

**Announcement on the convening of the General Meeting**

as of: May 23, 2024.

**1) Date, time and place of the General Meeting and detailed agenda (Article 402<sup>2</sup> item 1) of the Commercial Companies Code)**

The Management Board of the Company Mostostal Warszawa Spółka Akcyjna with its registered office in Warsaw (hereinafter referred to as the "Company") at 12A Konstruktorska Street, 02-673 Warsaw, entered in the Register of Entrepreneurs of the National Court Register kept by the District Court for the Capital City of Warsaw in Warsaw, XIII Commercial Department under the number 0000008820, NIP 526-020-49-95, share capital of 20.000,000 PLN (in words: twenty million PLN) (hereinafter referred to as the "Company") pursuant to Article 399 § 1 of the Commercial Companies Code and Articles 402<sup>1</sup> and 402<sup>2</sup> of the Commercial Companies Code and § 14 section 1 of the Company's Articles of Association, convenes the Ordinary General Meeting for **May 23, 2024 at 11:00 a.m.** at the address of the Company's registered office: 12A Konstruktorska St., 02-673 Warsaw, Poland, with the following agenda:

1. Opening of the meeting.
2. Election of the Chairman of the General Meeting.
3. Determination of the correctness of the convening of the General Meeting and its ability to adopt resolutions.
4. Consideration and approval of the Company's 2023 report, the Company's 2023 financial statements, the Group's 2023 report and the consolidated financial statements for 2023.
5. Consideration and approval of the report on the activities of the Supervisory Board of Mostostal Warszawa S.A.
6. Discharge members of the Supervisory Board and members of the Company's Management Board for the performance of their duties in 2023.
7. Adoption of a resolution on profit distribution for 2023.
8. Adoption of a resolution giving an opinion on the Supervisory Board's Report on the Implementation of the Remuneration Policy for Members of the Management Board and Supervisory Board in 2023.
9. Closing the meeting.

**2) Description of procedures for attending the General Meeting and exercising voting rights (Article 402<sup>2</sup> (2) of the Commercial Companies Code)**

- a) A Shareholder or Shareholders representing at least 1/20 (one-twentieth) of the share capital may request that certain matters be placed on the agenda of the General Meeting. The request should be submitted to the Company's Management Board no later than 21 (twenty-one) days before the scheduled date of the General Meeting, i.e. no later than May 2, 2024. The request should include a justification or a draft resolution regarding the proposed agenda item. The request may be submitted in electronic form and should be forwarded to the following e-mail address of the Company: WZA@mostostal.waw.pl. The Company's Management Board shall immediately, but no later than 18 (eighteen) days before the scheduled date of the General Meeting, announce the changes in the agenda, introduced at the request of Shareholders, i.e. on May 5, 2024 at the latest. The announcement shall be made in the manner appropriate for convening the General Meeting.

**BUILDING THE FUTURE.**[mostostal.waw.pl](http://mostostal.waw.pl)

Mostostal Warszawa SA, 12A Konstruktorska St., 02-673 Warsaw, tel: +48 22 250 70 00, fax: +48 22 250 70 01  
District Court for the Capital City of Warsaw in Warsaw, XIII Commercial Division of the National Court Register  
No. KRS 0000008820, NIP: 526-020-49-95, Regon: 012059053, Share capital: 20 000 000 PLN, Paid-in capital: 20 000 000 PLN

The Shareholder(s) referred to above should demonstrate ownership of the appropriate number of shares as of the date of the request by attaching to the request the deposit certificate(s) or registered certificate of the right to participate in the General Meeting issued by the entity maintaining the securities account, in accordance with the in accordance with the regulations on trading in financial instruments, and in the case of shareholders who are legal entities and partnerships, also confirm the right to act on behalf of that entity by attaching a current excerpt from the National Court Register or, in the case of shareholders who are natural persons, copies of a document confirming the identity of the shareholder. For shareholders making the request using electronic means of communication, the documents should be sent in PDF format.

