

**The draft resolutions to be discussed by the Annual General Meeting of
X-Trade Brokers Dom Maklerski S.A. convened on 20 April 2020**

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Ad. 2 of the agenda

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)
on appointing of the Chairperson of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A.**

§ 1

Annual General Meeting elects Mr/ Ms as the Chairperson of the Annual General Meeting

§ 2

The Resolution shall come into force on the moment it has been passed.

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Ad. 4 of the agenda

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)
on adopting the agenda**

Annual General Meeting adopts the following agenda of the meeting:

1. Opening of the Annual General Meeting;
2. Appointment of the Chairperson of the Annual General Meeting;
3. Asserting that the Annual General Meeting has been convened correctly and is capable of adopting resolutions;
4. Adoption of the agenda;
5. Review and approval of the Management Board's report concerning the activity of the Group and the Company in 2019;
6. Adoption of the resolution concerning approval of the Company's separate financial statement for 2019;
7. Adoption of the resolution concerning approval of the consolidated financial statement of the Group X-Trade Brokers Dom Maklerski S.A. for 2019;
8. Adoption of the resolution concerning profit distribution;

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9. Adoption of the resolutions concerning granting the vote of approval for the members of the Company's Management Board for performance of their duties in the year 2019;
10. Review and approval of the report concerning the activity of the Company's Supervisory Board in 2019;
11. Adoption of the resolution concerning granting the vote of approval for the members of the Company's Supervisory Board for performance of their duties in the year 2019;
12. Adoption of the amended Policy regarding the verification and selection of persons being members of the Management Board and the Supervisory Board as well as the key employees;
13. Adoption of the Remuneration Policy for the Members of the Management Board and the Members of the Supervisory Board;
14. Closing of the Annual General Meeting.

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Ad. 5 of the agenda

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020**

(draft)

**on reviewing and approval of the Management Board's report concerning the activity
of the Group and the Company in 2019**

§1

Annual General Meeting, after reviewing of the Management Board's report concerning the activity of the Group and the Company in 2019, hereby approves the Management Board's report concerning the activity of the Group and the Company in 2019.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 6 of the agenda

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020**

(draft)

on approval of the Company's separate financial statement for 2019

§1

Annual General Meeting, after reviewing of the Company's separate financial statement (Standalone Annual Report) for 2019, hereby approves the Company's separate financial statement (Standalone

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Annual Report) for 2019 prepared in accordance with International Financial Reporting Standards, consisting of:

- comprehensive income statement for the period of 1 January 2019 - 31 December 2019 which shows net profit in the amount of PLN 54.145 thousand,
- statement of financial position on 31 December 2019 with total assets of and total liabilities and equity of PLN 1.083.889 thousand,
- statement of changes in equity for the financial year 1 January 2019 - 31 December 2019 presenting increase of the equity capital in the amount of PLN 34.057 thousand,
- cash flow statement which presents increase of the cash funds between 1 January 2019 and 31 December 2019 by the net amount of PLN 23.268 thousand
- additional explanatory notes to the financial statements and other explanatory notes.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 7 of the agenda

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)**

on reviewing and approval of the consolidated financial statement of the Group X-Trade Brokers Dom Maklerski S.A. for 2019

§1

Annual General Meeting, after reviewing of the X-Trade Brokers Dom Maklerski S.A. Capital Group's Consolidated consolidated financial statement (Consolidated Annual Report) for 2019, hereby approves the X-Trade Brokers Dom Maklerski S.A. Capital Group's consolidated financial statement (Consolidated Annual Report) for 2019 prepared in accordance with International Financial Reporting Standards, consisting of:

- comprehensive income statement for the period of 1 January 2019 - 31 December 2019 which shows net profit in the amount of PLN 57.701 thousand,
- statement of financial position on 31 December 2019, with total assets of and total liabilities and equity of PLN 1.138.900 thousand,

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- statement of changes in equity for the financial year 1 January 2019 - 31 December 2019 presenting increase of the equity capital in the amount of PLN 35.588 thousand,
- cash flow statement which presents increase of the cash funds between 1 January 2019 and 31 December 2019 by the net amount of PLN 17.543 thousand,
- additional explanatory notes to the financial statements and other explanatory notes.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 8 of the agenda

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)
on profit distribution, dividend date and the day of payment of the dividend**

Acting in accordance with Article 348 § 3 and § 4 and Article 395 § 2 point 2 of the Commercial Companies Code, it is resolved as follows:

§1

1. Annual General Meeting hereby decides to pay the dividend from the Company's net profit for 2019, which amounted to PLN 54 145 324.41 (fifty four million, one hundred and forty five thousand, three hundred and twenty-four zlotys and 41/100), in the amount of PLN 28 172 072.40 (twenty eight million one hundred seventy two thousand seventy two zlotys and 40/100), i.e. PLN 0,24 (24/100) per share. The Annual General Meeting decided to retain the retaining part of the profit in the amount of PLN 25,973,252.01 (twenty five million nine hundred seventy three thousand two hundred fifty two zlotys and 1/100) on a reserve capital.
2. The 30th of April 2020 is determined as the day according to which the list of shareholders entitled to the dividend is determined (dividend date).
3. The payment of the dividend will be made on 15th of May 2020 (the day of payment of the dividend).
4. All shares issued by the Company are entitled to the dividend.

