

Issued by: OPTeam S.A.

Issued on: 29 May 2020.

Subject: Ordinary General Meeting of Shareholders of OPTeam SA convened.

Current report no 4/2020

Legal basis: § 19 section 1 item 1 and 2 of the Ordinance of the Minister of Finance of 29 February 2018 on current and interim information submitted by the issuers of securities, and on conditions of considering as equivalent the information required by law of a non-member state.

Report content: The Management Board of OPTeam SA with its seat in Tajęcina convenes the Ordinary General Meeting of Shareholders of OPTeam SA which will take place on 26 June 2020 at 11.00 a.m. at the Company's head office in Tajęcina 113, 36-002 Jasionka.

The complete text of the Notice of the Extraordinary General Meeting is enclosed with this report. At the same time, the Management Board of OPTeam SA discloses the contents of draft resolutions which will be subject to discussion at the Ordinary General Meeting of Shareholders

NOTICE

of convening the Ordinary General Meeting of Shareholders

of OPTeam SA with its seat in Tajęcina

on 26 June 2020

Date, time and place of the General Meeting and detailed agenda.

The Management Board of OPTeam Spółka Akcyjna with its seat in Tajęcina, entered into Register of Entrepreneurs kept by the Regional Court in Rzeszów, 12th Commercial Division of the National Court Register at number KRS 0000160492, acting pursuant to the provisions of Art. 402¹ and 402² of the Code of Commercial Partnerships and Companies and of Art. 25 section 1 of the Company's Articles of Association, convenes the Ordinary General Meeting of the Company on **26 June 2020** at **11.00 a.m.**, which shall take place at the company's head office in Tajęcina, address: 36-002 Jasionka, Tajęcina 113, in the conference hall no. 033A of the head office building.

Persons eligible to participate in the Extraordinary General Meeting are requested to register directly in front of the hall, in the Management Office and collect mandates and voting cards prior to the commencement of proceedings of the Extraordinary General Meeting. Registration of eligible participants of the Extraordinary General Meeting of Shareholders will start at 10:30.

1. Opening the proceedings.
2. Election of the Chairperson of the Ordinary General Meeting.
3. Determination that the Ordinary General Meeting was properly convened and is capable of passing resolutions.
4. Passing the resolution to waive secret voting when electing the Vote Counting Committee.
5. Passing the resolution to elect the Vote Counting Committee.
6. Passing the resolution to adopt the Meeting Agenda.
7. Presentation by the Management Board:
 - 1) the Management Report of OPTeam S.A. for 2019,
 - 2) the Financial Statements of OPTeam S.A. for 2019.
8. Presentation by the Supervisory Board: opinion on the Management Report of OPTeam S.A. for 2019 and the Financial Statements of OPTeam S.A. for 2019.
9. Adopting the following resolutions:
 - 1) on review and approval of the Management Report of OPTeam S.A. for obrotowy 2019,
 - 2) on review and approval of the Financial Statements of OPTeam S.A. for 2019,
 - 3) on the method of profit distribution of OPTeam S.A. for 2019,
 - 4) on approving the report of the Supervisory Board of OPTeam S.A. for the financial year of 2019,

- 5) on granting a vote of approval to the members of the Management Board of OPTeam S.A. for their performance in 2019,
 - 6) on granting a vote of approval to the members of the Supervisory Board of OPTeam S.A. for their performance in 2019,
 - 7) on approving the remuneration policy of the members of the Board and the Supervisory Board of OPTeam S.A.,
 - 8) on the election of the Supervisory Board of OPTeam S.A. for the sixth term,
 - 9) on the establishment of rules on how the Company finances the acquisitions or purchases of Company shares by the Entitled Persons as defined in the Incentive Programme.
10. Closing the proceedings of the Extraordinary General Meeting of Shareholders

2. Procedures on participation in the General Meeting and exercising voting rights:

a) Shareholder's right to request certain matters to be put onto the Agenda of the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina.

The shareholder(s) representing no less than 1/20 of the authorised capital is entitled to request certain matters be put onto the Agenda of the Ordinary General Meeting. The request should be submitted to the Management Board of the Company no later than **21 days** prior to the date of the Ordinary General Meeting, i.e. by **04.06.2020**. The demand should include the statement of reasons or draft resolution regarding the proposed item on the agenda. The demand may be submitted in writing to the seat of the Company at: 36-002 Jasionka, Tajęcina 113 with a note "Ordinary General Meeting of OPTeam S.A. in Tajęcina – 26.06.2020" or electronically to the following Company email address opteam@opteam.pl.

