

DEBICA

RB 19/2019

**POLISH FINANCIAL SUPERVISION AUTHORITY
Current Report No 19/2019**

Date: June 25, 2019

Abbreviated name of issuer:
DEBICA

Subject: Resolutions adopted at the General Meeting of Shareholders dated June 25, 2019

Legal grounds:
Art. 56 item 1 (2) of the Act on Public Offering Act

Report content:
The Management Board of Tire Company Dębica S.A. ("Company") announces publicly resolutions adopted by the Ordinary General Meeting of the Company on June 25, 2019 with information about the votes cast and objections raised. The Company informs also that all of the resolutions submitted for voting were adopted and the Meeting did not withdraw from considering any of the items on the agenda.

Resolutions passed:

Resolution No. 1
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.
with registered office at Debica, dated June 25, 2019

General Meeting of Shareholders of Tire Company Debica S.A. elects Mr. Krzysztof Pawlisz as the Chairman of the Ordinary General Meeting of Shareholders.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

12.131.526 "in favour"
0 "against"
0 "abstaining"

Resolution No. 2
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.
with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. resolves to adopt the following agenda:

1. Opening of the Ordinary General Meeting of Shareholders.
2. Election of the Chairman of General Meeting of Shareholders
3. Statement of the correctness of the General Meeting of Shareholders convention and its capability to take resolutions.
4. Adoption of the Agenda.
5. Election of the Secretary of the General Meeting of Shareholders

6. Examination and approval of the Company's 2018 Financial Statement comprising Balance Sheet, Profit and Loss Account, Cash Flow Statement, Notes to the Financial Statement.
7. Examination and approval of the Management Board's Report on Company Operations in 2018.
8. Examination and approval of the Supervisory Board's Activity Report in 2018.
9. Adoption of a resolution on profit distribution.
10. Acknowledgement of the fulfilment of duties by the Company's Management Board members in 2018.
11. Acknowledgement of the fulfilment of duties by the Company's Supervisory Board members in 2018.
12. Setting the number of members setting on the Company's Supervisory Board.
13. Appointment of members to the Company's Supervisory Board.
14. Closing of the Meeting.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

12.131.526 "in favour"
0 "against"
0 "abstaining"

Resolution No. 3

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.
with registered office at Debica, dated June 25, 2019

The General Meeting of Shareholders of Tire Company Debica S.A. elects Mr. Andrzej Motyka as the Secretary of the Ordinary General Meeting of Shareholders.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

12.131.526 "in favour"
0 "against"
0 "abstaining"

Resolution No. 4

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.
with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. (hereinafter referred to as "Company") hereby approves the 2018 Financial Statement, submitted on June 25, 2019, consisting of the following documents:

1. Balance Sheet as at December 31, 2018;
2. Profit and Loss Account for 2018;
3. Cash Flow Statement for 2018;
4. Notes to the Financial Statement for 2018.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"
380.264 "against"
13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection

Resolution No. 5

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. (hereinafter referred to as "Company") hereby approves The Directors' Report for the year 2018.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

380.264 "against"

13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection

Resolution No. 6

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. (hereinafter referred to as "Company") hereby approves the Supervisory Board Report on its Operations for 2018.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

380.264 "against"

13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection

Resolution No. 7

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A., following a request of the Company's Management Board, with a positive opinion given by the Supervisory Board, adopts a resolution on the distribution of the Company's profit amounting to PLN 89 752 356,00 (in words: eighty-nine million seven hundred and fifty-two thousand three hundred and fifty-six zlotys 00/100), generated in 2018, would be distributed as follows:

1. to allocate the amount of PLN 67 357 420,00 (in words: sixty-seven million three hundred and fifty-seven thousand four hundred and twenty zlotys 00/100) to dividend payment to shareholders in the amount of PLN 4.88 per share, establishing the day September 23, 2019 as the date of acquiring rights to this dividend (dividend date) and December 18, 2019 as the dividend payment date from Company's 2017 profit, due to the seasonal nature of the Company's business.

2. to allocate the amount of PLN 22 394 936,00 to (in words: twenty-two million three hundred and ninety-four thousand nine hundred and thirty-six zlotys 00/100) the Company's reserve capital. The amount

allocated to the Company's reserve capital may be also allocated for distribution among shareholders in the subsequent accounting years including in the form of a pre-payment or prepayments in respect dividend.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.751.262 "in favour"
380.264 "against"
0 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection

Resolution No. 8

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.
with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby acknowledges the fulfilment of duties in 2018 by Mr. Leszek Szafran, the President of the Company's Management Board.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"
380.264 "against"
13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection.

