

NOTIFICATION
OF THE MANAGEMENT BOARD OF THE COMPANY ERBUD S.A. IN WARSAW
CONCERNING CONVEYANCE
OF AN ORDINARY GENERAL MEETING OF THE COMPANY

The Management Board of the company ERBUD S.A. in Warsaw, registered with the Entrepreneurs' Register of the National Court Register, maintained by the Local Court for the Capital City of Warsaw in Warsaw, XIII Division of the National Court Register under the number KRS: 0000268667, tax identification no. NIP: 8790172253, statistical No. REGON: 005728373, with a share capital of: PLN 1,209,650.20, fully paid up (the "Company"), acting on the basis of Article 399 § 1 and Article 395 of the Polish Code of Commercial Companies and Partnerships, as well as on the basis of § 13 section 2 of the Company's Statutes hereby:

CONVENES AN ORDINARY GENERAL MEETING OF THE COMPANY ERBUD S.A. IN WARSAW ON 22 MAY 2023, 03.30 P.M. IN THE COMPANY'S SEAT AT UL. FRANCISZKA KLIMCZAKA NO. 1, 02-797 WARSAW

At the same time, pursuant to Article 402² of the Polish Code of Commercial Companies and Partnerships the Management Board of the Company informs as follows:

I. Date, Time and Place of the Ordinary General Meeting and Detailed Agenda.

The Ordinary General Meeting of the Company ERBUD S.A. with its registered office in Warsaw will take place on **22 May 2023 at 03.30 p.m.** at the Company's seat – in Warsaw, in the building located at ul. Franciszka Klimczaka No. 1, 02-797 Warsaw, Office Building Royal Wilanów, entrance D, 3rd floor of the above building.

Detailed agenda of the Ordinary General Meeting covers:

1. Opening of the Ordinary General Meeting.
2. Election of the Chairman of the Ordinary General Meeting.
3. Affirmation of the correct conveyance of the Ordinary General Meeting and the presence of quorum.
4. Adoption of the agenda of the Ordinary General Meeting.
5. Review of the Management Board's report on the Company's operations and the operations of the Erbud Capital Group in the financial year 2022 and the separate financial statements of the Company for 2022 and the consolidated financial statements of the Erbud Capital Group for 2022, including the Audit Report of the independent auditor.
6. Presentation and review of the report of the Supervisory Board of the Company on the Supervisory Board's activities in the financial year 2022, including a brief assessment of the Company's standing, assessment of the Management Board's report on the Company's operations and the operations of the Erbud Capital Group in the financial year 2022 and the separate and consolidated financial statements for 2022 as to their compliance with the books and documents, as well as with the facts, assessment of the Management Board's proposal to allocate the profit generated in 2022 and assessment of the implementation by the Company's Management Board

of the obligations referred to in article 380¹ of the Polish Code of Commercial Companies and Partnerships and of the manner in which the Company's Management Board prepares or submits information, documents, reports or explanations to the Supervisory Board pursuant to article 382 § 4 of the Polish Code of Commercial Companies and Partnerships.

7. Adoption of a resolution on approval of the report of the Management Board of the Company on the operations of the Company in the financial year 2022 and the separate financial statements of the Company for the financial year 2022.
8. Adoption of a resolution on approval of the report of the Management Board on the operations of the Erbud Capital Group in the financial year 2022 and the consolidated financial statements of the Capital Group ERBUD for the financial year 2022.
9. Adoption of a resolution on approval of the report on the activities of the Company's Supervisory Board in the financial year 2022.
10. Adoption of a resolution on the distribution of the profit generated in the financial year 2022.
11. Adoption of resolutions on granting a vote of approval to members of the Management Board and the Supervisory Board for the performance of their duties in the financial year 2022.
12. Review and adoption of a resolution on stating an opinion on the report of the Supervisory Board of the Company on the remuneration of the members of the Management Board of the Company and the Supervisory Board of the company for 2022.
13. Adoption of a resolution on determination of the monthly remuneration of the members of the Supervisory Board of the Company.
14. Adoption of a resolution on redemption of own shares purchased by the Company.
15. Adoption of a resolution on decrease of the share capital and on changing the Company's Statutes.
16. Adoption of a resolution on adopting of the uniform text of the Company's Statutes.
17. Closing of the Ordinary General Meeting.