The Shareholder(s) should prove that they hold a sufficient number of shares as of the date of the request, by enclosing a certificate issued by an authorised entity on the eligibility to participate in the Extraordinary General Meeting in order to identify them as an authorised Company Shareholder. In the case of Shareholders who are legal persons or partnerships, powers to act on behalf of the entity must also be confirmed by enclosing a valid copy of entry from an appropriate register.

b) the Shareholder's right to submit draft resolutions regarding matters on the agenda of the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina or matters which are to be put onto the Agenda prior to the date of the Ordinary General Meeting.

The Shareholder(s) representing no less than 1/20 of the authorised capital is entitled to submit in writing draft resolutions regarding matters entered onto the agenda of the Ordinary General Meeting or matters which are to be put onto the agenda to the Company's seat at: 36-002 Jasionka, Tajęcina 113, or using electronic communications to the email address: opteam@opteam.pl with a note "Ordinary General Meeting of OPTeam S.A. in Tajęcina 26.06.2020", prior to the date of the

Ordinary General Meeting. Like in the item 2a, the Shareholder(s) should document their powers to exercise this right, by presenting appropriate documents in a written form.

c) the Shareholder's right to submit draft resolutions on matters on the agenda during the Extraordinary General Meeting.

Each Shareholder eligible to participate in the Extraordinary General Meeting of OPTeam S.A. with its seat in Tajęcina may in the course of its proceedings submit draft resolutions regarding the matters on the agenda.

d) proceedings on exercising the voting by proxy rights, including but not limited to using proxy-voting forms and on notifying the Company using electronic communications of appointing a proxy.

The Shareholder may participate in the Ordinary General Meeting and exercise voting rights in person or by proxy. The Company puts up on its website www.opteam.pl a proxy-voting form template. Authorisation to vote by proxy should be made in writing or in electronic form. Proxy authorization in electronic form does not require a secure electronic signature verified through a valid qualified certificate.

The Company should be notified of proxy authorisation in electronic form via electronic communications, by way of a completed proxy authorisation form, sent by email to the address opteam@opteam.pl. The Shareholder and the Shareholder's proxy should give a phone number in order to facilitate direct contact. To verify the validity of electronic proxy authorisation, the Company reserves the right to verify the identity of the Shareholder and the proxy.

In particular, this verification may involve a return email or contact by phone, intended to confirm the identity data of the Shareholder and the proxy and confirming whether the proxy was authorised and to what scope.

Failure to answer the questions asked in the course of verification shall be treated as failure to verify the proxy authorisation and shall constitute grounds for refusing the proxy participation in the Ordinary General Meeting.

While registering in the Management Office of OPTeam S.A. prior to the Ordinary General Meeting, the Shareholders are obliged to present the appropriate documents providing eligibility to participate in the Ordinary General Meeting. Shareholders will be allowed to participate in the Ordinary General Meeting solely after they have provided proof of identity, and in the case of proxies – proof of identity and a valid proxy authorisation in writing. Representatives of legal persons or partnerships should also present valid copies of entries in appropriate registers, naming individuals authorised to represent those authorities.

e) possibility and ways of participation in the Ordinary General Meeting using electronic means of communication.

The Company's Articles of Association do not provide for an option to attend the Ordinary General Meeting via electronic means of communication.

f) ways of speaking in the course of the Ordinary General Meeting using electronic means of communication.

The Company's Articles of Association do not provide for an option to speak at the Ordinary General Meeting via electronic means of communication.

g) ways of exercising voting rights via correspondence or using electronic means of communication.

The Rules of the General Meeting of OPTeam S.A. do not provide for an option to exercise voting rights via correspondence or using electronic means of communication.

3. Date for registering participation in the Ordinary General Meeting, referred to in Art. 406¹ of the Code of Commercial Partnerships and Companies.

The date for registering the participation in the Ordinary General Meeting of OPTeam S.A. convened on 26.06.2020 is **10.06.2020**.

4. Information on the right to participate in the Ordinary General Meeting.

A Company Shareholder is eligible to attend the Company's Ordinary General Meeting, if:

a) sixteen days prior to the date of the Ordinary General Meeting (registration date of participation in the General Meeting), i.e. **as of 10.06.2020**, they were Shareholders of the Company, i.e. Company shares had been posted to their securities account;

b) in the period not earlier than the day of notice of the Ordinary General Meeting and not later than on the first working day after registering the participation in the Extraordinary General Meeting (i.e. no later than by **11.06.2020**) they present to the depository of securities a request to issue a personal certificate of entitlement to attend the Ordinary General Meeting of Shareholders. The Company determines the list of shareholders entitled to participate in the Ordinary General Meeting pursuant to the list provided by the National Depository for Securities (Krajowy Depozyt Papierów Wartościowych S.A.; KDPW), drawn up on the basis of personal certificates of entitlement to attend the Extraordinary General Meeting issued by the depository of securities.

