### POLISH FINANCIAL SUPERVISION AUTHORITY

	Current Report No.	34	/	2016	
Date: June 24th 20 Abbreviated issuer name FAMUR S.A.	6				
Legal basis	nnual General Meeting of FAMU ring Act – Current and periodic info		une	24th 2016	
current and periodic in 2009, the Management	ar. 38.1.7 and 38.1.8 of the Reg ormation to be published by issu Board of FAMUR S.A. of Katowic General Meeting held on June 2	uers of secu e publishes	uritie s the	es, dated Feb resolutions	oruary 19th adopted by
Appendices	Description				

File	Description
Jun 24 2016 resolutions of the AGM pdf	FAMUR AGM Jun 24 2016 - Text of the resolutions

(fu	ıll issuer name)	
FAMUR S.A.	Electromechanical (ele)	
(abbreviated issuer name)	(sector according to the WSE)	
40-698	Katowice	
(postal code)	(city/town)	
Armii Krajowej	51	
(street)	(number)	
+48 32 359 63 00	+48 32 359 66 77	
(phone)	(fax)	
sekretariat@famur.com.pl	www.famur.com	
(email)	(www)	
634-012-62-46	270641528	
(Tax Identification Number- NIP)	(Industry Identification Number – REGON)	

### SIGNATURES OF AUTHORISED REPRESENTATIVES

Date	Full name	Position	Signature
June 24th 2016	Mirosław Bendzera	President of the	
		Management Board	
June 24th 2016	Robert Karski	Commercial Proxy	

# Resolutions adopted by the Annual General Meeting of FAMUR S.A. on June 24th 2016

#### **RESOLUTION NO. 1**

#### of the Annual General Meeting of FAMUR S.A.,

### dated June 24th 2016

to appoint the Chairperson of the Annual General Meeting

- Acting pursuant to Article 409.1 of the Commercial Companies Code, the Annual General Meeting of FAMUR S.A. of Katowice appoints Ms Karolina Blacha-Cieślik as the Chairperson of the General Meeting.
- 2. This Resolution shall become effective as of its date.

The secret ballot was carried out among shareholders holding a total of 377,858,602 (three hundred and seventy-seven million, eight hundred and fifty-eight thousand, six hundred and two) shares, on which valid votes were cast and which constituted 78.48% (seventy-eight and forty-eight hundredths per cent) of the share capital and carried the right to 377,858,602 valid votes. 377,858,602 valid votes were cast in favour of the resolution (100% of all the votes cast) as there were no votes against the resolution or abstentions. The Chairperson declared that the resolution was passed.

#### **RESOLUTION NO. 2**

## of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

not to appoint a Ballot Counting Committee

1. The Annual General Meeting of FAMUR S.A. of Katowice decides not to

appoint a Ballot Counting Committee.

2. This Resolution shall become effective as of its date.

The open ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% (seventy-eight and forty-eight hundredths per cent) of the share capital and carried the right to 377,858,602 valid votes. 377,854,656 (three hundred and seventy-seven million, eight hundred and fifty-four thousand, six hundred and fifty-six) valid votes were cast in favour of the resolution (99.99% (ninety-nine and ninety-nine hundredths per cent) of all the votes cast) as there were no votes against the resolution and 3,946 (three thousand, nine hundred and forty-six) abstentions. The Chairperson declared that the resolution was passed by the required majority.

#### **RESOLUTION NO. 3**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to approve the Company's financial statements for 2015

- Acting on the basis of Art. 395.2.1 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice approves the financial statements for the financial year 2015, including:
  - statement of financial position as at December 31st 2015, showing total assets and total equity and liabilities of PLN 1,363,074,447.37;
  - statement of profit or loss for the period from January 1st to December 31st 2015, showing a net loss of PLN 5,878,717.47, and statement of comprehensive income for the period from January 1st to December 31st 2015, showing total comprehensive income of PLN -5,150,910.16;
  - statement of changes in equity for the financial year from January 1st to December
    31st 2015, showing a decrease in equity of PLN 6,214,488.66;

- statement of cash flows for the financial year from January 1st to December 31st
  2015, showing a decrease in cash of PLN 47,871,451.85;
- notes, including a summary of the adopted accounting policies and other explanatory notes.
- 2. This Resolution shall become effective as of its date.

#### **RESOLUTION NO. 4**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to approve the Directors' Report on the Company's operations in 2015

- Acting on the basis of Art. 395.2.1 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice approves the Directors' Report on the Company's operations in 2015.
- 2. This Resolution shall become effective as of its date.