II. Proposed amendments to the Company's Statutes

It is planned to replace the present content of § 5 section 1 of the Company's Statutes in its present wording:

“The Company's share capital amounts to PLN 1,209,650.20 (one million two hundred nine thousand six hundred fifty, point two zero Zlotys) and is divided into 12,096,502 (twelve million ninety six thousand five hundred two) A series ordinary bearer shares with a nominal value of PLN 0.10 (ten Groszy) each, designated with ISIN PLERBUD00012.”

with the new following wording:

“The Company's share capital amounts to PLN 1,192,983.60 (one million one hundred ninety two thousand nine hundred eighty three, point six zero Zlotys) and is divided into 11,929,836 (eleven million nine hundred twenty nine thousand eight hundred thirty six) A series ordinary bearer shares with a nominal value of PLN 0.10 (ten Groszy) each, designated with ISIN PLERBUD00012.”

III. Right to Participate in the Ordinary General Meeting.

Pursuant to Article 406¹ § 1 of the Polish Code of Commercial Companies and Partnerships “The right to participate in a general meeting of a public company is vested only in persons being shareholders of the company sixteen days before the date of the general meeting (day of registration of participation in the general meeting).”

The Management Board of ERBUD S.A. informs that pursuant to Article 406¹ § 1 of the Polish Code of Commercial Companies and Partnerships, the day of registration of participation in the Ordinary General Meeting is **6 May 2023**.

Only persons being Shareholders of the Company on **6 May 2023** are entitled to participate in the Ordinary General Meeting of the Company.

Each Shareholder of the Company that intends to participate in the Ordinary General Meeting of Company should request the entity keeping its securities account to issue a personal certificate confirming the right to participate in the General Meeting. The request as referred to in the previous sentence should be addressed to the entity keeping the securities account not earlier than after announcement of the conveyance of the Ordinary General Meeting and not later than on the first weekday after the day of registration of participation in the Ordinary General Meeting, i.e. not later than on **8 May 2023**.

The list of shareholders authorised to participate in the Ordinary General Meeting signed by the Management Board will be presented for review in the seat of the Management Board of the Company at the address: ul. Franciszka Klimczaka 1, 02-797 Warsaw (Office Building Royal Wilanów) during three weekdays preceding the date of the Ordinary General Meeting (i.e. from **17 May 2023** until **19 May 2023**) as well as in the place of and during the Ordinary General Meeting.

A Shareholder of the Company may also request that the shareholders' list is sent free of charge to the email address indicated by the Shareholder for that purpose.

IV. Description of Procedures Concerning Participation in the Ordinary General Meeting of the company and Exercising of Voting Rights.

1. Shareholder's right to demand placing particular matters on the agenda of the General Meeting.

The Management Board of the company informs that a Shareholder or Shareholders representing at least one twentieth of the share capital may request that particular matters are placed on the agenda of the Ordinary General Meeting. Such a request should be notified to the Management Board of the Company twenty one days before the date of the convened General Meeting at the latest, i.e. by **1 May 2023**. The Shareholder's or Shareholders' request as referred to in the previous sentence should include a reasoning or a draft of the resolution concerning the proposed agenda item. This request may be submitted in an electronic form at the following email address: wza@erbud.pl

The proper date of the request submission as referred to above is confirmed by the date of the request delivery at the Company's address: ERBUD S.A., ul. Franciszka Klimczaka 1, 02-797 Warsaw (Office Building Royal Wilanów).

In the case the request is submitted in an electronic form, the proper date of the request submission is confirmed by the date of placing the request in the email system of the Company (date of receipt on the incoming email server of the Company).

The Management Board of the company will immediately – however not later than eighteen days before the date of the convened General Meeting, i.e. by **4 May 2023** – announce amendments to the agenda introduced at the request of Shareholders. Possible amendments will be announced on the Company's website at:

<http://www.erbud.pl/> and in a manner determined for provision of current information pursuant to the provisions of the act on public offers and conditions to introduce financial instruments to the organised trading system and on public companies.

All and any risk connected with the Shareholder's use of devices to send emails is vested in the Shareholder.