Three days prior to the date of the Ordinary General Meeting, i.e. from **23.06.2020** to **25.06.2020**, at the Company's seat: 36-002 Jasionka, Tajęcina 113 (1st floor, room no 108) from 9 a.m. to 3 p.m., the list of Shareholders entitled to attend the Ordinary General Meeting will be presented for inspection. In that time, a Company Shareholder may request that the list of shareholders should be sent to them free of charge by email, providing the address which the list should be sent to.

c) Shareholders/proxies arriving at the Ordinary General Meeting should hold documents confirming their identity

5. Indication where and how a person eligible to attend the Ordinary General Meeting may obtain the full text of documentation to be presented to the Ordinary General Meeting, as well as draft resolutions or, if no resolutions are anticipated, notes of the Management or the Supervisory Board on the matters on the agenda of the Ordinary General Meeting or matters which are to be put onto the agenda prior to the date of the Ordinary General Meeting.

The complete text of documentation which is to be presented to the Ordinary General Meeting including draft resolutions will be published on the Company's website www.opteam.pl under the Investor Relations tab. The notes of the Management or the Supervisory Board on the matters on the agenda of the Ordinary General Meeting or matters which are to be put on the agenda prior to the date of the Ordinary General Meeting will be available on the Company's website, as soon as they are drawn up.

6. Indication of the internet address where information regarding the Ordinary General Meeting will be published.

The Company will publish all the information regarding Ordinary General Meeting on the Company's website at: www.opteam.pl under the Investor Relations tab.

**Agenda and Draft Resolutions
for the Extraordinary General Meeting of OPTeam S.A. with its seat in Tajęcina
convened on 26.06.2020**

The Management Board of OPTeam Spółka Akcyjna with its seat in Tajęcina, entered into Register of Entrepreneurs kept by the Regional Court in Rzeszów, 12th Commercial Division of the National Court Register at number KRS 0000160492, acting pursuant to the provisions of Art. 402¹ and 402² of the Code of Commercial Partnerships and Companies, and of Art. 399 of the said Code of Commercial Partnerships and Companies convenes the Ordinary General Meeting of the Company on **26.06.2020** at **11.00 a.m.**, which shall take place at the company's head office in Tajęcina, address: 36-002 Jasionka, Tajęcina 113, in the conference hall no. 033A of head office building of OPTeam S.A.

Agenda:

11. Opening the proceedings.
12. Election of the Chairperson of the Ordinary General Meeting.
13. Determination that the Ordinary General Meeting was properly convened and is capable of passing resolutions.
14. Passing the resolution to waive secret voting when electing the Vote Counting Committee.
15. Passing the resolution to elect the Vote Counting Committee.
16. Passing the resolution to adopt the Meeting Agenda.
17. Presentation by the Management Board:
 - 3) the Management Report of OPTeam S.A. for 2019,
 - 4) the Financial Statements of OPTeam S.A. for 2019.
18. Presentation by the Supervisory Board: opinion on the Management Report of OPTeam S.A. for 2019 and the Financial Statements of OPTeam S.A. for 2019.
19. Adopting the following resolutions:
 - 10) on review and approval of the Management Report of OPTeam S.A. for 2019,
 - 11) on review and approval of the Financial Statements of OPTeam S.A. for 2019,
 - 12) on the method of profit distribution of OPTeam S.A. for 2019,
 - 13) on approving the report of the Supervisory Board of OPTeam S.A. for the financial year of 2019,
 - 14) on granting a vote of approval to the members of the Management Board of OPTeam S.A. for their performance in 2019,
 - 15) on granting a vote of approval to the members of the Supervisory Board of OPTeam S.A. for their performance in 2019,
 - 16) on approving the remuneration policy of the members of the Board and the Supervisory Board of OPTeam S.A.,
 - 17) on the election of the Supervisory Board of OPTeam S.A. for the sixth term,
 - 18) on the rules on how the Company finances the acquisitions or purchases of Company shares by the Entitled Persons as defined in the Incentive Programme.
20. Closing the proceedings of the Extraordinary General Meeting of Shareholders

Draft Resolutions:

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on election of the Chairperson of the Extraordinary General Meeting.

Acting pursuant to Art. 409 § 1 of the Code of commercial partnerships and companies and § 3 section 1 of the Rules of the General Meeting, the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§ 1

The Ordinary General Meeting of OPTeam S.A. in Tajęcina elects to be the Chairperson of the Ordinary General Meeting.

§ 2

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on waiving secret voting when electing the Vote Counting Committee.

Acting pursuant to Art. 420 §3 of the Code of commercial partnerships the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§ 1

To waive secret voting when electing the Vote Counting Committee of the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina.

§ 2

The resolution shall be effective immediately.