Resolution No. 9

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.
with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby acknowledges the fulfilment of duties in 2018 by Mr. Michał Mędrek, a Member of the Company's Management Board.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"
380.264 "against"
13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection.

Resolution No. 10

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby acknowledges the fulfilment of duties in 2018 by Mr. Mirosław Maziarka, a Member of the Company's Management Board.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

380.264 "against"

13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection.

Resolution No. 11

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby acknowledges the fulfilment of duties in 2018 by Mr. Ireneusz Maksymiuk, a Member of the Company's Management Board.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

380.264 "against"

13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection.

Resolution No. 12

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby acknowledges the fulfilment of duties in 2018 by Mr. Paweł Miłoszewski, a Member of the Company's Management Board.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

380.264 "against"

13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection.

Resolution No. 13

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby acknowledges the fulfilment of duties in 2018 by Mr. Jacek Pryczek, Chairman of the Company's Supervisory Board.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"
380.264 "against"
13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection.

Resolution No. 14

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby acknowledges the fulfilment of duties in 2018 by Mr. Dominikus Golsong, a Vice President and a Member of the Company's Supervisory Board.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"
380.264 "against"
13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection.

Resolution No. 15

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby acknowledges the fulfilment of duties in 2018 by Mr Leszek Cichocki, a Member of the Company's Supervisory Board.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

380.264 "against"
13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection.

Resolution No. 16

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby acknowledges the fulfilment of duties in 2018 by Mr Maciej Mataczyński, a Member of the Company's Supervisory Board.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"
380.264 "against"
13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection.

Resolution No. 17

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby acknowledges the fulfilment of duties in 2018 by Mrs Renata Kowalska-Andres, a Member of the Company's Supervisory Board.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"
380.264 "against"
13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection.

Resolution No. 18

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby acknowledges the fulfilment of duties in 2018 by Mr Łukasz Rędziniak, a Member of the Company's Supervisory Board.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"
380.264 "against"
13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection.

Resolution No. 19

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby acknowledges the fulfilment of duties in 2018 by Mr Janusz Raś, a Member of the Company's Supervisory Board.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"
380.264 "against"
13.573 "abstaining"

Plenipotentiary of shareholder Nationale Nederlanden Open Pension Fund declared that he had voted against the resolution and filed an objection.

Resolution No. 20

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby resolves that the Company's Supervisory Board will have 8 members during the term of office commencing on June 25, 2019.

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.751.262 "in favour"
0 "against"
380.264 "abstaining"

Resolution No. 21

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby appoints Mr. Jacek Pryczek as a Member of the Company's Supervisory Board for the term of office commencing on June 25, 2019

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

516.335 "against"

380.264 "abstaining"

Resolution No. 22

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby appoints Mr. Dominikus Golsong as a Member of the Company's Supervisory Board for the term of office commencing on June 25, 2019

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

516.335 "against"

380.264 "abstaining"

Resolution No. 23

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby appoints Mr. Maciej Mataczyński as a Member of the Company's Supervisory Board for the term of office commencing on June 25, 2019

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

516.335 "against"

380.264 "abstaining"

Resolution No. 24

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby appoints Mr. Łukasz Antoni Rędziniak as a Member of the Company's Supervisory Board for the term of office commencing on June 25, 2019

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

516.335 "against"

380.264 "abstaining"

Resolution No. 25

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby appoints Mr. Lourens Roets as a Member of the Company's Supervisory Board for the term of office commencing on June 25, 2019

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

516.335 "against"

380.264 "abstaining"

Resolution No. 26

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby appoints Mr. Michael de Schrijver as a Member of the Company's Supervisory Board for the term of office commencing on June 25, 2019

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

516.335 "against"

380.264 "abstaining"

Resolution No. 27

OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF TIRE COMPANY DEBICA S.A.

with registered office at Debica, dated June 25, 2019

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby appoints Mr. Andrzej Kowal as a Member of the Company's Supervisory Board for the term of office commencing on June 25, 2019

During the voting over the resolution 12.131.526 valid votes were cast, out of 12.131.526 shares, accounting for 87,89 % of the share capital of the Company, of which:

11.737.689 "in favour"

516.335 "against"

380.264 "abstaining"