2. Shareholder's right to submit resolution drafts concerning matters introduced into the agenda of the General Meeting or matters to be introduced into the agenda before the date of the General Meeting.

The Management Board informs that a Shareholder or Shareholders of the Company representing at least one twentieth of the share capital may – before the date of the Ordinary General Meeting – submit to the Company in writing to the Company's address or with the use of electronic communication means at the address: wza@erbud.pl drafts of resolutions concerning matters introduced into the agenda of the Ordinary General Meeting or matters to be introduced into the agenda. The Company immediately announces resolution drafts on its website maintained at: <http://www.erbud.pl/>

The proper date of the request submission as referred to above is confirmed by the date of the request delivery at the Company's address: ERBUD S.A., ul. Franciszka Klimczaka 1, 02-797 Warsaw (Office Building Royal Wilanów).

In the case the request is submitted in an electronic form, the proper date of the request submission is confirmed by the date of placing the request in the email system of the Company (date of receipt on the incoming email server of the Company).

All and any risk connected with the Shareholder's use of devices to send emails is vested in the Shareholder.

3. Shareholder's right to submit resolution drafts concerning matters introduced into the agenda during the General Meeting.

Pursuant to Article 401 § 5 of the Polish Code of Commercial Companies and Partnerships each Shareholder may submit resolution drafts concerning matters introduced into the agenda during the Ordinary General Meeting.

The Management Board of the Company informs that each Shareholder may propose amendments and supplements to resolution drafts covered by the agenda of the Ordinary General Meeting until the Chairman of the General Meeting closes the discussion concerning the agenda item covering the resolution draft the proposal refers to.

Amendment and supplement proposals along with a short reasoning should be submitted in writing to the Chairman of the General Meeting, separately to each resolution draft, and state the first and surname (business name) of the Shareholder. The Chairman of the General Meeting may allow that the proposal is presented orally.

Amendment and supplement proposals of a formal and linguistic nature may be submitted orally with a short reasoning, unless – due to the scope of the proposed amendments – the Chairman of the General Meeting orders proposal presentation in writing.

4. *Manner of exercising voting rights through a proxy, including in particular with the use of forms applied during the voting by the proxy. Manner of Company notification of proxy appointment with the use of electronic communication means.*

The Management Board informs that each Shareholder of the Company may participate in the Ordinary General Meeting and exercise its voting rights personally or through a proxy.

The right to represent a Shareholder that is not an individual should result from a respective register, possibly a series of powers of attorney or other adequate corporate documents confirming the power to represent the respective Shareholder as presented while executing the attendance list.

The Proxy exercises all entitlements of the Shareholder during a General Meeting, unless the power of attorney provides otherwise. The Proxy may also grant a further power of attorney, as far as it results from the content of its power of attorney.

A proxy may represent more than one Shareholder and vote differently in respect of shares of each Shareholder.

Each Shareholder of the Company holding shares credited on more than one securities account may appoint separate proxies to execute rights resulting from shares credited to each of the accounts.

The power of attorney to participate in the General Meeting of the Company and to exercise the voting right requires the written or electronic form. The power of attorney is to be attached an excerpt from the respective register, up-to-date as of the date of granting of the power of attorney or other corporate documents confirming the power of the Shareholder to grant the power of attorney. Granting of a power of attorney in an electronic form does not require provision of the power of attorney with a qualified electronic signature.

If the documents confirming the entitlement to represent the Shareholder are not executed in the Polish language, it is necessary to present a certified translation of such documents. It is allowed to present copies of the above documents, if they are confirmed for their compliance with the original by a notary, advocate or qualified legal advisor.

Pursuant to § 4 section 6 of the Rules of the General Meeting of ERBUD Spółka Akcyjna with its registered office in Warsaw a Shareholder may notify the Company of the fact of granting a power of attorney in an electronic form via email to the following address: wza@erbud.pl The Company ERBUD S.A. provides on its web site for download a template of the form of notification on granting of the power of attorney in an electronic form, which after being filled in by the Shareholder in accordance with the instruction included in the form should be sent back as an attachment to the email address indicated in the form. The Shareholder should attach an excerpt from the respective register, up-to-date as of the date of granting of the power of attorney or other corporate documents confirming the power of the Shareholder to grant the power of attorney. If the documents confirming the

entitlement to represent the Shareholder are not executed in the Polish language, it is necessary to present a certified translation of such documents. It is allowed to present copies of the above documents, if they are confirmed for their compliance with the original by a notary, advocate or qualified legal advisor.

