	-73%
Klaus Dahlem	1 014 370	1 217 517	-	-	-	-	203 147	-1 217 517	-	-	-	-	-
Total remuneration of Members of the Management Board	5 358 792	7 726 111	14 157 842	9 057 895	7 693 362	9 233 814	2 367 319	6 431 731	-5 099 947	1 540 452	175 918	20%	2%
Members of the Supervisory Board													
Maciej Formanowicz	-	-	-	-	-	72 000	-	-	-	-	72 000	-	-
Zbigniew Sebastian	84 000	73 500	94 500	105 000	84 000	99 677	-10 500	21 000	10 500	15 677	-5 323	19%	-5%
Stanislaw Krauz	60 000	52 500	53 951	-	-	-	-7 500	1 451	-53 951	-	-	-	-
Jerzy Smardzewski	60 000	52 500	67 500	75 000	60 000	72 000	-7 500	15 000	7 500	12 000	-3 000	20%	-4%
Piotr Szczepiórkowski	60 000	52 500	67 500	75 000	60 000	72 000	-7 500	15 000	7 500	12 000	-3 000	20%	-4%
Jacek Tucharz	60 000	52 500	67 500	645	-	-	-7 500	15 000	-66 855	-	-645	-	-
Bernard Woźniak	60 000	52 500	79 500	105 000	84 000	102 000	-7 500	27 000	25 500	18 000	-3 000	21%	-3%
Jakub Papierski	-	-	-	74 516	60 000	72 000	-	-	74 516	12 000	-2 516	20%	-3%
Agnieszka Zalewska	-	-	-	74 516	60 000	72 000	-	-	74 516	12 000	-2 516	20%	-3%
Total remuneration of Members of the Supervisory Board'	384 000	336 000	430 451	509 677	408 000	561 677	-48 000	94 451	79 226	153 677	52 000	38%	10%
Average remuneration													

Average remuneration of a Company employee	49 413	51 209	55 407	76 081	60 764	65 733	1 796	4 198	20 674	4 969	-10 348	7%	-14%
Net profit													
Company net profit/loss	-3 135 124	33 324 052	90 382 635	-104 837 400	-88 602 309	-53 400 825	36 459 176	57 058 583	-195 220 035	35 201 484	51 436 575	-40%	-49%
Group net profit	35 309 166	49 552 704	110 894 769	87 641 788	19 241 633	-60 778 534	14 243 538	61 342 065	-23 252 981	-80 020 167	-148 420 322	-416%	-169%

* additionally included are comparative figures for a 12-month period due to the fact that the Company's previous financial year lasted 15 months

¹ including remuneration from subsidiaries belonging to the FABRYKI MEBLI "FORTE" S.A. GROUP

Table no. 3 – Other cash benefits paid and due to Members of the Management Board after they cease to serve on the Management Board

Full name	01.2019 - 12.2019	01.2020 - 12.2020	01.2021 - 12.2021	01.2022 - 03.2023	04.2023 - 03.2024
Maciej Formanowicz ¹	-	-	-	-	8 823 537
Andreas Disch ²	-	-	-	81 928	856 006
Klaus Dahlem ³	-	-	961 507	653 023	-
Total	-	-	961 507	734 951	9 679 543

¹ This information includes contractual non-compete compensation and compensation for ceasing to serve on the Management Board in accordance with Resolution no. 19/2023 of the Supervisory Board dated 29 June 2023. Maciej Formanowicz has requested the Company to suspend payment until the Company's liquidity improves and the Company receives a request to resume payment.

² This information includes compensation for ceasing to serve on the Management Board in accordance with Resolution no. 1/2023 of the Supervisory Board dated 30 January 2023.

³ This information includes non-compete compensation in accordance with the agreement concluded on 14 June 2019.

