

NOTICE OF CONVENING

the ordinary general meeting of shareholders of Unimot S. A. with its registered office in Zawadzkie

The Management Board of Unimot Spółka Akcyjna, having its registered office in Zawadzkie at Świerklańska Street 2A, 47-120 Zawadzkie, entered into the Register of Entrepreneurs kept by the District Court in Opole, VIII Economic Division of the National Court Register under KRS no. 0000382244 (hereinafter also referred to as the "Company"), acting pursuant to art. 399 § 1 in connection with art. 4021 § 1 and art. 4022 of the Act of 15 September 2000 of the Commercial Companies Code (hereinafter: CCC) and § 12 section 2 of the Company's Articles of Association, convenes the Ordinary General Meeting of the Company.

I. Date, time and place of the Company's Ordinary General Meeting and detailed agenda

The Management Board convenes the Ordinary General Meeting of the Company, which will be held on 5 June 2023, at 1.00 p.m. in Warsaw, in the conference room of the InterContinental Hotel Warsaw, 3rd floor - hotel address: 49 Emilii Plater Street, 00-125 Warsaw.

Audio-video transmission of the General Meeting will be provided via the Internet. The webcast of the meeting will be available at the link published on the Company's corporate website - address: <https://www.unimot.pl/relacje-inwestorskie/walne-zgromadzenie>.

Agenda:

1. opening of the Ordinary General Meeting of the Company,
2. election of the Chairman of the Ordinary General Meeting of the Company,
3. confirmation of the correctness of the convening of the Ordinary General Meeting of the Company and its capacity to adopt resolutions,
4. consideration of the annual financial statements of the Company, the consolidated annual financial statements of the UNIMOT capital group, the report of the Management Board on the activities of Unimot S.A. and the UNIMOT Capital Group for the financial year 2022, and the proposal of the Management Board concerning the allocation of profit for the financial year 2022,
5. consideration of the report of the Supervisory Board on the results of the assessment of the Company's situation and the financial statements for the financial year 2022, the financial statements of the UNIMOT Capital Group for the financial year 2022, the report of the Management Board on the activities of the Company and the UNIMOT Capital Group for the year 2022 and the proposal of the Management Board concerning the allocation of profit for the financial year 2022, as well as the report on the activities of the Supervisory Board of the Company in the year 2022,
6. adoption of a resolution on the approval of the annual financial statements of Unimot S.A. for the year 2022,
7. adoption of a resolution on the approval of the financial statements of the UNIMOT Capital Group for the financial year 2022,

8. adoption of a resolution on the approval of the report of the Management Board on the activities of Unimot S.A. and the UNIMOT Capital Group for the year 2022,
9. adoption of a resolution on the allocation of profit for the financial year 2022,
10. adoption of resolutions on granting discharge of the members of the Management Board of Unimot S.A. for the performance of their duties in the year 2022,
11. adoption of resolutions on granting discharge to the members of the Supervisory Board of Unimot S.A. for the performance of their duties in the year 2022,
12. adoption of a resolution giving an opinion on the report of the Supervisory Board on the remuneration of the members of the Management Board and the Supervisory Board for the year 2022.
13. adoption of a resolution on granting additional one-off remuneration to the members of the Supervisory Board of Unimot S.A.,
14. closing of the meeting.

II. Description of the procedure for attending the Ordinary General Meeting of the Company and exercising voting rights

A. Information on the Shareholder's right to request the inclusion of certain matters on the agenda of the Ordinary General Meeting

A Shareholder or Shareholders who represent at least one-twentieth of the Company's share capital may request that certain matters to be placed on the agenda of the General Meeting. The request of a Shareholder or Shareholders should be notified to the Management Board of the Company no later than twenty-one days before the set date of the General Meeting, i.e. no later than **15 May 2023** inclusive.

The request should include a justification or a draft resolution concerning the proposed agenda item. The request may be submitted in writing (i.e. delivered in person against a receipt or sent to the Company against a receipt and confirmation of receipt) to the following address: Unimot S.A., Świerkłańska Street, 2A, 47-120 Zawadzkie or in electronic form (e-mail), by sending an e-mail to: **gielda@unimot.pl**.

