

1. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the election of the Chairperson**

§ 1

On the basis of § 4 para. 2 of the By-Laws of the Company's General Assembly, the Ordinary General Assembly hereby elects Mr to fulfil the duties of the Chairperson of the Assembly.

§2

The resolution shall come into force on the date of its adoption.

2. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the adoption of the agenda**

§1

Acting on the basis of § 4 para. 3 of the By-Laws of the Company's General Assembly, the Ordinary General Assembly hereby decides to accept the following agenda:

- 1) Opening the session and election of the Chairperson of the Ordinary General Assembly.
- 2) Making, signing by the Chairperson and laying out the list of attendance.
- 3) Ascertaining the correctness of the convocation of the Ordinary General Assembly and its capacity to adopt resolutions.
- 4) Adoption of the agenda of the Ordinary General Assembly.
- 5) Abrogation of the secrecy of voting on the resolution on the election of the Ballot Counting Committee.
- 6) Election of the Ballot Counting Committee.
- 7) Presentation of the following by the Company's Management Board:
 - a. the financial statements of INPRO SA for the year 2021 ended on 31 December 2021,
 - b. the consolidated financial statements of the INPRO SA Corporate Group for the year 2021 ended on 31 December 2021,
 - c. report of the Management Board of the activity of the INPRO SA Corporate Group in 2021 containing the report of the activity of the parent entity, INPRO Spółka Akcyjna.
- 8) Presentation of the following by the Company's Supervisory Board:
 - a. the assessment of the Company's situation in 2021 with the evaluation of the internal control system, the risk management system as well as compliance, prepared by the Supervisory Board of INPRO SA in conformity with the Best Practice for WSE Listed Companies, along with the need to separate the internal audit function from the organisation point of view,
 - b. the report of the activity of the Supervisory Board of INPRO SA, prepared in conformity with the Best Practice for WSE Listed Companies,

- c. the assessment of the Company's compliance with the disclosure obligations concerning compliance with the corporate governance principles defined in the Stock Exchange Rules and with the obligations regarding current and periodic information submitted by the issuers of securities, as well as information on sponsoring, charity or other similar policies,
 - d. annual report of the Supervisory Board on the remuneration of the Management Board and Supervisory Board,
 - e. report of the Audit Committee on its activity in the financial year.
- 9) Consideration of the financial statements of INPRO SA for the year 2021 ended on 31 December 2021.
 - 10) Consideration of the consolidated financial statements of the INPRO SA Corporate Group for the year 2021 ended on 31 December 2021.
 - 11) Consideration of the report of the Management Board of the activity of the INPRO SA Corporate Group in 2021 containing the report of the activity of the parent entity, INPRO Spółka Akcyjna.
 - 12) Consideration of resolutions by the Supervisory Board of the Company:
 - a. on the assessment of the financial statements of INPRO SA for the year ended on 31 December 2021, the consolidated financial statements of the INPRO SA Corporate Group for the year ended on 31 December 2021 and of the report of the Management Board of the activity of the INPRO SA Corporate Group in 2021 containing the report of the activity of the parent entity, INPRO Spółka Akcyjna,
 - b. on the assessment by the Supervisory Board of INPRO SA of the Company's situation in 2021 with the evaluation of the internal control system, the risk management system as well as compliance, prepared by the Supervisory Board of INPRO SA in conformity with the Best Practice for WSE Listed Companies, along with the need to separate the internal audit function from the organisation point of view,
 - c. on the assessment by the Supervisory Board of INPRO SA of the Company's compliance with the disclosure obligations concerning compliance with the corporate governance principles defined in the Stock Exchange Rules and with the obligations regarding current and periodic information submitted by the issuers of securities, as well as information on the pursuance/non-pursuance of sponsoring or charity policies by the Company,
 - d. on the adoption of the report of the activity of the Supervisory Board of INPRO SA in 2021,
 - e. on the assessment of the proposal by the Management Board concerning the division of profit, fixing the record day and the dividend day,
 - f. on the acceptance of the annual report of the Supervisory Board on the remuneration of the Management Board and Supervisory Board,
 - g. on the acceptance of the report of the Audit Committee on its activity in the financial year.
 - 13) Adoption by the Ordinary General Assembly of a resolution on the approval of the financial statements of INPRO SA for the year 2021 ended on 31 December 2021.
 - 14) Adoption by the Ordinary General Assembly of a resolution on the approval of the consolidated financial statements of the INPRO SA Corporate Group for the year 2021 ended on 31 December 2021.
 - 15) Adoption by the General Assembly of a resolution on the approval of the report of the Management Board of the activity of the INPRO SA Corporate Group in 2021 containing the report of the activity of the parent entity, INPRO Spółka Akcyjna.
 - 16) Adoption by the Ordinary General Assembly of a resolution on the division of the Company's net profit for the period from 1 January 2021 to 31 December 2021, and on setting out the record date and the dividend date.
 - 17) Adoption by the Ordinary General Assembly of a resolution expressing an opinion on the annual report of the Supervisory Board on the remuneration of the Management Board and Supervisory Board.
 - 18) Adoption by the Ordinary General Assembly of a resolution on the acknowledgement of the fulfilment of duties by the President of the Company's Management Board, Mr Krzysztof Marian Maraszek, in 2021.
 - 19) Adoption by the Ordinary General Assembly of a resolution on the acknowledgement of the fulfilment of duties by the Vice-President of the Company's Management Board, Mr Piotr Janusz Stefaniak, in 2021.
 - 20) Adoption by the Ordinary General Assembly of a resolution on the acknowledgement of the fulfilment of duties by the Vice-President of the Company's Management Board, Mr Zbigniew Feliks Lewiński, in 2021.
 - 21) Adoption by the Ordinary General Assembly of a resolution on the acknowledgement of the fulfilment of duties by the Vice-President of the Company's Management Board, Mr Robert Franciszek Maraszek, in 2021.
 - 22) Adoption by the Ordinary General Assembly of a resolution on the acknowledgement of the fulfilment of duties by the Vice-President of the Company's Management Board, Mr Marcin Tomasz Stefaniak, in 2021.
 - 23) Adoption by the Ordinary General Assembly of a resolution on the acknowledgement of the fulfilment of duties by the Chairperson of the Supervisory Board, Mr Jerzy Glanc, in 2021.
 - 24) Adoption by the Ordinary General Assembly of a resolution on the acknowledgement of the fulfilment of duties by a Member of the Supervisory Board, Mr Krzysztof Gaśak, in 2021.
 - 25) Adoption by the Ordinary General Assembly of a resolution on the acknowledgement of the fulfilment of duties by a Member of the Supervisory Board, Ms Beata Krzyżagórska-Żurek, in 2021.
 - 26) Adoption by the Ordinary General Assembly of a resolution on the acknowledgement of the fulfilment of duties by a Member of the Company's Supervisory Board, Mr Mariusz Linda, in 2021.