# RESOLUTION NO. 5 of the Annual General Meeting of FAMUR S.A., dated June 24th 2016

to cover the loss for the financial year 2015

- Acting on the basis of Art. 395.2.2 of the Commercial Companies Code, the Annual General Meeting resolves to cover the Company's net loss for the financial year ended December 31st 2015, of PLN 5,878,717.47, with the Company's reserve funds.
- 2. This Resolution shall become effective as of its date.

The open ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 377,858,602 valid votes were cast in favour of the resolution (100% of all the votes cast) as there were no votes against the resolution or abstentions. The Chairperson declared that the resolution was passed unanimously.

#### **RESOLUTION NO. 6**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to approve the consolidated financial statements for 2015

- Acting on the basis of Art. 395.2.1 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice approves the consolidated financial statements for the financial year 2015, including:
  - consolidated statement of financial position as at December 31st 2015, showing total assets and total equity and liabilities of PLN 1,258,940 thousand;

- consolidated statement of profit or loss for the period from January 1st to December 31st 2015, showing a net profit of PLN 51,487 thousand, and consolidated statement of comprehensive income showing total comprehensive income of PLN 52,180 thousand;
- statement of changes in consolidated equity for the period from January 1st to December 31st 2015, showing an increase in equity of PLN 50,209 thousand;
- consolidated statement of cash flows for the period from January 1st to December
  31st 2015, showing a decrease in cash of PLN 47,011 thousand;
- notes, including a summary of the adopted accounting policies and other explanatory notes.

The open ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 377,858,602 valid votes were cast in favour of the resolution (100% of all the votes cast) as there were no votes against the resolution or abstentions. The Chairperson declared that the resolution was passed unanimously.

#### **RESOLUTION NO. 7**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to approve the Directors' Report on the Group's operations in 2015

- Acting on the basis of Art. 395.2.1 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice approves the Directors' Report on the Group's operations in 2015.
- 2. This Resolution shall become effective as of its date.

#### **RESOLUTION NO. 8**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to approve the financial statements of Famur Brand Sp z o.o., an acquiree, for 2015

- 1. The Annual General Meeting of FAMUR S.A. of Katowice approves the financial statements of Famur Brand Sp z o.o., an acquiree, for the financial year 2015, including:
  - statement of financial position as at December 31st 2015, showing total assets and total equity and liabilities of PLN 219,229,058.37;
  - statement of profit or loss for the period from January 1st to December 31st 2015, showing a net profit of PLN 1,127,080.73,
  - statement of comprehensive income for the period from January 1st to December
    31st 2015, showing total comprehensive income of
    PLN 1,127,080.73;
  - statement of changes in equity for the financial year from January 1st to December
    31st 2015, showing an increase in equity of PLN 286,845.75;
  - statement of cash flows for the financial year from January 1st to December 31st
    2015, showing an increase in cash of PLN 558,542.24;
  - notes, including a summary of the adopted accounting policies and other explanatory notes.

The open ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 377,858,602 valid votes were cast in favour of the resolution (100% of all the votes cast) as there were no votes against the resolution or abstentions. The Chairperson declared that the resolution was passed unanimously.

#### **RESOLUTION NO. 9**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

**to** approve the Directors' Report on the operations of Famur Brand Sp. z o.o., an acquiree, in 2015

- 1. The Annual General Meeting of FAMUR S.A. of Katowice approves the Directors' Report on the operations of Famur Brand Sp z o.o., an acquiree, in the financial year 2015.
- 2. This Resolution shall become effective as of its date.

# RESOLUTION NO. 10 of the Annual General Meeting of FAMUR S.A., dated June 24th 2016

to transfer the profit generated in the financial year 2015 by Famur Brand Sp. z o.o., an acquiree, to the Company's reserve funds

- Acting pursuant to Art. 395.2.2 of the Commercial Companies Code, the Company's Annual General Meeting resolves to transfer the profit generated in the financial year 2015 by Famur Brand Sp. z o.o., an acquiree, of PLN 1,127,080.73, to the Company's reserve funds.
- 2. This Resolution shall become effective as of its date.

The open ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 377,858,602 valid votes were cast in favour of the resolution (100% of all the votes cast) as there were no votes against the resolution or abstentions. The Chairperson declared that the resolution was passed unanimously.

#### **RESOLUTION NO. 11**

# of the Annual General Meeting of FAMUR S.A.,

### dated June 24th 2016

to grant discharge to member of the Management Board in respect of performance of duties

- Acting on the basis of Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice grants discharge to Mr Mirosław Bendzera, President of the Management Board, in respect of his performance of duties in the period from January 1st to December 31st 2015.
- 2. This Resolution shall become effective as of its date.

