

Rzeszów, May 17, 2023

**ANNOUNCEMENT BY THE MANAGEMENT BOARD OF ASSECO POLAND S.A.  
ON CONVENING EXTRAORDINARY MEETING OF SHAREHOLDERS  
(THE "ANNOUNCEMENT")**

**I DATE, TIME AND PLACE OF THE EXTRAORDINARY MEETING OF SHAREHOLDERS**

The Management Board of Asseco Poland S.A. (the "**Company**"), acting on the basis of art. 399 § 1 and art. 402<sup>1</sup> of the Polish Commercial Companies Code (the "CCC") and with regard to § 19 section 1 items 1) and 2) of the Regulation of the Minister of Finance of March 29, 2018 regarding current and periodic information to be submitted by issuers of securities and conditions for recognizing as equivalent information required by the laws of a non-member state (Journal of Laws of 2018, item 757), is hereby convening the **Extraordinary Meeting of Shareholders of Asseco Poland (the "Extraordinary Meeting of Shareholders")** on **June 15, 2023**. It is to be held at **10.00 a.m.** at Asseco Poland's **Office in Warsaw, 13 Branickiego Street, (02-972 Warsaw)**.

The Management Board of Asseco Poland announces the possibility of participation in the Extraordinary Meeting of Shareholders and the exercise of voting rights through the use of electronic communication means under the conditions specified in Attachment No. 1 to the Announcement on convening the Extraordinary Meeting of Shareholders on June 15, 2023.

**II DETAILED AGENDA**

The agenda of the Extraordinary Meeting of Shareholders includes:

1. Opening of the meeting and election of the Chairman of the Extraordinary Meeting of Shareholders.
2. Confirmation of the correctness of convening the Extraordinary Meeting of Shareholders and its ability to pass resolutions.
3. Decision on appointing the Returning Committee.
4. Adoption of the Agenda.
5. Adoption of a resolution on the creation of reserve capital.
6. Adoption of a resolution on authorizing the Company's Management Board to acquire the Company's own shares.
7. Closing the Meeting.

**III PERSONS ENTITLED TO PARTICIPATE IN THE EXTRAORDINARY MEETING OF SHAREHOLDERS**

The Management Board of Asseco Poland announces that, pursuant to Article 406<sup>1</sup> of the Commercial Companies Code, only those persons who were shareholders of Asseco Poland sixteen days before the date of the Extraordinary Meeting of Shareholders, i.e. on **May 30, 2023** (the date of registration of participation in the Extraordinary Meeting of Shareholders, hereinafter the "**Registration Date**"), have

the right to participate in the Extraordinary Meeting of Shareholders, provided that they present to the entity maintaining their securities account a request for the issuance of a registered certificate of the right to participate in the Extraordinary Meeting of Shareholders. Such request may be submitted not earlier than after the announcement of convening the Extraordinary Meeting of Shareholders (i.e. not earlier than on May 17, 2023) and not later than on the first weekday after the Registration Day (i.e. not later than on May 31, 2023).

The list of shareholders entitled to participate in the Extraordinary Meeting of Shareholders will be prepared on the basis of the list made available by the entity maintaining the depository for securities (The National Depository for Securities, Krajowy Depozyt Papierów Wartościowych S.A.) and displayed at the registered office of Asseco Poland at 14 Olchowa St., 35-322 Rzeszów, from 8:00 a.m. to 4:00 p.m., for three business days before the Extraordinary Meeting of Shareholders is held, i.e. on June 12, 13 and 14, 2023. A shareholder of Asseco Poland may demand that the list of shareholders be sent to him/her free of charge by e-mail, stating the address to which the list should be sent. A shareholder may submit the above request by e-mail to the following address: [wz@asseco.pl](mailto:wz@asseco.pl).