- 27) Adoption by the Ordinary General Assembly of a resolution on the acknowledgement of the fulfilment of duties by a Member of the Company's Supervisory Board, Mr Wojciech Stefaniak, in 2021.
- 28) Adoption by the Ordinary General Assembly of a resolution on the acknowledgement of the fulfilment of duties by a Member of the Company's Supervisory Board, Mr Szymon Lewiński, in 2021.
- 29) Adoption by the Ordinary General Assembly of a resolution on the acknowledgement of the fulfilment of duties by a Member of the Supervisory Board, Mr Łukasz Maraszek, in 2021.
- 30) Closing the session.

§2

The resolution shall come into force on the date of its adoption.

3. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the abrogation of the secrecy of voting on the resolution on the election of the Ballot Counting Committee**

§ 1

Acting on the basis of Article 420 § 3 of the Commercial Companies Code, the Ordinary General Assembly hereby decides to abrogate the secrecy of voting on the resolution on the election of the Ballot Counting Committee.

§ 2

This resolution shall come into force on the date of its adoption.

4. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the election of the Ballot Counting Committee**

§ 1

Acting on the basis of § 5 para. 1 of the By-Laws of the Company's General Assembly, the Ordinary General Assembly hereby decides to appoint the following members of the Ballot Counting Committee:

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-
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§ 2

This resolution shall come into force on the date of its adoption.

5. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the approval of the financial statements of INPRO SA for the year ended on 31 December 2021**

§ 1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 1 of the Commercial Companies Code, having become familiar with and reviewed the details the financial statements of INPRO SA for the year ended on 31 December 2021, the Ordinary General Assembly approves the financial statements of INPRO SA for the year ended on 31 December 2021, comprising:

1. the balance sheet made as at 31 December 2021 showing at the assets and equity and liabilities sides the sum of **488,166 k zlotys**,
2. the income statement showing the net profit of **29,052 k zlotys**,
3. the cash flow statement showing the decrease of cash by the sum of **36,863 k zlotys**,
4. the statement of changes in equity showing the increase of equity by the sum of **9,032 k zlotys**,
5. Additional information and explanations.

§ 2

This resolution shall come into force on the date of its adoption.

6. A resolution with a binding character

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the approval of the consolidated financial statements of the INPRO SA Corporate Group
for the year ended on 31 December 2021**

§ 1

Acting on the basis of Article 395 § 5 of the Commercial Companies Code, having become familiar with and reviewed the details the consolidated financial statements of the INPRO SA Corporate Group for the year ended on 31 December 2021, the Ordinary General Assembly approves the consolidated financial statements of the INPRO SA Corporate Group for the year ended on 31 December 2021, comprising:

1. the balance sheet made as at 31 December 2021 showing at the assets and equity and liabilities sides the sum of **722,943 k zlotys**,
2. the income statement showing the net profit of **46,912 k zlotys**,
3. the cash flow statement showing the decrease of cash by the sum of **27,265 k zlotys**,
4. the statement of changes in equity showing the increase of equity by the sum of **25,028 k zlotys**,
5. Additional information and explanations.

§ 2

This resolution shall come into force on the date of its adoption.

7. A resolution with a binding character

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the approval of the report of the Management Board of the activity of the INPRO SA Corporate Group in 2021
containing the report of the activity of the parent entity, INPRO Spółka Akcyjna**

§1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 1 and Article 395 § 5 of the Commercial Companies Code, having become familiar with and reviewed in detail the report of the Management Board of the activity of INPRO SA Corporate Group in 2021 containing the report of the activity of the parent entity, INPRO Spółka Akcyjna, the Ordinary General Assembly hereby approves the report of the Management Board of the activity in 2021 as described above.

§ 2

This resolution shall come into force on the date of its adoption.

8. A resolution with a binding character

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the division of the Company's net profit for the period from 1 January 2021 to 31 December 2021
and on setting out the record day and the dividend day**

§1

1. Acting on the basis of Article 395 § 2 item 2 of the Commercial Companies Code, the Ordinary General Assembly decides to allocate part of the profit following from the Company's financial statements for 2021 in the amount of **10,010,000.00** zlotys i.e. 0.25 zlotys per share, towards the dividend to the Company's shareholders and allocate the remaining part of the profit in the amount of **19,041,598.30** zlotys to the Company's supplementary capital.
2. Acting on the basis of Article 348 § 3 of the Commercial Companies Code, the Ordinary General Assembly decides to set out the record date for 29 July 2022 and the dividend date for 12 August 2022.

§2

This resolution shall come into force on the date of its adoption.

9. A resolution with an advisory character

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on expressing an opinion on the annual report of the Supervisory Board on the remuneration of the Management
Board and Supervisory Board**

§1

Acting on the basis of Article 90g para. 6 of the Act of 29/07/2005 *on public offering and conditions governing the introduction of financial instruments to organised trading and on public companies* (the consolidated text in Dz.U. [Journal of Laws] of 2021, item 2080, as amended), the Ordinary General Assembly hereby decides to issue a positive opinion on the annual report of the Supervisory Board on the remuneration of the Management Board and Supervisory Board of INPRO SA. The report was drawn up in accordance with the current regulations and contains all the data and items required by Article 90g of the act mentioned above.

