



ARCTIC PAPER

DRAFT RESOLUTIONS:

**RESOLUTION NO 1/2015
of the Extraordinary General Meeting of
Arctic Paper S.A.
of December 21, 2015
regarding: appointment of the Chairman of the General Meeting**

The Extraordinary General Meeting of Arctic Paper S.A. with its registered office in Poznań („**Company**”) hereby adopted the following resolution (hereinafter the “**Resolution**”):

§ 1

[•] is appointed as the Chairman of the General Meeting.

§ 2

The Resolution shall become effective upon adoption hereof.



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**RESOLUTION NO 2 /2015
of the Extraordinary General Meeting of
Arctic Paper S.A.
of December 21, 2015
regarding: waiving the appointment of the Returning Committee of the
General Meeting**

The Extraordinary General Meeting of Arctic Paper S.A. with its registered office in Poznań ("**Company**") hereby adopted the following resolution (hereinafter the "**Resolution**"):

§ 1

It is resolved to waive the appointment of the Returning Committee while entrusting the Chairman of the Meeting with the Committee's duties in respect of the vote count.

§ 2

The Resolution shall become effective upon adoption hereof.



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**RESOLUTION NO 3 /2015
of the Extraordinary General Meeting of
Arctic Paper S.A.
of December 21, 2015
regarding: amendment of the Company's articles of association**

Acting pursuant to art. 430 § 1 and § 5 of the Commercial Companies Code the Extraordinary General Meeting of Arctic Paper S.A. with its registered office in Poznań (hereinafter: "**Company**") hereby adopted the following resolution (hereinafter the "**Resolution**"):

§ 1

In section 4.1 of Article 4 of the articles of association of the Company is hereby amended and shall read as follows:

"4.1 The Company's scope of activity comprises:

- 1) Production of paper and cardboard (PKD 17.12.Z);*
- 2) Installation of industrial machines, equipment and accessories (PKD 33.20.Z);*
- 3) Production of electricity (PKD 35.11.Z);*
- 4) Transmission of electricity (PKD 35.12.Z);*
- 5) Distribution of electricity (PKD 35.13.Z);*
- 6) Production and supplies of steam, hot water and air for air-conditioning systems (PKD 35.30.Z);*
- 7) Water intake, treatment and supply (PKD 36.00.Z);*
- 8) Wholesale of other semi-products (PKD 46.76.Z);*
- 9) Unspecialized wholesale (PKD 46.90.Z);*
- 10) Other transportation agencies activities (PKD 52.29.C);*
- 11) Consultations related to Information Technology (PKD 62.02.Z);*
- 12) Activities associated with computer equipment management (PKD 62.03.Z);*
- 13) Activities of financial holdings (PKD 64.20.Z);*
- 14) Lease and administration of owned and leased real estates (PKD 68.20.Z);*
- 15) Activities of head offices and holdings, excluding financial holdings (PKD 70.10.Z);*
- 16) Other business operations and management consulting (PKD 70.22.Z);*



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17) Engineering activities and related technical consulting (PKD 71.12.Z);

18) Rental and lease of other machines, equipment and tangible assets, not classified elsewhere (PKD 77.39.Z)."

§ 2

The Supervisory Board is authorized to agree on the uniform text of the amended articles of association of the Company, considering the amendments introduced by way of this Resolution.

§ 3

The Resolution shall become effective upon adoption hereof, provided the legal effect comprising amendment of the Company's articles of association referred to in paragraph 1 of the Resolution will be binding after registration of amendments in the commercial register of the National Court Register.



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**RESOLUTION NO 4 /2015
of the Extraordinary General Meeting of
Arctic Paper S.A.
of December 21, 2015**

**regarding: appointment of the Supervisory Board for a new joint term
of office**

Acting pursuant to Art. 385 § 1 of the Commercial Company Code, the Extraordinary General Meeting of Arctic Paper S.A. with its registered office in Poznań ("**Company**") hereby adopted the following resolution (hereinafter the "**Resolution**"):

§ 1

The following persons are hereby appointed to the Company's Supervisory Board for a new joint term of office:

- Rolf Olof Grundberg,
- Rune Ingvarsson,
- Thomas Onstad,
- Mariusz Cezary Grendowicz,
- Dariusz Witkowski,
- Roger Mattsson.

§ 2

The Resolution shall become effective upon adoption hereof.



**Hitherto wording of joint stock company ARCTIC PAPER SPÓŁKA
AKCYJNA Articles of Association together with proposed
amendments - attachment no 2 to current report 15/2015 from
25th November 2015**

Hitherto wording of section 4.1 of Article 4

4.1 The Company's scope of activity comprises:

- 1) Production of paper and cardboard (PKD 17.12.Z);
- 2) Production of electricity (PKD 35.11.Z);
- 3) Transmission of electricity (PKD 35.12.Z);
- 4) Distribution of electricity (PKD 35.13.Z);
- 5) Production and supplies of steam, hot water and air for air-conditioning systems (PKD 35.30.Z);
- 6) Water intake, treatment and supply (PKD 36.00.Z);
- 7) Activities of financial holdings (PKD 64.20.Z);
- 8) Activities of head offices and holdings, excluding financial holdings (PKD 70.10.Z);
- 9) Other business operations and management consulting (PKD 70.22.Z);
- 10) Consultations related to Information Technology (PKD 62.02.Z);
- 11) Activities associated with computer equipment management (PKD 62.03.Z);
- 12) Installation of industrial machines, equipment and accessories (PKD 33.20.Z);
- 13) Lease and administration of owned and leased real estates (PKD 68.20.Z);
- 14) Engineering activities and related technical consulting (PKD 71.12.Z);
- 15) Rental and lease of other machines, equipment and tangible assets, not classified elsewhere (PKD 77.39.Z);
- 16) Wholesale of other semi-products (PKD 46.76.Z);
- 17) Unspecialized wholesale (PKD 46.90.Z).



Proposed wording of section 4.1 of Article 4

4.1 The Company's scope of activity comprises:

- 1) Production of paper and cardboard (PKD 17.12.Z);
- 2) Installation of industrial machines, equipment and accessories (PKD 33.20.Z);
- 3) Production of electricity (PKD 35.11.Z);
- 4) Transmission of electricity (PKD 35.12.Z);
- 5) Distribution of electricity (PKD 35.13.Z);
- 6) Production and supplies of steam, hot water and air for air-conditioning systems (PKD 35.30.Z);
- 7) Water intake, treatment and supply (PKD 36.00.Z);
- 8) Wholesale of other semi-products (PKD 46.76.Z);
- 9) Unspecialized wholesale (PKD 46.90.Z);
- 10) Other transportation agencies activities (PKD 52.29.C);
- 11) Consultations related to Information Technology (PKD 62.02.Z);
- 12) Activities associated with computer equipment management (PKD 62.03.Z);
- 13) Activities of financial holdings (PKD 64.20.Z);
- 14) Lease and administration of owned and leased real estates (PKD 68.20.Z);
- 15) Activities of head offices and holdings, excluding financial holdings (PKD 70.10.Z);
- 16) Other business operations and management consulting (PKD 70.22.Z);
- 17) Engineering activities and related technical consulting (PKD 71.12.Z);
- 18) Rental and lease of other machines, equipment and tangible assets, not classified elsewhere (PKD 77.39.Z).