

Wrocław, 19.06.2018

Zbigniew Mieczysław Sebastian
Wrocław

FABRYKI MEBLI „FORTE” S.A.
ul. Biała 1
07-300 Ostrów Mazowiecka

**SUBMISSION OF CANDIDATES FOR A SEAT
ON THE SUPERVISORY BOARD OF FABRYKI MEBLI “FORTE” S.A.
for a new term of office**

In relation to the Annual General Meeting of FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka, convened for 21.06.2018, acting as a shareholder of FABRYKI MEBLI “FORTE” S.A., I propose the following persons as candidates for members of the Supervisory Board of FABRYKI MEBLI “FORTE” S.A.

- Mr Stanisław Krauz
- Mr prof. Jerzy Smardzewski
- Mr Bernard Woźniak
- Mr Zbigniew Mieczysław Sebastian

Please find attached resumes including professional qualifications and experience of the candidates and their consents to stand as candidates for members of the Supervisory Board.

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Zbigniew Mieczysław Sebastian

Name: Stanisław Krauz

**FABRYKI MEBLI „FORTE“ S.A.
ul. Biała 1
07-300 Ostrów Mazowiecka**

STATEMENT

I, the undersigned, Stanisław Krauz, express my consent to stand as a candidate and a member of the Supervisory Board of a company operating under the business name of FABRYKI MEBLI “FORTE” Spółka Akcyjna based in Ostrów Mazowiecka (KRS no. 0000021840).

I declare that I meet all the criteria applied to a candidate for a member to the Supervisory Board, in particular the following:

- I have full legal capacity and I have not been convicted in a final and unappealable judgment for offences under the provisions of Chapters XXXIII-XXXVII of the Criminal Code and under Art. 587, Art. 590 and Art. 591 of the Commercial Companies Code, and there are no obstacles for me to take up and hold the position of a member of the Supervisory Board specified in Art. 387 of the Commercial Companies Code.
- I am not involved in any activity competitive to FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka but/nor do I participate in a competing company as a partner in a civil law partnership or any other partnership or as a member of a governing body of a competitive capital company or a member of a governing body of any competitive legal entity.
- I am not recorded in the Register of Insolvent Debtors maintained under Art. 55 of the Act of 20 August 1997 on the National Court Register.
- I do not meet the criteria of independence for a supervisory board member as defined by the European Commission in Annex II to 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 (Official Journal of the EU L.05.52.21) and additional requirements specified in the Code of Best Practice for WSE Listed Companies 2016.

Wrocław, 12.06.2018
(place, date)

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Stanisław Krauz is a graduate of the Higher School of Economics in Wrocław. He holds the qualifications of a chartered auditor no. 6445. In the years 1964-1988, he was a court expert in the field of accounting and commercial affairs. From 1965 to 1989 he worked, among others, as administrative director at the Higher School of Agriculture in Wrocław and as deputy director for economic affairs at the Wrocław Centre for Construction Materials. From 1990 to 2011, he acted as advisor for financial, accounting and tax matters at "MF Holding" based in Wrocław. Since 1994, he has been a member of the Supervisory Board of FABRYKI MEBLI "FORTE" S.A.

Name: JERZY SMARDZEWSKI

**FABRYKI MEBLI „FORTE“ S.A.
ul. Biała 1
07-300 Ostrów Mazowiecka**

STATEMENT

I, the undersigned, JERZY SMARDZEWSKI, express my consent to stand as a candidate and a member of the Supervisory Board of a company operating under the business name of FABRYKI MEBLI “FORTE” Spółka Akcyjna based in Ostrów Mazowiecka (KRS no. 0000021840).