§2

This resolution shall come into force on the date of its adoption.

**Remuneration Report
concerning the Management Board and Supervisory Board
of INPRO SA with its registered office in Gdańsk
for 2021
(from 01/01/2021 to 31/12/2021)**

This Remuneration Report was drawn up on the basis Article 90g. of the Act on public offering and conditions governing the introduction of financial instruments into an organised trading system and on public companies ((the consolidated text in Dz. U. [Journal of Laws] of 2021, item 1983, as amended) (the "Act").

The binding version of the Remuneration Policy for the Members of the Management Board and Supervisory Board of INPRO SA with its registered office in Gdańsk (the "Policy") was approved on 28/06/2021 by Resolution No. 11/2021 of the Ordinary General Assembly of INPRO SA. The binding and previous versions of the Policy are available at www.inpro.com.pl, For Investors / Corporate Governance tab.

Pursuant to § 17 of the Policy, the Supervisory Board shall prepare an annual remuneration report to provide the General Assembly with information on remuneration received by the Company's Management Board and Supervisory Board in the previous financial year. The report is audited by a statutory auditor.

1. Components of the remuneration of the Management Board and Supervisory Board in the financial year from 01/01/2021 to 31/12/2021

In conformity with the Statutes of INPRO SA, the remuneration of the Supervisory Board members is fixed by the General Meeting and the remuneration of the Management Board members by the Supervisory Board. The remuneration of the managers is fixed on the basis of the Remuneration Rules prepared in conformity with the requirements of the Labour Code.

1.1 Management Board

1.1.1. In the financial year from 01/01/2021 to 31/12/2021, the remuneration of the members of the Management Board of INPRO SA, i.e. Messrs: Krzysztof Maraszek, Piotr Stefaniak, Zbigniew Lewiński, Robert Maraszek and Marcin Stefaniak, was paid on the following basis and consisted of the following components:

a) fixed monetary remuneration:

The President of the Management Board, Krzysztof Maraszek, fulfilled his function within the Management Board on the basis of the management contract, and the remuneration of the Vice-Presidents of the Management Board, Piotr Stefaniak and Zbigniew Lewiński, during their term of office, was determined by the Company's Supervisory Board in a resolution.

The members of the Management Board, who were appointed by the Supervisory Board on 14/09/2020, i.e. Vice-President Robert Maraszek and Vice-President Marcin Stefaniak, were employed at INPRO SA on the basis of an employment agreement.

As indicated above, the President of the Management Board, Krzysztof Maraszek, fulfilled his functions within the Management Board on the basis of the management contract dated 30/07/2015, executed for the period from 01/08/2015 until the end of each term of office for which he was appointed (the "Contract") with the wording fixed in the annex of 03/09/2015 (the "Annexe").

The conditions of the remuneration of Mr Piotr Stefaniak when he served as Vice-President of the Company's Management Board were determined in resolutions No. 25/2015 of 20/07/2015 of the Supervisory Board and No. 27/2015 of 13/08/2015, amended by resolution No. 29/2020 of 14/09/2020.

The conditions of the remuneration of Mr Zbigniew Lewiński when he served as Vice-President of the Company's Management Board were determined in resolution No. 29/2015 of 04/09/2020 of the Supervisory Board, amended by resolution No. 30/2020 of 14/09/2020.

The conditions of the remuneration of Mr Robert Maraszek as Vice-President of the Management Board were determined in resolution No. 27/2020 of 14/09/2020 of the Supervisory Board, amended by resolution No. 37/2020 of 18/12/2020 (the remuneration was changed on 01/01/2021).

The conditions of the remuneration of Mr Marcin Stefaniak as Vice-President of the Management Board were determined in resolution No. 28/2020 of 14/09/2020 of the Supervisory Board, amended by resolution No. 38/2020 of 18/12/2020 (the remuneration was changed on 01/01/2021).

On 16/11/2021, the Supervisory Board of INPRO adopted resolution No. 22/2021 on the dismissal of Mr Piotr Janusz Stefaniak from the function of Vice-President of the Company's Management Board and also from the Management Board of INPRO SA. The resolution became effective on the date of its adoption. The dismissal of Mr Piotr Janusz Stefaniak was effected pursuant to §7 para. 5 of the Company's Statutes and was due to important reasons concerning the health of that person.

The remuneration level of the member of the Management Board in 2021 was as follows:

- Mr Krzysztof Maraszek – the remuneration for the period from 01/01/2021 to 31/12/2021 in the amount of PLN 70,000 gross per month;
- Mr Piotr Stefaniak – the remuneration for the period from 01/01/2021 to 16/11/2021 in the amount of PLN 35,000 gross per month;
- Mr Zbigniew Lewiński – the remuneration for the period from 01/01/2021 to 31/12/2021 in the amount of PLN 35,000 gross per month;
- Mr Krzysztof Maraszek – the remuneration for the period from 01/01/2021 to 31/12/2021 in the amount of PLN 45,000 gross per month;
- Mr Marcin Stefaniak – the remuneration for the period from 01/01/2021 to 31/12/2021 in the amount of PLN 45,000 gross per month;

Pursuant to the provisions of the Contract, if it is terminated by any of the parties with 3 months' notice, and in the case of termination with immediate effect by Mr Krzysztof Maraszek for reasons specified in the Contract, the Company is obliged to pay that Member of the Management Board a severance pay in the amount of PLN 1,200,000 gross. Mr Krzysztof Maraszek is obliged to abstain from competitive business during the term of the Contract and for 12 months thereafter. In relation to non-competition after the expiry of the Contract, the Company is obliged to pay Mr Krzysztof Maraszek a monthly indemnity equal to 75 % of the base remuneration for the last full calendar month of the Contract validity.

