Draft resolutions of the Extraordinary General Meeting of CD PROJEKT S.A. convened on 11 October 2017 at 10 a.m.

# Resolution No. 1 of 11 October 2017

of the Extraordinary General Meeting of Shareholders ("the General Meeting") of CD PROJEKT S.A., headquartered in Warsaw ("the Company") concerning the election of the General Meeting Chairman

Pursuant to Art. 409 § 1 and Art. 420 § 2 of the Commercial Company Code the General Meeting of Shareholders hereby nominates Mr./Ms. [\_\_\_] as General Meeting Chairman, with the election having taken place in a secret ballot.

### Management Board justification concerning Resolution no. 1:

The resolution is technical in character. The requirement to elect a chairman immediately after the opening of the General Meeting stems from Art. 409 § 1 of the Commercial Company Code.

Resolution No. 2 of 11 October 2017 of the Extraordinary General Meeting of Shareholders of CD PROJEKT S.A., headquartered in Warsaw concerning approval of the General Meeting agenda

The General Meeting of Shareholders hereby approves the agenda of the General Meeting of Shareholders published on the Company website on 11 September 2017 and in Current Report no. 17/2017 of 11 September 2017, to wit:

- 1) Opening of the Extraordinary General Meeting.
- 2) Election of General Meeting Chairman.
- 3) Determining that the General Meeting has been validly convened and is empowered to undertake binding decisions.
- 4) Approval of General Meeting agenda.
- 5) Resolution concerning appointment of a Supervisory Board Member.
- 6) AOB.
- 7) Closing of the General Meeting.

# Management Board justification concerning Resolution no. 2:

The resolution is technical in character. The requirement to approve a General Meeting agenda once the attendance list has been signed and validated by the General Meeting Chairman stems from § 6 of the General Meeting Regulations.

Resolution No. 3 of 11 October 2017 of the Extraordinary General Meeting of Shareholders of CD PROJEKT S.A., headquartered in Warsaw concerning appointment of a Supervisory Board Member Acting in compliance with Art. 385 § 1 of the Commercial Company Code and § 18 section 1 of the Company Articles, the General Meeting of Shareholders hereby decides the following:

§ 1

- 1. The Extraordinary General Meeting hereby appoints ...... to the Supervisory Board of the Company.
- 2. The new Supervisory Board Member is appointed for the duration of the current joint term of the Supervisory Board.

§ 2

The resolution enters into force on the day of its adoption.

## Management Board justification concerning Resolution no. 3:

The need for this resolution follows from § 17 of the Company Articles which stipulates that the Supervisory Board shall consist of at least five persons, in light of the resignation of one of the Supervisory Board Members.

#### Disclaimer:

This English language translation has been prepared solely for the convenience of English speaking readers. Despite all the efforts devoted to this translation, certain discrepancies, omissions or approximations may exist. In case of any differences between the Polish and the English versions, the Polish version shall prevail. CD PROJEKT, its representatives and employees decline all responsibility in this regard.