#### **IV DOCUMENTS AND INFORMATION RELATING TO THE ANNUAL EXTRAORDINARY MEETING OF SHAREHOLDERS**

As required by art. 402<sup>3</sup> of the Commercial Companies Act, Asseco Poland's website at: <https://inwestor.asseco.com/o-asseco/lad-korporacyjny>, GSM section, from May 18, 2023 (inclusive) until the conclusion of the Extraordinary Meeting of Shareholders, the following documents are posted:

- 1) Announcement about the convening of the Extraordinary Meeting of Shareholders,
- 2) Appendix No. 1 to the Announcement about the convening of the Extraordinary Meeting of Shareholders on June 15, 2023,
- 3) Draft resolutions with justification,
- 4) Bylaws of the Extraordinary Meeting of Shareholders of Asseco Poland S.A.,
- 5) Bylaws setting forth detailed principles for participation in the Extraordinary Meeting of Shareholders of Asseco Poland S.A. using means of electronic communication, adopted by the Supervisory Board on April 24, 2020,
- 6) Information clause for shareholders of Asseco Poland S.A. who are natural persons as well as for proxies for shareholders who are natural persons and natural persons acting as representatives of shareholders.

In addition, any other information regarding the Extraordinary Meeting of Shareholders will be posted on Asseco Poland's website as necessary.

A person entitled to participate in the Extraordinary Meeting of Shareholders may obtain the full text of the documentation on working days from May 18, 2023 to June 14, 2023 from 8:00 a.m. to 4:00

p.m. at Asseco Poland's registered office at 14 Olchowa St., 35-322 Rzeszów, in the Office of the Management Board.

## **V DESCRIPTION OF PARTICIPATION AND VOTING PROCEDURES**

### **V.1 General information**

If any of the following procedures provide for the electronic submission to Asseco Poland or Asseco Poland's Management Board of any notices, submissions, demands or representations in connection with the Annual Meeting, please be aware that:

- 1) these statements should be sent to the following email address: [wz@asseco.pl](mailto:wz@asseco.pl),
- 2) such declarations should be submitted within the time limit provided for in the procedure and the moment of submission shall be deemed as the moment when a declaration is entered into means of electronic communication in such a way as to enable a person acting on behalf of Asseco Poland to get familiar with it taking into account the working hours of the Management Board Office, i.e. on business days from 8:00 am to 4:00 pm,
- 3) Asseco Poland shall not be liable for the consequences caused by the impossibility to use electronic means to communicate with Asseco Poland or for non-delivery to Asseco Poland of the correspondence sent in electronic form if the above occurred for reasons beyond Asseco Poland's control,
- 4) any notices, proposals, requests or statements relating to the Extraordinary Meeting of Shareholders should be accompanied by documents which prove beyond any doubt that at the date of submitting the request the petitioners are shareholders of Asseco Poland (e.g. certificate, certificate of deposit or extract from a brokerage account).

### **V.2. Right to request to put certain issues on the agenda of the meeting**

Pursuant to Art. 401 § 1 of the Commercial Companies Code, a shareholder or shareholders representing at least one-twentieth of Asseco Poland's share capital may request the inclusion of certain matters on the agenda of the next meeting (the "**Request**"). Such request should include a justification or a draft resolution concerning the proposed item of the agenda. The request should be submitted to the Management Board no later than twenty one days before the date of the meeting. The Request must be accompanied by documents confirming beyond any doubt that at the date of submitting the Request the petitioners are shareholders representing at least one-twentieth of Asseco Poland's share capital (e.g. certificate, certificate of deposit or statement of brokerage account). The request should indicate an address for correspondence with the petitioners. The request, its form and the manner of submission shall comply with the provisions of law and the requirements specified in this announcement.

The requests shall be sent in writing to Asseco Poland's Management Board Office, namely to 14 Olchowa St., 35-322 Rzeszów. The Management Board emphasizes that the abovementioned deadline for submitting the Request is deemed to have been observed if the Request is effectively notified to the Management Board within the deadline. Hence, it is not sufficient that the request is sent by authorized shareholders within this deadline. The request may be also sent via e-mail to the following address: [wz@asseco.pl](mailto:wz@asseco.pl).

