

RESOLUTION No. 1
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.
on the appointment of the Chairman of the Annual General Meeting

§ 1

Pursuant to Article 409 § 1 of the Commercial Companies Code, the General Meeting appoints Chairman of the Annual General Meeting.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 2
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
from 30 June 2025 .
on the adoption of the agenda

§ 1

The Annual General Meeting adopts the following agenda:

1. opening of the Annual General Meeting and election of the Chairman.
2. ascertaining the correctness of the convening of the General Meeting and its ability to adopt resolutions.
3. adoption of the agenda.
4. adoption of resolutions on:
 - 1) Consideration and approval of the Management Report on the activities of the Company and the Group for the fiscal year from 01-01-2024 to 31-12-2024;
 - 2) Consideration and approval of the Company's Separate Financial Statements for the fiscal year from 01-01-2024 to 31-12-2024;
 - 3) Consideration and approval of the Company's Consolidated Financial Statements for the fiscal year from 01-01-2024 to 31-12-2024;
 - 4) how to cover the loss for 2024;
 - 5) to grant the President of the Management Board a discharge of his duties in 2024;
 - 6) consideration and adoption of the Supervisory Board's report for 2024;
 - 7) grant members of the Supervisory Board a discharge of their duties in 2024;
 - 8) changes in the composition of the Supervisory Board.
- 5 Closing of the assembly.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 3
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On consideration and approval of the Report of the Management Board on the activities of the Company and the Capital Group for the financial year from 01-01-2024 to 31-12-2024

Pursuant to Article 393(1) and Article 395 § 2(1) of the Commercial Companies Code, in conjunction with § 29(1)(1) of the Company's Articles of Association, it is resolved as follows :

§ 1

The Report of the Board of Directors on the Operations of CARLSON INVESTMENTS SE and the Group for the fiscal year from 01.01.2024 to 31.12.2024 is approved.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 4
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On approval of the Separate Financial Statements
For the fiscal year from 01.01.2024 to 31.12.2024.

Pursuant to Article 393(1) and Article 395 § 2(1) of the Commercial Companies Code, in conjunction with § 29(1)(1) of the Company's Articles of Association, it is resolved as follows :

§ 1

Approved:

Separate Financial Statements for the fiscal year from 01-01-2024 to 31-12-2024 including.

- 1) introduction to financial statements;
- 2) Separate balance sheet prepared as of 31-12-2024, which on the assets and liabilities side shows a balance sheet total of 25,948,931.32 (twenty-five million nine hundred forty-eight thousand nine hundred thirty-one zlotys 32/100)
- 3) Separate Income Statement for the period from January 1, 2024 to December 31, 2024, showing a net loss of PLN 1,448,618.64 (one million four hundred and forty-eight thousand six hundred and eighteen zlotys 64/100),
- 4) Statement of changes in separate equity for the period from January 1, 2024 to December 31, 2024.
- 5) Separate Statement of Cash Flows for the period from January 1, 2024 to December 31, 2024.
- 6) additional information and explanations.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 5
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On approval of the Consolidated Financial Statements

For the fiscal year from 01.01.2024 to 31.12.2024.

Pursuant to Article 395 § 5 of the Code of Commercial Companies in connection with § 29 section 1 item 1 of the Company's Articles of Association, it is resolved as follows :

§ 1

Approved:

Consolidated Financial Statements for the fiscal year from 01-01-2024 to 31-12-2024 including.

- 1) introduction to financial statements;
- 2) consolidated balance sheet as of 31-12-2024, which on the assets and liabilities side shows a balance sheet total of PLN 20,429,489.93, (twenty million four hundred twenty-nine thousand four hundred eighty-nine zlotys 93/100),
- 3) consolidated profit and loss account for the period from 1-01-2024 to 31-12-2024 showing a net loss of PLN 10,098,371.95, (ten million ninety-eight thousand three hundred and seventy-one zlotys 95/100)
- 4) statement of changes in consolidated equity for the period from January 1, 2024 to December 31, 2024,
- 5) Consolidated cash flow statement for the period from January 1, 2024 to December 31, 2024,
- 6) additional information and explanations.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 6
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On covering the loss for the financial year 2024

