



**The draft resolutions to be discussed by the Annual General Meeting of
X-Trade Brokers Dom Maklerski S.A. convened on 12 April 2021**

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Ad. 2 of the agenda

**Resolution No./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(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./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(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 2020;
6. Adoption of the resolution concerning approval of the Company's separate financial statement for 2020;
7. Adoption of the resolution concerning approval of the consolidated financial statement of the Group X-Trade Brokers Dom Maklerski S.A. for 2020;
8. Adoption of the resolution concerning profit distribution;
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 2020;
10. Review and approval of the report concerning the activity of the Company's Supervisory Board in 2020;
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 2020;
12. Adoption of a resolution on expressing an opinion on the Report on the remuneration for 2019 and 2020;
13. Adoption of the amended Remuneration Policy for members of the Management Board and Members of the Supervisory Board;
14. Adoption of a resolution concerning granting consent to the payment of variable remuneration components in the amount exceeding 100% of fixed remuneration components;
15. Closing of the Annual General Meeting.

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Ad. 5 of the agenda

**Resolution No./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(draft)
on reviewing and approval of the Management Board's report concerning the activity
of the Group and the Company in 2020**

§1

Annual General Meeting, after reviewing of the Management Board's report concerning the activity of the Group and the Company in 2020, hereby approves the Management Board's report concerning the activity of the Group and the Company in 2020.

§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./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(draft)
on approval of the Company's separate financial statement for 2020**

§1

Annual General Meeting, after reviewing of the Company's separate financial statement (Standalone Annual Report) for 2020, hereby approves the Company's separate financial statement (Standalone Annual Report) for 2020 prepared in accordance with International Financial Reporting Standards, consisting of:

- comprehensive income statement for the period of 1 January 2020 - 31 December 2020 which shows net profit in the amount of PLN 418,176 thousand,
- statement of financial position on 31 December 2020, with total assets of and total liabilities and equity of PLN 2,155,631 thousand,
- statement of changes in equity for the financial year 1 January 2020 - 31 December 2020 presenting increase of the equity capital in the amount of PLN 391,716 thousand,
- cash flow statement which presents increase of the cash funds between 1 January 2020 and 31 December 2020 by the net amount of PLN 53,936 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./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(draft)
on reviewing and approval of the consolidated financial statement of the Group
X-Trade Brokers Dom Maklerski S.A. for 2020**

§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 2020, hereby approves the X-Trade Brokers Dom Maklerski S.A. Capital Group’s consolidated financial statement (Consolidated Annual Report) for 2020 prepared in accordance with International Financial Reporting Standards, consisting of:

- comprehensive income statement for the period of 1 January 2020 - 31 December 2020 which shows net profit in the amount of PLN 402,087 thousand,
- statement of financial position on 31 December 2020, with total assets of and total liabilities and equity of PLN 2,283,526 thousand,
- statement of changes in equity for the financial year 1 January 2020 - 31 December 2020 presenting increase of the equity capital in the amount of PLN 397,561 thousand,
- cash flow statement which presents increase of the cash funds between 1 January 2020 and 31 December 2020 by the net amount of PLN 52,063 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./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(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 2020, which amounted to PLN 418 175 946.31 (four hundred eighteen million, one hundred and seventy five thousand, nine hundred and forty-six zlotys and 31/100), in the amount of PLN 210 116 706.65 (two hundred ten million one hundred sixteen thousand seven hundred six zlotys and 65/100), i.e. PLN 1.79 (one zloty and 79/100) per share. The Annual General Meeting decided to retain the retaining part of the profit in the amount of PLN 208 059 239.66 (two hundred eight million fifty nine thousand two hundred thirty nine zlotys and 66/100) on a reserve capital.
2. The 21st of April 2021 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 30th of April 2021 (the day of payment of the dividend).
4. All shares issued by the Company are entitled to the dividend.

§2

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

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Ad. 9 of the agenda

**Resolution No./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(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 2020 – 31 December 2020.

§2

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

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**Resolution No./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(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 2020 - 31 December 2020.

§2

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

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**Resolution No./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(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 2020 - 31 December 2020.

§2

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

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**Resolution No./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(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 2020 - 31 December 2020.

§2

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

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**Resolution No./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(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 January 2020 - 31 December 2020.

§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./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(draft)
on reviewing and approval of the report concerning the activity of the Company's
Supervisory Board in 2020**

§1

Annual General Meeting, after reviewing of the report concerning the activity of the Company's Supervisory Board in 2020, hereby approves the report concerning the activity of the X-Trade Brokers Dom Maklerski S.A.'s Supervisory Board in 2020.

§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./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021**

(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 2020 – 31 December 2020.

§2

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

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**Resolution No./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021**

(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 2020 - 31 December 2020.

§2

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

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**Resolution No./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021**

(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 2020 - 31 December 2020.

§2

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

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**Resolution No./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021**

(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 2020 - 31 December 2020.

§2

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

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**Resolution No./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(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 2020 – 31 December 2020.

§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./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(draft)
on expressing an opinion on the Remuneration Report for 2019 and 2020**

§1

Annual General Meeting hereby gives a positive opinion on the Remuneration Report for 2019 and 2020 prepared by the Supervisory Board of the Company.

§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./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(draft)**

on adoption of the amended 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. 19/RN/2021 dated 12 March 2021.

§2

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

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Ad. 14 of the agenda

**Resolution No./2021
of the Annual General Meeting
of X-Trade Brokers Dom Maklerski S.A. with its registered office in Warsaw
dated 12 April 2021
(draft)**

concerning granting consent to the payment of variable remuneration components in the amount exceeding 100% of fixed remuneration components

§1

Annual General Meeting acting pursuant to §8 point 3) of the Remuneration Policy for the Members of the Management Board and the Members of the Supervisory Board, after reading the resolution of the Supervisory Board No. 20/RN/2021 dated 12 March 2021, hereby agrees to award variable remuneration components for 2020 in the amount exceeding 100% of fixed remuneration components as follows:

- a) Mr. Omar Arnaout - variable components of remuneration in the amount of PLN 1,000 thousand;
- b) Mr. Filip Kaczmarzyk - variable components of remuneration in the amount of PLN 700 thousand;
- c) Mr. Paweł Szejko - variable remuneration components in the amount of PLN 500 thousand.

§2

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

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