Table no. 4 – Information on changes in remuneration, Company's net profit (Company's performance) and average remuneration of Company's employees who are not members of the Management Board or of the Supervisory Board in the financial years from 1 January 2019 to 31 March 2024 (figures in PLN)

specification	01.2019 - 12.2019	01.2020 - 12.2020	01.2021 - 12.2021	01.2022 - 03.2023	04.2023 - 03.2024	Change	Change	Change	Change	Change(%)
						01.2020 - 12.2020 vs 01.2019 - 12.2019	01.2021 - 12.2021 vs 01.2020 - 12.2020	01.2022 - 03.2023 vs 01.2021 - 12.2021	04.2023 - 03.2024 vs 01.2022 - 03.2023	04.2023 - 03.2024 vs 01.2022 - 03.2023
Number of employees ¹	3 092	2 991	3 124	2 536	2 143	-101	133	-588	-393	-15%
Average remuneration of employees	49 413	51 209	55 407	76 081	65 733	1 796	4 198	20 674	-10 348	-14%
Average remuneration of Members of the Management Board	863 245	1 398 370	2 595 032	1 538 611	1 911 648	535 125	1 196 662	-1 056 421	373 037	24%
Average remuneration of Members of the	64 000	56 000	71 741	84 144	85 097	-8 000	15 741	12 403	953	1%

Supervisory Board										
Net profit (Company)	-3 135 124	33 324 052	90 382 635	-104 837 400	-53 400 825	36 459 176	57 058 583	-195 220 035	51 436 575	-49%
Net profit (Group)	35 309 166	49 552 704	110 894 769	87 641 788	-60 778 534	14 243 538	61 342 065	-23 252 981	-148 420 322	-169%

¹ average number of employees in full-time equivalents (FTE)

VI. AMOUNT OF REMUNERATION FROM GROUP ENTITIES

Table no. 5 – Remuneration paid and due to Members of the Management Board in the financial year from 1 April 2023 to 31 March 2024 from subsidiaries paying remuneration to Members of the Management Board, belonging to the FABRYKI MEBLI “FORTE” S.A. GROUP (figures in PLN)

¹

Full name	Subsidiaries			Total remuneration
	Moebelvertrieb FORTE GmbH	FORTE Moebel AG	MEUBILAIR FORTE BV	
Maciej Formanowicz ²	22 168	219 355	-	241 523
Mariusz Gazda ³	155 173	-	-	155 173
Walter Stevens	-	-	353 231	353 231
Andreas Disch ⁴	-	-	82 278	82 278

¹ - remuneration paid in CHF (FORTE Moebel AG based in Switzerland) and EUR (Moebelvertrieb FORTE GmbH based in Germany and MEUBILAIR FORTE BV based in Belgium) was converted at the average exchange rate of the National Bank of Poland, which is the arithmetic mean of the average exchange rates applicable as of the last day of each month in the period 04.2023-03.2024, i.e. CHF 1-PLN 4.6180, EUR 1-PLN 4.4335.

² - Maciej Formanowicz ceased to serve on the Management Board of Moebelvertrieb FORTE GmbH and of FORTE Moebel AG on 31 August 2023.

³ - Mariusz Gazda was appointed Member of the Management Board of Moebelvertrieb FORTE GmbH on 1 September 2023.

⁴ - Andreas Disch ceased his employment contract with Moebelvertrieb FORTE GmbH on 31 October 2023.

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

In the financial year from 1 April 2023 to 31 March 2024, no financial instruments were granted or offered to Members of the Management Board and of the Supervisory Board.

VIII. INFORMATION ON THE USE OF THE OPTION TO CLAIM BACK VARIABLE COMPONENTS OF REMUNERATION

In the financial year from 1 April 2023 to 31 March 2024, no variable components of remuneration were claimed back from Members of the Management Board.

IX. INFORMATION ON DEVIATIONS FROM THE PROCEDURE FOR IMPLEMENTING THE REMUNERATION POLICY, INCLUDING AN EXPLANATION OF THE REASONS THEREFOR 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 either from principles of the Remuneration Policy or from individual elements of the Policy.

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

In the financial year from 1 April 2023 to 31 March 2024, the remuneration of Members of the Management Board and of the Supervisory Board included no cash or non-cash benefits granted to the immediate family of Members of the Management Board and of the Supervisory Board.