Pursuant to the above-mentioned resolutions of the Company's Supervisory Board, in the event of dismissal of Mr Piotr Stefaniak and Mr Zbigniew Lewiński by the Company from their respective functions: President and Vice-President of the Management Board, or in the event of Mr Piotr Stefaniak and Mr Zbigniew Lewiński tendering their resignation from the functions in the Company's Management Board, the Company must pay severance pay of PLN 1,200,000 to the relevant member of the Management Board. The above-mentioned severance pay shall not be due if the dismissal from the function of a Member of the Management Board takes place because of gross negligence, as a result of which the Company suffered real damage significantly affecting its financial liquidity or in the event of a Member of the Management Board committing an offence ascertained by a legally valid court judgement and preventing him, in compliance with the absolutely binding provisions of law, from further fulfilling the functions of the Member of the Management Board. The Supervisory Board also resolved that Mr Piotr Stefaniak and Mr Zbigniew Lewiński are prohibited from competitive business during the term of the mandates and for 12 months after their expiry. In relation to non-competition after the expiry of the mandates, the Company is obliged to pay each of those members of the Management Board a monthly indemnity equal to 75 % of the base remuneration for the last full calendar month of the function.

In relation to the dismissal on 16/11/2021 of Mr Piotr Stefaniak from the function of Vice-President of the Management Board of the Company and also from the Management Board of INPRO SA, the severance pay at PLN 1,200,000 was paid on 16/11/2021. From 17/11/2021 to 13/12/2021, Mr Piotr Stefaniak received monthly compensation equal to 75 % of the last remuneration (out of which the benefits for 17/11/2021 – 30/11/2021 amounted to PLN 11,812.50 gross, and the benefits due for December at PLN 11,008.01 gross were paid to Mr Stefaniak's heirs).

- b) **non-monetary benefit in the form of:** the right to use the car, telephone and computer (all used for business and private purposes), D & O insurance and, in the case of Mr Marcin Stefaniak, also health insurance under an extra insurance agreement.
- c) **additional monetary remuneration:**

The remuneration of each member of the Management Board comprised the right to additional variable remuneration under the rules set out in the Remuneration Policy.

The detailed rules for fixing, calculation and payment of variable remuneration to the Members of the Management Board shall be specified by the Supervisory Board in a resolution provided, however, that if an annual bonus is awarded, its amount awarded to the various Members of the Management Board may not be lower than 1% of the Company's or Group's profit following from the financial statements of the Company or Group respectively for the previous financial year, as approved by the General Assembly. The Annual Bonus is divided in equal parts between all the members of the Management Board.

In 2021, the Supervisory Board adopted resolution No. 19/2021 of 17/08/2021, on the basis of which additional remuneration (annual bonus) at PLN 108,400 gross was paid to each member of the Management Board. Pursuant to the resolution, the remuneration was paid within 30 days from the date of the resolution, that is by 27/08/2021.

In addition, based on resolution No. 32/2020 of 14/09/2020 of the Company's Supervisory Board, the members of the Management Board performing the tasks of the Project Director (Mr Robert Maraszek) and Construction Division Director (Mr Marcin Stefaniak) may be awarded a bonus based on project profit, which is computed as a specified percentage (0.5 %) of the gross profit on a given project completed in the financial year preceding the year in which the bonus is paid. Bonus award each time requires the adoption of a relevant resolution by the Supervisory Board.

In 2021, the Supervisory Board adopted resolution No. 18/2021 of 08/07/2021, on the basis of which additional remuneration (a project profit bonus) at PLN 225,000 gross was paid to the members of the Management Board, Mr Robert Maraszek and Mr Marcin Stefaniak. Pursuant to the resolution, the above remuneration amounts were paid on 29/07/2021.

1.2 Supervisory Board

1.2.1. In the financial year from 01/01/2021 to 31/12/2021, the remuneration of the members of the Supervisory Board of INPRO SA consisted of the following elements:

1.2.1.1. In the period from 01/01/2021 to 28/06/2021, the remuneration of the members of the Supervisory Board of INPRO SA in the bench consisting of: Jerzy Glanc – Chairman of the Supervisory Board, Krzysztof Gaśak – Deputy Chairman, Łukasz Maraszek – Secretary, Wojciech Stefaniak, Szymon Lewiński, Beata Krzyżagórska-Żurek and Mariusz Linda, consisted of the following elements:

- **fixed monetary remuneration** (fixed lump sum remuneration in relation to participation in the sessions of the Supervisory Board), based on the appointment as Chairperson or Member of the Supervisory Board of INPRO SA.

Pursuant to resolution No. 33/2020 of 25/06/2020 of the General Assembly of INPRO SA on the determination of the remuneration of the members of the Supervisory Board of INPRO SA:

- a) the remuneration of the Chairperson of the Supervisory Board in the amount of PLN 7,000.00 gross for each session of the Supervisory Board,
- b) the remuneration of the Vice-Chairperson of the Supervisory Board in the amount of PLN 6,000.00 gross for each session of the Supervisory Board,
- c) the remuneration of the Secretary of the Supervisory Board in the amount of PLN 5,000.00 gross for each session of the Supervisory Board,
- d) the remuneration of the various Members of the Supervisory Board, who do not fulfil the function of Chairperson, Vice-Chairperson or Secretary of the Supervisory Board, in the amount of PLN 5,000.00 gross for each session of the Supervisory Board.

1.2.1.2. In the period from 29/06/2021 to 31/12/2021, the remuneration of the members of the Supervisory Board of INPRO SA in the bench consisting of: Jerzy Glanc – Chairman of the Supervisory Board, Krzysztof Gaśak – Deputy Chairman, Łukasz Maraszek – Secretary, Wojciech Stefaniak, Szymon Lewiński, Beata Krzyżagórska-Żurek and Mariusz Linda, consisted of the following elements:

- **fixed monetary remuneration** (fixed monthly remuneration) based on the appointment as Chairperson or Member of the Supervisory Board of INPRO SA.