The resolution was passed in an open ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on electing the Vote Counting Committee

Acting pursuant to § 4 section 1 of the Rules of the General Meeting of OPTeam S.A. with its seat in Tajęcina, the Ordinary General Meeting resolves what follows:

§ 1

To elect the following persons to the Vote Counting Committee:

§ 2

The resolution shall be effective immediately.

The resolution was passed in an open ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on adoption of the Meeting Agenda.

Acting pursuant to Art. 409 § 2 of the Code of commercial partnerships and companies and § 7 section 1 of the Rules of the General Meeting of OPTeam S.A. with its seat in Tajęcina, the Ordinary General Meeting resolves what follows:

§1

The Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina adopts the following Meeting Agenda:

1. Opening the proceedings.
2. Election of the Chairperson of the Ordinary General Meeting.
3. Determination that the Ordinary General Meeting was properly convened and is capable of passing resolutions.
4. Passing the resolution to waive secret voting when electing the Vote Counting Committee.
5. Passing the resolution to elect the Vote Counting Committee.
6. Passing the resolution to adopt the Meeting Agenda.
7. Presentation by the Management Board:
 - 5) the Management Report of OPTeam S.A. for 2019,
 - 6) the Financial Statements of OPTeam S.A. for 2019.
8. Presentation by the Supervisory Board: opinion on the Management Report of OPTeam S.A. for 2019 and the Financial Statements of OPTeam S.A. for 2019.
9. Adopting the following resolutions:
 - 1) on review and approval of the Management Report of OPTeam S.A. for 2019,
 - 2) on review and approval of the Financial Statements of OPTeam S.A. for 2019,
 - 3) on the method of profit distribution of OPTeam S.A. for 2019,
 - 4) on approving the report of the Supervisory Board of OPTeam S.A. for the financial year of 2019,

- 5) on granting a vote of approval to the members of the Management Board of OPTeam S.A. for their performance in 2019,
- 6) on granting a vote of approval to the members of the Supervisory Board of OPTeam S.A. for their performance in 2019,
- 7) on approving the remuneration policy of the members of the Board and the Supervisory Board of OPTeam S.A.,
- 8) on the election of the Supervisory Board of OPTeam S.A. for the sixth term,
- 9) on the establishment of rules on how the Company finances the acquisitions or purchases of Company shares by the Entitled Persons as defined in the Incentive Programme.

10. Closing the proceedings of the Extraordinary General Meeting of Shareholders

§2

The resolution shall be effective immediately.

The resolution was passed in an open ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on review and approval of the Management Report of OPTeam S.A. for 2019

§1

Acting pursuant to Art. 395 § 2 p. 1 of the Code of commercial partnerships and companies and art. 26, p. 1 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina approves the Management Report of OPTeam S.A. for 2019.

§2

The resolution shall be effective immediately.

The resolution was passed in an open ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on review and approval of the Financial Statements of OPTeam S.A. for 2019

§1

Acting pursuant to Art. 395 § 2 p. 1 of the Code of commercial partnerships and companies and art. 26, p. 1 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina approves the Financial Statements of OPTeam S.A. for the financial year from 01.01.2019 to 31.12.2019, that includes:

- Introduction to the Financial Statement,
- Balance sheet as of 31.12.2018 that shows, both on the Assets and Liabilities side, the total amount of PLN 59,550,202.71 (in words: fifty-nine million five hundred fifty thousand two hundred two and seventy-one hundredths),
- Profit and loss statement that shows net profit of PLN 1,919,618.74 (in words: one million nine hundred nineteen thousand six hundred eighteen and seventy-four hundredths),
- Statement of comprehensive income that shows the total comprehensive income of PLN 1,919,618.74 (in words: one million nine hundred nineteen thousand six hundred eighteen and seventy-four hundredths),
- Statement of changes in equity that shows an increase of equity by PLN 1,919,618.74 (in words: one million nine hundred nineteen thousand six hundred eighteen and seventy-four hundredths),
- Cash flow statement that shows an increase of cash by PLN 402,267.13, (in words: four hundred two thousand two hundred sixty-seven and thirteen hundredths).
- Additional information to the Financial Statement.

§2

The resolution shall be effective immediately.

The resolution was passed in an open ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on the method of distribution of profit of OPTeam S.A. for 2019.

Acting pursuant to Art. 395 § 2 p. 1 of the Code of commercial partnerships and companies and art. 26, p. 3 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

To distribute the net profit of OPTeam S.A. for 2019 in the amount of PLN 1,919,618.74 (in words: one million nine hundred nineteen thousand six hundred eighteen and seventy-four hundredths) so that it is transferred in full to increase the Supplementary Capital of OPTeam S.A.

§ 2

The resolution shall be effective immediately.

The resolution was passed in an open ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in

favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on approving the report of the Supervisory Board of OPTeam S.A. for the financial year of 2019.

