

## POLISH FINANCIAL SUPERVISION AUTHORITY

Current Report No.

9

/

2016

Date:

February 4th 2016

Abbreviated issuer name

FAMUR S.A.

Subject

Draft resolutions for Extraordinary General Meeting of FAMUR S.A.

Legal basis

Art. 56.1.2 of the Public Offering Act – Current and periodic information

Text of the report:

Acting under Par. 38.1.3 of the Minister of Finance's Regulation on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state, dated February 19th 2009 (Dz.U. of 2009, No. 33, item 259), the Management Board of FAMUR S.A. of Katowice hereby publishes draft resolutions to be considered at the Extraordinary General Meeting convened for March 7th 2016.

Appendices

| File  | Description   |
|---|---|
| FAMUR_SA_Draft resolutions for the EGM Mar 7 2016.pdf | FAMUR SA Draft resolutions for the EGM to be held on Mar 7 2016 |

|                                   |  |
|-----------------------------------|--|
| FAMUR Spółka Akcyjna              | (full 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 |
|-------------------|-------------------|--|-----------|
| February 4th 2016 | Beata Zawiszowska | Vice President of the Management Board |           |
| February 4th 2016 | Henryk Sok        | Vice President of the Management Board |           |

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**DRAFT RESOLUTIONS FOR THE EXTRAORDINARY  
GENERAL MEETING OF FAMUR S.A. TO BE HELD ON  
MARCH 7th 2016**

**RESOLUTION NO. ...  
of the Extraordinary General Meeting of FAMUR S.A.,  
dated March 7th 2016**

**to appoint the Chairperson of the Extraordinary General Meeting**

1. Acting on the basis of Art. 409.1 of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice appoints Mr/Ms ..... as the Chairperson of the General Meeting.
2. This Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ..... shares, on which valid votes were cast and which constituted ..... of the share capital and carried the right to ..... valid votes. .... votes were cast in favour of the resolution (.....% of all the votes cast), there were ..... abstentions (..... % of the votes cast) and ..... votes against the resolution (.....% of the votes cast). The resolution has been / has not been passed.

**RESOLUTION NO. ...  
of the Extraordinary General Meeting of FAMUR S.A.,  
dated March 7th 2016**

**to appoint a Ballot Counting Committee**

1. The Extraordinary General Meeting of FAMUR S.A. of Katowice appoints a Ballot Counting Committee comprising: .....
2. This Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ..... shares, on which valid votes were cast and which constituted ..... of the share capital and carried the right to ..... valid votes. .... votes were cast in favour of the resolution (.....% of all the votes cast), there were ..... abstentions (..... % of the votes cast) and ..... votes against the resolution (..... % of the votes cast). The resolution has been / has not been passed.

**RESOLUTION NO. ...**  
**of the Extraordinary General Meeting of FAMUR S.A.,**  
**dated March 7th 2016**

to merge FAMUR S.A. with Famur Brand Sp. z o.o.

**Section 1**

1. Acting on the basis of Art. 506 and Art. 492.1.1) of the Commercial Companies Code, the Extraordinary General Meeting of FAMUR S.A. of Katowice:
  - a) approves the Merger Plan of FAMUR S.A. of Katowice and Famur Brand Sp. z o.o. of Katowice, as agreed and adopted by the merging companies on December 17th 2015; the text of the Merger Plan is attached to this Resolution;
  - b) resolves to merge FAMUR S.A. of Katowice (the Acquirer) and Famur Brand Sp. z o.o. of Katowice (the Acquiree) through the transfer of all assets of Famur Brand Sp. z o.o. to FAMUR S.A. on the terms set forth in the Merger Plan referred to in a) above.
2. The Extraordinary General Meeting authorises and obliges the Management Board to take all steps necessary to carry out the merger process in accordance with this Resolution and the applicable laws and regulations.
3. This Resolution shall become effective as of its date.

The open/secret ballot was carried out among shareholders holding a total of ..... shares, on which valid votes were cast and which constituted ..... of the share capital and carried the right to ..... valid votes. .... votes were cast in favour of the resolution (.....% of all the votes cast), there were ..... abstentions (..... % of the votes cast) and .....votes against the resolution (..... % of the votes cast).

The resolution has been / has not been passed.