

Resolutions adopted by the Extraordinary General Meeting of Shareholders of CD PROJEKT S.A. held on 11 October 2017.

Resolution No. 1
of 11 October 2017
of the Extraordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
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 appoints Ms. Katarzyna Szwarc as General Meeting Chairwoman.

The resolution was adopted in a secret ballot, with 46,653,330 votes for, no votes against and no votes abstaining. Valid votes were cast from 46,653,330 shares, representing 48.54% of the Company share capital. The total number of valid votes cast was 46,653,330.

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. 19/2017 of 18 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) Resolution concerning changes in the Company Articles and empowerment of the Supervisory Board to collate the unified text of the amended Articles.
- 7) AOB.
- 8) Closing of the General Meeting.

The resolution was adopted in an open ballot, with 46,653,330 votes for, no votes against and no votes abstaining. Valid votes were cast from 46,653,330 shares, representing 48.54% of the Company share capital. The total number of valid votes cast was 46,653,330.

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 Mr. Maciej Nielubowicz 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.

The resolution was adopted in a secret ballot, with 36,908,334 votes for, 6,848,440 votes against and 2,896,556 votes abstaining. Valid votes were cast from 46,653,330 shares, representing 48.54% of the Company share capital. The total number of valid votes cast was 46,653,330.

**Resolution No. 4
of 11 October 2017
of the Extraordinary General Meeting of Shareholders
of CD PROJEKT S.A., headquartered in Warsaw
*concerning changes in the Company Articles and empowerment of the Supervisory Board
to collate the unified text of the amended Articles.***

§ 1

Acting in compliance with Art. 430 of the Act of 15 September 2000 – the Commercial Company Code, the Extraordinary General Meeting of Shareholders of CD PROJEKT S.A., headquartered in Warsaw (hereafter referred to as “the Company”) hereby decides to amend the Company Articles (hereafter referred to as “the Articles”) by repealing §21 section 3, which currently states:

“3. The Audit Committee is a permanent committee of the Supervisory Board when the Supervisory Board consists of more than five persons. If the Supervisory Board consists of not more than five persons, the duties of the Audit Committee, as specified by the Act of 7 May 2009 on certified auditors and their self-government, entities authorized to audit financial statements and public supervision, are discharged by the full Supervisory Board unless the Supervisory Board adopts a resolution declaring otherwise.”

§ 2

The Supervisory Board is hereby authorized to collate the unified text of the Company Articles acknowledging the amendment introduced in §1 of this resolution.

§ 3

The resolution enters into force on the date of its adoption, however the changes introduced in the Company Articles will become legally binding on the date of registration of the amended Company Articles by the appropriate court of registration.

The resolution was adopted in an open ballot, with 40,827,314 votes for, 104,071 votes against and 5,685,945 votes abstaining. Valid votes were cast from 46,653,330 shares, representing 48.54% of the Company share capital. The total number of valid votes cast was 46,653,330.

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.