Attachment 1
to resolution no. 1/28/05/2022 of 28 May 2022 of General Meeting of Shareholders of AIR-POL sp. z o.o. in Legionowo

COMPETITION RULES

Specifying the procedure and rules of procedure to select a candidate

for President of the Board of Directors of AIR-POL sp. z o.o. with its registered office in Legionowo

§1

The Competition Rules specify:

1. The rules for selecting a Candidate for the position of President of the Board of Directors ("**CEO**") of AIR-POL Limited Liability Company with its registered office in Legionowo ("**Company**")
2. Procedure for election to the position of CEO.
3. Requirements to be met by the Candidate for the position of CEO.

§2

1. A candidate for the CEO shall be selected as a result of a qualification procedure - "**Competition**" - conducted by the Qualification Committee.
2. The Qualification Committee shall consist of three partners of the Company.
3. The position of the CEO of the candidate selected in the competition is appointed by the Shareholders Meeting in the form of a resolution after obtaining the results of the qualification procedure.
4. The competition includes two stages of proceedings: a preliminary stage and an individual interview stage.
5. In the course of the contest procedure only one Candidate for the position of the CEO may be selected.
6. Candidates are evaluated individually by members of the Selection Committee based on the criteria and rating scale of the Rules.
7. Other representatives of the Company invited by the Committee may participate in the qualification procedure as observers.

§3

The Meeting of Shareholders shall initiate the Competition procedure, determining in particular

a) the position for which the Competition has been announced,

b) the content of the notice of competition,

c) date and place of announcement,

d) the range of issues that are the subject of the interview,

e) criteria and grading scale.

§4

1. The announcement of the competition is published on the Company's website at www.air-pol.com.pl in Polish and English. The competition announcement may also be posted on the Company's social networks, in professional or national newspapers.
2. The announcement should specifically include:

a) the Company's name and registered office,

b) the position that is the subject of the competition,

c) minimum qualifications for candidates,

d) date and place of submission of candidate applications,

e) the content of the issues referred to in § 11 that are the subject of the interview,

f) the date, place and manner in which candidates may obtain information about the Company,

g) scope of information and statements to be included in the application,

h) information about the possibility of ending the recruitment procedure without selecting a Candidate.

§5

A candidate for the position of CEO may be a person who jointly meets all of the following formal requirements:

1. Has full legal capacity and exercises full public rights;
2. Has Polish citizenship, citizenship of another Member State: NATO, the European Union, the Swiss Confederation or a member state of the European Free Trade Association (EFTA) - a party to the agreement on the European Economic Area, or another country, if he/she has obtained in the territory of the Republic of Poland a permanent residence permit or a long-term resident's EC residence permit, or on the basis of reciprocity, unless international agreements to which the Republic of Poland is a party provide otherwise;
3. Is not subject to any restriction or prohibition on being a member of a management body in commercial companies or any statutory or contractual prohibition of competition;
4. Does not exhibit mental disorders referred to in the Act of August 19, 1994 on mental health protection (Journal of Laws of 2020, item 685), as well as significant disorders of psychological functioning that would constitute an obstacle to the performance or management of economic activity in the field of manufacturing and trading in explosives, weapons, ammunition and products and technology for military or police use (Journal of Laws of 2020, item 1545),
5. Has not been convicted of an intentional crime or an intentional fiscal offence,
6. No proceedings are being conducted against him/her in cases of intentional crime or intentional fiscal offence;
7. Has a university degree or a university degree obtained abroad recognized in the Republic of Poland; a technical education with a profile of Aviation and Aerospace is preferred
8. can prove at least 15 years of employment under a contract of employment, official appointment, election, or provision of services under any other contract, or is self-employed,

9. Has at least 15 years of experience in a managerial or independent position or as a result of being self-employed

§6

Without prejudice to the provisions of § 5, a Candidate for the position of the CEO may be a person who jointly meets all of the following requirements:

1. has experience in directing and supervising: design processes, ground and airborne tests, production, service, operation, user training and sales of military and civilian high altitude and rescue equipment;
2. he is familiar with the principles of operation and management of a commercial law company, especially in the field of licensed activities of trade in weapons, military equipment and dual-use, and the principles of corporate governance,
3. he/she is a certified parachute instructor,
4. has adequate predispositions, knowledge and qualifications to the extent necessary to perform the specific function of member of the company's management board, in particular:

a) knowledge of issues related to the activities of commercial companies;

b) knowledge of issues related to managing and leading teams of employees;

c) at least C1 level English language proficiency,

d) command of French, German or Russian will be an added advantage,

5. has knowledge of economic, legal and administrative issues and experience as a member of management or supervisory board;
6. has a valid category B driver's license.

§7

1. In order to participate in the competition procedure, it is necessary to submit a written application together with a set of documents in accordance with the conditions specified in the Rules and the announcement of the competition to select the Candidate for the CEO.
2. the submitted application must be accompanied by:

a) resume;

b) personal questionnaire (Attachment 1);

c) motivation letter containing a strategy for the Company's development for a maximum of max. 5 A4 pages;

d) certified (photo)copies of documents proving the level of education, period of employment and professional experience;

e) other documents at the Candidate's discretion confirming his/her qualifications or skills;

f) statements about:

- meeting the criteria referred to in §5 and §6;
- familiarization with the Competition Rules;
- maintaining confidentiality of the information concerning the Company;

- declaration of absence of conflict of interest in relation to the Company's activity with regard to social or professional activity of the candidate (specimen declaration constitutes Attachment No. 2);
- consent to the processing of personal data, in accordance with the Act of 10 May 2018 on the protection of personal data (Journal of Laws of 2018, item 1000 as amended) and in accordance with the Regulation of the European Parliament and of the Council (EU) 2016/679 of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data and repealing Directive 95/46/EC (GDPR) for the purposes of conducting the competition for the position of the CEO.