XI. REFERENCE TO THE RESOLUTION OF THE GENERAL MEETING GIVING AN OPINION ON THE REPORT ON REMUNERATION OF MEMBERS OF THE MANAGEMENT BOARD AND OF THE SUPERVISORY BOARD OF FABRYKI MEBLI "FORTE" S.A. FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

Since there are no comments from the Annual General Meeting of FABRYKI MEBLI "FORTE" S.A., which on 6 September 2023 gave a positive opinion on the "Report on remuneration of Members of the Management Board and of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. for the financial year from 1 January 2022 to 31 March 2023", 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 of the Supervisory Board for compliance with the applicable Remuneration Policy and concludes that the remuneration paid to Members of the Management Board and of the Supervisory Board is in line with the applicable Remuneration Policy, resolutions of the Company's governing bodies and meets the requirements prescribed by law.

**RESOLUTION NO 21/2024
of the Annual General Meeting
of FABRYKI MEBLI "FORTE" S.A. based in Ostrów Mazowiecka
of 3 September 2024**

Regarding: adoption of the Remuneration Policy for Members of the Management Board and the Supervisory Board

§1

1. The Annual General Meeting of FABRYKI MEBLI "FORTE" Spółka Akcyjna with its registered office in Ostrów Mazowiecka resolves to adopt the Remuneration Policy for Members of the Management Board and the Supervisory Board of FABRYKI MEBLI "FORTE" S.A.

2. The Remuneration Policy for Members of the Management Board and the Supervisory Board of FABRYKI MEBLI "FORTE" S.A. is attached to this resolution.

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 10 601 148,
 - votes against – 6 217 630,
 - abstentions – 1 809 945.

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

I. GENERAL PROVISIONS

- I. Pursuant to the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading and on Public Companies (Journal of Laws of 2024, item 620, as amended), the Remuneration Policy of FABRYKI MEBLI "FORTE" S.A. is established.
- II. The definitions, terms and abbreviations used in this document have the following meaning:
 - $\frac{3}{4}$ Policy or Remuneration Policy – Remuneration Policy for Members of the Management Board and of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A.,
 - $\frac{3}{4}$ Company or FORTE – FABRYKI MEBLI "FORTE" S.A.,
 - $\frac{3}{4}$ Group – a group of companies in which FORTE is the parent company and which are consolidated in the consolidated financial statements,
 - $\frac{3}{4}$ General Meeting – General Meeting of FABRYKI MEBLI "FORTE" S.A.,
 - $\frac{3}{4}$ Management Board – Management Board of the Company,
 - $\frac{3}{4}$ Board or Supervisory Board – Supervisory Board of the Company,
 - $\frac{3}{4}$ Members of the Management Board – Members of the Management Board of the Company, including the President of the Management Board of the Company,
 - $\frac{3}{4}$ Members of the Supervisory Board – Members of the Supervisory Board of the Company, including the Chairman of the Supervisory Board of the Company,
 - $\frac{3}{4}$ Act – Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading and on Public Companies (Journal of Laws of 2024, item 620, as amended).
- III. The purpose of the Remuneration Policy is to set out the basis, principles and procedures for calculating remuneration of Members of the Management Board and

Members of the Supervisory Board to support the implementation of the business strategy, long-term interests and stability of the Company and of the Group, taking into account the interests of shareholders.

- IV. The solutions adopted in the Remuneration Policy are to support the implementation of the business strategy, long-term interests and stability of the Company by ensuring work and pay conditions that correspond to market conditions, and thus ensuring the retention of highly competent individuals on the Management Board. At the same time, the variable part of remuneration creates an appropriate motivational environment for Members of the Management Board, making the amount of that remuneration directly dependent on the achievement of the Company's financial and non-financial objectives, taking into account the current financial situation of the Company and of the Group and ensuring that the persons acting as Members of the Management Board and of the Supervisory Board are duly competent and experienced.

II. REMUNERATION OF MEMBERS OF THE MANAGEMENT BOARD

1. Legal basis for remunerating Members of the Management Board

- A. Members of the Management Board are remunerated on the basis of the legal relationship between the Company and a Member of the Management Board. FORTE may give responsibility for the management of the Company on the following legal basis:

- ¾ appointment to serve as Member of the Management Board for the term of office of a Member of the Management Board,
- ¾ conclusion of a management contract for the term of office of a Member of the Management Board.