The relevant date of submission of the above request will be the date of its receipt by the Company or, if the electronic form is used, the date on which the above request is placed in the Company's electronic mail system (receipt on the Company's mail server).

The Management Board of the Company shall immediately, but no later than eighteen days prior to the scheduled date of the Ordinary General Meeting, announce any changes to the agenda made at the request of a Shareholder or Shareholders. The announcement shall be made in a manner appropriate to the convening of the General Meeting, i.e. publication of a current report and posting of the new agenda on the Company's website **www.unimot.pl**.

No resolution may be adopted on items not on the agenda unless the entire share capital is

represented at the General Meeting and none of those present has objected to the adoption of the resolution.

B. Information on the Shareholder's right to propose draft resolutions concerning matters placed on the agenda of the Ordinary General Meeting or matters to be placed on the agenda prior to the date of the Ordinary General Meeting

Shareholder(s) of the Company representing at least one-twentieth of the share capital may, prior to the date of the Ordinary General Meeting of Shareholders, submit to the Company in writing (i.e. delivered in person against a receipt of submission or sent to the Company against a receipt of posting and acknowledgement of receipt) to the following address: Unimot S.A., Świerklańska Street, 2A, 47-120 Zawadzkie or in electronic form (e-mail) by sending an e-mail to the following e-mail address: **gielda@unimot.pl** draft resolutions concerning matters introduced into the agenda of the Ordinary General Meeting or matters to be introduced into the agenda. The above draft resolutions must be notified to the Management Board no later than one day prior to the date of the Ordinary General Meeting in connection with the need for the Company to announce them on its website. The correct date and time of submission of the above notification shall be determined by the date and time of its receipt by the Company, and, if electronic form is used, the date and time of the inclusion of the above notification in the Company's electronic mail system (receipt by the Company's mail server).

Draft resolutions are promptly announced in a current report and on the Company's website **www.unimot.pl**.

C. Information on the Shareholder's right to propose draft resolutions concerning matters placed on the agenda of the Ordinary General Meeting during the Ordinary General Meeting

Each Shareholder may, at the Ordinary General Meeting, propose draft resolutions relating to the items on the agenda.

D. Information on how to exercise voting rights by proxy, including in particular the forms to be used when voting by proxy and how to notify the Company by means of electronic communication of the appointment of a proxy

1. Shareholders may attend the Ordinary General Meeting and exercise their voting rights in person or by proxy. The Proxy shall exercise all the rights of the Shareholder at the Ordinary General Meeting unless otherwise stated in the power of attorney. The Proxy may grant a further power of attorney if this is apparent from the wording of the power of attorney. A proxy may represent more than one Shareholder and vote differently on each Shareholder's shares.
2. A Shareholder of the Company holding shares recorded in an omnibus account may appoint separate proxies to exercise the rights attached to the shares recorded in that account. A Shareholder of the Company holding shares recorded in more than one securities account may appoint separate proxies to exercise the rights attached to the shares recorded in each of the accounts.
3. If a Shareholder's proxy at the Ordinary General Meeting is a Member of the Management Board, a Member of the Supervisory Board or an employee of the Company, the power of

attorney granted to him/her may authorise him/her to represent the Shareholder only at one General Meeting.

