

# **NOTIFICATION ABOUT CONVENING THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF ELEKTROTIM S.A.**

## **I. Date, time, and place of the general meeting and a detailed agenda of the meeting, in conformity with Article 402<sup>2</sup>, section 1 of the Code of Commercial Companies (KSH)**

The Board of ELEKTROTIM S.A. with its seat in Wrocław, ul. Stargardzka 8, registered in the Register of Entrepreneurs under the National Court Register number 0000035081 by the District Court for Wrocław-Fabryczna, 6th Commercial Department of the National Court Register, acting pursuant to Article 399, section 1 of the Code of Commercial Companies, in relation to Article 398 of the Code of Commercial Companies, as well as pursuant to Article 23, section 4, letter a and Article 24 of the Articles of Association of ELEKTROTIM S.A., is convening the **Extraordinary General Meeting of Shareholders of ELEKTROTIM S.A. on 28 July 2020**, at 10:00 am, in the Company's seat in Wrocław, ul Stargardzka 8.

### **The suggested Agenda:**

1. Opening of the Extraordinary General Meeting of Shareholders.
2. Appointing of the Chairperson of the Extraordinary General Meeting of Shareholders.
3. Stating the correctness of convening the Extraordinary General Meeting of Shareholders and its capability to pass resolutions.
4. Appointing the Returning Committee.
5. Passing the Agenda of the Extraordinary General Meeting of Shareholders.
6. Passing Resolution on appointing the Chairperson of the Supervisory Board.
7. Closing of the Extraordinary General Meeting of Shareholders.

## **II. Description of procedures regarding the participation in the general meeting and exercising the right to vote, in conformity with Article 402<sup>2</sup>, section 2 of the KSH**

Pursuant to Article 402<sup>2</sup> of the Code of Commercial Companies, the Company publishes information regarding the participation in the Extraordinary General Meeting of Shareholders:

- a) Shareholders representing at least 1/20 of the share capital are entitled to request putting certain issues in the agenda of the Extraordinary General Meeting of Shareholders of the Company. The request shall be submitted to the Board of the Company 21 days before the Extraordinary General Meeting of Shareholders, at the latest. The request shall include a justification or a draft resolution regarding the suggested point of the Agenda. The request may be submitted in writing at the seat of the Company (ul. Stargardzka 8, 54-156 Wrocław) or electronically and sent to the following e-mail address of the Company: sekretariat@elektrotim.pl.

The Shareholders should confirm the number of held shares as of the day of submitting the Request enclosing shares certificate and in case of Shareholders who are legal persons and partnerships the Shareholder should confirm the entitlement to act on behalf of the subject by enclosing the valid copy of the Company's entry into the National Court Register.

In case of Shareholders submitting the Request via e-mails the documents should be sent in PDF format.

- b) The Shareholders representing at least 1/20 of the share capital may, prior to the Extraordinary General Meeting of Shareholders submit in writing at the seat of the Company, ul. Stargardzka 8, 54-156 Wrocław, or electronically (in a way and to the e-mail address of the Company specified in point a) above) draft resolutions regarding issues entered to the Agenda of the Extraordinary General Meeting of Shareholders or issues which are to be included in the Agenda.

Similarly to point a) above, the Shareholder(s) should confirm that they are holders of appropriate number of shares as of the day of submitting the Request enclosing share(s) certificate and in case of Shareholders who are legal persons and partnerships Shareholders should confirm the entitlement to act on behalf of the subject by enclosing the valid copy of the Company's entry into the National Court Register. In case of Shareholders submitting draft resolutions via e-mails the documents should be sent in PDF format.

- c) Each Shareholder entitled to participate in the General Meeting of Shareholders may during the Ordinary General Meeting of Shareholders submit draft resolutions regarding issues entered to the Agenda of the General Meeting of Shareholders. The draft of changing resolution regarding the issue entered to the Agenda shall be submitted to the Chairperson of the General Meeting not later than at the reading of the draft resolution.
- d) Shareholders can participate in the Extraordinary General Meeting and exercise its voting right in person or through the attorney. The Company informs that the form specimen allowing for the execution of the voting right by the Attorney comprising data specified in Article 402<sup>3</sup> of the Code of Commercial Companies is available at the following website [www.elektrotim.pl](http://www.elektrotim.pl), tab GMS.

The Power of Attorney for voting by the Attorney should be given in writing or electronically. Giving the Power of Attorney electronically does not require a safe electronic signature verified with a valid qualified certificate.