If the Request complies with the above mentioned requirements, the Management Board shall announce the changes to the agenda made in accordance with the Request. The changes shall be announced no later than eighteen days before the scheduled date of the Extraordinary Meeting of Shareholders. The announcement shall be made in the manner appropriate for convening the Extraordinary Meeting of Shareholders.

If the Request fails to satisfy the above-mentioned requirements or the requirements of law, Asseco Poland, within 3 working days as of the date of receiving the Request, shall inform the person submitting the Request indicating the deficiencies which make it impossible to grant the Request. The completed Request may be resubmitted provided that the above mentioned deadline for its submission is met.

### **V.3. Right to submit draft resolutions on the issues included in the Extraordinary Meeting of Shareholders agenda or on the issues to be included in the agenda before the date of the Extraordinary Meeting of Shareholders**

In accordance with art. 401 § 4 of the Commercial Companies Code, a shareholder or shareholders representing at least one-twentieth of the share capital may, before the date of the Extraordinary Meeting of Shareholders, submit to Asseco Poland, in writing or using means of electronic communication, proposed draft resolutions on the issues included in the agenda of the Extraordinary Meeting of Shareholders or on the issues to be included in the agenda (the "**Notification**"). The Notification shall be submitted to Asseco Poland not later than on the day preceding the date of the Extraordinary Meeting of Shareholders, i.e. on June 14, 2023.

The notification containing draft resolutions must be accompanied by documents confirming beyond any doubt that at the date of submitting the notification the petitioners are shareholders representing at least one-twentieth of Asseco Poland's share capital (e.g. certificate, deposit certificate or bank account statement). The notification should indicate an address for correspondence with the petitioners.

A written notification shall be submitted to Asseco Poland's Management Board Office, address: 14 Olchowa St., 35-322 Rzeszów. Please bear in mind that the aforementioned deadline for submitting the notification shall be deemed to have been met if the notification is received by the Management Board within the deadline. Hence, the mere fact of sending the notification by the abovementioned deadline is not sufficient. The proposal may also be sent by e-mail to [wz@asseco.pl](mailto:wz@asseco.pl). The notification, the accompanying documents and the manner of their filing with Asseco Poland as well as the form of proposed draft resolutions should comply with the provisions of law and the requirements specified in this announcement. If the notification containing draft resolutions is submitted in compliance with the aforementioned requirements, the draft resolutions shall be immediately announced on Asseco Poland's website. If the notification containing draft resolutions fails to satisfy the requirements specified above, Asseco Poland, within 3 business days of receiving that notification (however, not later than on the day preceding the date of the Extraordinary Meeting of Shareholders i.e. June 14, 2023), shall inform the petitioners accordingly and indicate the deficiencies resulting in rejection of the draft resolutions. The supplemented notification may be resubmitted provided the aforementioned deadline for its submission is observed.

### **V.4. Shareholder's right to submit draft resolutions on the issues included in the agenda during the Extraordinary Meeting of Shareholders**

According to art. 401 § 5 of the Commercial Companies Code, each shareholder may, during the Extraordinary Meeting of Shareholders, propose draft resolutions concerning the issues included in the agenda. The participant should inform the chairman about their intention of proposing such drafts in writing, not later than by the time the voting on the matter which the proposed draft resolution concerns is ordered.

#### **V.5. Exercise of voting rights by a proxy and notification of appointment of a proxy to Asseco Poland by means of electronic communication, and use of forms during voting by a proxy**

Pursuant to Art. 412-412<sup>2</sup> of the Commercial Companies Code, a shareholder may participate in the Extraordinary Meeting of Shareholders and exercise its voting rights personally or through a proxy. The proxy exercises all shareholder rights at the Extraordinary Meeting of Shareholders, unless the power of attorney states otherwise. A proxy may also grant a further power of proxy if the power of proxy so stipulates. A proxy may represent more than one shareholder and vote differently with respect to shares held by each shareholder. A shareholder with shares registered in more than one securities account may appoint separate proxies to exercise the rights attached to the shares registered in each of the accounts. A special case is when the proxy at the Extraordinary Meeting of Shareholders is a member of the Management Board, a member of the Supervisory Board, an employee of Asseco Poland or a member of the governing bodies or an employee of a subsidiary of Asseco Poland. In such case, the following rules apply:

1. A power of proxy may authorize representation at only one Extraordinary Meeting of Shareholders.
2. The proxy is obliged to disclose to the shareholder the circumstances indicating the existence or possibility of a conflict of interest.
3. The granting of a further power of proxy is excluded.
4. The proxy shall vote in accordance with the instructions given by the shareholder.

