

To
the General Meeting
of Grupa Kęty S.A.

DECLARATION

I hereby consent to run for and to be appointed an independent member of the Supervisory Board of Grupa Kęty S.A. with its registered office in Kęty. Moreover, I declare that:

1. there are no legal obstacles which would prevent my holding the function of a member of the Supervisory Board, and specifically the obstacles specified in Article 18 Sections 1 and 2 or Article 387 of the Code of Commercial Companies;
2. I do not run nor plan to run any activities competitive to the activities of Grupa Kęty S.A. with its registered office in Kęty, and I do not participate nor plan to participate in a company competitive to the Company as a partner in a partnership or association of persons, as a member of a governing body of a capital company, or in another competitive legal person as a member of its governing bodies;
3. I have not been convicted by virtue of a valid court judgement for any offences to the detriment of a company and there are no proceedings pending against me in reference to acting to the detriment of a company in which I have participated as a member of the governing bodies;
4. I have not been entered in the Register of Insolvent Debtors kept in accordance with the Act of 20 August 1997 on the National Court Register;
5. I do not perform any functions or hold any positions defined in Articles 1 and 2 of the Act of 21 August 1997 on Restrictions on Conducting Business Activities by Persons Performing Public Functions (Journal of Laws of 2017, item 1393);
6. I meet the independence criteria for supervisory board members specified in Article 129.3 of the Act of 11 May 2017 on Statutory Auditors, Audit Companies and Public Supervision (Journal of Laws, item 1089), and in Annex II to the Commission Recommendation of 15 February 2005 on the role of non-executive or supervisory directors of listed companies and on the committees of the (supervisory) board (EU OJ L 05.52.51), as well as the additional requirements provided for in Best Practice of GPW Listed Companies annexed to Resolution No. 27/1414/2015 of the Board of the Warsaw Stock Exchange of 13 October 2015.

(Place and date of making the declaration)

Warsaw, 19 August 2020

Agnieszka Zalewska

(Signature) [initials]