I declare that I meet all the criteria applied to a candidate for a member to the Supervisory Board, in particular the following:

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- I am not involved in any activity competitive to FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka nor do I participate in a competing company as a partner in a civil law partnership or any other partnership or as a member of a governing body of a competitive capital company or a member of a governing body of any competitive legal entity.
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POZNAŃ, 12.06.2018
(place, date)

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(signature)

Professional Curriculum Vitae

Personal data:

Full name: Prof. Jerzy Smardzewski, PhD, MSc
Date and place of birth: 24.08.1962

Education:

2002 Titular Professor, Wood Technology
Poznań University of Life Sciences, Faculty of Wood Technology

1998 Doctor Habilitatus [dr hab.], Wood Technology
Poznań University of Life Sciences, Faculty of Wood Technology

1991 PhD [dr], Wood Technology
Poznań University of Life Sciences, Faculty of Wood Technology

1986 MSc [mgr inż], Wood Technology
Poznań University of Life Sciences, Faculty of Wood Technology

1981 Wood Technology Technician
Wood Technology Secondary School in Słupsk

Professional experience:

1997-2001 Production Director at BALMA SA
2002-2005 Deputy Dean for Studies at the Faculty of Wood Technology
2007-2008 CEO of WIZA Upholstered Furniture Factory
2007 External expert to the Foresight Programme "Poland 2020"
2008 Head of the Department of Furniture Design, Faculty of Wood Technology
2014 Visiting Professor, Nicolaus Copernicus University in Toruń

Summary of scientific achievements:

Author or co-author of 38 papers published in research journals included in JCR, 22 post-conference papers in journals included in WoS, over 300 papers in journals outside the JCR list. Author of 4 books (Springer and Agricultural and Forest Publishing House (PWRiL)), co-author of 8 books (PWRiL), 80 popular science publications and over 90 expert opinions.

Scientific experience:

Participation in projects:
- manager of approx. 160 projects financed by the Ministry of Science and Higher Education and private enterprises

- manager of the "Furniture made of auxetics" project (2010-2013) co-financed by the National Centre for Research and Development (NCBiR)
- manager of the "Passive acoustic materials in furniture design" project (2012-2015) co-financed by NCBiR
- contractor for the "Star Dust" project (2011-2013), co-financed by the EU under the BSR Stars programme (Strengthening Global Position through Business and Innovation Collaboration in the BSR)
- contractor for the "BaltSe@nior" project (2016-2018), co-financed by the European Regional Development Fund, European Neighbourhood and Partnership Instrument under the Interreg Programme
- contractor for H2020, ERASMUS +, GPP-FURNITURE: 2016-11-01; 2019-04-30. KA2 - Cooperation for innovation and the exchange of good practices. Strategic Partnerships for vocational education and training. An innovative and open learning resource for professionals of the furniture industry to expand their knowledge and provide added value for the Green Public Procurement, Asociacion Empresarial de Fabricantes de Muebles y Afines de la Region, de Murcia
- manager of the "Modeling of the sandwich panels with auxetic cores" project (2016-2019) co-financed by the National Centre of Science (NCN) (ST8)
- contractor for the InnCOM_PULS project no. 0014/DLG/2016/10 (2016-2018)

Awards:

1. 1999 – Prime Minister's Award
2. 1995 – Award granted by the Minister of National Education
3. 16 awards granted by the Rector of the Poznań University of Life Sciences
4. 2 Gold Medals awarded by the Poznań International Fair

Other:

Member of the programme council of magazines:

- Turkish Journal of Agriculture and Forestry,
- Drvna Industrija,
- Pro-Ligno.

Name: BERNARD WOŹNIAK

**FABRYKI MEBLI „FORTE“ S.A.
ul. Biała 1
07-300 Ostrów Mazowiecka**

STATEMENT

I, the undersigned, Bernard Woźniak, express my consent to stand as a candidate and a member of the Supervisory Board of a company operating under the business name of FABRYKI MEBLI “FORTE” Spółka Akcyjna based in Ostrów Mazowiecka (KRS no. 0000021840).