Pursuant to resolution No. 12/2021 of 28/06/2021 of the General Assembly of INPRO SA on the determination of the remuneration of the members of the Supervisory Board of INPRO SA:

- a) the remuneration of the Chairperson of the Supervisory Board in the amount of PLN 2,916.67 gross per month,
- b) the remuneration of the Chairperson of the Audit Committee in the amount of PLN 2,333.33 gross per month,
- c) the remuneration of the Vice-Chairperson of the Supervisory Board in the amount of PLN 2,500.00 gross per month,
- d) the remuneration of the Secretary of the Supervisory Board in the amount of PLN 2,200.00 gross per month,
- e) the remuneration of the Members of the Supervisory Board, who do not fulfil the function of Chairperson, Vice-Chairperson or Secretary of the Supervisory Board, in the amount of PLN 2,200.00 gross per month,
- f) the remuneration of the Members of the Audit Committee who do not fulfil the function of Chairperson, in the amount of PLN 1,700.00 gross per month.

2. Total remuneration

2.1 Management Board

Remuneration received at INPRO SA in the financial year from 01/01/2021 to 31/12/2021 (at cost)

Management Board	Remuneration in relation to [appointment/management contract/employment relationship]	Additional monetary remuneration	Benefits	Total
Krzysztof Maraszek	PLN 840 000.00	PLN 108 400.00	-	PLN 948 400.00
Zbigniew Lewiński	PLN 420 000.00	PLN 108 400.00	-	PLN 528 400.00
Piotr Stefaniak *	PLN 369 250.00	PLN 1 320 212.50	-	PLN 1 689 462.50
Robert Maraszek	PLN 544 800.00	PLN 333 400.00	-	PLN 878 200.00
Marcin Stefaniak	PLN 545 973.65	PLN 333 400.00	-	PLN 879 373.65
Total	PLN 2 720 023.65	PLN 2 203 812.50	-	PLN 4 923 836.15

* in the period of acting as a member of the Management Board – i.e. remuneration for the period from 01/01/2021 to 16/11/2021 plus severance pay and compensation received in 2021 as described in item 1.1.1 a)

Proportions between the various remuneration components

Management Board	Remuneration in relation to [appointment/management contract/employment relationship]	Additional monetary remuneration	Benefits	Total
Krzysztof Maraszek	89 %	11 %	-	100 %
Zbigniew Lewiński	79 %	21 %	-	100 %
Piotr Stefaniak *	22 %	78 %	-	100 %
Robert Maraszek	62 %	38 %	-	100 %
Marcin Stefaniak	62 %	38 %	-	100 %
Structure	55 %	45 %	-	100 %

* in the period of acting as a member of the Management Board – i.e. remuneration for the period from 01/01/2021 to 16/11/2021 plus severance pay and compensation received in 2021 as described in item 1.1.1 a)

The remuneration structure of the Management Board of INPRO SA in the financial year from 01/01/2021 to 31/12/2021 consisted of:

- 55 % of the total remuneration of the Management Board – fixed monetary remuneration in relation to the function, the amount as determined in item 1.1.1. a)-b) above.
- 45 % of the total remuneration of the Management Board – additional monetary remuneration, whose amount and rules of payment are determined in item 1.1.1. c) above. The grounds for the payment were constituted by, without limitation, resolution No. 18/2021 of 08/07/2020 of the Supervisory Board (project profit bonus for Messrs Robert Maraszek and Marcin Stefaniak) and resolution No. 19/2021 of 17/08/2021 of the Supervisory Board (the annual bonus for all the members of the Management Board).

Additional remuneration also comprises benefits paid to Mr Piotr Stefaniak in relation to his dismissal from the Management Board on 16/11/2021, namely severance pay at PLN 1,200,000.00 gross (paid on 16/11/2021) and non-competition compensation at 75 % of gross remuneration, paid for the period from 17/11/2021 to 30/11/2021 (PLN 11,812.50). The additional benefits paid to Mr Piotr Stefaniak as described in the previous sentence were one-off benefits and, as their amount was considerable, they changed the remuneration percentage breakdown (structure) of remuneration divided into fixed and additional components.

When the above-mentioned additional components paid to Mr Piotr Stefaniak are disregarded, the remuneration structure is as follows: fixed remuneration was 73 % of the total, and additional remuneration was 27 % of the total.

The remuneration was completed with:

- non-monetary benefits in the form of: the right to use: the car (Mr Robert Maraszek and Mr Marcin Stefaniak – a lump sum for the company car used for private purposes at PLN 4,800 for January - December 2021 per person), telephone and computer (all used for business and private purposes), as well as D & O agreements. Mr Marcin Stefaniak also had a health insurance cover (PLN 1,173.65 for January - December 2021).

In the period covered by this Report, no monetary or non-monetary benefits were awarded to the next-of-kins or partners of the members of the Management Board.

2.2 Supervisory Board

Remuneration received at INPRO SA in the financial year from 01/01/2021 to 31/12/2021 (at cost)

Supervisory Board	Monetary remuneration in relation to appointment (fixed)	Remuneration in relation to the employment relationship with INPRO SA (fixed)	Variable monetary remuneration	Total
Jerzy Glanc	PLN 46 700.02	-	0.00	PLN 46 700.02
Krzysztof Gąsak	PLN 32 000.00	-	0.00	PLN 32 000.00
Łukasz Maraszek	PLN 23 200.00	-	0.00	PLN 23 200.00
Wojciech Stefaniak	PLN 23 489.80	-	0.00	PLN 23 489.80
Szymon Lewiński	PLN 23 200.00	PLN 32 694.14	0.00	PLN 55 894.14
Beata Krzyżagórska-Żurek	PLN 44 199.98	-	0.00	PLN 44 199.98
Mariusz Linda	PLN 38 976.00	-	0.00	PLN 38 976.00
Total	PLN 231 765.80	PLN 32 694.14	0.00	PLN 264 459.92

Proportions between the various remuneration components

Supervisory Board	Fixed monetary remuneration (in relation to appointment and employment relationship)	Variable monetary remuneration	Total
Jerzy Glanc	100 %	n/a	100 %
Krzysztof Gąsak	100 %	n/a	100 %
Łukasz Maraszek	100 %	n/a	100 %
Wojciech Stefaniak	100 %	n/a	100 %
Szymon Lewiński	100 %	n/a	100 %
Beata Krzyżagórska-Żurek	100 %	n/a	100 %
Mariusz Linda	100 %	n/a	100 %
Structure	100 %	n/a	100 %

The only component of the remuneration of the members of the Supervisory Board of INPRO SA (except Mr Szymon Lewiński) in 2021 was the monetary remuneration in relation to appointment. Whilst the grounds for the payment of remuneration until June 2021 were constituted by resolution No. 33/2020 of 25/06/2020 of the Ordinary General Assembly of INPRO SA on the determination of the remuneration of the Supervisory Board members, from 29/06/2021 to 31/12/2021 remuneration was paid on the basis of resolution No. 12/2021 of 28/06/2021 of the Ordinary General Assembly of INPRO SA regarding the same subject matter.

