

## **ANNOUNCEMENT OF CONVENING THE GENERAL MEETING OF SHAREHOLDERS**

The Management Board of STS Holding S.A. with its registered office in Katowice (hereinafter: Company), pursuant to Art. 399 sec. 1 of the Code of Commercial Companies and Partnerships ("Code of Commercial Companies and Partnerships") convenes an Ordinary General Meeting of Shareholders ("General Meeting") for 28 June 2023, to be held at 11.00 a.m. at the Company's registered office at ul. Porcelanowa 8 in Katowice.

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

The Company's Management Board convenes an Ordinary General Meeting of Shareholders for 28 June 2023 to be held at 11.00 a.m. at the Company's registered office at ul. Porcelanowa 8 in Katowice in room [...] with the following agenda:

1. Opening of the General Meeting.
2. Election of the Chairman of the General Meeting.
3. Confirmation of the correctness of convening the General Meeting and its ability to adopt binding resolutions.
4. Adoption of a resolution on the adoption of the agenda.
5. Consideration of the following documents presented by the Management Board:
  - a) report of Management Board on the activities of STS Holding S.A. Group of Companies and of the Company for 2022;
  - b) financial statements of the Company and consolidated financial statements of the STS Holding Group of Companies for 2022;
  - c) the Management Board's motion regarding the payment of dividends and the distribution of the Company's profit.
6. Consideration of the following documents presented by the Supervisory Board:
  - a) report on the operations of the Supervisory Board in 2022 together with th opinion of the Supervisory Board concerning the Management Board's recommendation with regard to the distribution of the Company's net profit for 2022
  - b) assessment of the Supervisory Board's report on the operations of STS Holding Group of Companies, including STS Holding S.A., as well as the separate and consolidated financial statements of the Company for 2022.
7. Consideration of the Supervisory Board's motions regarding:
  - a) approval of the report of Management Board on the operations of STS Holding S.A. Group of Companies and of the Company for 2022;

- b) approval of the financial statements of the Company and the consolidated financial statements of the STS Holding Group of Companies for 2022;
  - c) approval of the Management Board's motion regarding the payment of dividends and the distribution of the Company's profit.
8. Adoption of a resolution on the approval of the report of the Management Board on the operations of STS Holding S.A. Group of Companies and of the Company for 2022;
  9. Adoption of a resolution on the approval of the Company's financial statements for 2022.
  10. Adoption of a resolution on the approval of the consolidated financial statements of the STS Holding Group of Companies for 2022.
  11. Adoption of a resolution on dividend payment and distribution of the Company's profit.
  12. Adoption of the resolution concerning the acknowledgement of the fulfilment of duties by Mr Mateusz Juroszek - President of the Management Board, in the period from 1 January 2022 to 31 December 2022.
  13. Adoption of the resolution concerning the acknowledgement of the fulfilment of duties by Mr Zdzisław Kostrubała - Member of the Management Board, in the period from 1 January 2022 to 31 December 2022.
  14. Adoption of the resolution concerning the acknowledgement of the fulfilment of duties by Mr Marcin Walczysko - Member of the Management Board, in the period from 1 January 2022 to 31 December 2022.
  15. Adoption of the resolution concerning the acknowledgement of the fulfilment of duties by Mr Maciej Fijak - Chairman of the Supervisory Board, in the period from 1 January 2022 to 31 December 2022.
  16. Adoption of the resolution concerning the acknowledgement of the fulfilment of duties by Mr Zbigniew Juroszek - Vice-President of the Supervisory Board, in the period from 1 January 2022 to 31 December 2022.
  17. Adoption of the resolution concerning the acknowledgement of the fulfilment of duties by Mr Krzysztof Krawczyk - Member of the Supervisory Board, in the period from 1 January 2022 to 31 December 2022.
  18. Adoption of the resolution concerning the acknowledgement of the fulfilment of duties by Ms Elżbieta Spyra - Member of the Supervisory Board, in the period from 1 January 2022 to 31 December 2022.
  19. Adoption of the resolution concerning the acknowledgement of the fulfilment of duties by Ms Milena Olszewska Miszuris - Member of the Supervisory Board, in the period from 1 January 2022 to 31 December 2022.
  20. Adoption of a resolution on the expression of an opinion concerning the Report of the Company's Supervisory Board on the remuneration of members of the Management Board and Supervisory Board for 2022.
  21. Adoption of the resolution concerning the approval of the report on the operations of the Supervisory Board in 2021.

22. Adoption of the resolution concerning the approval of the report on the operations of the Supervisory Board in 2022 together with the opinion of the Supervisory Board concerning the Management Board's recommendation with regard to the distribution of the Company's net profit for 2022.
23. Adoption of the resolution concerning the approval of the assessment of the Supervisory Board's report on the operations of STS Holding Group of Companies, including STS Holding S.A., as well as the separate and consolidated financial statements of the Company for 2022.
24. Closing of the Meeting.