4. The proxy is obliged to disclose to the Shareholder any circumstances indicating the existence or possibility of a conflict of interest. The granting of a further proxy is excluded in such a case. Such proxy shall vote in accordance with the instructions given to him by the Shareholder.
5. A proxy to attend the Ordinary General Meeting and to exercise voting rights must be granted in writing or in electronic form. The granting of a proxy in electronic form does not require a secure electronic signature verified with a valid qualified certificate.
6. The Shareholder should, at the latest three working days before the date of the Ordinary General Meeting, notify the Company of the granting of a proxy in electronic form, by e-mail to: **gielda@unimot.pl**. The notification should include:
 - a. the name and surname or business name of the Shareholder and the names and surnames of the persons authorised to grant a proxy on his/her behalf,
 - b. in the case of natural persons - a copy of the Shareholder's identity card, passport or other document confirming the Shareholder's identity (scan and conversion to PDF format); in the case of a Shareholder other than a natural person - a copy of a current extract from the relevant register or other document confirming the Shareholder's authority to represent him/her (current as at the date of granting the proxy),
 - c. name and surname, PESEL number of the proxy,
 - d. place of residence (seat) of the Shareholder and of the proxy,
 - e. date of granting the power of proxy,
 - f. indication of the General Meeting in relation to which the power of proxy is granted,
 - g. scope of the power of proxy, including in particular any limitations of the power of proxy and indication whether the proxy may also appoint further proxies,
 - h. indication whether the power of proxy is revocable.
7. If a notice of proxy is sent electronically, in addition to the information and documents referred to in section 6 above, the Shareholder or person entitled to participate in the General Meeting shall send the following to the following e-mail address: **gielda@unimot.pl** in addition:
 - a. **a scan of the power of attorney granted**, containing details of the principal or persons acting on the principal's behalf in accordance with the principal's rules of representation.
 - b. **in the case of natural persons** - a copy of the identity card, passport or other document confirming the Shareholder's identity (scan and conversion to PDF format); **in the case of a Shareholder other than a natural person** - a copy of a current excerpt from the relevant register or other document confirming authorization to represent the Shareholder (valid as of the date of granting the proxy).
 - c. **telephone number and e-mail address** for communication with the Shareholder or his/her proxy.
8. Shareholders attending the General Meeting in person will be admitted upon presentation of proof of identity, and Proxies will be admitted upon presentation of proof of identity and a valid power of attorney in written or electronic form (the Proxy should present a printout of the power of attorney).

9. a template form allowing the exercise of voting rights by proxy has been posted on the Company's website at **www.unimot.pl**.

E. Information on the possibility and manner of participating in the Ordinary General Meeting by means of electronic communication

1. Pursuant to Article 4065 §1 and §4 of the Commercial Companies Code, the Company envisages the possibility of participating in the General Meeting convened by means of electronic communication via an IT platform dedicated for this purpose and provided by the company Unicom-WZA Sp. z o.o. with its registered office in Warsaw (hereinafter: the "*Platform*"), which will enable:
 - two-way communication in real time of all persons participating in the General Meeting, where they may speak during the General Meeting, being in a different place than the venue of the General Meeting,
 - exercising the right to vote during the General Meeting in person or through a Proxy.
2. In order to participate in the General Meeting by means of electronic communication, irrespective of the required steps to register for the General Meeting (point IV below), the Shareholder should notify the Company of his/her intention to participate in the General Meeting in this form.
3. By **30 May 2023** until 4:00 p.m. a Shareholder should send to the Company at the following e-mail address: **gielda@unimot.pl**:
 - a. a completed and signed statement, scanned to PDF format, on the intention to participate in the General Meeting using electronic communication means, drawn up in accordance with the formula set out in Attachment No. 1 hereto (hereinafter: the "*Statement*"),
 - b. a scan of an identity document to the extent enabling the Shareholder's identification, indicating the series and number of the identity card/passport, PESEL number. If the Shareholder is a legal person or an organisational unit that is not a legal person, it shall send a scan of a copy of an extract from the relevant register or a scan of another document confirming the authorisation of the persons acting on behalf of the entity,
 - c. documents indicated in item D. 6-7 above - in the event of exercising the voting right by a Proxy.
4. The Company, on the basis of the list of Shareholders entitled to participate in the General Meeting received from the National Depository for Securities S.A.; will verify the entitlement of the respective Shareholder who sent the Statement to the Company. In order to carry out the correct verification, the Company may contact the Shareholder or Proxy using the contact details indicated in the Statement.
5. If the discrepancies, if any, are not corrected or clarified through correspondence, within the time limit set by the Company, the Company will refuse to allow the Shareholder concerned

by the discrepancy to participate in the General Meeting by means of electronic communication, notifying him/her of this fact to the e-mail address indicated in the Statement.