- b) A Shareholder or Shareholders representing at least 1/20 (one-twentieth) of the share capital may, prior to the date of the General Meeting, submit to the Company in writing or by means of electronic communication, draft resolutions with justification concerning matters included in the agenda of the General Meeting or matters to be included in the agenda. Draft resolutions should be forwarded to the following e-mail address of the Company: WZA@mostostal.waw.pl. The Company shall immediately announce the draft resolutions on its website. The Shareholder(s) referred to above should demonstrate ownership of the appropriate number of shares as of the date of the request by attaching to the request the deposit certificate(s) or registered certificate of the right to participate in the General Meeting issued by the entity maintaining the securities account in accordance with the in accordance with the regulations on trading in financial instruments, and in the case of shareholders who are legal entities and partnerships, also confirm the right to act on behalf of that entity by attaching a current excerpt from the National Court Register or, in the case of shareholders who are natural persons, copies of a document confirming the identity of the shareholder. For shareholders submitting draft resolutions using electronic means of communication, documents should be sent in PDF format.
- c) At the General Meeting, each Shareholder may propose draft resolutions on the issues on the agenda.
- d) (1) A shareholder may vote differently on each of his shares.  
(2) A shareholder may participate in the General Meeting and exercise the right to vote in person or by proxy. The right to appoint a proxy at the General Meeting and the number of proxies may not be limited. A model form allowing the exercise of voting rights by proxy containing the data specified in Article 402<sup>3</sup> of the Commercial Companies Code has been posted on the following website: [www.mostostal.waw.pl](http://www.mostostal.waw.pl)  
(3) The proxy shall exercise all the rights of the shareholder at the General Meeting, unless otherwise stated in the proxy.  
(4) The proxy may grant a further power of attorney, if this is apparent from the content of the power of attorney.  
(5) The proxy may represent more than one Shareholder and vote differently from the shares of each Shareholder.  
(6) A shareholder with shares recorded in more than one securities account may appoint separate proxies to exercise the rights of the shares recorded in each account.  
(7) A power of attorney to attend the General Meeting and exercise voting rights shall be granted in writing or in electronic form. The granting of a power of attorney in electronic form requires a secure electronic signature verified with a valid qualified certificate.

(8) A Shareholder shall notify the Company one day prior to the date for which the General Meeting is convened at the latest of granting a proxy in electronic form by sending to the following e-mail address of the Company **WZA@mostostal.waw.pl** a proxy in PDF format prepared on the proxy form provided by the Company and legibly signed by the Shareholder or person(s) authorized to represent the Shareholder. In the case of Shareholders who are granted legal personality by law, along with the along with the power of attorney, a current copy of the relevant register in PDF format should be sent. The above method of notification is intended, however limited, to identify the Shareholder and his/her proxy and to verify the validity of the proxy.

The shareholder bears the risk of granting the proxy and notifying the Company of the proxy in electronic form by means other than those indicated in Section 8.

(9) The above procedure shall apply mutatis mutandis to the revocation of a power of attorney.

10. a Shareholder or a Shareholder's proxy shall show a document with a photograph proving his/her identity and present such document at any request of the Company or the Chairman of the General Meeting.

(11) If the proxy at the General Meeting is a member of the Management Board, a member of the Supervisory Board, an employee of the Company or a member of the bodies or an employee of a subsidiary of the Company, the proxy may authorize representation only at one General Meeting. The proxy is required to disclose to the Shareholder the circumstances indicating the existence or possibility of a conflict of interest. The granting of a further proxy is excluded. The proxy referred to above shall vote in accordance with the instructions given by the Shareholder.

12. a shareholder may not vote, either in person or by proxy, on the adoption of resolutions relating to his liability to the Company for any reason, including discharge, release from liability to the Company and a dispute between him, and the Company.

