

Management Board of the public company PATENTUS S.A. with its registered office in Pszczyna at Górnośląska St. 11, entered into the Register of Entrepreneurs maintained by the District Court Katowice–Wschód, 8<sup>th</sup> Commercial Division of the National Court Register, under NCR number 0000092392 ("Company"),

acting pursuant to the provisions of art. 395, 399 § 1, 402 § 2, art. 402<sup>1</sup> and 402<sup>2</sup> of the Commercial Companies Code, convenes the Annual General Meeting to be held on **19<sup>th</sup> May 2022 at 9.30 in Pszczyna at Łowiecka St. 5.**

Agenda of the Annual General Meeting:

1. Opening of the Annual General Meeting.
2. Election of the Chairman of the Annual General Meeting.
3. Confirmation that the Annual General Meeting has been duly convened and is capable of adopting resolutions.
4. Adoption of a resolution on waiving the secrecy of voting on the election of the Returning Committee.
5. Election of the Returning Committee.
6. Adoption of the meeting agenda.
7. Presentation and discussion on:
  - separate financial statements of the Company for the fiscal year 2021,
  - Management Board report on the Company's performance in the fiscal year 2021,
  - consolidated financial statements of PATENTUS S.A. capital group for the fiscal year 2021,
  - Management Board report on PATENTUS S.A. capital group's performance in the fiscal year 2021,
  - report on the Supervisory Board's performance in the fiscal year 2021 along with the results of the assessment of: separate financial statements of the Company and consolidated financial statements of the capital group for the fiscal year 2021, Management Board report on the Company's performance in the fiscal year 2021, Management Board report on the capital group's performance in the fiscal year 2021; Management Board's motion on net loss coverage and the Supervisory Board's assessment of the Company's condition and the Supervisory Board's performance.
  - the Supervisory Board report on the remuneration of the Management Board and Supervisory Board members in 2021.

8. Adoption of a resolution on the approval of the separate annual financial statements of PATENTUS S.A. for the fiscal year 2021.
9. Adoption of a resolution on the approval of the Management Board's report on PATENTUS S.A. performance in the fiscal year 2021.
10. Adoption of a resolution on the net loss coverage of PATENTUS S.A. for the fiscal year 2021.
11. Adoption of a resolution on the approval of the consolidated annual financial statements of the PATENTUS S.A. capital group for the fiscal year 2021.
12. Adoption of a resolution on the approval of the Management Board's report on PATENTUS S.A. capital group's performance in the fiscal year 2021.
13. Adoption of a resolution on the approval of the Supervisory Board Report on the remuneration of the Management Board and Supervisory Board members in 2021.
14. Adoption of resolutions on:
  - granting members of the Management Board of PATENTUS S.A. discharge for the performance of duties in the fiscal year 2021,
  - granting members of the Supervisory Board of PATENTUS S.A. discharge for the performance of duties in the fiscal year 2021.
15. Adoption of a resolution on PATENTUS S.A. Supervisory Board members dismissal.
16. Adoption of a resolution on PATENTUS S.A. Supervisory Board members appointment.
17. Adoption of a resolution on changes in remuneration for PATENTUS S.A. Supervisory Board members.
18. Annual General Meeting adjournment.

Persuant to art. 402<sup>2</sup> of the Commercial Companies Code, the Company provides information on participation in the Company's Annual General Meeting:

**Shareholder's right to request that certain items be acknowledged in the agenda of the general meeting.**

Shareholder or shareholders representing at least 1/20 of the share capital have the right to request that certain items be acknowledged in the agenda of the Annual General Meeting of the Company. Such request should be submitted to the Company's Management Board not later than 21 days before the date of the Annual General Meeting, i.e. **by 28<sup>th</sup> April 2022**. The request should include a justification or a draft resolution regarding the proposed item on the agenda. The request may be submitted in writing to the Company's registered office at Górnośląska St. 11, 43-200 Pszczyna or in electronic form, sent to the Company's following e-mail address: [biuro@patentus.pl](mailto:biuro@patentus.pl).

The Management Board shall announce changes to the agenda, introduced at the request of shareholders on the Company's website ([www.patentus.eu](http://www.patentus.eu)) immediately, no later than eighteen days prior the scheduled date of the general meeting.

Shareholder/shareholders should provide the proof of appropriate number of shares ownership as at the date of submitting the request, enclosing the deposit certificate(s) to the request, and in the case of shareholders who are legal persons and partnerships, also confirmation of their authorization to act on behalf of this entity, with a valid excerpt from the National Court Register attached. In case of shareholders submitting their request using electronic means of communication, the required documents should be sent in PDF format.

