

## NOTICE OF CONVOCAION OF A GENERAL MEETING OF SHAREHOLDERS

The Management Board of STS Holding S.A. seated in Katowice (the "Company"), pursuant to Art. 399 § 1 of the [*Polish*] Code of Commercial Companies and Partnerships (the "CCCP"), hereby convokes an Ordinary General Meeting of Shareholders, which will be held on 22 June 2022 at 11.00 AM at the seat of the Company at ul. Porcelanowa 8 in Katowice (the "General Meeting").

### Date, time and place of the General Meeting and detailed agenda

The Management Board of the Company hereby convokes an Ordinary General Meeting of Shareholders, which will be held on 22 June 2022 at 11.00 AM at the seat of the Company at ul. Porcelanowa 8 in Katowice, room [...], with the following agenda:

1. Opening of the General Meeting.
2. Election of the Chairperson of the General Meeting.
3. Declaration of validity of convocation of the General Meeting and its capacity to adopt binding resolutions.
4. Adoption of resolution on approval of the agenda.
5. Review of the following documents presented by the Management Board:
  - a) report of the Management Board on activities of the STS Holding Group of Companies and of the Company for 2021;
  - b) financial statements of the Company and consolidated financial statements of the STS Holding Group of Companies for 2021;
  - c) motion of the Management Board concerning payment of dividend and distribution of profit generated by the Company.
6. Review of the following documents presented by the Supervisory Board:
  - a) report on activities of the Supervisory Board for 2021;
  - b) report of the Supervisory Board on results of assessment of the report on activities of the Company and of the STS Holding Group of Companies, of the standalone and consolidated financial statements of the Company and of the motion of the Management Board concerning distribution of net profit generated by the Company in 2021 and the opinion of the Supervisory Board on the Executive Board's proposal on the distribution of the Company's net profit for the year 2021
7. Review of motions of the Supervisory Board concerning:
  - a) approval of the report of the Management Board on activities of the STS Holding Group of Companies and of the Company for 2021;
  - b) approval of the financial statements of the Company and of the consolidated financial statements of the STS Holding Group of Companies for 2021;
  - c) approval of the motion of the Management Board concerning payment of dividend and distribution of profit generated by the Company.
8. Adoption of resolution on approval of the report of the Management Board on activities of the STS Holding Group of Companies and of STS Holding S.A. for 2021.
9. Adoption of resolution on approval of the financial statements of the Company for 2021.
10. Adoption of resolution on approval of the consolidated financial statements of the STS

- Holding Group of Companies for 2021.
11. Adoption of resolution on approval of recommendation of the Management Board concerning distribution of profit generated by the Company.
  12. Adoption of resolution on payment of dividend and distribution of profit generated by the Company.
  13. Adoption of resolution on the grant of discharge to Mr Christian Guy Gaunt, President of the Management Board, for performance of duties between 10 March 2021 and 8 June 2021.
  14. Adoption of resolution on the grant of discharge to Mr Mateusz Juroszek, President of the Management Board, for performance of duties between 8 June 2021 and 31 December 2021.
  15. Adoption of resolution on the grant of discharge to Mr Zdzisław Kostrubała, Member of the Management Board, for performance of duties between 8 June 2021 and 31 December 2021.
  16. Adoption of resolution on the grant of discharge to Mr Marcin Walczysko, Member of the Management Board, for performance of duties between 8 June 2021 and 31 December 2021.
  17. Adoption of resolution on the grant of discharge to Mr Kenneth Anthony Morgan, Member of the Supervisory Board, for performance of duties between 10 March 2021 and 8 June 2021.
  18. Adoption of resolution on the grant of discharge to Ms Anna Magdalena Poliszewicz, Member of the Supervisory Board, for performance of duties between 10 March 2021 and 8 June 2021.
  19. Adoption of resolution on the grant of discharge to Mr Alwyn Jacobus De Lange, Member of the Supervisory Board, for performance of duties between 10 March 2021 and 8 June 2021.
  20. Adoption of resolution on the grant of discharge to Ms Urszula Juroszek, Member of the Supervisory Board, for performance of duties between 8 June 2021 and 10 August 2021.
  21. Adoption of resolution on the grant of discharge to Mr Mateusz Bromboszcz, Member of the Supervisory Board, for performance of duties between 8 June 2021 and 31 August 2021.
  22. Adoption of resolution on the grant of discharge to Mr Zbigniew Juroszek, Member of the Supervisory Board, for performance of duties between 8 June 2021 and 31 December 2021.
  23. Adoption of resolution on the grant of discharge to Mr Maciej Fijak, President of the Supervisory Board, for performance of duties between 10 August 2021 and 31 December 2021.
  24. Adoption of resolution on the grant of discharge to Mr Krzysztof Krawczyk, Member of the Supervisory Board, for performance of duties between 31 August 2021 and 31 December 2021.
  25. Adoption of resolution on the grant of discharge to Ms Elżbieta Spyra, Member of the Supervisory Board, for performance of duties between 31 August 2021 and 31 December 2021.
  26. Adoption of resolution on the grant of discharge to Ms Milena Olszewska-Miszuris, Member of the Supervisory Board, for performance of duties between 31 August 2021 and 31 December 2021.
  27. Adoption of resolution on expression of opinion concerning the Report of the Supervisory Board of the Company on remuneration of members of the Management Board and Supervisory Board for 2021.
  28. Closing of the Meeting.