#### **RESOLUTION NO. 12**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to grant discharge to member of the Management Board in respect of performance of duties

- Acting on the basis of Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice grants discharge to Ms Beata Zawiszowska in respect of her performance of duties as Vice President of the Management Board in the period from January 1st to December 31st 2015.
- 2. This Resolution shall become effective as of its date.

The secret ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 377,858,602 valid votes were cast in favour of the resolution (100% of all the votes cast) as there were no votes against the resolution or abstentions. The Chairperson declared that the resolution was passed unanimously.

#### **RESOLUTION NO. 13**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to grant discharge to member of the Management Board in respect of performance of duties

- Acting on the basis of Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice grants discharge to Mr Zbigniew Fryzowicz in respect of his performance of duties as Vice President of the Management Board in the period from June 2nd to December 31st 2015.
- 2. This Resolution shall become effective as of its date.

#### **RESOLUTION NO. 14**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to grant discharge to member of the Management Board in respect of performance of duties

- Acting on the basis of Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice grants discharge to Mr Zdzisław Szypuła in respect of his performance of duties as Vice President of the Management Board in the period from June 2nd to December 31st 2015.
- 2. This Resolution shall become effective as of its date.

# RESOLUTION NO. 15 of the Annual General Meeting of FAMUR S.A., dated June 24th 2016

to grant discharge to member of the Management Board in respect of performance of duties

- Acting on the basis of Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice grants discharge to Mr Henryk Sok in respect of his performance of duties as Vice President of the Management Board in the period from June 2nd to December 31st 2015.
- 2. This Resolution shall become effective as of its date.

The secret ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 377,858,602 valid votes were cast in favour of the resolution (100% of all the votes cast) as there were no votes against the resolution or abstentions. The Chairperson declared that the resolution was passed unanimously.

#### **RESOLUTION NO. 16**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to grant discharge in respect of performance of duties to member of the Management Board of an acquiree

- Acting on the basis of Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice grants discharge to Ms Beata Zawiszowska in respect of her performance of duties as President of the Management Board of Famur Brand sp. z o.o., an acquiree, in the period from January 1st to December 31st 2015.
- 2. This Resolution shall become effective as of its date.

#### **RESOLUTION NO. 17**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to grant discharge to member of the Supervisory Board in respect of performance of duties

- Acting on the basis of Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice grants discharge to Mr Tomasz Domogała in respect of his performance of duties as member of the Supervisory Board in the period from January 1st to December 31st 2015.
- 2. This Resolution shall become effective as of its date.

The secret ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 377,858,602 valid votes were cast in favour of the resolution (100% of all the votes cast) as there were no votes against the resolution or abstentions. The Chairperson declared that the resolution was passed unanimously.

#### **RESOLUTION NO. 18**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to grant discharge to member of the Supervisory Board in respect of performance of duties

- Acting on the basis of Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice grants discharge to Mr Czesław Kisiel in respect of his performance of duties as member of the Supervisory Board in the period from January 1st to December 31st 2015.
- 2. This Resolution shall become effective as of its date.

## **RESOLUTION NO. 19**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to grant discharge to member of the Supervisory Board in respect of performance of duties

- Acting on the basis of Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice grants discharge to Mr Jacek Osowski in respect of his performance of duties as member of the Supervisory Board in the period from January 1st to December 31st 2015.
- 2. This Resolution shall become effective as of its date.

The secret ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 377,858,602 valid votes were cast in favour of the resolution (100% of all the votes cast) as

there were no votes against the resolution or abstentions. The Chairperson declared that the resolution was passed unanimously.

#### **RESOLUTION NO. 20**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to grant discharge to member of the Supervisory Board in respect of performance of duties

- Acting on the basis of Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice grants discharge to Mr Wojciech Gelner in respect of his performance of duties as member of the Supervisory Board in the period from January 1st to December 31st 2015.
- 2. This Resolution shall become effective as of its date.

The secret ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 377,858,602 valid votes were cast in favour of the resolution (100% of all the votes cast) as there were no votes against the resolution or abstentions. The Chairperson declared that the resolution was passed unanimously.

#### **RESOLUTION NO. 21**

# of the Annual General Meeting of FAMUR S.A., dated June 24th 2016

to grant discharge to member of the Supervisory Board in respect of performance of duties

 Acting on the basis of Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice grants discharge to Mr Tadeusz Uhl in respect of his performance of duties as member of the Supervisory Board in the period from January 1st to June 18th 2015.

The secret ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 377,858,602 valid votes were cast in favour of the resolution (100% of all the votes cast) as there were no votes against the resolution or abstentions. The Chairperson declared that the resolution was passed unanimously.

