

**REGULATIONS OF THE SUPERVISORY BOARD OF  
PRZETWÓRSTWO TWORZYW SZTUCZNYCH "PLAST-BOX" SA**

**§ 1**

1. The Chairman of the Supervisory Board summons and chairs Supervisory Board meetings.
2. At the first meeting after the Supervisory Board appointment, the Supervisory Board appoints Vice-chairman from among their members. The Vice-chairman shall perform the functions of the Chairman in the case the latter is absent.
3. The Supervisory Board may dismiss Vice-chairman anytime. A new Vice-chairman shall be appointed at the same meeting at which a previous Vice-chairman is dismissed.
4. Supervisory Board members should not resign from their functions during the term if this could make the operation of the Supervisory Board impossible and in particular if this could cause that the adoption of a material resolution is not feasible.

**§ 2**

1. Apart from obligations and rights enforced by the Articles of Association and the commercial companies code, the Supervisory Board shall:
  - continuously supervise the Company's activities in all areas;
  - every year, adopt a resolution presenting the Supervisory Board's own assessment of the Company's standing; such a document is delivered to the Management Board to be included in materials for the Ordinary Shareholder Assembly and then presented to the Shareholders;
  - supervise the enforcement of resolutions adopted by the General Shareholder Assembly;
  - review other issues requested by the General Shareholder Assembly or suggested by the Management Board;
  - present the Management Board with written Supervisory Board's statements to be submitted to the General Shareholder Assembly 10 days before the Assembly date.
2. Pursuant to Art. 390 § 1 of the commercial companies code, the Supervisory Board may delegate Supervisory Board members to perform specific supervisory activities on their own, including permanent supervision.

3. Supervisory Board members delegated to perform permanent supervision shall present the Supervisory Board with detailed written statements on their functions at each Supervisory Board meeting.
4. On the Company's behalf, an agreement concerning remuneration for a Management Board member is signed by the Chairman and other Supervisory Board member indicated by the Supervisory Board, in accordance with terms and conditions set forth in a corresponding Supervisory Board's resolution.
5. Supervisory Board members are obligated to participate in Management Board members as advisors if requested by the Management Board.
6. Supervisory Board members are obligated to attend the General Shareholder Assemblies. In the case of their absence, they shall submit a written excuse note.
7. In the case of the conflict of interests, Supervisory Board members shall inform other members about such a conflict and abstain from voting in a given case. Supervisory Board members shall submit a written statement on acceptance of this rule.
8. Supervisory Board members shall inform the Company about their personal and organisational relations with a given shareholder holding more than 5% of votes at the General Shareholder Assembly. The Company has a right to publish such information.
9. Amendments in the Regulations of the Supervisory Board adopted by the Supervisory Board shall be in force as of a meeting following their approval by the General Shareholder Assembly.
10. Amendments in the Regulations of the Supervisory Board shall be submitted to the nearest General Shareholder Assembly for approval.
11. While performing their obligations, Supervisory Board members shall take into consideration mainly the Company's interest.

### **§ 3**

1. The Supervisory Board appoints an auditor to audit the Company's financial statements.
2. An entity providing audit services may not provide any other services to the Company without the Supervisory Board's consent.

### **§ 4**

1. The Supervisory Board shall meet at least once a quarter.

2. Notices on the date of the Supervisory Board meeting and a planned agenda, including, if possible, information materials on issues covered in the agenda, shall be delivered 14 days before the meeting date by registered mail or personally to a Supervisory Board member or electronically. In each case, the notice shall be confirmed with a personal signature at the next Supervisory Board meeting. If justified, the Chairman of the Supervisory Board may order a different manner and time limit for notifying Supervisory Board members of the meeting date and agenda.
3. The agenda shall cover issues reported by particular Supervisory Board members provided that their request has been submitted at least 7 days before the meeting date.
4. The agenda may be changed if all Supervisory Board members are present at the meeting and a relevant resolution is adopted thereon.
5. The Supervisory Board meetings are held at the Company's registered office and, exceptionally, at a place selected by a person authorised to summon the meeting.
6. A Supervisory Board member who may not attend the meeting shall notify the Chairman thereof and present reasons for his/her absence. Any absence shall be justified with the Supervisory Board's resolution.

## § 5

1. The adoption of resolutions and voting shall follow the provisions of the Articles of Association.
2. Voting at Supervisory Board meetings shall be open. Voting by secret ballot is ordered in the case of election and over a motion to dismiss the Vice-chairman of the Supervisory Board. Nevertheless, the Chairman shall order voting by secret ballot at a request of at least Supervisory Board member.
3. Management Board members may be invited to Supervisory Board meetings as advisors. Supervisory Board meetings may be attended by other invited persons adequate for an issue under discussion.
3. If justified, the Supervisory Board may appoint experts and advisors to simplify their supervisory duties.
4. The Chairman of the Supervisory Board may make a decision to adopt resolutions without summoning the Supervisory Board meeting. A draft resolution shall be sent to each Supervisory Board member by registered mail with reverse receipt requested. Supervisory Board members

shall cast their vote in writing within 3 days as of the receipt of the draft resolution by registered mail sent to the Chairman of the Supervisory Board at the Company's registered office.

5. The Chairman may decide to adopt a resolution using direct remote communication media. Before such a resolution is adopted, the Chairman of the Supervisory Board shall obtain the consent of all Supervisory Board members.

## § 6

1. Supervisory Board meetings shall be recorded in the form of minutes. Minutes shall include a date, agenda, full names of attending members and guests, the content of resolutions adopted, adoption rules, the number of votes, and separate opinions. Minutes shall be prepared and signed by all Supervisory Board members present at the meeting without undue delay.
2. At meetings, the Supervisory Board shall make decisions in the form of:
  - motions addressed to the General Shareholder Assembly resulting from supervisory and controlling activities,
  - opinions for the General Shareholder Assembly on the Management Board's reports and motions,
  - resolutions in other cases.
3. Resolutions adopted by the Supervisory Board shall be marked with a Roman numeral reflecting a given term, a consecutive ordinal number in a given term, and an adoption year.
4. A given issue is presented by a speaker who shall agree the material with persons proper and request written explanations therefrom, if necessary.
5. Supervisory Board members absent at the meeting shall immediately acknowledge and apply resolutions adopted by affixing their signatures in the minutes.
6. Minutes shall be kept in the separate book of minutes and stored at the Company's registered office. The book of minutes shall be kept in the form of a file including hard copies of particular minutes from the Supervisory Board meetings together with attachments constituting an integral part of the minutes. All minutes shall bear a consecutive number in a given calendar year. Particular pages of the minutes and attachments shall be numbered. Minutes shall be also stored electronically.

## § 7

Any amendments hereto shall be approved by the General Shareholder Assembly.

**§ 8**

The Regulations or amendments hereto shall come into force subject to their approval by the General Shareholder Assembly.