I declare that I meet all the criteria applied to a candidate for a member to the Supervisory Board, in particular the following:

- I have full legal capacity and I have not been convicted in a final and unappealable judgment for offences under the provisions of Chapters XXXIII-XXXVII of the Criminal Code and under Art. 587, Art. 590 and Art. 591 of the Commercial Companies Code, and there are no obstacles for me to take up and hold the position of a member of the Supervisory Board specified in Art. 387 of the Commercial Companies Code.
- I am not involved in any activity competitive to FABRYKI MEBLI “FORTE” S.A. based in Ostrów Mazowiecka nor do I participate in a competing company as a partner in a civil law partnership or any other partnership or as a member of a governing body of a competitive capital company or a member of a governing body of any competitive legal entity.
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Warszawa, 15.06.2018
(place, date)

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Bernard Woźniak

Chief Financial Officer with many years of experience in demanding sectors, such as consumer goods, pharmaceutical, chemical or financial sector, both in Poland and in the UK. He managed change by setting goals, team leadership and efficient communication. In particular, he has extensive experience in the creation and development of financial departments, operational integration and restructuring as well as creation of modern solutions for departments such as: accounting, IT, purchasing, logistics and customer service. He is a graduate of the Faculty of International Trade at the Main School of Planning and Statistics – currently the Warsaw School of Economics.

- 1985-1992 Daltrade Ltd. London (importer / distributor of chemical products)** – CFO, Member of the Board of Directors
- He implemented modern management organisation, efficient processes and IT systems (Tetra 2000).
 - He carried out a takeover of an organised part of the enterprise and its operational integration.
- 1992-1996 Kraft Foods Polska** – Financial Controller and CFO of ZPC Olza, Cieszyn
- He implemented the internal financial control system, 103 recommendations for changes.
 - He initiated and implemented the process of efficiency improvement, merger of separate companies.
 - He supervised performance monitoring and accounting and financial reporting according to US GAAP and the Accounting Act.
- 1996-1997 Polish Leasing Fund (Venture Capital with participation of EBRD, Orix, PAEF and Capricorn), a company offering an alternative source of financing for investments exceeding USD 0.5M**, Member of the Management Board, CFO
- He created access to sources of financing in the banking system on terms ensuring competitiveness.
 - He organised support for a newly established enterprise by developing its organisational structure, processes, IT systems and operating regulations.
- 1997-1999 Eurofund Management Sp. z o.o. (a subsidiary of Banque National De Paris PLC. London) and NFI Piast** – Vice-President, Member of the Management Board, CFO and member of Supervisory Boards of the largest subsidiaries of the Fund
- He created modern financial departments in key companies and implemented unified accounting standards.
 - Restructuring of Rokita plants – creation of 4 business units, separation of auxiliary services into separate companies.
 - Development of director's valuation of the Piast fund, supported by KPMG in the methodological aspect.
- 2001-2008 Pfizer Polska** – a group company of the world's largest manufacturer of pharmaceuticals. CFO, member of the company's management, reporting directly to the company's CEO
- He developed the financial department, subordinate employees and IT systems (Sun, Concur, E-Flex, ARIBA)
 - He created the purchasing department and established the principles of internal financial control.

- He developed and implemented a new operational model, taking into account the requirements of EU law.
- He implemented the concept of using the services of logistics providers (transport and storage).
- He carried out operational integration with Warner Lambert (turnover of USD 20M) and Pharmacia Polska (turnover of USD 35M).
- Resale of an organised part of the enterprise including the distribution of over-the-counter medicines (USD 10M) 2007

2009-2011

Hoop Polska, a company of the Kofola SA Group, Vice-President, CFO

- He developed the financial department, defined the scope of responsibilities of key persons, identified priorities, improved communication, expanded the package and scope of monthly management information for the Management Board and the Supervisory Board.
- He optimised the sources of financing by reducing inventories, collecting debts, extending liabilities, applying reverse factoring and refinancing debt based on a syndicated loan of PLN 114M.
- He supervised the implementation of SAP in place of MFG Pro over 9 months – all modules.
- Restructuring, including disposing of unproductive assets (reduction of employment, sale of subsidiaries).

2011-2016

BW Consulting – management services aimed at restructuring or integration as a result of a merger.