**2. Shareholder's right to submit draft resolutions regarding items on the general meeting agenda or items to be added to the agenda prior the date of the general meeting.**

The Company's shareholder or shareholders representing at least 1/20 of the share capital may, prior the date of the Ordinary General Meeting, submit a written request at the Company's registered office at Górnioślaska St. 11, 43-200 Pszczyna or by means of electronic communication (in the manner and to the Company's e-mail address provided in point 1 above) of draft resolutions concerning items included in the Annual General Meeting agenda or items to be included in the agenda. The request of the Shareholder or Shareholders should be submitted to the Company's Management Board no later than 21 days prior the scheduled date of the Annual General Meeting, i.e. not later than on **28<sup>th</sup> April 2022** inclusive.

As provided in point 1 above, the shareholder/shareholders should provide the proof of appropriate number of shares ownership as at the date of submitting the request by enclosing the deposit certificate(s) to the request, and in case of shareholders who are legal persons and partnerships, also confirmation of their authorization to act on behalf of this entity by attaching a valid excerpt from the National Court Register. In case of shareholders submitting draft resolutions using electronic means of communication, the documents should be sent in PDF format.

**3. Shareholder's right to submit draft resolutions on items acknowledged in the meeting agenda during the general meeting.**

Each of the shareholders entitled to participate in the General Meeting may, during the Annual General Meeting, submit draft resolutions concerning the items included in the meeting agenda.

**4. Manner of exercising the voting right by a proxy, including in particular the forms used during voting by a proxy, and the manner of notifying the company by means of electronic communication about the appointment of a proxy.**

Shareholder may participate in the Annual General Meeting and exercise the voting right in person or through a proxy. The Company informs that the template of the form enabling the exercise of voting rights by a proxy has been placed on the website [www.patentus.eu](http://www.patentus.eu) (For investors / Company / General Meeting). The power of attorney to vote by proxy should be granted in writing or in electronic form. Granting the power of attorney in an electronic form does not require a secure electronic signature verified with a valid qualified certificate.

Shareholder is obliged to send to the Company information on granting the power of attorney in electronic form to the provided in point 1 above e-mail address at least one day prior to the date of the Annual General Meeting. If the power of attorney is granted by a legal person or a partnership - the shareholder as the principal shall additionally send a scan of the valid excerpt from the register in which the principal is registered.

Shareholders shall be allowed to participate in the Annual General Meeting upon presentation of an identity card, and proxies upon presentation of an identity card and a valid power of attorney granted in writing or in electronic form (in the latter case, the proxy should present a printout of the power of attorney in PDF format).

Legal persons or partnerships representative should additionally present valid copies of relevant registers, listing the persons authorized to represent these entities.

**5. Possibility and manner of participating in the general meeting by means of electronic communication, manner of communication during the general meeting by means of electronic communication, manner of exercising the right to vote by correspondence means or by means of electronic communication.**

The Company's Articles of Association do not provide for the possibility of:

- participation in the general meeting by means of electronic communication,
- communication during the general meeting with the use of electronic means of communication,
- exercising the right to vote by correspondence means or with the use of electronic means of communication.

General meeting's regulations do not provide for the possibility of voting at the general meeting by correspondence means.

The Company's Management Board pursuant to art. 406<sup>5</sup> § 1 of the Commercial Companies Code, did not decide on participation in the convened Annual General Meeting by means of electronic communication.

**6. Registration date of participation in the general meeting referred to in art. 406<sup>1</sup> of the Commercial Companies Code.**

Registration date for participation in the General Meeting is set on 3<sup>rd</sup> May 2022. (sixteen days prior the date of the General Meeting).

Only persons who are shareholders of the Company on the registration date of participation in the general meeting have the right to participate in the company's general meeting.

**7. Additional information.**

Additionally, the Management Board notifies that the following persons have the right to participate in the General Meeting with the right to vote:

- a) persons entitled under registered shares and temporary certificates as well as pledgees and users who are entitled to vote, if they are entered in the register of shareholders kept by the National Depository for Securities on the registration date of participation in the General Meeting;
- b) shareholders who are owners of dematerialized bearer shares that were admitted to trading on the Stock Exchange S.A. in Warsaw, being shareholders on the registration date of participation in the General Meeting, in accordance with the list prepared by the National Depository for Securities S.A. ;

proxies or statutory representatives of the shareholders mentioned above

Persons mentioned above are obliged to confirm their right to represent the Shareholder at the General Meeting; in particular by submitting a valid excerpt from the shareholder's National Court Register, a power of attorney (granted in writing or in electronic form).