In addition to remuneration in relation to his appointment for the Supervisory Board, in 2021 Mr Szymon Lewiński also received fixed remuneration under the employment relationship with INPRO SA, which was 58 % of his remuneration received from INPRO SA in 2021.

In relation to the launch of the Employee Capital Plans (PPK) programme, one Supervisory Board member was covered by the programme since December 2020 throughout 2021.

3. Conformity of the remuneration of the Management Board and Supervisory Board members with the endorsed Remuneration Policy and the influence of the remuneration on the pursuance of the Company's long-term objectives

The current Remuneration Policy has been in force at the Company since 28 June 2021 (the previous version dated 25/06/2020).

The payments of remuneration and other non-monetary benefits to the Management Board and Supervisory Board members, the amounts and payment terms presented in detail above, comply with the requirements of the endorsed Remuneration Policy through the following:

- provision of remuneration in the form allowed by the Remuneration Policy,
- not exceeding the amount of the fixed remuneration of the Management Board and Supervisory Board members

Solutions adopted in the Remuneration Policy have been developed in such manner as to contribute to the pursuance of the Company's business strategy, long-term economic interests and stability, and ensure the safety of company operations.

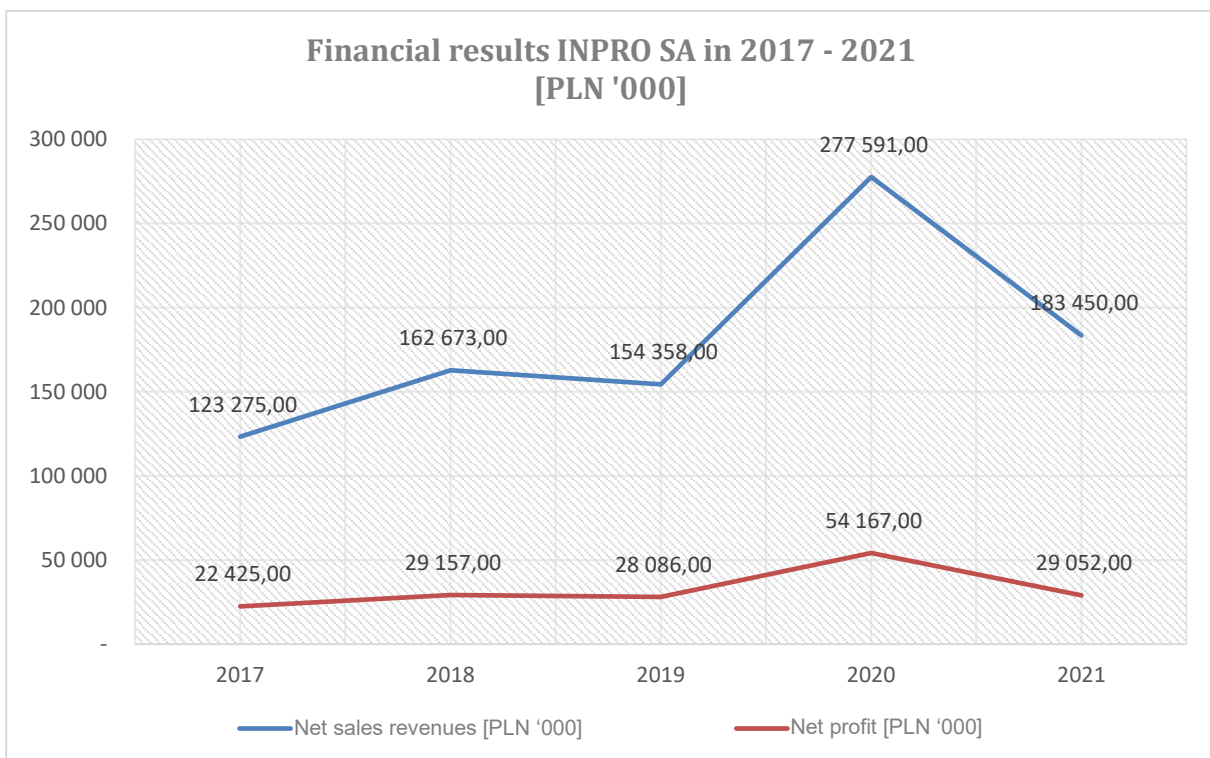
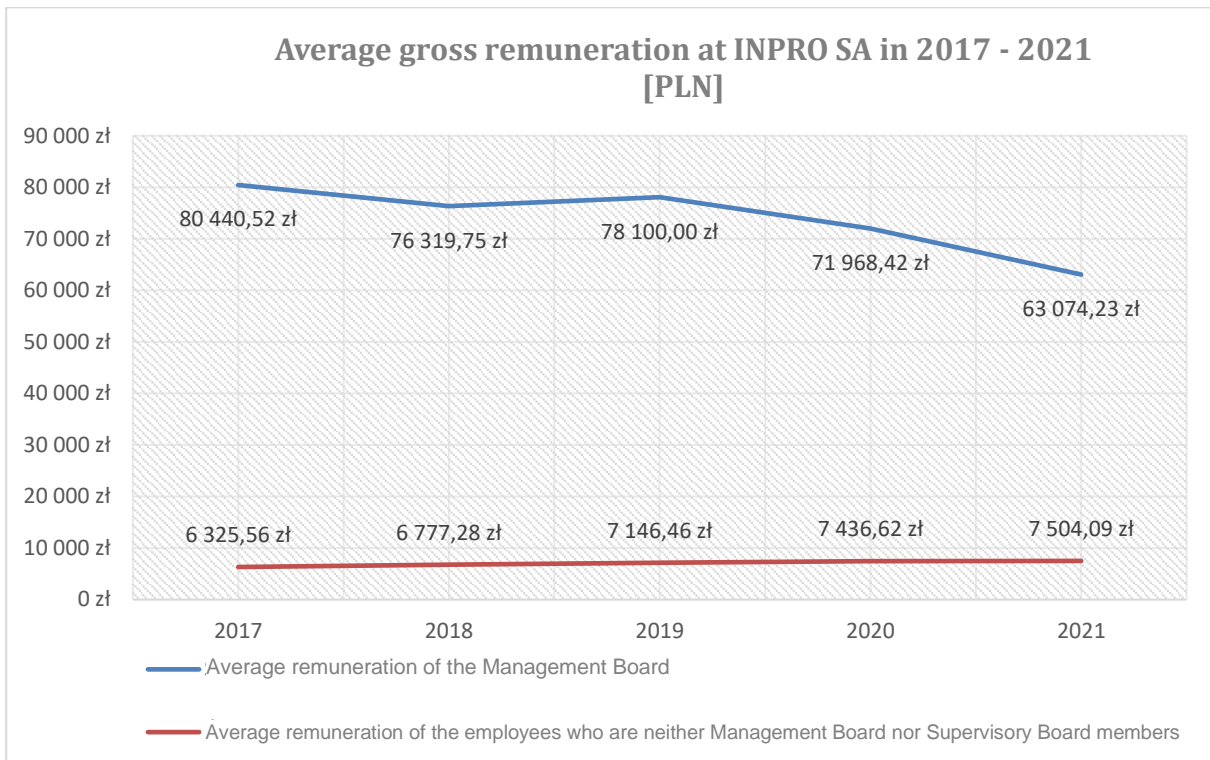
4. Information on the way in which the criteria concerning the results were applied