Name: Zbigniew Mieczysław Sebastian

**FABRYKI MEBLI „FORTE“ S.A.
ul. Biała 1
07-300 Ostrów Mazowiecka**

STATEMENT

I, the undersigned, Zbigniew Mieczysław Sebastian, express my consent to stand as a candidate and a member of the Supervisory Board of a company operating under the business name of FABRYKI MEBLI “FORTE” Spółka Akcyjna based in Ostrów Mazowiecka (KRS no. 0000021840).

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Warszawa, 11.06.2018
(place, date)

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(signature)

Zbigniew Mieczysław Sebastian is a graduate of the Wrocław University of Technology. In 1978, PhD in Technical Sciences from the Wrocław University of Technology. From 1973, he was employed at the Wrocław University of Technology, initially as a doctoral student, senior assistant, and then as a scientific and teaching assistant. From 1979 to 1980, assistant professor at the University of Missouri, USA. From 1982, he was employed at Przedsiębiorstwo Zagraniczne w Polsce "CAMIL", successively as: Head of Production, Deputy Director for Export and Import, and CEO. From 1990, owner of the Lower Silesian Industrial Corporation. From 1991 to 1993, Deputy Director at the MF Corporation. From 1993 to 1997, President of the Management Board of F-S Serwis Sp. z o.o. From 1999, Export Director at FUNAM Sp. z o.o., and then President of the Management Board at FUNAM INVEST in the years 1999-2001. From 2001, lecturer at the State Higher Vocational School in Nysa. From 2008, Vice-Rector and assistant professor at the University of Business in Wrocław. From 1994 to 1999, Deputy Director of the Wrocław University of Technology Development Foundation, from 1996 – President of the Lower Silesian Chamber of Commerce, from 1997 – Chairman of the Supervisory Board of Wrocławska Agencja Rozwoju Regionalnego SA, from 1998 to 2003 – Member of the Supervisory Board of Wrocławski Park Technologiczny SA, from 1998 to 2000 – Member of the Supervisory Board of Wrocławskie Przedsiębiorstwo Spedycji Krajowej, from 1999 to 2000 – Member of the Supervisory Board of Fabryka Aparatury Spawalniczej ASPA, from 1999 to 2009 – Member of the Presidium of the National Chamber of Commerce, from 1999 to 2003 – Member of the Presidium of the Chambers' Union Elbe/Oder, from 2002 to 2005 – Member of the Consultative Council at HM Rector of the Oskar Lange Academy of Economics in Wrocław, from 2012 to 2017, Rector of the International University of Logistics and Transport. From 2003 to 2009 – Vice-President of the Chambers' Union Elbe/Oder, from 2004 – Member of the Regional Steering Committee for Regional Development at the Marshal of Lower Silesia, from 2004 – Member of the Steering Committee for Development Strategy of the Lower Silesian Voivodeship until 2020, from 2005 to 2009 – Vice-President of the National Chamber of Commerce, from 2006 – Member of the Lower Silesian Monitoring Committee for Regional Development Programmes, from 2006 – Member of the Board managing the "Manunet" Project. Contract No. ERAC-CT-2006-36229 implemented under the 6th Framework Program of the EU, from 2006 – Member of the Social Council of the Independent Public Clinical Hospital No. 1 in Wrocław, from 2006 – Member of the Advisory Council to Rector of the Wrocław University of Economics, from 2007 – Member of the Council of the Lower Silesian Raw Materials Cluster, from 2007 – Member of the Chapter of the Lower Silesian Economic Certificate, from 2007 – Member of the Monitoring Committee for the Regional Operational Programme for the Lower Silesian Voivodeship for the years 2007-2013, from 2009 – Member of the Supervisory Board of TETA SA, Member of the Social Economic Council at the Marshal of Lower Silesia, Honorary Consul of Chile in Wrocław, Member of the Council of the National Chamber of Commerce, Chairman of the Regional Commission of the "Fair Play" Programme, Member of the Supervisory Board of ALBA S.A., President of the Chambers' Union Elbe/Oder. From 1995 – Chairman of the Supervisory Board of Fabryki Mebli FORTE S.A.