3. In the case of Candidates who were members of the management board or the supervisory board of commercial law companies within the last three years before the date of submitting the application, it is required to submit a statement confirming the discharge of their duties for that period. A sample statement is attached as Attachment 3.

§8

Each statement must be signed by the Candidate. Copies of documents referred to in §7 point 2 may also be certified by the Candidate. In such a case during the interview the Candidate is obliged to submit to the Qualifying Committee originals or official copies of the above mentioned documents, as well as a current certificate of no criminal record from the National Criminal Register (up to six months prior to the date of application) - under pain of exclusion from further proceedings.

§9

1. The Committee may terminate the competition at any time without selecting a Candidate.
2. In the case referred to in point 1, the Selection Committee shall inform the Candidates that the competition procedure has been terminated.
3. A positive assessment of the Candidate's application during the first stage is the prerequisite for the Candidate’s passing to the second stage of the Competition (individual interviews).

§10

1. The deadline for receipt of applications shall not be less than 60 days from the date of publication of the notice of competitive procedure.
2. The Selection Committee shall convene at the Company's headquarters for the first closed meeting (stage one) to review the submitted applications immediately after the deadline for submission of applications.
3. In the course of subsequent activities, the Selection Committee:

a) Determines the number of applications, the deadline for receipt, decides on rejection of applications submitted after the deadline specified in the announcement,

b) Shall verify the applications in terms of their compliance with the requirements specified in the Competition Rules and the Announcement;

c) Determines the list of candidates admitted to the interview (stage two).

4. Candidates' applications submitted after the required submission date will not be considered.
5. The Selection Committee shall draw up minutes of the activities of the first stage

§11

1. The Selection Committee shall conduct individual interviews with the Candidates whose applications were positively evaluated at the first stage, during which the following shall be assessed in particular:

a) knowledge of the Company's corporate governance, accounting, auditing and financial controls;

b) knowledge of the sector in which the Company operates

c) the values, mission and vision presented by the Candidate for the development of the company's business;

d) knowledge of issues related to user training and operation of high altitude rescue equipment on the modern battlefield;

e) professional experience in particular in managerial, supervisory positions.

f) The Selection Committee reserves the right to record the second stage of the Competition.

2. The following evaluation criteria and scale of marks for the interview are established: knowledge of the issues specified in § 11 point 1 subpoint a-e will be evaluated, each issue on the scale from 0 to 10 points.

3. In total, a Candidate may receive a maximum of 50 points from one member of the Selection Committee.

4. The evaluation of a given Candidate will be made individually by each member of the Selection Committee participating in the proceedings.

5. The Selection Committee shall compile a composite score of the Presidential Candidates in order of highest score.

§12

1. Minutes of the conducted competition proceedings shall be drawn up, including in particular:

a) the date and place where each action of the proceeding was conducted,

b) the names of the persons conducting the proceedings,

c) number of applications submitted,

d) submission date,

e) rejected applications, submitted after the deadline specified in the announcement,

f) list of Candidates participating in the interview,

g) a brief description of the activities performed,

h) assessment for each Candidate,

i) signatures of the members of the Selection Committee.

2. The Candidate will be determined by the number of points earned. The Candidate who obtained the highest score is the winner of the competition. In the event of more than one Candidate with equal scores, the Selection Committee, after deliberation, shall determine the winner of the competition.

§13

1. The Meeting of Shareholders, despite the recommendation of the Selection Committee, may, for important reasons, invalidate the competition procedure and refuse to appoint the indicated

Candidate for the position of the CEO and conclude with him/her the agreement on managing the Company.

2. In the event of resignation or inability to appoint the Candidate with the highest score to the position of the CEO for reasons attributable to the Candidate, it is permissible to appoint another Candidate who obtained the highest score in the Competition or to cancel the Competition.

§14

1. The result of the competition cannot be the basis for the Candidate's claim to be appointed as the CEO and to conclude with the Candidate a contract for managing the Company.
2. The resolution of the Meeting of Shareholders on the appointment of the Candidate for the position of the CEO by the Meeting of Shareholders will be made public on the Company's website.

§15

The documents submitted by the Candidates will be returned immediately after the completion of the competition to the indicated mailing address. Certified copies of the documents of the Candidate appointed to the position of CEO will be placed in his/her personnel file.

§16

1. The costs of conducting the Competition shall be borne by the Company, the costs of obtaining the relevant documents and participation in the contest shall be borne by the Candidate.
2. All doubts in the interpretation of the Rules shall be resolved by the Qualification Committee.
3. The Rules shall be available in Polish and English at the Company's headquarters (Legionowo, 52 Olszankowa Street) and on the Company's website at www.air-pol.com.pl

Attachment samples of the Rules:

- Attachment 2. Verification of Compliance of Applications with the Requirements of the Rules and the Announcement,
- Attachment 3. List of Candidates Admitted to Interview,
- Attachment 4 Post-Interview Candidate Evaluation.
- Attachment 5. Candidates for the CEO of the AIR-POL Company
- Attachment 6. Minutes of the Competition Proceedings for the Selection of a Candidate for President of the Board.