6. After positive verification of the Shareholder's entitlement and proxies granted, if any, the Company will send to the Shareholder or his/her Proxy, no later than **2 June 2023** by 6:00 p.m., from the e-mail address: gielda@unimot.pl, to the e-mail address provided by the Shareholder in the Declaration, detailed instructions on how to register to the Platform (the "Instructions"), together with the login and start password used for the first registration to the Platform, which will also constitute confirmation of the Shareholder's entitlement to participate in the General Meeting using electronic communication means.
7. The Shareholder's start password for the Platform received from the Company shall serve only for the first registration to this Platform. In order to maintain the principles of security and confidentiality in the use of the Platform, the Shareholder (or his/her Proxy) must change the aforementioned password to his/her own password, in the manner described in the Instructions sent to him/her together with the login and start password.
8. In order to participate in the General Meeting remotely using the Platform, it is required to have:
 - a. A connection to the public Internet with a minimum bandwidth of 4 Mbps (suggested constant bandwidth when using the Platform),
 - b. A computer equipped with speakers, running Windows 10 or macOS operating system with one of the browsers installed on it: Firefox, Chrome, Safari or Edge in the most recent version possible (all browsers mentioned are freely available for download on the public Internet). The use of Internet Explorer is not recommended.
9. Lower internet bandwidth and older browser versions may make communication with the General Meeting room difficult or impossible, delay the transmission or prevent votes from being cast.
10. When using the Platform, it is suggested that the user does not use other applications that significantly overload the computer and the communication link used by the Platform.
11. On 2 June 2023, during the hours indicated by the Company in the Instructions, Shareholders or their Proxies will have the opportunity to test the correct functioning of the IT equipment, software and Internet connection they will use to participate in the General Meeting by means of electronic communication, as well as to familiarise themselves with the principles of operation of the Platform provided for this purpose. Access to the tests will be possible through the link to the Platform sent with the Instructions.
12. In the event of any problems or questions regarding the use or operation of the Platform, the Shareholder will be able to use the technical support telephone number available on the day of the General Meeting from 11.00 a.m. until the end of the General Meeting, or report them to gielda@unimot.pl. The telephone number of the technical support will be made available by the Company to the Shareholder or his/her Proxy together with the Instructions.

F. Information on how to speak at the Ordinary General Meeting using electronic communication means

The Company provides for the possibility to express oneself during the Ordinary General Meeting convened by this announcement by means of electronic communication - via the Platform.

In the case of participation in the General Meeting via the Platform, the possibility to speak during the General Meeting will be provided via text messenger.

G. Information on how to exercise voting rights by correspondence or using electronic means of communication

The Company provides for the possibility of exercising the voting rights during the Ordinary General Meeting convened by this announcement by means of electronic communication - via the Platform.

The Company's Articles of Association and the Rules of Procedure of the General Meeting do not provide for the possibility to exercise voting rights by correspondence.

III. Date of registration for the Ordinary General Meeting

The record date for attendance at the Ordinary General Meeting of the Company is sixteen days prior to the date of the Ordinary General Meeting (record date), i.e. **20 May 2023**.

IV. Information on the right to participate in the Ordinary General Meeting

Only those persons who are Shareholders of the Company on **20 May 2023**, i.e. on the record date for the Ordinary General Meeting, have the right to attend the Ordinary General Meeting of the Company.

In addition, the Management Board hereby gives notice that the following are entitled to attend the General Meeting and to exercise their voting rights:

- A. Shareholders who are holders of dematerialised bearer shares which have been admitted to trading on the regulated market of the WSE, being Shareholders as at the General Meeting record date as per the list prepared by the National Depository for Securities (Krajowy Depozyt Papierów Wartościowych S.A.). Shareholders holding dematerialised bearer shares which have not been admitted to trading on a regulated market of the WSE, being Shareholders as at the record date for participation in the General Meeting and holding a personal certificate of entitlement to participate in the General Meeting issued by the entity maintaining the securities account on which the shares are recorded and/or listed by the National Depository for Securities S.A.;
- B. The proxies or legal representatives of the Shareholders listed above under A;
- C. A Shareholder holding dematerialised bearer shares in the Company, in order to participate in the Ordinary General Meeting, should further request the entity maintaining the securities account in which the shares are recorded to issue a personal

certificate of the right to participate in the Ordinary General Meeting. This request may be made no earlier than after the announcement of the convening of the Ordinary General Meeting and no later than on the first weekday after the record date;