A power of proxy to attend Asseco Poland's Extraordinary Meeting of Shareholders and exercise voting rights must be granted in writing or in electronic form. If a power of proxy is granted in electronic form, the principal or the proxy shall notify Asseco Poland accordingly. The notification on appointing a proxy should be submitted to Asseco Poland in time allowing Asseco Poland to identify the principal and their proxy, but not later than on the day preceding the date on which the Extraordinary Meeting of Shareholders is convened.

Such notification may be made in writing or in electronic form. A notification made in writing shall be sent to Asseco Poland's Management Board Office, address: 14 Olchowa St., 35-322 Rzeszów. Please bear in mind that the aforementioned deadline for submitting a notification shall be deemed to have been met if such notification is effectively communicated to the Management Board within the deadline. Hence, the mere fact of sending a notification within this deadline is not sufficient. A notification may be sent to Asseco Poland in electronic form by e-mail to the following address: [wz@asseco.pl](mailto:wz@asseco.pl).

The notice of appointment of a proxy should include:

1. first name and surname or business name of the principal and first names and surnames of the persons authorized to grant a power of attorney on the principal's behalf,

2. type and number of the identity document as well as the principal's PESEL number (in case of natural persons) or KRS number (in case of entities entered in the National Court Register - Register of Entrepreneurs),
3. the proxy's name and surname, as well as the proxy's PESEL number or series and number of identity card,
4. the residence address of the principal and the proxy,
5. a phone number or email address that allows for regular contact with the principal,
6. the date the power of proxy was granted,
7. indication of the General Meeting of Shareholders in connection with which the proxy is granted,
8. the scope of the power of proxy, including in particular any limitations on the power of proxy and whether the proxy may also appoint further proxies,
9. indication whether the power of proxy is revocable.

The notification shall be submitted to Asseco Poland in time allowing Asseco Poland to identify the principal and their proxy, but not later than on the day preceding the day for which the Extraordinary Meeting of Shareholders is convened.

If the will to participate in the Extraordinary Meeting of Shareholders is expressed by means of electronic remote communication, the notification should be submitted in the form and within the time limit specified in item V.6.

If the notification is given in accordance with the foregoing requirements, Asseco Poland shall promptly acknowledge to the principal that notice has been given.

If the notification does not comply with the above requirements, Asseco Poland shall immediately inform the principal indicating the deficiencies of the notification.

Failure to notify or a notification made in breach of the aforementioned requirements shall be taken into account when assessing whether the proxy is legally authorized to represent the principal at the Extraordinary Meeting of Shareholders. In particular, it may constitute grounds for inadmissibility or exclusion of a given person from participation in the Extraordinary Meeting of Shareholders. Each participant, including the proxy, is required to sign in the list of attendance immediately after coming to the Extraordinary Meeting of Shareholders. Before signing in the list of attendance, participants are required to present a document proving their identity beyond any doubt. Whereas, persons acting as representatives (proxies), before signing in the list of attendance, are additionally obliged to submit into the record documents confirming beyond any doubt their legitimate authorization to represent the principal at the Extraordinary Meeting of Shareholders. Furthermore, a proxy whose power of proxy has been granted in electronic form, before signing in the list of attendance, is additionally obliged to submit in the record a print-out of their letter of proxy or to send such letter of proxy to Asseco Poland by e-mail to the following address: [wz@asseco.pl](mailto:wz@asseco.pl).

Asseco Poland has made available on its website (<https://inwestor.asseco.com/o-asseco/lad-korporacyjny>, GSM section) forms that can be used by shareholders to vote via a proxy.