The Company recommends the shareholders to submit the request for the personal certificate of the right to participate in the Annual General Meeting in the entity keeping the securities account on which the shares in the share capital of the Company are registered, within the period from the Annual General Meeting announcement date to **4<sup>th</sup> May 2022**.

Shareholders are recommended to collect the aforementioned issued certificate of the right to participate and bring it with them on the day of the Annual General Meeting.

The company determines the list of shareholders entitled to participate in the Annual General Meeting on the basis of the list provided to it by the National Depository for Securities (NDfS), and drawn up on the basis of registered certificates of the right to participate in the general meeting issued by entities maintaining securities accounts. Three working days prior the date of the Annual General Meeting, the list of shareholders entitled to participate in the Annual General Meeting shall be made available for inspection at the registered office of the Company. The shareholder will be able to request (by sending an e-mail to: [biuro@patentus.pl](mailto:biuro@patentus.pl)) that the list of shareholders be sent to him free of charge via e-mail, providing the address to which the list should be sent.

Persons entitled to participate in the Annual General Meeting may obtain the full text of the documentation to be presented at the Annual General Meeting and draft resolutions at the Company's registered office at Górnośląska St. 11, 43-200 Pszczyna or on the Company's website at [www.patentus.eu](http://www.patentus.eu) (For investors / Company / General Meeting).

The company will make all information regarding the Annual General Meeting available on the Company's website at [www.patentus.eu](http://www.patentus.eu) (For investors / Company / General Meeting)

Shareholders may submit a request for copies of motions on matters included in the agenda In the period from 12<sup>th</sup> May 2022 to 18<sup>th</sup> May 2022.

**8. With regard to the planned adoption of resolutions on the Supervisory Board members election for the next term of office (regarding draft resolutions No. 23, 24, 25, 26, 27 presented in "Draft resolutions of PATENTUS S.A. Annual General Meeting to be held on 19<sup>th</sup> May 2022") - an excerpt from the PATENTUS S.A. General Meetings Regulations is presented below:**

§ 13

1. A candidate for the Supervisory Board member (a natural person with full legal capacity) should submit declaration of consent to run for the Supervisory Board to the minutes of the General Meeting in person (when present at the general meeting) or in the written form. A candidate for the Supervisory Board member should have appropriate education and professional experience as well as life experience, represent a high moral level, shall be a person with no criminal record and shall have the ability to devote amount of time necessary to allow proper performance of duties in the Supervisory Board.
2. Candidatures for the Supervisory Board members should be submitted to the Company at least 15 days prior the date of the General Meeting during which the elections are to be held. Shareholder proposing a candidate for the Supervisory Board member should provide the Company with:
  - a) curriculum vitae of the candidate for the Supervisory Board member,
  - b) the candidate's consent to run for the Supervisory Board member,
  - c) the candidate's consent to comply with the legal regulations in force in the Company,

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- d) information on the personal, actual, organizational and capital connections of the candidate for the Supervisory Board member with the shareholder submitting candidature for the Supervisory Board member and connections of that person with other shareholders, in particular with shareholders with the hold of shares entitling to at least 5% of votes at the General Meeting.
3. At the request of a shareholder or shareholders representing at least one fifth of the share capital, the Supervisory Board election of may be conducted by voting in separate groups. Request in this matter should be submitted to the Company's Management Board in written form within the time limit permissive to be admitted to the General Meeting agenda.
  4. The Chairman of the General Meeting announces the number of shares necessary to create a separate group. This number is determined by division of number of shares represented at the General Meeting by the number of seats on the Supervisory Board provided for in the draft resolution in this respect.
  5. Shareholder may be participant of single group only. The number of established groups may not exceed the number of seats in the Supervisory Board.
  6. Each group is permitted to elect as many Supervisory Board members as the number of times the number of shares represented in this group exceeds the number of shares referred to in section 4.
  7. Groups may merge in order to jointly elect the Supervisory Board members.
  8. The Chairman of the General Meeting announces the establishment of separate groups, and then orders an attendance list preparation for each group. The provisions of § 5 sec. 2 and § 7 sec. 2 and 3 shall apply accordingly.
  9. The Company's Management Board shall provide a separate meeting place dedicated to each of the established groups in order to conduct election.
  10. The procedure of Supervisory Board members election by voting in separate groups is defined and managed by the Chairman of the General Meeting. The procedure is established pursuant to the Commercial Companies Code provisions in this respect along with the provisions of the General Meeting Regulations.
  11. The mandates in the Supervisory Board not filled by the appropriate group of shareholders, established in accordance with § 3, are filled by voting attended by all shareholders whose votes were not cast when selecting the Supervisory Board members, elected by voting in separate groups (...)

Pszczyna, 22<sup>nd</sup> April 2022.