

**INFORMATION ON THE AMENDMENT TO DRAFT RESOLUTIONS OF THE ANNUAL  
GENERAL MEETING OF ULMA CONSTRUCCION POLSKA SPÓŁKA AKCYJNA FOR THE  
FINANCIAL YEAR 2018**

**NOMINATING A CANDIDATE FOR THE POSITION OF THE SUPERVISORY BOARD MEMBER**

**Current report no. 8/2019**

The Management Board of ULMA Construcción Polska Spółka Akcyjna ("Company") hereby announces that in connection with the Annual General Meeting to be held on 9 May 2019, on 18 April 2019 the Company received draft resolutions from ULMA CYE, S. COOP. with its registered office in Spain - a shareholder representing more than one twentieth of the share capital, regarding (i) appointment of the Supervisory Board members and (ii) determination of remuneration for the Supervisory Board members.

The Management Board also informs that it has received declarations of the candidates stating that outside the Issuer's enterprise they do not carry out any activity which would be competitive to the activity carried out in the Issuer's enterprise and they do not participate in a competitive company as partners in a civil law partnership, a partnership, a capital company or as members of a body in a competitive legal entity and are not listed in the Register of Insolvent Debtors maintained under the Act on the National Court Register.

Information regarding education, qualifications and previous positions held, together with a description of professional career of the selected candidates is included in the appendix to this current report.

At the same time, the Management Board of the Company publishes below the draft resolutions proposed by the shareholder:

**Resolution No. 24/2019  
of the Annual General Meeting  
of ULMA Construcción Polska Spółka Akcyjna with its registered office in Koszajec of 9 May 2019**

**on the appointment of the Member of the Supervisory Board  
of ULMA Construcción Polska Spółka Akcyjna**

§ 1.

Acting pursuant to Art. 385 § 1 of the Code of Commercial Companies, the Annual General Meeting hereby appoints Ms/Mr Aitor Ayastuy Ayastuy as a Member of the Supervisory Board of ULMA Construcción Polska Spółka Akcyjna for a new term of office

§ 2.

The Resolution shall enter into force upon its adoption.

**Resolution No. 25/2019  
of the Annual General Meeting  
of ULMA Construcción Polska Spółka Akcyjna with its registered office in Koszajec of 9 May 2019**

**on the appointment of the Member of the Supervisory Board  
of ULMA Construcción Polska Spółka Akcyjna**

§ 1.

Acting pursuant to Art. 385 § 1 of the Code of Commercial Companies, the Annual General Meeting hereby appoints Ms/Mr Michał Markowski as a Member of the Supervisory Board of ULMA Construcción Polska Spółka Akcyjna for a new term of office.

§ 2.

The Resolution shall enter into force upon its adoption.

**Resolution No. 26/2019  
of the Annual General Meeting  
of ULMA Construcción Polska Spółka Akcyjna with its registered office in Koszajec of 9 May 2019**

**on the appointment of the Member of the Supervisory Board  
of ULMA Construcción Polska Spółka Akcyjna**

§ 1.

Acting pursuant to Art. 385 § 1 of the Code of Commercial Companies, the Annual General Meeting hereby appoints Ms/Mr Iñaki Irizar Moyua as a Member of the Supervisory Board of ULMA Construcción Polska Spółka Akcyjna for a new term of office

§ 2.

The Resolution shall enter into force upon its adoption.

**Resolution No. 27/2019  
of the Annual General Meeting  
of ULMA Construcción Polska Spółka Akcyjna with its registered office in Koszajec of 9 May 2019**

**on the appointment of the Member of the Supervisory Board  
of ULMA Construcción Polska Spółka Akcyjna**

§ 1.

Acting pursuant to Art. 385 § 1 of the Code of Commercial Companies, the Annual General Meeting hereby appoints Ms/Mr Rafael Anduaga Lazcanoiturburu as a Member of the Supervisory Board of ULMA Construcción Polska Spółka Akcyjna for a new term of office

§ 2.

The Resolution shall enter into force upon its adoption.

**Resolution No. 28/2019  
of the Annual General Meeting  
of ULMA Construcción Polska Spółka Akcyjna with its registered office in Koszajec of 9 May 2019**

**on the appointment of the Member of the Supervisory Board  
of ULMA Construcción Polska Spółka Akcyjna**

§ 1.

Acting pursuant to Art. 385 § 1 of the Code of Commercial Companies, the Annual General Meeting hereby appoints Ms/Mr Jose Joaquin Ugarte Azpiri as a Member of the Supervisory Board of ULMA Construcción Polska Spółka Akcyjna for a new term of office

§ 2.

The Resolution shall enter into force upon its adoption.