- B. When appointing a person to serve as Member of the Management Board, the Supervisory Board specifies by resolution the legal basis for the management relationship and the principles for remunerating the Member of the Management Board. The Supervisory Board may specify different legal bases for the management relationship for individual Members of the Management Board as well as different principles for remuneration.

2. Components of remuneration of Members of the Management Board

- A. The remuneration model for a Member of the Management Board, irrespective of the legal basis for the relationship between the Member of the Management Board and the Company, may include fixed remuneration, variable remuneration and other cash and non-cash benefits.
- B. The Supervisory Board specifies by resolution the legal basis for the relationship with a Member of the Management Board and the principles for remunerating the Member of the Management Board. The Board also specifies the components of remuneration of the Member of the Management Board, including the amount of fixed remuneration and the amount and principles for awarding variable remuneration, and indicates what other cash and non-cash benefits the Member of the Management Board may receive.

- C. The amount of fixed remuneration is determined individually for each Member of the Management Board based on his/her level of education, expertise, qualifications and professional experience, the scope of duties and responsibilities for a given area, as well as the situation on the labour market.
- D. The variable remuneration of a Member of the Management Board payable for a given financial year may not, as a rule, be higher than four times the annual fixed remuneration received by the Member of the Management Board for the same period. In exceptional cases, a change to the above rule requires a resolution of the Supervisory Board.
- E. The Supervisory Board may by resolution grant other additional remuneration to Members of the Management Board.

2.1. Fixed components of remuneration of Members of the Management Board

- A. Members of the Management Board receive fixed remuneration in the amount and at the time specified in resolutions of the Supervisory Board. The fixed monthly remuneration is provided in gross amount.
- B. The fixed part of remuneration should constitute such a part of the total remuneration of a Member of the Management Board that it is possible to pursue a flexible policy regarding variable remuneration dependent on the financial performance of Group companies, as well as on their non-financial performance, if specified by the Supervisory Board.

2.2. Variable components of remuneration of Members of the Management Board

- A. Each Member of the Management Board is entitled to variable remuneration, the amount of which depends on the financial performance of the Group.
- B. The Supervisory Board may also make the amount of variable remuneration dependent on the achievement of non-financial objectives specified for a financial year or a longer period, collectively for the entire Management Board or separately for individual Members of the Management Board.
- C. To thoroughly assess the work of Members of the Management Board, which may affect the amount of variable components of remuneration, the Supervisory Board considers, among other things:
 - ¾ the following criteria in terms of financial performance: consolidated net profit of the Group, EBIT of the Group, EBITDA of the Group, amount of revenue in the Group;
 - ¾ the following criteria in terms of non-financial performance: social interests, the Company's contribution to environmental protection, measures aimed at preventing and eliminating negative social effects of the Company's activities and the Company's relations with the relevant administrative authorities.
- D. The Supervisory Board may, by resolution, specify additional and/or detail the above-mentioned financial and non-financial performance criteria that will affect the amount of variable components of remuneration.

- E. When specifying additional criteria and/or detailing the financial and/or non-financial performance criteria mentioned in item C and D above, the Supervisory Board may in particular develop a list of objectives for the Management Board.
- F. Detailed principles for specifying the amount, calculating and paying variable remuneration are included in the Supervisory Board's resolutions on appointment of Members of the Management Board and in management contracts, separately for each Member of the Management Board.
- G. The amount of variable remuneration is determined on the basis of the Group's consolidated financial statements for the financial year audited and approved by the General Meeting of the Company.
- H. Variable remuneration is payable by the end of the calendar month following the calendar month in which the General Meeting of the Company has approved the consolidated annual report of the Group.
- I. The Supervisory Board may resolve by resolution to make an advance payment of part of the variable remuneration, but not more than 90% of its maximum amount expected for a financial year, provided that the Group's financial performance shows that the expected level of net profit for the year has been achieved. If the advance payment is made in an amount higher than the amount finally determined, the Member of the Management Board will be obliged to reimburse the overpaid amount on the terms and within the time limit specified in the resolution of the Supervisory Board. The Supervisory Board may also decide by resolution to postpone the payment of variable remuneration.
- J. Members of the Management Board may be awarded variable remuneration in the form of financial instruments specified in Article 90d(5) of the Act, in particular Members of the Management Board may be covered by an incentive scheme providing for such financial instruments. The General Meeting may authorise the Supervisory Board to specify the principles and conditions for granting variable remuneration described in this section.