Acting pursuant to Art. 382 § 3 of the Code of commercial partnerships and companies and art. 16, section 2 of the Articles of Association of OPTeam S.A. and taking into account the Rule II.Z.10 of “Good Practices for Companies Listed on GPW 2016”, the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

To approve the report of the Supervisory Board of OPTeam S.A. for the financial year of 2018, that presents the assessment of the Company situation including the system of internal controlling and risk management system for significant risks.

§ 2

The resolution shall be effective immediately.

The resolution was passed in an open ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on granting a vote of approval to Tomasz Ostrowski for his performance as the President of the Board of OPTeam S.A. in 2019.

Acting pursuant to Art. 395 § 2 p. 3 of the Code of commercial partnerships and companies and art. 26, p.2 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

To grant a vote of approval to Tomasz Ostrowski for his performance as the President of the Board of OPTeam S.A. for the period of from 01.01.2019 r. to 31.12.2019.

§2

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on granting a vote of approval to Jacek Błahut for his performance as the Vice President of the Board of OPTeam S.A. in 2019.

Acting pursuant to Art. 395 § 2 p. 3 of the Code of commercial partnerships and companies and art. 26, p.2 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

To grant a vote of approval to Jacek Błahut for his performance as the Vice President of the Board of OPTeam S.A. for the period of from 01.01.2019 r. to 31.12.2019.

§2

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on granting a vote of approval to Rafał Gnojnicki for his performance as the Vice President of the Board of OPTeam S.A. in 2019.

Acting pursuant to Art. 395 § 2 p. 3 of the Code of commercial partnerships and companies and art. 26, p.2 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

To grant a vote of approval to Rafał Gnojnicki for his performance as the Vice President of the Board of OPTeam S.A. for the period of from 01.01.2019 r. to 31.12.2019.

§2

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on granting a vote of approval to Janusz Bober for his performance as the Chairman of the Supervisory Board of OPTeam S.A. in 2019.

Acting pursuant to Art. 395 § 2 p. 3 of the Code of commercial partnerships and companies and art. 26, p.2 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

To grant a vote of approval to Janusz Bober for his performance as the Chairman of the Supervisory Board of OPTeam S.A. for the period of from 01.01.2019 r. to 31.12.2019

§2

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on granting a vote of approval to Andrzej Pelczar for his performance as the Vice Chairman of the Supervisory Board of OPTeam S.A. in 2019.

Acting pursuant to Art. 395 § 2 p. 3 of the Code of commercial partnerships and companies and art. 26, p.2 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

To grant a vote of approval to Andrzej Pelczar for his performance as the Vice Chairman of the Supervisory Board of OPTeam S.A. for the period of from 01.01.2019 r. to 31.12.2019.

§2

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in

favour of" the resolution, votes „against" the resolution, and votes "abstaining".

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on granting a vote of approval to Wiesław Roman Zaniewicz for his performance as the Secretary of the Supervisory Board of OPTeam S.A. in 2019.

Acting pursuant to Art. 395 § 2 p. 3 of the Code of commercial partnerships and companies and art. 26, p.2 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

To grant a vote of approval to Wiesław Roman Zaniewicz for his performance as the Secretary of the Supervisory Board of OPTeam S.A for the period of from 01.01.2019 r. to 31.12.2019

§2

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of" the resolution, votes „against" the resolution, and votes "abstaining".

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on granting a vote of approval to Marcin Lewandowski for his performance as the Member of the Supervisory Board of OPTeam S.A. in 2019.

Acting pursuant to Art. 395 § 2 p. 3 of the Code of commercial partnerships and companies and art. 26, p.2 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

To grant a vote of approval to Marcin Lewandowski for his performance as the Member of the Supervisory Board of OPTeam S.A. for the period of from 01.01.2019 r. to 31.12.2019.

§2

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on granting a vote of approval to Ryszard Woźniak for his performance as the Member of the Supervisory Board of OPTeam S.A. in 2019.

Acting pursuant to Art. 395 § 2 p. 3 of the Code of commercial partnerships and companies and art. 26, p.2 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

To grant a vote of approval to Ryszard Woźniak for his performance as the Member of the Supervisory Board of OPTeam S.A. for the period of from 01.01.2019 r. to 31.12.2019

§2

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on granting a vote of approval to Waclaw Irzeński for his performance as the Member of the Supervisory Board of OPTeam S.A. in 2019.

Acting pursuant to Art. 395 § 2 p. 3 of the Code of commercial partnerships and companies and art. 26, p.2 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

To grant a vote of approval to Waclaw Irzeński for his performance as the Member of the Supervisory Board of OPTeam S.A. for the period of from 01.01.2019 r. to 31.12.2019.