In case the Power of Attorney is given in a electronic way, the Principal Shareholder should notify the Company about the fact. The notification should be submitted to the Company in time allowing for identification of the Principal and its Attorney, however, not later than on the day before the General Meeting of Shareholders is called. The notification may be in writing or in an electronic form. The notification in writing should be sent to the Company's address, ul. Stargardzka 8, 54-156 Wrocław. The notification in the electronic form should be sent to the e-mail address: [sekretariat@elektrotim.pl](mailto:sekretariat@elektrotim.pl)

The notification should comprise:

1. Full name or name of the company of the Principal-Shareholder and full names of persons entitled to give Power of Attorneys on its behalf,
2. Type and number of the identification document, as well as PESEL [Personal Identification Number] of the Principal (in case of natural persons) or the National Court Register number (in case of entities entered in the Register of Entrepreneurs) and the place of residence (seat) of the Principal,
3. Full name or name of the company of the Attorney, type and number of the identity document, as well as PESEL [Personal Identification Number] of the Attorney (in case of natural persons) or the National Court Register number (in case of entities entered in the Register of Entrepreneurs), place of residence (seat) and copies of the above-mentioned documents sent via e-mail,
4. Telephone number or e-mail address which would make a constant contact with the Principle available,
5. Telephone number or e-mail address which would make verification of the Attorney available,
6. Date of the Power of Attorney,
7. Indicating the General Meeting of Shareholders for which the Power of Attorney is given,
8. The scope of the Power of Attorney, especially all restrictions of the Power of Attorneys and indicating if the Attorney may appoint further Attorneys,
9. Indicating if the Power of Attorney is revocable,
10. Signature of the Principle or persons acting on behalf of the Principal.

In case the notification was submitted in accordance with the above-mentioned requirements, the Company immediately confirms to the Principal the notification. In case the notification does not meet the above-mentioned requirements, the Company shall immediately inform the notifier about the fact and indicate the missing information.

Lack of notification or notification submitted with violation of the above-mentioned requirements is taken into account at assessment of existence of legally valid Power of Attorney of the Attorney for representing the Principal at the General Meeting of Shareholders. In particular, it may be a basis for not letting or excluding the given person from participating in the General Meeting of Shareholders.

Each Shareholder, including the Attorney, shall put their names on the list of participants right after their arrival at the General Meeting of Shareholders.

The Shareholders will be allowed to participate in the Extraordinary General Meeting of Shareholders upon showing their identification documents, and the Attorneys upon showing their identification document and a valid Power of Attorney given in writing or in an electronic form (in the latter case, the Attorney shall present a print out of the PDF version of the Power of Attorney). Representatives of legal persons or partnerships should additionally present valid copies of appropriate registers specifying persons entitled to represent such subjects.

- e) and f) The Company does not allow for participation of Shareholders in the General Meeting of Shareholders by using electronic means.

- g) The Company does not allow for executing the voting right by the Shareholder at the General Meeting of Shareholders via correspondence or by using electronic means.

### **III. Registration day of participants of the General Meeting of Shareholders, in accordance with Article 402<sup>2</sup>, section 3 of the Code of Commercial Companies**

12.07.2020 shall be the registration day for participants in the General Meeting of Shareholders.

### **IV. Persons entitled to participate in the General Meeting of Shareholders, in accordance with Article 402<sup>2</sup>, section 4 of the Code of Commercial Companies**

The following persons are entitled to participate in the Extraordinary General Meeting of Shareholders:

- a) persons who are Shareholders of the Company sixteen days before the Extraordinary General Meeting of Shareholders, i.e. 12.07.2020 (registration day) and
- b) persons who will submit a request concerning issuing personal certificate on the right to participate in the Extraordinary General Meeting of Shareholders in the subject keeping securities account where the Company's shares are located, not earlier than after the issue of the information about the call for the Extraordinary General Meeting of Shareholders and not later than on the first day of week following registration of participation in the General Meeting of Shareholders i.e. 13.07.2020.

Shareholders are advised to collect the above-mentioned certificate concerning the right to participate and take it with them on the day of the Extraordinary General Meeting of Shareholders.

The Company develops a list of Shareholders entitled to participate in the Extraordinary General Meeting of Shareholders on the basis of a list transferred by the National Depository for Securities (KDPW) and developed on the basis of personal certificates concerning the right to participate in the General Meeting of Shareholders issued by the subjects keeping securities account.

The list of Shareholders entitled to participate in the Extraordinary General Meeting of Shareholders shall be presented three days before the Extraordinary General Meeting of Shareholders (i.e. 23.07.2020) in the Company's seat. Each Shareholder will be allowed to request sending the list of shareholders free of costs via e-mail by providing the e-mail address.

### **V. Information concerning the full content of documentation and draft resolution in accordance with Article 402<sup>2</sup>, section 5 of the Code of Commercial Companies**

Persons entitled to participate in the Extraordinary General Meeting of Shareholders may obtain full content of the documentation which is to be presented during the

Extraordinary General Meeting of Shareholders and draft resolutions at the Company's seat, ul. Stargardzka 8, 54-156 Wrocław or at the Company's website: [www.elektrotim.pl](http://www.elektrotim.pl), tab GMS.

**VI. Indicating website where information regarding the General Meeting of Shareholders will be published, in accordance with Article 402<sup>2</sup>, section 5 of the Code of Commercial Companies**

The Company shall post all information concerning the Extraordinary General Meeting of Shareholders at the Company's website: [www.elektrotim.pl](http://www.elektrotim.pl), tab GMS.

**THE BOARD OF ELEKTROTIM S.A.**

**Member of the Board**

**Member of the Board**

**President of the Board**

**Dariusz Kozikowski**

**Dariusz Połetek**

**Andrzej Diakun**

*Signatures of the Members of the Board of ELEKTROTIM S.A. on the original*