# RESOLUTION NO. 22 of the Annual General Meeting of FAMUR S.A., dated June 24th 2016

to grant discharge to member of the Supervisory Board in respect of performance of duties

- Acting on the basis of Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of FAMUR S.A. of Katowice grants discharge to Mr Bogusław Galewski in respect of his performance of duties as member of the Supervisory Board in the period from June 18th to December 31st 2015.
- 2. This Resolution shall become effective as of its date.

The secret ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 377,858,602 valid votes were cast in favour of the resolution (100% of all the votes cast) as there were no votes against the resolution or abstentions. The Chairperson declared that the resolution was passed unanimously.

#### **RESOLUTION NO. 23**

of the Annual General Meeting of FAMUR S.A.,

dated June 24th 2016

to amend Art. 5.1 of the Articles of Association of FAMUR S.A.

- Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Annual General Meeting of FAMUR S.A. resolves to amend Art. 5.1 of the Company's Articles of Association by removing the following point: "52.21.Z Service activities incidental to land transportation".
- 2. In view of the amendment described in Section 1 above, acting pursuant to Art. 430.1 of the Commercial Companies Code, the Annual General Meeting of FAMUR S.A. resolves that points from 76) to 84) in Art. 5.1 of the Company's Articles of Association shall read as follows:
  - 76) 64.20.Z Activities of holding companies;
  - 77) 64.30.Z Trusts, funds and similar financial entities;
  - 78) 71.20.A Technical testing and analysis of food quality;
  - 79) 72.11.Z Research and experimental development on biotechnology;
  - 80) 96.09.2 Other service activities, n.e.c.;
  - 81) 78.10.Z Activities of employment placement agencies;
  - 82) 78.20.Z Temporary employment agency activities;
  - 83) 78.30.Z Other human resources provision;
  - 84) 70.22.Z Business and other management consultancy activities.

3. The other provisions of Art. 5.1. of the Company's Articles of Association shall remain unchanged.

4. This Resolution shall come into force as of its date, with effect from the date of registration of the amendments in the National Court Register.

#### **RESOLUTION NO. 24**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to amend Art. 15.2.12 and Art. 15.2.13 of the Articles of Association of FAMUR S.A.

 Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Annual General Meeting of FAMUR S.A. resolves to amend Art. 15.2.12 and Art. 15.2.13 of the Articles of Association of FAMUR S.A.

to read as follows:

- "12. granting consent to the creation of a pledge or a security transfer of title, or to otherwise encumbering, the rights attached to any shares held by the Company if the value of any such encumbrance exceeds 5% of the Company's net asset value, as disclosed in its most recent approved full-year separate financial statements;
- 13. granting consent to the contracting of bank or non-bank borrowings, or to the issuance of bonds or any other instruments to raise external capital, if the value of the given instrument exceeds 5% of the Company's net asset value, as disclosed in its most recent approved full-year separate financial statements."
- 2. This Resolution shall come into force as of its date, with effect from the date of registration of the amendments in the National Court Register.

#### **RESOLUTION NO. 25**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

to change the composition of the Supervisory Board

- Acting pursuant to Art. 385.1 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of Shareholders of FAMUR S.A. of Katowice hereby appoints Ms Karolina Blacha-Cieślik (Personal Identification Number (PESEL): 84021711660) to the Company's Supervisory Board.
- 2. This Resolution shall become effective as of its date.

The secret ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 372,225,896 (three hundred and seventy-two million, two hundred and twenty-five thousand, eight hundred and ninety-six) valid votes were cast in favour of the resolution (98.50% (ninety-eight and fifty hundredths per cent) of all the votes cast), there were 5,628,760 (five million, six hundred and twenty-eight thousand, seven hundred and sixty) votes against the resolution and 3,946 (three thousand, nine hundred and forty-six) abstentions. The Chairperson declared that the resolution was passed by the required majority.

#### **RESOLUTION NO. 26**

#### of the Annual General Meeting of FAMUR S.A.,

#### dated June 24th 2016

not to vote on draft resolution No. 26

 The Annual General Meeting of FAMUR S.A. of Katowice decides not to vote on draft resolution No. 26.

The secret ballot was carried out among shareholders holding a total of 377,858,602 shares, on which valid votes were cast and which constituted 78.48% of the share capital and carried the right to 377,858,602 valid votes. 372,225,896 valid votes were cast in favour of the resolution (98.50% of all the votes cast), there were 5,628,760 votes against the resolution and

3,946 abstentions. The Chairperson declared that the resolution was passed by the required majority.