



**Ronson Development SE
Extraordinary General Meeting convened for 20 December 2018**

DRAFT RESOLUTIONS

**RESOLUTION NO. 1
of the Extraordinary General Meeting of Ronson Development SE
of 20 December 2018
regarding the election of the Chairman of the Extraordinary General Meeting**

§ 1

The Extraordinary General Meeting of Ronson Development SE with its registered office in Warsaw, acting pursuant to Art. 409 § 1 of the Code of Commercial Companies in connection with Art. 9 and Art. 53 of Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the Statute for a European Company (SE) elects Mr./Ms. _____ as the Chairman of the Meeting.

§ 2

The resolution comes into force upon its adoption.

**RESOLUTION NO. 2
of the Extraordinary General Meeting of Ronson of 20 December 2018
regarding the adoption of the agenda of the Extraordinary General Meeting**

§1

The Extraordinary General Meeting of Ronson Development SE with its registered office in Warsaw adopts the following agenda:

- 1) Opening of the Extraordinary General Meeting,
- 2) Election of the Chairman of the Extraordinary General Meeting,
- 3) Drawing up an attendance list,
- 4) Determination of the correctness of the procedure used to convene the Extraordinary General Meeting and its capacity to pass valid resolutions,
- 5) Adoption of the agenda of the Extraordinary General Meeting,
- 6) Adoption of a resolution regarding the preparation of the financial statements of Ronson Development SE in accordance with the International Financial Reporting Standards and the International Accounting Standards,
- 7) Closing of the Extraordinary General Meeting.

§ 2

The resolution comes into force upon its adoption.



RESOLUTION NO. 3
of the Extraordinary General Meeting of Ronson Development SE
of 20 December 2018
regarding the preparation of the financial statements of Ronson Development SE in accordance
with the International Financial Reporting Standards and the International Accounting Standards

§ 1

The Extraordinary General Meeting of Ronson Development SE with its registered office in Warsaw, acting pursuant to Art. 45 par. 1a and par. 1c of the Act of 29 September 1994 on accounting (Journal of Laws of 2018, item 395, 398, 650, 1629), opts to prepare standalone financial statements of the company in accordance with the International Financial Reporting Standards (IFRS) / International Accounting Standards (IAS) and related interpretations, to the extent that they were announced in the form of regulations of the European Commission, starting with the financial statements for the financial year started on 1 January 2018 and ending on 31 December 2018.

§ 2

The resolution comes into force upon its adoption.

Justification to draft resolution No. 3:

In connection with the transfer of the company's headquarters from the Netherlands to Poland, pursuant to Art. 45 par. 1a and 1c of the Accounting Act, the company decided to opt to prepare standalone financial statements in accordance with the IFRS/IAS instead of applying accounting principles resulting from the provisions of the Polish Accounting Act, in particular where the consolidated financial statements of the Ronson Capital Group are prepared in accordance with the IFRS/IAS from the first public issue of shares on the Warsaw Stock Exchange. Based on Art. 45 par. 1c of the Accounting Act, the relevant resolution in this respect must be adopted by the body approving these financial statements, i.e. the General Meeting of Ronson Development SE.