## **Procedures for participation in the General Meeting and exercise of voting rights**

1. Only persons who are shareholders of the Company 16 (sixteen) days before the date of the General Meeting, i.e. on 6 June 2022 (date of registration of participation in the General Meeting, hereinafter referred to as the "Registration Date"), shall be eligible to participate in the General Meeting, in accordance with Art. 406<sup>1</sup> of the CCCP.
2. The schedule of shareholders eligible to participate in the General Meeting, who hold dematerialised shares, is prepared by the entity which manages the securities depository (Krajowy Depozyt Papierów Wartościowych S.A.) pursuant to information submitted by the entities which manage the securities accounts of the shareholders, on the basis of issued personal certificates of eligibility to participate in the General Meeting. Shareholders should submit requests to have their personal certificates of eligibility to participate in the General Meeting issued to the entity which manages their securities account, between the date of announcement of convocation of the General Meeting, i.e. 27 May 2022, and the first working day following the Registration Date, i.e. 7 June 2022.
3. The list of shareholders eligible to participate in the General Meeting will be prepared by the Company on the basis of the schedule provided by the entity which manages the securities depository (Krajowy Depozyt Papierów Wartościowych S.A.).
4. The list of shareholders eligible to participate in the General Meeting will be displayed at the seat of the Company at ul. Porcelanowa 8 in Katowice, between 9.00 AM and 4.00 PM, for 3 working days before the General Meeting, i.e. between 17 June 2022 and 22 June 2022. A shareholder of the Company may request that the list of shareholders be sent to him/her free of charge via e-mail by specifying the address where the list should be sent. A shareholder may submit such a request via e-mail at [wza@stsholding.pl](mailto:wza@stsholding.pl).
5. A shareholder or shareholders representing at least one-twentieth of the share capital may request that specific matters be put on the agenda of a forthcoming general meeting. Such a request should be submitted to the management board not later than twenty-one days before the date of that general meeting. The request should include a justification for or a draft resolution concerning the proposed item of the agenda. The request may be submitted electronically, in accordance with Art. 401 § 1 of the CCCP.
6. A shareholder or shareholders of a public company representing at least one-twentieth of its share capital may, before the date of a general meeting, submit to the company, in writing or using electronic means of communication, draft resolutions concerning matters present on the agenda of that general meeting or matters which are meant to be put on that agenda. The company announces such draft resolutions on its website immediately, in accordance with Art. 401 § 4 of the CCCP.
7. During a general meeting, each shareholder may submit draft resolutions concerning matters present on the agenda, in accordance with Art. 401 § 5 of the CCCP.
8. Shareholders who are natural persons may participate in the General Meeting and exercise their voting rights personally or through a proxy. Shareholders who are not natural persons may participate in the General Meeting and exercise their voting rights through a person authorised to make declarations of intent on their behalf or through a proxy. A proxy should be prepared in writing or granted electronically. A proxy granted electronically does not require a secure electronic signature verified by a valid qualified certificate. If a proxy is granted electronically, the Company should be notified of that fact via e-mail at [wza@stsholding.pl](mailto:wza@stsholding.pl).
9. Shareholders may participate in a general meeting and exercise their voting rights personally or through a proxy. A proxy of a shareholder of a public company may be,

in particular, an agent, as referred to in Art. 68i para. 1 item 1 of the Act of 29 July 2005 on Trading in Financial Instruments. A proxy exercises all rights of a shareholder during a general meeting, unless the granted proxy states otherwise. A proxy may grant a further proxy if so allowed by the granted proxy. A proxy may represent more than one shareholder and vote differently through shares of each individual shareholder, in accordance with Art. 412 KSH of the CCCP.

10. A shareholder may vote differently through each held share, in accordance with Art. 411<sup>3</sup> of the CCCP.
11. To identify a proxy, the Management Board of the Company reserves the right to request, during preparation of attendance list, that the proxy present: (i) In case of a proxy who is a natural person – a copy of his/her identity card, passport or other official document confirming his/her identity; (ii) In case of a proxy who is not a natural person – the original excerpt from an appropriate register or other original document confirming that the natural person(s) is(are) authorised to represent the proxy at the General Meeting, or a copy thereof certified for conformity with the original by a notary or by another entity authorised to make such a certification.
12. Forms referred to in Art. 402<sup>3</sup> § 1 item 5 of the CCCP, which enable a proxy to exercise voting rights, are available on the website of the Company at <https://stsholding.pl/>. The Company imposes no obligation to grant a proxy using the aforementioned forms.
13. At the same time, the Management Board of the Company informs all shareholders that with respect to proxies granted together with voting instructions, the Company will not be verifying whether proxies are exercising the voting rights of shareholders in accordance with instructions given by these shareholders. The Management Board of the Company therefore informs all shareholders that voting instructions should be given only to proxies.
14. The Company does not provide for the option to exercise voting rights by post.
15. The Company does not provide for the option to participate in the General Meeting via electronic means of communication.
16. During the General Meeting, each shareholder may ask questions concerning matters present on the agenda of the General Meeting.
17. Documentation to be presented to the General Meeting, including draft resolutions, will be available on the website of the Company, under the “Investor Relations” tab, from the date of convocation of the General Meeting.
18. A shareholder may request copies of motions concerning matters present on the agenda one week before the General Meeting. Copies of report of the Management Board on activities of the Company and of financial statements, together with copies of report of the Supervisory Board and opinion of a statutory auditor, are provided to Shareholders upon their request, not later than fifteen days before the General Meeting, at the seat of the Company in Katowice at ul. Porcelanowa 8.

All information concerning the General Meeting can be found on the website of the Company at [www.stsholding.pl](http://www.stsholding.pl).