Acting pursuant to Article 395 § 2 item 2 of the Commercial Companies Code and § 29 section 1 item 2 of the Company's Articles of Association, it is resolved as follows :

§ 1

It is resolved that the reported net loss for the fiscal year from 01-01-2024 to 31-12-2024 in the amount of PLN 1,448,618.64 (one million four hundred forty-eight thousand six hundred and eighteen zlotys 64/100), will be covered from future profits of the Company.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 7
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On granting the President of the Management Board a vote of approval for the performance of his duties in 2024

Pursuant to Article 393 item 1 and Article 395 § 2 item 3 of the Commercial Companies Code in conjunction with § 29 section 1 item 3 of the Company's Articles of Association, it is resolved as follows :

§ 1

The President of the Management Board of CARLSON INVESTMENTS EUROPEAN COMPANY - **Mr. Alexander Gruszczynski** is hereby granted a discharge of his duties for the full term of office in 2024 .

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 8
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On consideration and adoption of the Supervisory Board's report for 2024;

The Annual General Meeting resolves as follows:

§ 1

After prior review, the General Meeting of the Company adopts the Supervisory Board Report for 2024;

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 9
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On granting a discharge to a member of the Company's Supervisory Board for the performance of his duties in 2024.

The Ordinary General Meeting of Shareholders, pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code in conjunction with § 29(1)(3) of the Company's Articles of Association, resolves as follows:

§ 1

Discharge is granted to the Member of the Supervisory Board of CARLSON INVESTMENTS European Company - **Mr.: Serge Telle** for the performance of his duties for the full term of office in 2024.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 10
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On granting a discharge to a member of the Company's Supervisory Board for the performance of his duties in 2024.

The Ordinary General Meeting, pursuant to Article 393(1) and Article 395 § 2(3) of the Code of Commercial Companies, in connection with § 29(1)(3) of the Company's Articles of Association, resolves as follows :

§ 1

A member of the Supervisory Board of **CARLSON INVESTMENTS** European Company - **Mr.: Lukasz Marczuk** is granted a **discharge** of **his** duties for the full term of office in 2024.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 11

Annual General Meeting

CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland

dated June 30, 2025.

On granting a discharge to a member of the Company's Supervisory Board for the performance of his duties in 2024.

The Ordinary General Meeting of Shareholders, pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code in conjunction with § 29(1)(3) of the Company's Articles of Association, resolves as follows:

§ 1

A member of the Supervisory Board of **CARLSON INVESTMENTS** European Company - **Mr.: Damian Goryszewski**, is hereby **granted a vote of approval** of his duties for the full term of office in 2024.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 12
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On granting a discharge to a member of the Company's Supervisory Board for the performance of his duties in 2024.

The Ordinary General Meeting, pursuant to Article 393(1) and Article 395 § 2(3) of the Code of Commercial Companies, in connection with § 29(1)(3) of the Company's Articles of Association, resolves as follows :

§ 1

A member of the Supervisory Board of **CARLSON INVESTMENTS** European Company - **Ms: Penelope Hope, a discharge** of her duties for the full term of office in 2024.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 13
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On granting a discharge to a member of the Company's Supervisory Board for the performance of his duties in 2024.

The Ordinary General Meeting, pursuant to Article 393(1) and Article 395 § 2(3) of the Code of Commercial Companies, in connection with § 29(1)(3) of the Company's Articles of Association, resolves as follows :

§ 1

A member of the Supervisory Board of **CARLSON INVESTMENTS** European Company - **Ms: Silvia Andriotto**, a discharge of her duties for the full term of office in 2024.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 14
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On granting a discharge to a member of the Company's Supervisory Board for the performance of his duties in 2024.

The Ordinary General Meeting of Shareholders, pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code in conjunction with § 29(1)(3) of the Company's Articles of Association, resolves as follows:

§ 1

Discharge is granted to the Member of the Supervisory Board of **CARLSON INVESTMENTS** European Company - **Ms.: Isabelle Peeters**, for the full term of office in 2024.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 15
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On granting a discharge to a member of the Company's Supervisory Board for the performance of his duties in 2024.