§2

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on granting a vote of approval to Piotr Kołodziejczyk for his performance as the Member of the Supervisory Board of OPTeam S.A. in 2019.

Acting pursuant to Art. 395 § 2 p. 3 of the Code of commercial partnerships and companies and art. 26, p.2 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

To grant a vote of approval to Piotr Kołodziejczyk for his performance as the Member of the Supervisory Board of OPTeam S.A. for the period of from 01.01.2019 r. to 31.12.2019.

§2

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders**

**of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on approving the remuneration policy of the members of the Board and the Supervisory Board of
OPTeam S.A

Acting pursuant to Art. 414 of the Code of commercial partnerships and companies (“**Code**”) and Art. 90d of the Act on public offering, conditions governing the introduction of financial instruments to organised trading, and on public companies as of 29 July 2005, the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina (“**Company**”) resolves what follows

§ 1

The Ordinary General Meeting hereby approves the remuneration policy of the members of the Board and the Supervisory Board of OPTeam S.A with the following content:

Remuneration Policy

of the members of the Board and the Supervisory Board of OPTeam S.A in Tajęcina

The legal basis for this document is constituted by the regulations of the Act on public offering, conditions governing the introduction of financial instruments to organised trading, and on public companies as of 29 July 2005 (consolidated text: Journal of Laws of 2019 item 623, as amended).

Definitions.

Whenever this Policy refers to:

- 1) **Company** – means OPTeam S.A seated in Tajęcina;
- 2) **Group** – means OPTeam S.A. Capital Group acting on the basis of the Act on Accounting of 29 September 1994;
- 3) **Supervisory Board** - means the Supervisory Board of the Company based in Tajęcina, whose Members were appointed by the General Meeting of Shareholders of the Company;
- 4) **Management Board** - means the Management Board of the Company with headquarters in Tajęcina, whose Members were appointed by the Company's Supervisory Board;
- 5) **Division** - means part of the organizational structure of the Company managed by one of the members of the Management Board in accordance with the internal breakdown of tasks and responsibilities between the members of the Management Board;
- 6) **Act** - to be understood as the Act of 29 July 2005 on Act on public offering, conditions governing the introduction of financial instruments to organised trading, and on public companies;
- 7) **Policy** - to be understood as this Remuneration Policy for Members of the Management Board and Members of the Supervisory Board of OPTeam S.A. in Tajęcina.

§ 1

Goal of the Policy.

1. The Remuneration Policy for the Members of the Management Board and Members of the Supervisory Board of OPTeam S.A. defines the basis, principles and procedures for determining, calculating and paying remuneration for Members of the Management Board and Members of the Supervisory Board of OPTeam S.A. The solutions adopted in the Policy should contribute to the implementation of the business strategy, long-term interests and stability of the Company and the Group.
2. The Policy contributes to the goals as defined in p. 1 through:
 - 1) application of the remuneration model that shall be an incentive to achieve the business objectives set by the Supervisory Board by the Company's Management Board,
 - 2) ensuring transparency of the remuneration of the Company's governing bodies and the rules for defining it at OPTeam S.A.

§ 2

Remuneration of the Members of the Management Board.

Legal basis for the remuneration of the Members of the Management Board

The basis for determining and paying the remuneration of Members of the Company's Management Board is in any case the legal relationship between the Company and a Member of the Management Board. The company allows entrusting management of the company based on three legal relationships:

- 1) an employment relationship carried out under an employment contract of infinite duration;
- 2) contracting the management services (a managerial contract) for the time of performing the function of a Member of the Management Board;
- 3) appointment to the position of a Member of the Management Board for the time of performing the function of a Member of the Management Board.

The legal basis for managing the Company by a Member of the Management Board is determined by way of a resolution of the Supervisory Board. The Supervisory Board may establish different legal grounds for the management relationship for individual Members of the Management Board, as well as different grounds for remunerating a Member of the Management Board for managing the Company and direct management of the Division.

Components of remuneration for members of the Management Board

Regardless of the legal form of the employment relationship linking a Member of the Management Board with the Company, the member of the Management Board may receive cash remuneration for managing the Company consisting of a fixed part and a variable part.

When appointing a Member of the Management Board, the Supervisory Board specifies in the same resolution appointing to the function of a Member of the Management Board or in a separate resolution - the components of the cash remuneration of the Member of the Management Board, including the amount of fixed and variable parts of the remuneration and the principles of how the variable part may depend on the financial results of the Company.

The Supervisory Board may also grant a member of the Management Board the right to other non-cash benefits

The fixed part of the remuneration of the Member of the Management Board

1. Each member of the Management Board receives a fixed remuneration, paid out monthly in the amount as specified in the resolution of the Supervisory Board and no later than the date of payment of remuneration to employees of the Company.
2. The fixed remuneration of the Company's Management Board members paid for the financial year may not exceed 60% of the total remuneration provided for this financial year.
3. Fixed remuneration will be indexed for the inflation coefficient announced by the President of the Central Statistical Office for the previous calendar year if the coefficient is higher than 3% per annum.