However, shareholders are not required to use these forms.

The above rules apply accordingly also to further powers of proxy and to revocation of a power of proxy.

#### **V.6. Rules of participation, speaking during the Extraordinary Meeting of Shareholders and exercising voting rights at the Extraordinary Meeting of Shareholders by means of electronic communication**

The detailed principles for participating in the Extraordinary Meeting of Shareholders, speaking during the Extraordinary Meeting of Shareholders, and exercising voting rights at the Extraordinary Meeting of Shareholders by means of electronic communication are set out in Attachment No. 1 to this announcement, which constitutes an integral part hereof, as well as in the Regulations setting forth detailed principles for participation in the Extraordinary Meeting of Shareholders of Asseco Poland S.A. by means of electronic communication, which are attached to this announcement.

#### **V. 7. Possibility to exercise voting rights by (traditional) mail**

The Bylaws of the Extraordinary Meeting of Shareholders do not provide for the possibility of voting at the Extraordinary Meeting of Shareholders by (traditional) mail.

#### **V. 8. Shareholder's right to ask questions concerning issues put on the agenda of the Extraordinary Meeting of Shareholders**

Please direct any questions concerning the matters on the agenda of the Extraordinary Meeting of Shareholders to the following e-mail address: [wz@asseco.pl](mailto:wz@asseco.pl). Questions concerning matters on the agenda of the Extraordinary Meeting of Shareholders asked during the Extraordinary Meeting of Shareholders by shareholders participating in the Extraordinary Meeting of Shareholders using electronic means of communication should be sent via text messenger provided together with the dedicated IT platform referred to in Appendix No. 1 to the Announcement about the convening of the Annual Extraordinary Meeting of Shareholders.

Shareholders attending the Extraordinary Meeting of Shareholders in person may ask questions about the issues on the agenda of the Annual Extraordinary Meeting of Shareholders directly during the meeting.

#### **V. 9. Registration of attendance at the Extraordinary Meeting of Shareholders**

Persons entitled to participate in the Extraordinary Meeting of Shareholders are requested to register and collect a voting device directly in front of the meeting room half an hour before the commencement of the Extraordinary Meeting of Shareholders.

#### **V. Information on processing of personal data**

Personal data of shareholders and proxies of the Extraordinary Meeting of Shareholders of Asseco Poland S.A. will be processed with due respect for the rights and freedoms of persons, on the basis and in compliance with the applicable laws and in the nature, purpose and scope necessary for fulfilling the legal obligations of Asseco Poland S.A., which include in particular organizing and facilitating participation in the Extraordinary Meeting of Shareholders.

Asseco Poland S.A. takes all the appropriate security measures in order to comply with the provisions of law as well as with generally accepted principles that protect confidentiality of information. Information, including personal data, shall be secured adequately to the level of risk they pose.

Detailed information on the processing of personal data is contained in the Information Clause for shareholders of Asseco Poland S.A. who are natural persons as well as for proxies for shareholders who are natural persons and natural persons acting as representatives of shareholders.

### ***Other information***

Information regarding the Annual Meeting will be made available on Asseco Poland's website: <https://inwestor.asseco.com/o-asseco/lad-korporacyjny/>, GSM section.

At the same time, the Management Board informs that the provisions of the Commercial Companies Code, Asseco Poland's Articles of Association and the Bylaws of the Extraordinary Meeting of Shareholders apply in matters concerning the convening of the Extraordinary Meeting of Shareholders which are not covered by this announcement, and therefore asks Asseco Poland's shareholders to familiarize themselves with the above regulations (Asseco Poland's Articles of Association and the Bylaws of the Extraordinary Meeting of Shareholders are available at <https://inwestor.asseco.com/o-asseco/lad-korporacyjny/>). In case of any questions or doubts concerning the participation in the Extraordinary Meeting of Shareholders, please contact Justyna Sowińska at phone number +48 17 888 55 55 or e-mail address [wz@asseco.pl](mailto:wz@asseco.pl).