



Warsaw, 14.02.2022 BZ/ 500/2022

The Management Board
of Grupa Kęty S.A.
ul. Kościuszki 111
32-650 Kęty

REQUEST OF A SHAREHOLDER TO CONVENE AN EXTRAORDINARY GENERAL MEETING

REQUESTING SHAREHOLDER

Shareholder representing at least one twentieth of the share capital of Grupa Kęty S.A., authorised under Article 401.1 of the Code of Commercial Companies to request convening an Extraordinary General Meeting of Grupa Kęty S.A.

Otwarty Fundusz Emerytalny PZU "Złota Jesień" entered in the Register of Pension Funds kept by the Regional Court in Warsaw, 7th Civil Registration Division, under the number RFE 6, managed and represented by Powszechnie Towarzystwo Emerytalne PZU S.A. with its registered office in Warsaw, address: al. Jana Pawła II 24, 00-133 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, 12th Commercial Division of the National Court Register, under the number KRS 0000040724, REGON [statistical ID]: 013273720, NIP [tax ID]: 5262260035

al. Jana Pawła II 24

00-133 Warszawa

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Tel.: 22 582 29 00

holding shares representing at least one twentieth of the Company share capital (enclosed please find a depositary certificate),

Represented by:

Piotr Kuszewski – President of the Management Board

Marcin Majerowski – Vice President of the Management Board

Pursuant to Article 401.1 of the Code of Commercial Companies, the shareholder requests immediate convening in Warsaw of an Extraordinary Meeting of Shareholders of Grupa Kęty S.A. with the following agenda:

1. Opening of the Extraordinary General Meeting.
2. Appointment of the Chairman of the Extraordinary General Meeting.
3. Determination of the correct convening of the Extraordinary General Meeting and its capacity to pass resolutions.
4. Adoption of the agenda.
5. Changes in the membership of the Supervisory Board.
6. Passing of a resolution on covering the costs of convening and holding the Extraordinary General Meeting.
7. Closure of the session of the Extraordinary General Meeting.

Justification

The request to convene an extraordinary general meeting and including certain items in the agenda of the meeting is a corporate and statutory right of a shareholder representing at least one twentieth of a company share capital.

The request to convene an Extraordinary General Meeting of Grupa Kęty S.A. and including in the agenda an item referring to a change in the membership of the Supervisory Board results from the competences of the General Meeting to appoint and recall members of the Supervisory Board of a public company, and is aimed at strengthening ownership supervision by a minority shareholder.

Enclosed please find draft resolutions of the Extraordinary General Meeting of Grupa Kęty S.A.

**RESOLUTION No. [...]
of the Extraordinary General Meeting of Grupa Kęty S.A. with its registered
office in Kęty of**

relating to: Appointment of the Chairman of the Extraordinary General Meeting

§ 1

Pursuant to Article 409.1 of the Code of Commercial Companies, the Extraordinary General Meeting has appointed the following Chairman of the Extraordinary General Meeting:

.....

§ 2

1. The resolution has been passed in secret voting.
2. The resolution comes into force on the date of its passing.

**RESOLUTION No. [...]
of the Extraordinary General Meeting of Grupa Kęty S.A. with its registered
office in Kęty of**

relating to: Appointment of a Member of the Supervisory Board

§ 1

Pursuant to Article 385.1 of the Code of Commercial Companies, the Extraordinary General Meeting of Grupa Kęty S.A. with its registered office in Kęty hereby appoints _____ Member of the Supervisory Board.

§ 2

1. The resolution has been passed in secret voting.
2. The resolution comes into force at the time of its passing.

**RESOLUTION No. [...]
of the Extraordinary General Meeting of Grupa Kęty S.A. with its registered
office in Kęty of**

relating to: Passing of a resolution on covering the costs of convening and holding the Extraordinary General Meeting

Pursuant to Article 400.4 of the Code of Commercial Companies, the Extraordinary General Meeting resolves as follows:

§ 1

The costs of convening and holding the Extraordinary General Meeting are covered by the Company.

§ 2

The resolution comes into force at the time of its passing.

Warsaw, 14 February 2022

Electronically signed by

Piotr Kuszewski

President of the Management Board

Electronically signed by

Marcin Majerowski

Vice President of the Management Board