The fixed part of the remuneration of the Member of the Management Board

Each member of the Management Board may receive a variable remuneration - an annual bonus depending on the financial results and the achievement of management goals.

Variable remuneration ("Annual bonus") depends on the Company's financial standing indicators. When determining the amount of the variable remuneration, a number of qualitative criteria are also taken into account, such as those relating to the construction of organizational culture among the employees, the proper flow of information within the Company, and relations with investors and external entities, conflict prevention and management. The degree of the Company's contribution to environmental goals is also taken into account.

The payment of the Annual bonus for members of the Management Board depends on the achievement of management goals for a given financial year and long-term goals set by the Supervisory Board.

The annual bonus may be paid to Members of the Management Board:

- 1) after approving the Management Board's Report on the Company's operations and the Financial Report for the previous financial year;
- 2) acknowledgment by the General Meeting of the fulfillment of the duties of the Member, provided that the Supervisory Board confirms that the Management Board members have achieved the management objectives,
- 3) determining by the Supervisory Board the amount due to be paid.

Detailed rules for determining, calculating and paying out variable remuneration due to the members of the Management Board are set out in the resolutions of the Supervisory Board.

The Members of the Company's Management Board, like other key employees of the Company, may be subject to an additional non-competition clause established by the Supervisory Board after termination of their employment (termination of service in the Management Board) for a period not longer than 6 months -with the obligation to pay compensation by the Company for this period, in an amount not higher than the equivalent of the gross monthly remuneration for each month of the non-competition clause, paid or payable for the year preceding the year in which the employment

relationship ends (termination of service in the Management Board). The Company at any time may be released from the obligation to pay the amount of compensation, releasing the Member of the Management Board from the obligation to comply with the non-competition obligation

Non-cash benefits for the Member of the Management Board.

Each Member of the Management Board is entitled to receive other non-cash benefits from the Company, including:

- 1) the right to use specific Company assets;
- 2) the right to additional insurance;
- 3) the right to use additional non-wage benefits (benefits) due to other persons employed in the Company;
- 4) the right to participate on general terms in the pension programs functioning in the Company (including the PPK Employee Capital Programs program).

In the Company, apart from the implemented PPK program, there are currently no additional pension and disability programs.

The scope and principles of non-cash benefits due to a member of the Management Board are each time determined by a resolution of the Supervisory Board, and in the event of the conclusion of an employment contract or managerial contract also by these documents.

§ 3

Remuneration of the Members of the Supervisory Board.

1. The only legal basis for remuneration for members of the Supervisory Board for performing their functions in the supervisory body is the relationship of appointment of a member of the Supervisory Board by the General Meeting of Shareholders;
2. A member of the Supervisory Board may receive remuneration only in the form of a fixed gross monthly flat-rate amount, determined by way of a resolution by the Company's General Meeting. The Chairman, Secretary and Vice-Chairman of the Board may receive a higher salary than other Board Members, taking into account the additional workload due to their functions.
3. The remuneration of the Members of the Supervisory Board will be indexed for the inflation rate announced by the President of the Central Statistical Office for the previous calendar year if the rate is higher than 3% per annum.

§ 4

Addressing the working and payment conditions of other employees.

The Company uses two key forms of employment, i.e. employment contracts and civil law contracts. The use of these forms enables flexible response to dynamically changing circumstances on the labor market, especially in the industry where the Company operates.

It also gives the opportunity to link the amount of remuneration to the way the employee's tasks are performed, their competences acquired and developed during employment.

The remuneration of employees in the Company is also linked to their performance through bonus systems. This approach was taken into account when determining the remuneration policy for the Company's Management Board Members. This applies in particular to the principles of paying out variable remuneration components, which depend on the degree of achieving long- and short-term goals and the implementation of the targets of the Company's current development strategy.

§ 5

Establishing and implementing the provisions of the Policy. Conflict Resolution

1. The Supervisory Board supervises the Policy on the remuneration of Members of the Company's Management Board, including verification of whether the conditions for granting the variable remuneration components are met, as well as the analysis of the risk of potential conflicts of interest. If a conflict of interest is detected, the Supervisory Board informs the General Meeting of its occurrence and recommends a resolution of this conflict.
2. The General Meeting adopts a resolution regarding this Policy at least every four years.
3. In the event of a threat to the financial stability of the Company and the inability to guarantee its profitability resulting from failure to meet the budget assumptions to a significant extent, in specific areas of the Company's operations and if other circumstances occur that prevent or significantly hinder the functioning of the Company or a part of it under the current grounds, the Supervisory Board may, by way of a resolution, temporarily withdraw from applying the Policy in whole or in part. Such a withdrawal may not be adopted by a single resolution for a period longer than two financial years.