The Company is entitled to undertake actions in order to verify the validity of granted powers of attorney.

A Shareholder exercising its voting right through a proxy may use the form published on the Company's website maintained at: <http://www.erbud.pl/> (the use of the form published on the Company's website provides not for an obligation, but for an entitlement of each Shareholder). The form is not a power of attorney and it does not replace the power of attorney to participate or exercise the voting right in the Ordinary General Meeting.

In the case the Proxy exercises the voting right with the use of a form, the form has to be delivered to the Chairman of the General Meeting before the end of voting in respect of a given resolution. The Management Board informs that the Company is not obliged to and will not verify, whether the Proxy acts in compliance with the instruction given to the Proxy as referred to in Article 412² § 4 of the Polish Code of Commercial Companies and Partnerships.

All and any risk connected with exercising of voting rights through a Proxy is vested in the Shareholder.

5. Possibility and manner of Ordinary General Meeting participation with the use of electronic communication means. Utterance manner during the Ordinary General Meeting with the use of electronic communication means. Manner of exercising of voting rights by mail or with the use of electronic communication means. Participation risk.

The Company informs that except for the possibility to send emails with the use of electronic communication means to wza@erbud.pl, the Company does not provide for the possibility of participation in the Ordinary General Meeting with the use of electronic communication means.

The Company does not provide for the possibility of speaking or exercising voting rights at the Ordinary General Meeting using electronic communication means.

The Rules of the General Meeting of ERBUD S.A. with its registered office in Warsaw do not provide for the possibility to vote by mail.

6. Shareholder's Right to Ask Questions Concerning Matters on the Agenda of the Ordinary General Meeting

During the proceedings of the Ordinary General Meeting, the Shareholder has the right to ask questions concerning the matters placed on the agenda of the General Meeting. Pursuant to Article 428 § 1 of the Code of Commercial Companies and Partnerships, the Management Board is obliged to provide a Shareholder at their request with information concerning the Company if it is justified for the assessment of a matter included in the agenda.

V. Possibility to Obtain Information Concerning the Ordinary General Meeting.

Full documentation to be presented to the Ordinary General Meeting, drafts of resolutions of the Ordinary General Meeting as well as all and any information concerning the Ordinary General Meeting convened on **22 May 2023** will be placed on the website of the Company ERBUD at: <https://www.erbud.pl/walne-zgromadzenie> beginning with the day of the Ordinary General Meeting conveyance.

VI. Indication of the Website Address Where Information Concerning the Ordinary Shareholders' Meeting will be available.

All and any information concerning the Ordinary Shareholders' Meeting will be made available through the Company's website at: <https://www.erbud.pl/walne-zgromadzenie>.

VII. Indication of the purpose, amount and manner of decrease of the Company's share capital.

Pursuant to Art. 455 § 2 of the Polish Code of Commercial Companies and Partnerships, the Company indicates that the purpose of the reduction in the Company's share capital under the resolution referred to in item 15 of the aforementioned agenda of the Ordinary General Meeting of Shareholders is to complete the procedure of purchasing shares of the Company and to implement the resolution on redemption of shares purchased by the Company, referred to in item 14 of the aforementioned agenda, by adjusting the amount of the Company's share capital to the total nominal value of the Company's shares remaining after the redemption of the purchased shares.

With the resolution referred to in item 15 of the aforementioned agenda, the Company's share capital shall be decreased by PLN 16,666.60 (sixteen thousand six hundred sixty six Zloty 60/100), from PLN 1,209,650.20 (one million two hundred nine thousand six hundred fifty Zloty 20/100) to PLN 1,192,983.60 (one million one hundred and ninety two thousand nine hundred eighty three Zloty 60/100).

The share capital will be decreased by amending the Company's Statutes through the redemption of shares acquired by the Company in the financial year 2022.

Management Board of ERBUD SA

Dariusz Grzeszczak

President of the
Management Board

Agnieszka Głowacka

Vice-President of the
Management Board

Jacek Leczkowski

Vice-President of the
Management Board