

**REGULATIONS OF PARTICIPATION IN THE MEETINGS OF THE
SUPERVISORY BOARD OF AGORA S.A. USING REMOTE MEANS OF DIRECT
COMMUNICATION**

**§ 1.
GENERAL PROVISIONS**

1. These Regulations of participation in the meetings of the Supervisory Board of Agora S.A. (“**Company**”) using remote means of direct communication (“**remote participation**”) were passed by the General Meeting of Shareholders of Agora S.A. and specifies the organization and principles for remote participation in the meeting of the Company’s Supervisory Board.
2. These regulations will apply to the organization of a meeting where:
 - 1) all the participants participate in the meeting remotely, i.e. using remote means of direct communication;
 - 2) some of the participants participates remotely in the meeting, i.e. using remote means of direct communication, and some participate in the meeting in person, i.e. by being physically present at the meeting.
3. These regulations will apply to Members of the Supervisory Board and to Members of the Management Board, and to other persons invited to the meeting of the Supervisory Board, who participate in the meeting remotely.

**§ 2.
TECHNICAL MEASURES**

1. Remote participation in a meeting of the Supervisory Board covers active participation in the Supervisory Board’s meeting and enables speaking at the meeting, submitting appropriate requests and the possibility of voting. Remote participation in a meeting is made possible with the use of equipment and technical resources ensuring appropriate personal data protection, security and confidentiality standards, and simultaneous audio and video transmission enabling bilateral communication between all the persons participating in the Supervisory Board meeting.
2. The basic technical equipment used for the purpose of remote communication in a Supervisory Board meeting is appropriate software enabling the audio and video transmission in real time, and with respect to secret ballots – additionally enabling such voting in a secret manner. The President of the Supervisory Board or his/her deputy will specify the type of technical means and manner of their use for the purpose of remote participation in a meeting of the Supervisory Board, together with the technical requirements and indication of the manner of voting in secret ballots.
3. Should some of the participants participate remotely and some in person (physically), the Company will ensure technical services for the stationary meeting and at the same time, services for remote participation. Technical support staff may be present at the place where the meeting is held over a limited period and only in the necessary scope.

**§ 3.
NOTIFYING OF REMOTE PARTICIPATION IN THE MEETING**

1. Remote participation in a Supervisory Board meeting is always possible after certain technical requirements specified in § 2. 2 above are met.

2. Any person wishing to participate in a Supervisory Board's meeting remotely will be obliged to inform the person convening the meeting and the Company's Secretary for Legal Issues of this fact, one day in advance at the latest. Each Member of the Supervisory Board who notifies his/her intention to participate remotely in the Supervisory Board meeting will be obliged to submit to the Secretary for Legal Issues the relevant e-mail address to send contact details for the purpose of remote participation in the meeting, 1 (one) day before the date of the meeting at the latest.
3. One day before the date of the meeting at the latest the participants in the Supervisory Board meeting will receive appropriate contact data enabling them to participate in the meeting. In the event of convening a Supervisory Board meeting, on the planned date of the meeting the contact data will be sent in the invitation to the meeting to enable remote participation.

§ 4. REMOTE PARTICIPATION

1. The identity of the person participating remotely in a meeting of the Supervisory Board will be verified by linking his/her account to the appropriate domain, and if the remote participation is ensured by audio and video transmission, he/she will be visually identified – or identified in a manner specified by the President of the Supervisory Board. In the event of justified doubts as to the identity of the participant, the President of the Supervisory Board (or a person authorized by him/her) will be entitled to make the identification based on the ID document of the participant.
2. Any person participating remotely in a meeting of the Supervisory Board will be obliged to ensure confidentiality of the course of the meeting and of information transmitted at the meeting of the Supervisory Board, which includes the duty to use an account in an appropriately secured domain, and the remote participation should ensure conditions that safeguard against access to the information by third parties.
3. A remote participant in a meeting using audio and video means of transmission will be obliged to ensure the video transmission for the period necessary to visually identify the participant. As a rule, communication between the persons participating in a meeting is audio communication.
4. In the event of temporary problems with the connection, communication may be resumed using text messaging or without the video transmission. The President may order that cameras be temporarily switched off should this be necessary to improve the quality of the connection.
5. The President may independently or via an authorized Company employee silence a participant if the voice emission disrupts the conduct of the meeting. Such silencing may only be applied if the given person does not participate in the discussion, and the silenced person has to be ensured communication in the form of text messaging.
6. The President of the Supervisory Board may exclude a participant from remote participation if the said violates the Regulations, or may order a break in the meeting and oblige the participant to participate in the meeting in person (physically), indicating an appropriate date for resuming the meeting.
7. In the event that the quality of the internet connection with a remote participant in the meeting whose presence is required, including a Member of the Supervisory Board, prevents the correct conduct of the meeting, the President of the Supervisory Board will attempt to reconnect with the participant once again or will order a break. Before making the decision, the President of the Supervisory Board may conduct a telephone consultation with the participant concerning the possibility of resuming the internet connection.

§ 5.
PASSING RESOLUTIONS - VOTING

1. Resolutions at meetings in which participants participate remotely is possible with respect to:
 - 1) issues that are not confidential – always;
 - 2) issues where the Company’s Statutes stipulate a secret ballot – if the technical means used for the purpose of remote participation in the meeting enable secrecy of the voting.
2. Passing resolutions at a meeting in which participants participate remotely:
 - 1) on issues that are not confidential – after the discussion the draft resolution is read out or projected on a monitor by the President of the Supervisory Board or by a person indicated by him/her, and then Members of the Supervisory Board vote by raising their hands and confirming their votes using text messaging;
 - 2) on secret issues – by secret ballot, when it is ensured that a vote may only be cast once, in a secret manner, exclusively by the Members of the Supervisory Board present at the meeting as indicated by the President of the Supervisory Board pursuant to the provisions of § 2.2 above.
3. After the votes are cast, the President of the Supervisory Board (or a person appointed by him/her) will count the votes and announce the result. In the event of a secret ballot, to determine the result of the voting, the President of the Supervisory Board (or a person appointed by him/her) will announce the result of the vote.

§ 6.
FINAL PROVISIONS

1. Any doubts related to remote participation in meetings of the Supervisory Board which are raised during the meeting will be resolved by the President of the Supervisory Board.
2. Issues not governed by these Regulations will be governed by universally binding legal regulations and the appropriate internal laws of the Company.