§2

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Ad. 9 of the agenda

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)
on granting the vote of approval for the President of the Management Board
Mr. Omar Arnaout**

§1

Annual General Meeting hereby grants Mr. Omar Arnaout the vote of approval for performance of his duties as the President of the Management Board for the period of 1 January 2019 – 31 December 2019.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)
on granting the vote of approval for the Member of the Management Board
Mr. Paweł Szejko**

§1

Annual General Meeting hereby grants Mr. Paweł Szejko the vote of approval for performance of his duties as the Member of the Management Board for the period of 1 January 2019 - 31 December 2019.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)
on granting the vote of approval for the Member of the Management Board
Mr. Filip Kaczmarzyk
§1**

Annual General Meeting hereby grants Mr. Filip Kaczmarzyk the vote of approval for performance of his duties as the Member of the Management Board for the period of 1 January 2019 - 31 December 2019.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)
on granting the vote of approval for the Member of the Management Board
Mr. Jakub Kubacki
§1**

Annual General Meeting hereby grants Mr. Jakub Kubacki the vote of approval for performance of his duties as the Member of the Management Board for the period of 1 January 2019 - 31 December 2019.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)
on granting the vote of approval for the Member of the Management Board
Mr. Andrzej Przybylski
§1**

Annual General Meeting hereby grants Mr. Andrzej Przybylski the vote of approval for performance of his duties as the Member of the Management Board for the period of 1 May 2019 - 31 December 2019.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 10 of the agenda

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)
on reviewing and approval of the report concerning the activity of the Company's
Supervisory Board in 2019**

§1

Annual General Meeting, after reviewing of the report concerning the activity of the Company's Supervisory Board in 2019, hereby approves the report concerning the activity of the X-Trade Brokers Dom Maklerski S.A.'s Supervisory Board in 2019.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 11 of the agenda

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)
on granting the vote of approval for the Chairman of the Company's Supervisory Board
Mr. Jakub Leonkiewicz**

§1

Annual General Meeting hereby grants Mr. Jakub Leonkiewicz the vote of approval for performance of his duties as the Chairman of the Supervisory Board for the period of 1 January 2019 – 31 December 2019.

§2

The Resolution shall come into force on the day it has been passed.

=====

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)
on granting the vote of approval for the Member of the Company's Supervisory Board
Mr. Łukasz Baszczyński**

§1

Annual General Meeting hereby grants Mr. Łukasz Baszczyński the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2019 - 31 December 2019.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020**

(draft)

**on granting the vote of approval for the Member of the Company’s Supervisory Board
Mr. Jarosław Jasik**

§1

Annual General Meeting hereby grants Mr. Jarosław Jasik the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2019 - 31 December 2019.

§2

The Resolution shall come into force on the day it has been passed.

=====

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020**

(draft)

**on granting the vote of approval for the Member of the Company’s Supervisory Board
Mr. Bartosz Zabłocki**

§1

Annual General Meeting hereby grants Mr. Bartosz Zabłocki the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2019 - 31 December 2019.

§2

The Resolution shall come into force on the day it has been passed.

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**Resolution No./2020
of the Annual General Meeting
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dated 20 April 2020
(draft)
on granting the vote of approval for the Member of the Company's Supervisory Board
Mr. Grzegorz Grabowicz**

§1

Annual General Meeting hereby grants Mr. Grzegorz Grabowicz the vote of approval for performance of his duties as the Member of the Supervisory Board for the period of 1 January 2019 – 31 December 2019.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 12 of the agenda

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)**

**on adoption of the amended Policy regarding the verification and selection of persons
being members of the Management Board and the Supervisory Board as well as the
key employees**

§1

Annual General Meeting hereby adopts the amended Policy regarding the verification and selection of persons being members of the Management Board and the Supervisory Board as well as the key employees adopted by the resolution of the Supervisory Board no. 18/RN/2020 dated 19 March 2020.

§2

The Resolution shall come into force on the day it has been passed.

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Ad. 13 of the agenda

**Resolution No./2020
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 20 April 2020
(draft)
on adoption of the Remuneration Policy for the Members of the Management Board
and the Members of the Supervisory Board**

§1

Annual General Meeting hereby adopts the Remuneration Policy for members of the Management Board and the Supervisory Board adopted by the resolution of the Supervisory Board no. 18/RN/2020 dated 19 March 2020.

§2

The Resolution shall come into force on the day it has been passed.

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