

CD PROJEKT S.A.
ORDINARY GENERAL MEETING
CONVENED ON 28 JUNE 2022
PLENIPOTENTIARY AUTHORIZATION FORM

I (we), the undersigned,

Full name
(Organization)

..... (Position)

Address
and

Full Name.....
(Organization)

..... (Position)

..... Address
do

hereby declare that (full name /
shareholder organization) („the Shareholder”) is entitled to participate in the General Meeting
of CD PROJEKT S.A. and authorized to exercise voting rights afforded by
..... (quantity) ordinary bearer’s shares of CD PROJEKT
S.A., headquartered in Warsaw (“the Company”) I
(we) furthermore confirm that:

Mr. / Ms., identified by passport/national ID/other official identification no.,

or

..... (name of organization), headquartered in (city), at (address),

is authorized to represent the Shareholder at the Ordinary General Meeting of the Company
convened on 28 June 2022, 10:00 a.m. at the Company headquarters in Warsaw, Jagiellońska
74 (“the Ordinary General Meeting”) by participating in the Ordinary General Meeting, issuing
declarations on the Shareholder’s behalf, signing the attendance list and exercising voting rights
afforded by (quantity) of ordinary shares of the Company in accordance with the voting
instructions listed below / as he/she sees fit*.

(signature)

Location: Date:

.....

(signature)

Location:

Date:

IMPORTANT NOTICE

Shareholder authentication

In order to properly authenticate the shareholder who is to be represented by a plenipotentiary the following documents should be attached to this proxy form:

- (i) For shareholders who are natural persons – a copy of a national ID, passport or other official identification document. Additionally, shareholders who are natural persons should attach a declaration authorizing the Company to process their personal data for the purposes of authentication and assessment of the validity of the electronic authorization.
- (ii) For shareholders who are not natural persons – a copy of the relevant registration document or any other document confirming that the shareholder is entitled to nominate a plenipotentiary to represent them at the Ordinary General Meeting.

In case of any doubts regarding the authenticity of the abovementioned documents, the Management Board of the Company reserves the right to demand the following documents from the plenipotentiary while the attendance list is being prepared:

- (i) For shareholders who are natural persons – a notarized copy of a national ID, passport or other official document confirming the shareholder's identity;
- (ii) For shareholders who are not natural persons – the shareholder's certificate of registration or any other document confirming that the natural person (or natural persons) are authorized to represent the shareholder at the General Meeting, or a copy thereof, confirmed by a registered notary or any other entity authorized to authenticate copies of official documents.

Plenipotentiary authentication

In order to authenticate the plenipotentiary, the Management Board of the Company reserves the right to demand the following documents from the plenipotentiary while the attendance list is being prepared:

- (i) For plenipotentiaries who are natural persons – a copy of a national ID, passport or other official document confirming the plenipotentiary's identity;
- (ii) For plenipotentiaries who are not natural persons – the plenipotentiary's certificate of registration or any other document confirming that the natural person (or natural persons) are authorized to represent the plenipotentiary at the General Meeting, or a copy thereof, confirmed by a registered notary or any other entity authorized to authenticate copies of official documents.

<p>PLEASE BE ADVISED THAT IN CASE OF ANY DISCREPANCIES BETWEEN SHAREHOLDER IDENTIFICATION DATA PROVIDED IN THIS FORM AND THE CORRESPONDING DATA RECEIVED FROM THE CENTRAL SECURITIES REPOSITORY OF POLAND (KRAJOWY DEPOZYT PAPIERÓW WARTOŚCIOWYCH S.A.) IN ACCORDANCE WITH ART. 406³ OF COMMERCIAL COMPANIES CODE BOTH THE SHAREHOLDER AND THE PLENIPOTENTIARY MAY BE DENIED PARTICIPATION IN THE ORDINARY GENERAL MEETING.</p>
--

<p>PLEASE BE ADVISED THAT THE COMPANY DOES NOT IMPOSE AN OBLIGATION TO USE THIS FORM TO NOMINATE PLENIPOTENTIARIES.</p>

PLENIPOTENTIARY VOTING INSTRUCTIONS

The Ordinary General Meeting of CD PROJEKT S.A., convened on 28 June 2022, 10:00, at the Company headquarters, Warsaw, Jagiellońska 74.