### **Procedures regarding participation in the General Meeting and exercising voting rights**

1. The right to participate in the General Meeting is vested only in persons who are shareholders of the Company 16 (sixteen) days before the date of the General Meeting, i.e. on 12 June 2023 (date of registration of participation in the General Meeting, hereinafter referred to as the "Registration Date") - in accordance with Art. 406<sup>1</sup> of the Code of Commercial Companies and Partnerships.
2. The list of shareholders entitled to participate in the General Meeting, holding dematerialised shares, shall be prepared by the entity maintaining the securities depository (National Depository of Securities in Poland - Krajowy Depozyt Papierów Wartościowych S.A.) based on the information provided by the entities maintaining the securities accounts of shareholders, on the basis of issued personal certificates confirming the right to participate in General Meeting. A shareholder should submit a request to issue a personal certificate of the right to participate in the General Meeting to the entity keeping the securities account in the period from the date of the announcement on convening the General Meeting, i.e. 1 June 2023, to the first weekday after the Registration Date, i.e. 13 June 2023.
3. The list of shareholders entitled to participate in the General Meeting will be prepared by the Company based on the list provided by the entity maintaining the securities depository (National Depository of Securities in Poland - Krajowy Depozyt Papierów Wartościowych S.A.).
4. The list of shareholders entitled to participate in the General Meeting will be made available at the Company's registered office at ul. Porcelanowa 8 in Katowice, from 9.00 to 16.00, for 3 weekdays before the General Meeting, i.e. from 23 June 2023 to 28 June 2023. A shareholder of the Company may request that the list of shareholders be sent to him/her free of charge by e-mail, providing address to which the list should be sent. A shareholder may submit the above request via e-mail to [wza@stsholding.pl](mailto:wza@stsholding.pl)
5. A shareholder or shareholders representing at least one twentieth of the share capital may request that certain matters be included in the agenda of the next General Meeting. The request should be submitted to the Management Board of the Company no later than within twenty-one days before the set date of the General Meeting. The request should include the justification or a draft resolution regarding the proposed item on the agenda. The request may be submitted in electronic form - in accordance with Art. 401 sec. 1 of the Code of Commercial Companies and Partnerships.

6. A shareholder or shareholders of a public company representing at least one twentieth of the share capital may, prior to the date of the General Meeting, submit draft resolutions to the company in writing or by means of electronic communication regarding matters included in the agenda of the General Meeting or matters that are to be included in the agenda. The Company shall immediately announce draft resolutions on its website - in accordance with Art. 401 § 4 of the Code of Commercial Companies and Partnerships.
7. Each shareholder may submit draft resolutions regarding matters included in the agenda during the General Meeting - in accordance with Art. 401 sec. 5 of the Code of Commercial Companies and Partnerships.
8. A shareholder who is a natural person may participate in the General Meeting and exercise the right to vote in person or by proxy. A shareholder other than a natural person may participate in the General Meeting and exercise the right to vote through a person authorised to make declarations of will on its behalf or through a proxy. The power of attorney should be made in writing or granted in electronic form. A power of attorney granted in electronic form does not require a secure electronic signature verified by means of a valid qualified certificate. The Company should be notified of granting the power of attorney in electronic form via e-mail to [wza@stsholding.pl](mailto:wza@stsholding.pl).
9. A shareholder may participate in the General Meeting and exercise the right to vote in person or by proxy. The proxy of a shareholder of a public company may be, in particular, an intermediary referred to in Art. 68i sec. 1 point 1 of the Act of 29 July 2005 on Trading in Financial Instruments. The proxy exercises all the shareholder's rights at the General Meeting, unless otherwise stated in the power of attorney. The proxy may grant a further power of attorney if it results from the content of the power of attorney. A proxy may represent more than one shareholder and vote differently using the rights attached to each of the shares of each shareholder - in accordance with Art. 412 of the Code of Commercial Companies and Partnerships.
10. A shareholder may vote differently using the rights attached to each of the shares held - in accordance with 411<sup>3</sup> of the Code of Commercial Companies and Partnerships.
11. In order to establish identity of the proxy, the Management Board of the Company reserves the right to request the proxy to present the following when preparing the attendance list: (i) if a proxy is a natural person - a copy of the proxy's identity card, passport or other official identity document; (ii) in the case of a proxy other than a natural person - the original or a copy certified as a true copy by a notary public or another entity authorised to certify the true copy of an excerpt from the relevant register or other document confirming the authorisation given by the natural person (natural persons) to represent the proxy at General Meeting.
12. The forms referred to in Art. 402<sup>3</sup> sec. 1 point 5 of the Code of Commercial Companies and Partnerships, allowing the exercise of voting rights by a proxy, are available on the Company's website: <https://stsholding.pl/>; The Company does not impose the obligation for the power of attorney to be granted on the above-mentioned form.
13. At the same time, the Management Board of the Company informs that if a shareholder grants a power of attorney along with voting instructions, the Company will not verify whether the proxies exercise their voting rights in accordance with the instructions received from the shareholders. In view of the above, the Management Board of the Company informs that the voting instruction should be delivered only to the proxy.
14. The Company does not provide for the possibility of exercising voting rights by correspondence.

15. The Company does not provide for the possibility of participating in the General Meeting by means of electronic communication.
16. During the General Meeting, each shareholder has the right to ask questions regarding matters included in the agenda of the General Meeting.
17. The documentation to be presented to the General Meeting along with draft resolutions is available on the Company's website in the Investor Relations tab, from the date of convening the General Meeting.
18. A shareholder has the right to request copies of motions on matters included in the agenda within a week before the General Meeting. Copies of the Management Board's report on the Company's operations and financial statements, together with a copy of the Supervisory Board's report and the auditor's opinion, shall be issued to the Shareholders at their request, no later than fifteen days before the General Meeting at the Company's registered office in Katowice at ul. Porcelanowa 8.

All information regarding the General Meeting is available on the Company's website [www.stsholding.pl](http://www.stsholding.pl)