2.3. Other cash benefits

- A. When appointing a Member of the Management Board, the Supervisory Board may specify, in a resolution and management contract, other cash benefits for the Member of the Management Board, such as in particular severance pay on ceasing to serve as Member of the Management Board and/or compensation for non-competition after ceasing to serve as Member of the Management Board.

2.4. Non-cash benefits for Members of the Management Board

- A. Members of the Management Board are entitled to non-cash benefits from the Company, including in particular:
 - $\frac{3}{4}$ the right to use designated assets of the Company,
 - $\frac{3}{4}$ the right to additional insurance (except pension and savings insurance),
 - $\frac{3}{4}$ the right to use non-salary benefits available to Company's employees,
 - $\frac{3}{4}$ the right to participate in the Company's long-term savings scheme PPK (Employee Capital Plans).

- B. The Company's Supervisory Board specifies in a resolution and/or management contract the principles and scope of non-cash benefits available to Members of the Management Board.
- C. No additional pension or early retirement schemes for Members of the Management Board or of the Supervisory Board have been launched or are planned at the Company.

2.5. Change of remuneration principles for Members of the Management Board

In justified cases, a Member of the Management Board may request the Supervisory Board to change the legal basis for the management relationship established with the Company and to change the remuneration principles, in particular to specify a different amount of fixed remuneration and/or different proportions of variable remuneration and/or a different value and scope of non-cash benefits.

III. REMUNERATION OF MEMBERS OF THE SUPERVISORY BOARD

1. Legal basis for remunerating Members of the Supervisory Board

- A. Members of the Supervisory Board perform their functions on the basis of their appointment by the General Meeting.
- B. The exclusive legal basis for remunerating Members of the Supervisory Board for their functions on the Supervisory Board is a resolution of the General Meeting.
- C. For performing their functions in the supervisory body, a Member of the Supervisory Board receives from the Company only a fixed gross monthly remuneration determined on the basis of a resolution of the General Meeting, with the Chairman of the Supervisory Board receiving a higher remuneration than the other Members of the Supervisory Board due to additional workload associated with the function of the Chairman of the Board.
- D. The Chairman of the Audit Committee and/or the Deputy Chairman of the Supervisory Board may receive a higher remuneration taking into account the additional workload associated with the function.

IV. CONSIDERATION OF THE WORK AND PAY CONDITIONS OF COMPANY'S EMPLOYEES WHEN ESTABLISHING THE REMUNERATION POLICY

- 1. Due to the nature of its business, the Company hires employees mainly on the basis of fixed-term and indefinite-term employment contracts. This employment formula makes it possible to relatively flexibly and efficiently respond to the changing needs of the Company and the situation on the labour market. The key management staff is hired on the basis of indefinite-term employment contracts with a maximum notice period of 6 months. The employee remuneration structure adopted in the Company includes fixed hourly or basic remuneration and additional remuneration components depending on the efficiency, quality and effectiveness of the work provided. When developing the Remuneration Policy, consideration was given to the work and pay conditions of employees, including those employees who

are key to the Company's operations, while ensuring the competence and experience of those who serve as Members of the Management Board and Members of the Supervisory Board.

2. Members of the Management Board are not hired on the basis of employment contracts. They perform work on the basis of the Supervisory Board's resolutions on their appointment and on the basis of management contracts, which gives the Company great flexibility in the formal and legal approach to collaboration with Members of the Management Board. The adopted division of remuneration of Members of the Management Board motivates them to take actions which should result in better economic results of the Company and of the Group, while maintaining security and economic stability of FORTE and of the Group.
3. Members of the Management Board, like the management staff, are obliged to keep trade secrets confidential. Members of the Management Board conclude additional agreements with the Company on the preservation of trade secrets, prohibition of competitive activities and prohibition of solicitation of Company's employees. Detailed provisions of the above-mentioned agreements with Members of the Management Board are set out in a resolution of the Supervisory Board.
4. The Company's remuneration model for Members of the Supervisory Board in the form of a fixed monthly remuneration which is independent of the financial performance of the Company and of the Group ensures that the Supervisory Board operates as an independent body that supervises day-to-day activities of the Company and of Members of the Management Board.