The members of the Company's Management Board received their (fixed and additional) remuneration on the basis of the payment grounds described in detail above (the Contract and resolutions of the Supervisory Board). It is appropriate to consider that the remuneration of the Management Board members in 2021 is commensurate with their functions, positions and responsibilities, and the structure of such remuneration (the fixed and additional element) motivates the members of the Management Board to pursue commercial objectives and increase the value of the Company without, however, encouraging an unreasonable business risk.

In 2021, the award of the additional remuneration component was conditioned by the Company achieving profit for the previous financial year and by the approval of the financial statements. The amount of additional remuneration was fixed in a resolution of the Supervisory Board. In 2021, the Supervisory Board adopted resolution No. 18/2021 of 08/07/2021 on the basis of which additional remuneration (the project profit bonus) at PLN 225,000 gross was paid to the members of the Management Board, Mr Robert Maraszek and Mr Marcin Stefaniak, and resolution No. 19/2021 of 17/08/2021, on the basis of which additional remuneration (the annual bonus) at PLN 108,400 gross was paid to each member of the Management Board.

Supervisory Board members received remuneration on the basis of the grounds for the payment as described in detail above (the resolutions of the General Assembly). It is appropriate to consider the amount of the Supervisory Board members as commensurate with the Company's size and the level of complexity of supervision activities performed by the Supervisory Board. Since June 2021, the components of the remuneration of the Supervisory Board members included fixed monthly remuneration, which did not depend on the Company's financial results, but on the amount of work done by a Supervisory Board member outside the sessions of the Management Board. Such a remuneration structure ensured the independence of supervision provided by Supervisory Board members over the Company by making their remuneration independent of the Company's financial results. Also, correct supervision ensures the Company's stability and security which, in turn, translates to the pursuance of the Company's long-term objectives.

5. Information on the annual change of the remuneration, INPRO SA's results and average salary of its employees who are not the members of the Management Board or Supervisory Board



6. Amount of the remuneration from the entities belonging to the INPRO SA Corporate Group

6.1 Management Board

Amount of the remuneration from the entities belonging to the INPRO SA Corporate Group in 2021

Subsidiary/Court registration	Remuneration title	Remuneration amount	First and last name
DOMESTA Sp. z o.o. National Court Register (KRS) No.: 0000061417	Appointment as Supervisory Board member	PLN 48 597.00	Piotr Stefaniak
DOMESTA Sp. z o.o. National Court Register (KRS) No.: 0000061417	Appointment as Supervisory Board member	PLN 51 500.00	Krzysztof Maraszek
DOMESTA Sp. z o.o. National Court Register (KRS) No.: 0000061417	Appointment as Supervisory Board member	PLN 51 500.00	Zbigniew Lewiński
SML Sp. z o.o. National Court Register (KRS) No.: 0000628286	President of the Management Board	PLN 62 000.00*	Robert Maraszek
Total		PLN 213 597.00	

* In 06-12/2021

In the financial year 2021, Management Board members Piotr Stefaniak (until 13/12/2021), Krzysztof Maraszek and Zbigniew Lewiński received remuneration only from one entity within the Corporate Group – Domesta Sp. z o.o.

From June to December 2021, Mr Robert Maraszek received remuneration at a subsidiary, SML Sp. z o.o., in relation to his function of President of the Management Board.

The other Management Board members (Mr Marcin Stefaniak) did not receive remuneration from entities within the INPRO SA Corporate Group in the financial year 2021.

6.2 Supervisory Board

In the financial year 2021, Supervisory Board members did not receive remuneration from entities within the INPRO SA Corporate Group.

7. Number of financial instruments awarded or offered and the main conditions for exercising the rights under those instruments, including the price and date of exercising the right, and their changes

INPRO SA does not anticipate the remuneration of the Management Board and Supervisory Board members in the form of financial instruments in the meaning of the Financial Instrument Trading Act of 29 July 2005 the consolidated text in Dz. U. [Journal of Laws] of 2022, item 861) and additional pension and early retirement programmes.

8. Information on taking advantage of the opportunity to require variable remuneration components to be returned

INPRO SA does not anticipate deferred payment of additional remuneration components or the option to demand their reimbursement.