- D. The Company shall prepare a list of those entitled to participate in the Ordinary General Meeting on the basis of the list drawn up by the National Depository for Securities S.A. in Warsaw and on the basis of the certificates issued as proof of deposit of shares with the Company. The National Depository of Securities S.A. prepares the aforementioned list on the basis of certificates issued as proof of the right to participate in the Ordinary General Meeting.

V. Access to documents

The full text of the documentation to be presented to the Ordinary General Meeting and the draft resolutions relating to matters placed on the agenda or matters to be placed on the agenda prior to the date of the Ordinary General Meeting from the date of the convening of the Ordinary General Meeting is posted on the Company's website www.unimot.pl. In addition, a person entitled to attend the Ordinary General Meeting may obtain copies of the aforementioned documentation at the Company's registered office or the premises of the Company's Management Board.

VI. Website

All information concerning the General Meeting will be made available on the Company's website at www.unimot.pl.

VII. Information on the shareholder's right to ask questions regarding the issues on the agenda of the General Meeting.

A shareholder has the right to ask questions regarding matters on the agenda of the General Meeting. A shareholder's question including a request for information concerning the Company may be presented during the General Meeting if such a request is justified for the assessment of a matter included on the agenda. The Management Board of the Company may provide information in writing outside the General Meeting if there are compelling reasons for doing so, but the information shall be provided no later than two weeks after the request is made during the General Meeting. An answer shall be deemed to have been given if the relevant information is available on the Company's website in the space set aside for shareholders' questions and answers. Information shall be refused if it could cause damage to the Company, a related company or a subsidiary. A member of the Company's Management Board may refuse to provide information if it could give rise to criminal, civil or administrative liability on his part.

Appendix 1 to the Notice

Model declaration of intention to participate in the General Meeting

by means of electronic communication

I, the undersigned

(name and surname)

being a Shareholder/representing a Shareholder* of UNIMOT Spółka Akcyjna with its registered office in Zawadzkie (hereinafter referred to as the "Company"), I hereby express my will to participate in the Ordinary General Meeting of Shareholders of the Company convened for 5th June 2023, remotely, using means of electronic communication.

I declare that I, as a Shareholder, will attend the Ordinary General Meeting in this form in person.*

I declare that, as a Shareholder, I will participate in the Ordinary General Meeting in this form through a Proxy.*

I declare that I am authorised to represent the Shareholder, as evidenced by the documents submitted to the Company, and that I will attend the General Meeting in this form in person.*

I declare that I am authorised to represent the Shareholder, as evidenced by the documents submitted to the Company, and that I will participate in the General Meeting in this form through my Proxy.*

I declare that I will attend the Ordinary General Meeting with the number of shares: _____ in words: _____, which will be shown in the register of Shareholders entitled to attend the Ordinary General Meeting of the Company, drawn up by the National Securities Depository S.A.

I accept all the terms and conditions announced and published by the Company and the consequences of participating in the Ordinary General Meeting remotely by means of electronic communication.

Details of the Shareholder/person representing* the Shareholder authorised to participate in the Ordinary General Meeting remotely using electronic communication means:

NAME AND SURNAME	
ADDRESS	
PESEL	
ID CARD/PASSPORT NO. AND SERIES *	
E-MAIL ADDRESS FOR CONTACT AND LOGIN TO THE PLATFORM	
TELEPHONE NUMBER FOR CONTACT, INCLUDING SENDING THE LOGIN PASSWORD	

Signature(s) of the Shareholder(s) authorised to represent the Shareholder*:

Name and surname (position)

Name and surname (position)

place and date

place and date

*** delete as appropriate**