V. LIMITATION OF REMUNERATION

For performing their functions, Members of the Supervisory Board and Members of the Management Board may only receive remuneration as described in this Policy.

VI. AVOIDANCE OF CONFLICTS OF INTEREST

1. To avoid conflicts of interest in relation to the Remuneration Policy, the Company implements a division of competencies when determining remuneration, as provided for in the Commercial Companies Code, taking into account the Remuneration Policy.
2. A Member of the Management Board is obliged to inform the Supervisory Board of being engaged in any additional gainful activity. S/he must provide a written declaration to the Chairman of the Supervisory Board.
3. If a Member of the Management Board or a Member of the Supervisory Board suspects or becomes aware of a conflict of interest in relation to the Remuneration Policy concerning him/her or another Member of the Management Board or a Member of the Supervisory Board, s/he is obliged to inform the Chairman of the Supervisory Board or the President of the Management Board accordingly.
4. In the case described in item 3 above, the Supervisory Board takes steps to verify the information, review the Remuneration Policy or update it, if necessary, in order to remove or prevent a conflict of interest.

VII. AUTHORISATION BY THE GENERAL MEETING

1. The General Meeting authorises the Supervisory Board to detail the elements of the Remuneration Policy, in particular to make changes in the fixed part of remuneration, the variable part of remuneration or other cash and non-cash benefits as well as the Company's and/or the Group's financial and non-financial performance criteria, which affect variable remuneration components.
2. In a situation where the financial stability of the Company and/or the Group is threatened or where it is necessary to do so to pursue the long-term interests of the Company and/or of the Group or to guarantee its profitability, as well as in the event of other circumstances that make it impossible or considerably difficult for the Company or Group companies to operate under the current rules, the Supervisory Board may temporarily waive the application of the Remuneration Policy in whole or in part.
3. The decision to waive the Remuneration Policy is made by the Supervisory Board by resolution.
4. A waiver of the application of the Remuneration Policy may be authorised once for a period of up to three financial years.

VIII. DEVELOPING AND IMPLEMENTING THE REMUNERATION POLICY

1. The draft Remuneration Policy was developed with the participation of Members of the Management Board and with the opinion of Members of the Supervisory Board. The final decision on the adoption of the Remuneration Policy is made by resolution of the General Meeting.
2. The resolution of the General Meeting on the Remuneration Policy is adopted at least every four years.
3. The Management Board implements the Remuneration Policy and supervises its implementation on an ongoing basis.
4. The Supervisory Board exercises general supervision over the implementation of the Remuneration Policy on an ongoing basis. When preparing the remuneration report, the Supervisory Board also reviews the Remuneration Policy.

IX. REMUNERATION REPORT

1. The Supervisory Board prepares a remuneration report on an annual basis, providing a comprehensive overview of remuneration, including all benefits, in whatever form, payable or paid to the individual Members of the Management Board and of the Supervisory Board for the past financial year in line with the Remuneration Policy.
2. Members of the Supervisory Board are responsible for the information included in the remuneration report.
3. The remuneration report contains, in particular, the information set out in Article 90g of the Act.
4. The remuneration report is subject to a statutory auditor's assessment as to the inclusion of the information required under the Act.
5. The General Meeting adopts a resolution giving an opinion on the remuneration report. The resolution is advisory in nature.

6. The remuneration report is posted on the Company's website and made available for a period of 10 years after the end of the General Meeting mentioned in item 5 above.

X. FINAL PROVISIONS

1. The Remuneration Policy applies from the date of its adoption by resolution of the General Meeting.
2. The remuneration principles provided for in this Remuneration Policy are in line with the existing remuneration principles for Members of the Management Board and Members of the Supervisory Board. Considering the above, the following remains in force:
 - $\frac{3}{4}$ remuneration principles for Members of the Management Board as set out in resolutions of the Supervisory Board adopted prior to the effective date of the Remuneration Policy; and
 - $\frac{3}{4}$ remuneration principles for Members of the Supervisory Board as set out in resolutions of the General Meeting adopted prior to the effective date of the Remuneration Policy.