9. Information on exceptions to the remuneration policy implementation procedure

As far as the Supervisory Board is aware, no exceptions to the Remuneration Policy implementation procedure were noted.

10. Opinion-giving resolution

During the General Assembly on 28/06/202, following the discussion on the remuneration of the members of the Management Board and Supervisory Board, resolution No. 9/2021 on the approval of the Remuneration Report for financial years 2019-2020 was adopted.

10. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the acknowledgement of the fulfilment of duties by the President of the Management Board,
Krzysztof Marian Maraszek, in 2021**

§1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Assembly acknowledges the fulfilment of duties by Mr Krzysztof Marian Maraszek, the President of the Management Board of the Company, in his activity as a member of the Management Board in the financial year 2021 comprising the period from 01/01/2021 to 31/12/ 2021.

§2

This resolution shall come into force on the date of its adoption.

11. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the acknowledgement of the fulfilment of duties by the Vice-President of the Management Board,
Piotr Janusz Stefaniak, in 2021**

§1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Assembly acknowledges the fulfilment of duties by Mr Piotr Janusz Stefaniak, Vice-President of the Management Board of the Company, in his activity as a member of the Management Board in the financial year 2021 comprising the period from 01/01/2021 to 16/11/2021.

§2

This resolution shall come into force on the date of its adoption.

12. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the acknowledgement of the fulfilment of duties by the Vice-President of the Management Board, Zbigniew Feliks
Lewiński, in 2021**

§1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Assembly acknowledges the fulfilment of duties by Mr Zbigniew Feliks Lewiński, the Vice-President of the Management Board of the Company, in his activity as a member of the Management Board in the financial year 2021 comprising the period from 01/01/2021 to 31/12/2021.

§2

This resolution shall come into force on the date of its adoption.

13. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022**

on the acknowledgement of the fulfilment of duties by the Vice-President of the Management Board, Robert Franciszek Maraszek, in 2021

§1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Assembly acknowledges the fulfilment of duties by Mr Robert Franciszek Maraszek, the Vice-President of the Management Board of the Company, in his activity as a member of the Management Board in the financial year 2021 comprising the period from 01/01/2021 to 31/12/2021.

§2

This resolution shall come into force on the date of its adoption.

14. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022**

on the acknowledgement of the fulfilment of duties by the Vice-President of the Management Board, Marcin Tomasz Stefaniak, in 2021

§1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Assembly acknowledges the fulfilment of duties by Mr Marcin Tomasz Stefaniak, Vice-President of the Management Board of the Company, in his activity as a member of the Management Board in the financial year 2021 comprising the period from 01/01/2021 to 31/12/2021.

§2

This resolution shall come into force on the date of its adoption.

15. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022**

on the acknowledgement of the fulfilment of duties by the Chairman of the Supervisory Board, Jerzy Glanc, in 2021

§ 1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Assembly acknowledges the fulfilment of duties by Mr Jerzy Glanc, the Chairperson of the Supervisory Board of the Company, in his activity as a member of the Supervisory Board in the financial year 2021 comprising the period from 01/01/2021 to 31/12/2021.

§2

This resolution shall come into force on the date of its adoption.

16. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the acknowledgement of the fulfilment of duties by the Member of the Supervisory Board,
Krzysztof Gąsak, in 2021**

§1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Assembly acknowledges the fulfilment of duties by Mr Krzysztof Gąsak, a member of the Company's Supervisory Board, in his activity as a member of the Supervisory Board in the financial year 2021 comprising the period from 01/01/2021 to 31/12/2021.

§2

This resolution shall come into force on the date of its adoption.

17. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the acknowledgement of the fulfilment of duties by the Member of the Supervisory Board,
Beata Krzyżagórska-Żurek, in 2021**

§ 1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Assembly acknowledges the fulfilment of duties by Ms Beata Krzyżagórska-Żurek, a member of the Company's Supervisory Board, in her activity as a member of the Supervisory Board in the financial year 2021 comprising the period from 01/01/2021 to 31/12/2021.

§2

This resolution shall come into force on the date of its adoption.

18. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the acknowledgement of the fulfilment of duties by the Member of the Supervisory Board,
Mariusz Linda, in 2021**

§1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Assembly acknowledges the fulfilment of duties by Mr Mariusz Linda, a member of the Company's Supervisory Board, in his activity as a member of the Supervisory Board in the financial year 2021 comprising the period from 01/01/2021 to 31/12/2021.

§2

This resolution shall come into force on the date of its adoption.

19. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the acknowledgement of the fulfilment of duties by the Member of the Supervisory Board,
Wojciech Stefaniak, in 2021**

§ 1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Assembly acknowledges the fulfilment of duties by Mr Wojciech Stefaniak, a member of the Company's Supervisory Board, in his activity as a member of the Supervisory Board in the financial year 2021 comprising the period from 01/01/2021 to 31/12/2021.

§2

This resolution shall come into force on the date of its adoption.

20. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the acknowledgement of the fulfilment of duties by the Member of the Supervisory Board,
Szymon Lewiński, in 2021**

§ 1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Assembly acknowledges the fulfilment of duties by Mr Szymon Lewiński, a member of the Company's Supervisory Board, in his activity as a member of the Supervisory Board in the financial year 2021 comprising the period from 01/01/2021 to 31/12/2021.

§2

This resolution shall come into force on the date of its adoption.

21. *A resolution with a binding character*

**Resolution No./2022
of the Ordinary General Assembly
of INPRO SA with its registered office in Gdańsk
of 24 June 2022
on the acknowledgement of the fulfilment of duties by the Member of the Supervisory Board,
Łukasz Maraszek, in 2021**

§ 1

Acting on the basis of Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code, the Ordinary General Assembly acknowledges the fulfilment of duties by Mr Łukasz Maraszek, a member of the Company's Supervisory Board, in his activity as a member of the Supervisory Board in the financial year 2021 comprising the period from 01/01/2021 to 31/12/2021.

§2

This resolution shall come into force on the date of its adoption.