**Resolution No. 29/2019  
of the Annual General Meeting  
of ULMA Construcccion Polska Spółka Akcyjna with its registered office in Koszajec of 9 May 2019**

**on the determination of the remuneration of the Supervisory Board members**

§ 1.

Acting pursuant to Art. 392 § 1 of the Code of Commercial Companies and § 25 of the Company's Articles of Association, the Annual General Meeting of ULMA Construcccion Polska Spółka Akcyjna with its registered office in Koszajec ("Company") hereby determines that starting from 10 May 2019:

1. Remuneration of Mr Michał Markowski will amount to PLN 3,000.00 gross per month (including sitting on the Audit Committee). Moreover, Mr Michał Markowski shall be entitled to receive the reimbursement of costs incurred, including, in particular, travel and accommodation costs, related to his participation in the work of the Supervisory Board.

Mr Michał Markowski may waive the right to remuneration received from the Company within 14 days from the date of adoption of the resolution by submitting a relevant written statement to the Company.

Remuneration shall be due for the period of the member's mandate and shall be paid by the 30th day of the calendar month for which it is due, to the bank account indicated in writing. If the position of the Supervisory Board member is held for a part of the month, the remuneration shall be reduced proportionally to the duration of mandate in a given calendar month.

2. Other members of the Supervisory Board (including those sitting on the Audit Committee) shall not be entitled to any remuneration.

§ 2.

All previous resolutions regarding the remuneration of the Supervisory Board members, including, in particular, Resolution No. 28/2016 of the Annual General Meeting of ULMA Construcccion Polska Spółka Akcyjna with its registered office in Warsaw of 16 June 2016, are hereby repealed.

§ 3.

The Resolution shall enter into force upon its adoption.

**Legal basis:** *Article 19 section 1 point 4 of the Regulation of the Minister of Finance of 29 March 2018 on current and interim information delivered by issuers of securities and the conditions for recognising the information required by the laws of a non-member state as equivalent (Journal Of Laws of 2018, item 757)*

**Date:** 19 April 2019

**Signatures:** Krzysztof Orzełowski - Member of the Management Board

Rolando Jabłoński Varas – Proxy

## NOMINATIONS FOR THE SUPERVISORY BOARD MEMBERS

### ULMA CONSTRUCCION POLSKA S.A.

Mr Aitor Ayastuy Ayastuy - born in 1968

Education: Aitor Ayastuy Ayastuy graduated from the Faculty of Entrepreneurship at the University of the Basque Country in Bilbao, earning an MA degree in Entrepreneurship.

Professional experience: Aitor Ayastuy Ayastuy has been working for the ULMA Group since the beginning of his professional career. In 1995-1997, he worked as a Controller at ULMA Agricola in Oñati and then (in 1997-2000) as a Controller in the Argentinean branch of ULMA Construction. In 2000-2001, he was the Chief Executive Officer of the Branch in Argentina and in the following years (2001-2004) he was a Regional Manager at ULMA Construction in Oñati. In 2005, he was appointed Chief Executive Officer of ULMA Construction America, and held this position until June 2008, when he was appointed Chief Executive Officer of ULMA C y E, S. Coop. in Spain.

Other positions held: In 2008-2011, he was the President of the Supervisory Board of ULMA System S.A., and since July 2008 until now he has been the President of the Supervisory Board of ULMA Construcción Polska S.A.

Mr. Aitor Ayastuy Ayastuy does not pursue any other activity that would be competitive to that of the Issuer. He is not a partner in any civil law company or a partnership, or a member of a governing or supervisory body of any commercial company or a member of a governing or supervisory body of any other legal entity that would be competitive to ULMA Construcción Polska S.A. He is not entered in the Register of Insolvent Debtors maintained pursuant to the Act on the National Court Regist.

Mr Michał Markowski - born in 1984

Education: holds a doctorate in operational research, a master's degree in computer science and a master's degree in financial management at the Wrocław University of Technology.

Professional experience: He started his professional career in 2003 by running his own business which involved creating his own software for school management. In the years 2007-2010, when working for InsERT, he was responsible for creating financial and human resources software for small and medium enterprises. In 2009-2010 he was employed in Deloitte Advisory as Senior Associate and led projects in the field of financial modelling and due diligence. Since 2012, he has been the Chief Economist and Advisor in the Ministry of Treasury, where he advised the Minister on the project of chemical sector consolidation and restructuring of Polish airlines PLL LOT S.A., among other things, and established Polski Fundusz Rozwoju S.A. (former Polskie Inwestycje Rozwojowe S.A.). From 2014 to 2016, he was the Director of the Strategy and Analysis Department at the Warsaw Stock Exchange, where he was responsible for the company's strategy and projects. From 2016 to 2018 he conducted four acquisitions of technology companies for ProService Finteco, a portfolio company of Oaktree Fund. Later he held the position of CFO in Qumak S.A., responsible for restructuring and liquidation of the company. He has international qualifications in accounting and finance - ACCA.