**RESOLUTION NO 22/2024
of the Annual General Meeting
of FABRYKI MEBLI "FORTE" S.A. based in Ostrów Mazowiecka
of 3 September 2024**

Regarding: provision of additional security on the Company's assets

§1

Preamble:

- (A) ING Bank Śląski S.A. based in Katowice ("ING"), mBank S.A. based in Warsaw ("mBank"), Powszechna Kasa Oszczędności Bank Polski S.A. based in Warsaw ("PKO") and Bank Gospodarstwa Krajowego based in Warsaw ("BGK"), hereinafter collectively referred to as the "Financing Entities" concluded with Tanne spółka z ograniczoną odpowiedzialnością based in Ostrów Mazowiecka ("Tanne") and FABRYKI MEBLI "FORTE" Spółka Akcyjna based in Ostrów Mazowiecka (the "Company") loan agreements and hedging agreements (the "Financing Agreements") under which the Financing Entities agreed to provide financing (the "Financing") to the Company and Tanne;
- (B) Tanne, the Company and its subsidiaries (hereinafter collectively referred to as the "Obligated Entities") concluded with the Financing Entities a joint terms agreement of 24.07.2024 (the "Joint Terms Agreement") to amend, unify certain provisions of the Financing Agreements and to amend the security provided and/or to provide new debt repayment security.

§2

Having regard to § 1 of this resolution and acting pursuant to Articles 393 and 393¹ of the Code of Commercial Companies, the Annual General Meeting hereby gives its consent that the Company as the pledger may establish a registered pledge in favour of PKO as the pledge administrator on a set of movable assets and property rights not yet encumbered by existing pledges established in favour of the Financing Entities, which are part of the Company's enterprise within the meaning of Article 55¹ of the Civil Code, to secure all monetary claims of the Financing Entities under the Financing Agreements and other Financing Documents (as defined in the Joint Terms Agreement), under the terms of the Joint Terms Agreement.

§3

The Annual General Meeting also gives its consent to execute all documents required by the Financing Entities in connection with the Financing, as specified in the Financing Agreements and/or the Joint Terms Agreement.

§4

The Annual General Meeting hereby confirms that:

- 1) the Company may be represented by its management board, commercial attorneys [in Polish: prokurenci] or attorneys in accordance with the relevant rules of representation (“Authorised Persons”);
- 2) each Authorised Person is authorised to sign on behalf of the Company the Financing Documents to which the Company is a party and to sign and/or provide any other documents and notices to be signed and/or provided by the Company pursuant to or in connection with the Financing Documents to which the Company is a party; and
- 3) each person authorised to sign the above-mentioned documents may specify their terms.

§5

The Annual General Meeting hereby declares that the consent to sign the above-mentioned documents also means consent to amend those documents as required by the Joint Terms Agreement, the Financing Agreements or other documents referred to above, in particular to amend the security provided and/or to provide new debt repayment security.

§6

The Annual General Meeting hereby gives its consent that the Company may take all other legal and factual actions to give effect to the foregoing.

§7

The Annual General Meeting hereby confirms that it is in the best interest of the Company to sign the above-mentioned documents, provide the above-mentioned security and to meet the obligations arising from the above-mentioned documents.

§8

The consent expressed in this resolution covers any manner of using the security, including taking ownership, sale, lease or management.

§9

The security referred to in this resolution may be effected either by amending the security documents existing as at the date of this resolution or by executing new documents to establish such security.

§10

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:
- votes in favour — 18 628 723,
 - votes against – 0,
 - abstentions – 0.

**RESOLUTION NO 23/2024
of the Annual General Meeting
of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka
of 3 September 2024**

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 Ryszard Burka as Member of the Supervisory Board of the current term of office (2022-2026).

§2

The resolution comes into force upon its adoption.

Shareholders voted as follows:

- 1) Number of shares for which valid votes were cast – 18 628 723,
 - 2) Percentage of shares in the share capital – 77,844%,
 - 3) Total number of valid votes – 18 628 723,
- including the number of:

- votes in favour – 13 804 480,
- votes against – 256 889,
- abstentions – 4 567 354.