The Ordinary General Meeting of Shareholders, pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code in conjunction with § 29(1)(3) of the Company's Articles of Association, resolves as follows:

§ 1

A member of the Supervisory Board of **CARLSON INVESTMENTS** European Company - **Ms.: Magdalena Gatzinsky**, is granted a discharge of duties for the full term of office in 2024.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 16
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On granting a discharge to a member of the Company's Supervisory Board for the performance of his duties in 2024.

The Ordinary General Meeting of Shareholders, pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code in conjunction with § 29(1)(3) of the Company's Articles of Association, resolves as follows:

§ 1

A member of the Supervisory Board of **CARLSON INVESTMENTS EUROPEAN COMPANY** - **Ms.: Xihong Deng**, is granted **a discharge** of duties for the full period of office in 2024.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 17
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On granting a discharge to a member of the Company's Supervisory Board for the performance of his duties in 2024.

The Ordinary General Meeting of Shareholders, pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code in conjunction with § 29(1)(3) of the Company's Articles of Association, resolves as follows:

§ 1

Discharge is granted to the Member of the Supervisory Board of **CARLSON INVESTMENTS** European Company - **Mr.: Scott Cunningham**, for the full period of performance of his duties in 2024.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 18
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On granting a discharge to a member of the Company's Supervisory Board for the performance of his duties in 2024.

The Ordinary General Meeting of Shareholders, pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code in conjunction with § 29(1)(3) of the Company's Articles of Association, resolves as follows:

§ 1

A member of the Supervisory Board of **CARLSON INVESTMENTS EUROPEAN COMPANY** - **Mr.: Paweł Szewczyk** , is hereby granted a discharge of his duties for the full term of office in 2024.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 19
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On changes in the composition of the Company's Supervisory Board.

The Ordinary General Meeting of Shareholders, pursuant to Article 385 § 1 and Article 386 of the Code of Commercial Companies, in connection with § 16, paragraph 2 and paragraph 3 of the Company's Articles of Association, resolves as follows:

§ 1

It is decided to reappoint Ms. Penelope Hope as a member of the Supervisory Board, due to the expiration of her 3-year term.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 20
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On changes in the composition of the Company's Supervisory Board.

The Ordinary General Meeting of Shareholders, pursuant to Article 385 § 1 and Article 386 of the Code of Commercial Companies, in connection with § 16, paragraph 2 and paragraph 3 of the Company's Articles of Association, resolves as follows:

§ 1

It is decided to reappoint Mr. Damian Goryszewski as a member of the Supervisory Board, due to the expiration of his 3-year term.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 21
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On changes in the composition of the Company's Supervisory Board.

The Ordinary General Meeting of Shareholders, pursuant to Article 385 § 1 of the Commercial Companies Code in conjunction with § 16 (2) of the Company's Articles of Association, resolves as follows :

§ 1

It is decided to dismiss from the Supervisory Board Mr.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 22
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On changes in the composition of the Company's Supervisory Board.

The Ordinary General Meeting of Shareholders, pursuant to Article 385 § 1 of the Code of Commercial Companies, in connection with § 16 (2) of the Company's Articles of Association, resolves as follows:

§ 1

It is decided to dismiss from the Supervisory Board Mr.

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 23
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

On changes in the composition of the Company's Supervisory Board.

The Ordinary General Meeting of Shareholders, pursuant to Article 385 § 1 of the Code of Commercial Companies, in connection with § 16 (2) of the Company's Articles of Association, resolves as follows:

§ 1

It is decided to appoint Mr./Ms. as a member of the Supervisory Board

§ 2

The resolution comes into force on the date of adoption.

RESOLUTION No. 24
Annual General Meeting
CARLSON INVESTMENTS SE with its registered office in Warsaw, Poland
dated June 30, 2025.

on changes in the composition of the Supervisory Board of the Company .

The Ordinary General Meeting of Shareholders, pursuant to Article 385 § 1 of the Code of Commercial Companies, in connection with § 16 (2) of the Company's Articles of Association, resolves as follows:

§ 1

It is decided to appoint as a member of the Supervisory Board Mr./Ms.
.....

§ 2

The resolution comes into force on the date of adoption.