Other positions held: From 2013 to 2014, in PLL LOT S.A., he served as Vice President of the Supervisory Board and was a member of the committee dealing with restructuring, strategy and audit. Since 2014 to the present date he has been a member of the Supervisory Board of Ventures & Partners, the company providing advisory services on the capital market in the processes of mergers and acquisitions and IPO, as well as a member of the Supervisory Board and the Audit Committee of the National Clearing House for Exchanges and Commodities. From 2012 to 2018 he was also the Chairman of the Supervisory Board and a member of the Audit Committee and the Investment Committee in the company Polskie Inwestycje Rozwojowe. Currently, he is a member of the Supervisory Boards of LiveChat S.A., Atende S.A., Playway S.A., and since June 2016 to the present date he has been a member of the Supervisory Board of ULMA Construcción Polska S.A.

Mr Michał Markowski does not conduct any activity that would be competitive to the Issuer's activity. Also, he is not a partner in a competitive civil law partnership or a partnership, or a member of a body of a capital

company, or a member of any body of any other competitive legal entity. He is not listed in the Register of Insolvent Debtors maintained under the Act on the National Court Register.

Mr Iñaki Irizar Moyua - born in 1974.

Education: In 1998 Mr. Iñaki Irizar Moyua graduated from the Industrial Engineering Department at the University of Navarra where he earned an Industry Engineer degree. In 2003, he earned a Master of Numerical Methods in Engineering degree at the Polytechnic University of Catalonia.

Professional experience: In 1998-1999, he was a Research and Development Engineer at IKERLAN Technology Research Centre. Since 1999, he has been working at ULMA Construction, where he has been a Research and Development Engineer (1999-2005), Product Manager (2005-2008), Design Engineering Director (2009-2012) and, since 2013 - Technical Projects Director.

Other positions held: Since June 2013, a member of the Supervisory Board of ULMA Construcción Polska S.A., and since October 2017 to the present date, Deputy Chairman of the Supervisory Board of ULMA Construcción Polska S.A.

Mr. Iñaki Irizar Moyua does not pursue any other activity that would be competitive to that of the Issuer. He is not a partner in any civil law company or a partnership, or a member of a governing or supervisory body of any commercial company or a member of a governing or supervisory body of any other legal entity that would be competitive to ULMA Construcción Polska S.A. He is not entered in the Register of Insolvent Debtors maintained pursuant to the Act on the National Court Register.

Mr Rafael Anduaga Lazcanoiturburu - born in 1964.

Education: graduate of the Faculty of Natural Sciences at the University of the Basque Country and of the Faculty of Economic Sciences at the University of the Basque Country in Oñati.

Professional experience: between 1990-1996 working as the Financial Controller within the ULMA CyE, S. Coop. group. In 1996 appointed as the President of the ULMA Hormigón Polímero, S. Coop. Cooperative, performing this function until 2004. Since 1996 also employed in the position of the Financial Director of ULMA Hormigón Polímero, S, Coop.

Other positions held: Since October 2017 to the present date, a member of the Supervisory Board of ULMA Construcción Polska S.A.

Mr Rafael Anduaga Lazcanoiturburu does not conduct any other activity which would be competitive in relation the Issuer's activity. He is also not a partner in a competitive civil law partnership or partnership, or a member of a governing body of a capital company, or a member of a governing body of any other competitive legal person. He is not entered into the Register of Insolvent Debtors kept pursuant to the Act on the National Court Register.

Mr Jose Joaquin Ugarte Azpiri - born in 1960

Education: graduate of the Faculty of Economic Sciences at the University of the Basque Country in 1982.

Professional experience: in 1983 he began his professional career as chief account at Copreci S. Coop. (1983-1992). In 1992-1994 he worked as internal auditor at Fagor Group. From 1994 to 1998 he was President of Copreci S. Coop. (1994-1998), where in 1998 he assumed the function of cash manager (1998-2000). From 2000 to 2006 he worked as CFO of Eika S. Coop. He has been professionally involved with ULMA since 2006 as a CFO in the companies in the group. Currently, he holds the position of CFO of Ulma C y E S. Coop, since February 2015.

Mr Jose Joaquin Ugarte Azpiri does not conduct any other activity which would be competitive in relation the Issuer's activity. He is also not a partner in a competitive civil law partnership or partnership, or a member of

a governing body of a capital company, or a member of a governing body of any other competitive legal person.  
He is not entered into the Register of Insolvent Debtors kept pursuant to the Act on the National Court Register.