- e) The Company's Articles of Association do not provide for participation in the General Meeting by means of electronic communication.
- f) The Company's Articles of Association do not provide for speaking at the General Meeting using electronic communications.
- g) The Rules of Procedure of the Company's General Meeting do not provide for the exercise of voting rights by correspondence or by means of electronic communication.
- h) A shareholder has the right to request a copy of motions on matters on the agenda within one week before the General Meeting.

### 3) Record date (Article 402<sup>2</sup> (3) of the Commercial Companies Code)

The registration date according to Article 406<sup>1</sup> of the Commercial Companies Code is May 7, 2024.

### 4) Information on the right to participate in the General Meeting (Article 402<sup>2</sup> item 4) of the Commercial Companies Code)

Only persons who are shareholders of the Company as of 16 (sixteen) days prior to the date of the General Meeting (the date of registration for the General Meeting), i.e., his/her securities account will hold the Company's shares on May 7, 2024, have the right to participate in the General Meeting.

No earlier than after the filing of this notice convening the General Meeting (i.e., no earlier than April 26, 2024) and no later than May 8, 2024. (the first business day after the Record Date) they will apply to the entity maintaining the securities account with a request to issue a registered certificate of the right to participate in the General Meeting.

5) **Access to documentation, draft resolutions and copies of motions on matters on the agenda of the General Meeting (Article 402<sup>2</sup> item 5) and Article 407 §2 of the Commercial Companies Code).**

The full text of the documentation to be presented to the General Meeting and draft resolutions are available in electronic format on the Company's website ([www.mostostal.waw.pl](http://www.mostostal.waw.pl)) as of the date of the General Meeting. Documents concerning matters introduced or to be introduced to the agenda of the General Meeting will be immediately made available on the Company's website after they are prepared or received by the Company from authorized Shareholders before the day of the General Meeting.

At the request of a Shareholder from dematerialized bearer shares, the Company will issue a copy of the motions on matters on the agenda within one week prior to the general meeting.

6) **Company website (Article 402<sup>2</sup> (6) of the Commercial Companies Code)**

Information regarding the General Meeting is made available at the following address of the Company's website: [www.mostostal.waw.pl](http://www.mostostal.waw.pl).

7) **Certificate of participation. List. List of Shareholders entitled to attend the General Meeting (Article 406<sup>3</sup> and Article 407 § 1 and § 1<sup>1</sup> of the Commercial Companies Code).**

1. At the request of a Shareholder entitled from dematerialized bearer shares submitted no earlier than after the announcement of the convening of the General Meeting and no later than on the first business day after the date of registration of participation in the General Meeting, i.e. between April 26, 2024 and May 8, 2024, the entity operating the securities account shall issue a registered certificate of the right to participate in the General Meeting. The content of the certificate is specified in Article 406<sup>3</sup> §3 of the Commercial Companies Code.
2. At the request of a Shareholder entitled from dematerialized bearer shares, the content of the certificate should indicate part or all of the shares registered in his securities account.
3. The list of Shareholders entitled from bearer shares to participate in the General Meeting is determined by the Company on the basis of the list prepared by the National Depository for Securities Joint Stock Company in Warsaw, and drawn up on the basis of registered certificates of right to participate in the General Meeting issued by entities maintaining securities accounts.
4. The list of Shareholders entitled to attend the General Meeting will be displayed at the address of the Company's headquarters, that is, 12A Konstruktorska Street, 02-673 Warsaw, in the Organization and Investor Relations Department (6th floor), as of May 20, 2024 before the date of the General Meeting. A shareholder may request that the list of shareholders be sent to him or her free of charge by e-mail, specifying the address to which the list should be sent.

The General Meeting will be broadcast in real time on the Company's website:  
[www.mostostal.waw.pl](http://www.mostostal.waw.pl).

Management Board of Mostostal Warszawa S.A. in Warsaw.

Warsaw, April 25, 2024.