ITEM 2 OF THE MEETING AGENDA – ELECTION OF GENERAL MEETING CHAIRMAN.			
<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			
ITEM 4 OF THE MEETING AGENDA – APPROVAL OF GENERAL MEETING AGENDA.			
<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			
ITEM 6 OF THE MEETING AGENDA - RESOLUTION CONCERNING APPROVAL OF THE COMPANY'S FINANCIAL STATEMENT FOR 2021.			
<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			
ITEM 7 OF THE MEETING AGENDA - RESOLUTION CONCERNING APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENT OF THE CD PROJEKT GROUP FOR 2021.			
<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion

Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			

ITEM 8 OF THE MEETING AGENDA - RESOLUTION CONCERNING APPROVAL OF THE MANAGEMENT BOARD REPORT ON CD PROJEKT GROUP AND CD PROJEKT S.A. ACTIVITIES IN 2021.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			

ITEM 9 OF THE MEETING AGENDA - RESOLUTION CONCERNING THE ALLOCATION OF COMPANY PROFIT OBTAINED IN 2021.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			

ITEM 10 OF THE MEETING AGENDA - RESOLUTION ON GRANTING DISCHARGE TO THE PRESIDENT OF THE MANAGEMENT BOARD, MR. ADAM KICIŃSKI, ON ACCOUNT OF THE PERFORMANCE OF HIS DUTIES BETWEEN JANUARY 1 AND DECEMBER 31, 2021.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			

ITEM 11 OF THE MEETING AGENDA - RESOLUTION ON GRANTING DISCHARGE TO THE VICE PRESIDENT OF THE MANAGEMENT BOARD, MR. MARCIN IWIŃSKI, ON ACCOUNT OF THE PERFORMANCE OF HIS DUTIES BETWEEN JANUARY 1 AND DECEMBER 31, 2021.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			

ITEM 12 OF THE MEETING AGENDA - RESOLUTION ON GRANTING DISCHARGE TO THE VICE PRESIDENT OF THE MANAGEMENT BOARD, MR. PIOTR NIELUBOWICZ, ON ACCOUNT OF THE PERFORMANCE OF HIS DUTIES BETWEEN JANUARY 1 AND DECEMBER 31, 2021.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			

ITEM 13 OF THE MEETING AGENDA - RESOLUTION ON GRANTING DISCHARGE TO MR. ADAM BADOWSKI, MEMBER OF THE MANAGEMENT BOARD, ON ACCOUNT OF THE PERFORMANCE OF HIS DUTIES BETWEEN JANUARY 1 AND DECEMBER 31, 2021.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			

ITEM 14 OF THE MEETING AGENDA - RESOLUTION ON GRANTING DISCHARGE TO MR. MICHAŁ NOWAKOWSKI, MEMBER OF THE MANAGEMENT BOARD, ON ACCOUNT OF THE PERFORMANCE OF HIS DUTIES BETWEEN JANUARY 1 AND DECEMBER 31, 2021.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
-----------------------------------	--	----------------------------------	---

Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			
ITEM 15 OF THE MEETING AGENDA - RESOLUTION ON GRANTING DISCHARGE TO MR. PIOTR KARWOWSKI, MEMBER OF THE MANAGEMENT BOARD, ON ACCOUNT OF THE PERFORMANCE OF HIS DUTIES BETWEEN JANUARY 1 AND DECEMBER 31, 2021.			
<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			

ITEM 16 OF THE MEETING AGENDA - RESOLUTION ON GRANTING DISCHARGE TO CHAIRWOMAN OF THE SUPERVISORY BOARD, MS. KATARZYNA SZWARC, ON ACCOUNT OF THE PERFORMANCE OF HER DUTIES BETWEEN JANUARY 1 AND DECEMBER 31, 2021.			
<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			
ITEM 17 OF THE MEETING AGENDA - RESOLUTION ON GRANTING DISCHARGE TO DEPUTY CHAIRMAN OF THE SUPERVISORY BOARD, MR. PIOTR PAŁOWSKI, ON ACCOUNT OF THE PERFORMANCE OF HIS DUTIES BETWEEN JANUARY 1 AND DECEMBER 31, 2021.			
<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			