§ 6

Remuneration Report.

1. If the Company meets the conditions set out in Article 90g par. 7. of the Act, the Supervisory Board prepares the Remuneration Report as mentioned in Art.90g. par. 1 of the Act, in order to provide the General Meeting with comprehensive information on remuneration received in the previous financial year by the Management Board and the Supervisory Board of the Company. The remuneration report is subject to verification by a certified auditor.

§ 7

Applicability of the Policy.

1. The remuneration principles resulting from the Policy come into force on the day of adopting the Policy by the resolution of the General Meeting of the Company's Shareholders.
2. To determine, calculate and pay the remuneration of Members of the Company's Management Board for the financial years of 2019 and 2020, the existing rules established by resolutions of the Company's Supervisory Board adopted before the date of entry into force of this Policy shall apply.
3. The current rules shall apply to determining, calculating and paying the remuneration of Members of the Supervisory Board for the financial years 2019 and 2020, unless the General Meeting makes other arrangements in this respect.

§ 2

The resolution shall be effective immediately.

The resolution was passed in an open ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on the election of to the Supervisory Board of OPTeam S.A. for the sixth term

Acting pursuant to Art. 385 § 1 of the Code of commercial partnerships and companies and art. 26, p.4 of the Articles of Association of OPTeam S.A., the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina resolves what follows:

§1

Appoint a member of the Supervisory Board of OPTeam S.A. for the sixth term.

§2

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

**Resolution No./2020
of the Ordinary General Meeting of Shareholders
of OPTeam Spółka Akcyjna with its seat in Tajęcina
of 26.06.2020**

on the rules on how the Company finances the acquisitions or purchases of Company shares by the
Entitled Persons as defined in the Incentive Programme.

§ 1

Acting pursuant to Art. 345 § 1 of the Code of commercial partnerships and companies and Art. 345 § 1 of the Code of commercial partnerships and companies the Ordinary General Meeting of OPTeam S.A. with its seat in Tajęcina (hereafter: “**Company**”) hereby agrees that the acquisition of the Company shares by the Entitled Persons, as understood by the Resolution No. 5/2017 of the Extraordinary General Meeting of OPTeam S.A. adopted on 31 October 2017 (“**Resolution**”) may be financed by the Company, which also includes the consent to finance these acquisitions by means of loan agreements concluded with the Entitled Persons who are also the persons listed in the Art. 15 of the Code of commercial partnerships and companies, as understood by the Incentive Programme referred to in the Resolution. This financing should be implemented in compliance with the following assumptions:

1. Financing of the Company's acquisition of the Company's shares by the Entitled Persons will be made on the basis of a loan agreement concluded by the Company with the Entitled Person;
2. Only Entitled Persons employed in the Company under the employment contract as at the date of concluding the loan agreement with the Company will be able to use the financing;
3. At the written request of the Entitled Person, after concluding a loan agreement with the Company specifying the detailed financing rules for subscription or acquisition in accordance with the following guidelines, the Company shall grant the Entitled Person the funds of up to 80% of the value of New Issue Shares (within the meaning of the Resolution) acquired by the Entitled Person, that funds may be used by the Entitled Person to pay for New Issue Shares;
4. The cost of financing made available to the Entitled Person will correspond to the cost at which the Company obtains debt financing;

5. Interest on the amount borrowed may be payable together with the last installment of the loan;
6. The financing may be granted no later than by March 31, 2021. An Entitled Person will be obliged to return the funds to the Company by March 31, 2024 at the latest;
7. A reserve capital is hereby established from the supplementary capital based on retained profits from previous years in the amount of PLN 2 116 836 (in words: two million one hundred and sixteen thousand eight hundred and thirty six zlotys) specifically for the purposes of Company's financing the acquisition of the Company's shares in accordance with this resolution;
8. The by the Entitled Person shall establish a security measure for the loan, otherwise the Company has right to demand the immediate repayment of the loan granted.

§ 2

The Ordinary General Meeting of Shareholders of the Company also authorizes the Management Board of the Company to take all actions necessary for the implementation of these rules of Company's financing the acquisition of the Company's shares by Entitles Persons as understood by the Incentive Program, in particular, to conclude loan agreements and security agreements for these loans.

§ 3

The resolution shall be effective immediately.

The resolution was passed in a secret ballot.

Ballot results:

Out of shares that took part in the ballot the valid votes were cast for of the authorised capital. The total number of valid votes was, including votes „in favour of” the resolution, votes „against” the resolution, and votes “abstaining”.