ITEM 18 OF THE MEETING AGENDA - RESOLUTION ON GRANTING DISCHARGE TO MR. MICHAŁ BIEŃ, MEMBER OF THE SUPERVISORY BOARD, ON ACCOUNT OF THE PERFORMANCE OF HIS DUTIES BETWEEN JANUARY 1 AND DECEMBER 31, 2021.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
-----------------------------------	--	----------------------------------	---

Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
--------------------------	--------------------------	--------------------------	--------------------------

Other:

ITEM 19 OF THE MEETING AGENDA - RESOLUTION ON GRANTING DISCHARGE TO MR. MACIEJ NIELUBOWICZ, MEMBER OF THE SUPERVISORY BOARD, ON ACCOUNT OF THE PERFORMANCE OF HIS DUTIES BETWEEN JANUARY 1 AND DECEMBER 31, 2021.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
-----------------------------------	--	----------------------------------	---

Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
--------------------------	--------------------------	--------------------------	--------------------------

Other:

ITEM 20 OF THE MEETING AGENDA - RESOLUTION ON GRANTING DISCHARGE TO MR. KRZYSZTOF KILIAN, MEMBER OF THE SUPERVISORY BOARD, ON ACCOUNT OF THE PERFORMANCE OF HIS DUTIES BETWEEN JANUARY 1 AND MAY 25, 2021.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
-----------------------------------	--	----------------------------------	---

Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
--------------------------	--------------------------	--------------------------	--------------------------

Other:

ITEM 21 OF THE MEETING AGENDA - RESOLUTION ON GRANTING DISCHARGE TO MR. JAN ŁUKASZ WEJCHERT, MEMBER OF THE SUPERVISORY BOARD, ON ACCOUNT OF THE PERFORMANCE OF HIS DUTIES BETWEEN MAY 25 AND DECEMBER 31, 2021.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____

Other:

ITEM 22 OF THE MEETING AGENDA - RESOLUTION EXPRESSING AN OPINION WITH REGARD TO THE CD PROJEKT S.A. SUPERVISORY BOARD REPORT CONCERNING REMUNERATION OF MEMBERS OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD IN 2021.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____

Other:

ITEM 23 OF THE MEETING AGENDA - RESOLUTION CONCERNING CHANGES IN REMUNERATION OF SUPERVISORY BOARD MEMBERS.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____

Other:

ITEM 24 OF THE MEETING AGENDA - RESOLUTION CONCERNING DISSOLUTION OF RESERVE CAPITAL CREATED TO FINANCE PURCHASE OF THE COMPANY'S OWN SHARES.

<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____

<input type="checkbox"/> Other:			
ITEM 25 OF THE MEETING AGENDA - RESOLUTION CONCERNING AMENDMENTS TO § 14 OF THE COMPANY'S ARTICLES OF ASSOCIATION.			
<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			
ITEM 26 OF THE MEETING AGENDA - RESOLUTION CONCERNING AMENDMENTS TO § 16 OF THE COMPANY'S ARTICLES OF ASSOCIATION.			
<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			
ITEM 27 OF THE MEETING AGENDA - RESOLUTION CONCERNING AMENDMENTS TO § 21 OF THE COMPANY'S ARTICLES OF ASSOCIATION.			
<input type="checkbox"/> Vote for	<input type="checkbox"/> Vote against <input type="checkbox"/> File objection	<input type="checkbox"/> Abstain	<input type="checkbox"/> Vote at the plenipotentiary's discretion
Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____	Qty. of shares: _____
<input type="checkbox"/> Other:			

ADDITIONAL INFORMATION

Shareholders are requested to declare their intent by tagging selected fields with an "X". When selecting the "Other" field detailed voting instructions should also be provided.

Should the shareholder wish to exercise voting rights differently for each batch of shares he/she controls we request that the appropriate number of shares be specified in the "for" "against" and "abstain" columns. Failure to provide such information will be interpreted as intent to cast the selected vote for all shares the shareholder controls.

Draft resolutions to be undertaken at the General Meeting along with the corresponding agenda items are attached to this template.

Please note that draft resolutions listed in this template may differ from those submitted to the Ordinary General Meeting. In order to avoid possible ambiguities, we kindly ask shareholders to specify contingencies for such circumstances by supplying the corresponding instructions in the “Other” field.