

**Announcement of the Management Board of Urteste S.A.,
Gdańsk, on the convening of an Extraordinary General
Meeting for 6 December 2024**

Date, time and place of the General Meeting

The Management Board of Urteste S.A. with its registered office in Gdańsk (**'Company'**) entered into the Register of Entrepreneurs kept by the District Court Gdańsk-Północ in Gdańsk, 7th Commercial Division of the National Court Register, KRS 0000886944, NIP [Taxpayer ID No.] 5833355988, with the share capital amounting to PLN 140,966.90, fully paid-up, acting pursuant to Article 399 § 1 in connection with Articles 402¹ and 402² of the Commercial Companies Code, **convenes the Extraordinary General Meeting** of the Company, which will be held on **6 December 2024 at 12:00 pm** in Gdańsk (Kołobrzeska 12, 80-394 Gdańsk, Poland, Notary Public Office of Agnieszka Zaparty) (**'General Meeting'**, **'Extraordinary General Meeting'**).

Detailed agenda

1. Opening of the General Meeting.
2. Election of the Chairperson of the General Meeting.
3. Confirmation that the General Meeting has been duly convened and is capable of adopting resolutions.
4. Adoption of the agenda of the General Meeting.
5. Adoption of a resolution on the amendment of Resolution No. 22 of the Ordinary General Meeting of Urteste on the establishment of an Incentive Programme in the Company and adoption of the consolidated text of the resolution of the General Meeting on the establishment of an Incentive Programme in the Company.
6. Closing of the General Meeting.

Shareholder's right to request the inclusion of specific items on the agenda of the General Meeting

A shareholder or shareholders representing at least 1/20 of the share capital have the right to request the inclusion of specific items on the agenda of the General Meeting. The request should be notified to the Company's Management Board no later than 21 days before the scheduled date of the General Meeting, i.e. by 15 November 2024.

The request should include a justification or a draft resolution concerning the proposed agenda item. The request may be submitted in writing at the registered office of the Company at the above address or in electronic form and sent to the following e-mail address of the Company: wza@urteste.eu.

The shareholder(s) should demonstrate ownership of the relevant number of shares as at the date of the request by enclosing with the request the deposit certificate(s) or registered certificate(s) of the right to participate in the General Meeting and, in the case of:

- a) a shareholder who is a natural person – it is necessary to provide information making it possible to identify the shareholder: first and last name, PESEL [Polish Resident ID No.] (if applicable), identity document number, contact details: mobile phone number or e-mail address for communication with the shareholder,
- b) a shareholder that is not a natural person – it is necessary to enclose an up-to-date registration document of the shareholder (scan as a *.pdf file) or other relevant corporate documents confirming the authorisation of persons representing the shareholder to act on behalf of the shareholder (scan as a *.pdf file) as well as the shareholder's contact details: mobile phone number or e-mail address for communication with the shareholder,
- c) a request by a proxy – it is necessary to provide data enabling the identification of the proxy indicated in the section of this Announcement entitled 'Forms of granting a power of attorney, method of notification of granting a power of attorney in electronic form and method of verification of the validity of powers of attorney granted', provided that this proxy is not subject to the restrictions referred to in Article 412² §3 and §4 of the Commercial Companies Code.

The Company reserves the right to take measures proportionate to the purpose of the action to identify the shareholder(s) and verify the validity of the documents sent.

The Management Board will, without undue delay but no later than 18 days prior to the scheduled date of the General Meeting, i.e. by 18 November 2024, announce, in a manner appropriate to the Convening of the General Meeting, the amendments to the agenda introduced at the request of shareholders.

Shareholder's right to propose draft resolutions on items placed on the agenda of the General Meeting or items to be placed on the agenda prior to the date of the General Meeting

A shareholder or shareholders representing at least 1/20 of the share capital may, prior to the date of the General Meeting, submit in writing at the Company's registered office at the address indicated above or by electronic means of communication to the e-mail address: wza@urteste.eu draft resolutions relating to items placed on the agenda of the General Meeting or items to be placed on the agenda.

The Company immediately publishes the draft resolutions on its website (www.urteste.eu).

The Company recommends that the above draft resolutions be notified to the Company no later than 3 days prior to the scheduled date of the General Meeting, in view of the need to announce them on the Company's website (www.urteste.eu).

The shareholder(s) should demonstrate ownership of the relevant number of shares as at the date of the request by enclosing with the request the deposit certificate(s) or registered certificate(s) of the right to participate in the General Meeting and, in the case of:

- a) a shareholder who is a natural person – it is necessary to provide information making it possible to identify the shareholder: first and last name, PESEL [Polish Resident ID

No.] (if applicable), identity document number, contact details: mobile phone number or e-mail address for communication with the shareholder,

- b) a shareholder that is not a natural person – it is necessary to enclose an up-to-date registration document of the shareholder (scan as a *.pdf file) or other relevant corporate documents confirming the authorisation of persons representing the shareholder to act on behalf of the shareholder (scan as a *.pdf file) as well as the shareholder's contact details: mobile phone number or e-mail address for communication with the shareholder,
- c) a request by a proxy – it is necessary to provide data enabling the identification of the proxy indicated in the section of this Announcement entitled 'Forms of granting a power of attorney, method of notification of granting a power of attorney in electronic form and method of verification of the validity of powers of attorney granted', provided that this proxy is not subject to the restrictions referred to in Article 412² §3 and §4 of the Commercial Companies Code.

The Company reserves the right to take measures proportionate to the purpose of the action to identify the shareholder(s) and verify the validity of the documents sent. The Company shall immediately announce the above drafts on the Company's website (www.urteste.eu).

Shareholder's right to propose draft resolutions relating to items on the agenda of the General Meeting

Each shareholder entitled to participate in the General Meeting may, during the General Meeting, propose draft resolutions concerning the items placed on the agenda of the General Meeting.

Right to appoint a proxy

A shareholder may attend the General Meeting and exercise his/her voting rights in person or by proxy. A proxy shall exercise all the rights of a shareholder at the General Meeting, unless otherwise stated in the power of attorney. A 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 the shares of each shareholder.

A shareholder who is not a natural person may participate in the General Meeting and exercise voting rights through a person authorised to make declarations of intent on his/her behalf or through a proxy.

A member of the Company's Management Board and an employee of the Company may be proxies for shareholders at the General Meeting. If a proxy at the General Meeting is a Member of the Management Board, a Member of the Supervisory Board, a liquidator, an employee of the Company or a member of the bodies or an employee of a subsidiary of the Company, the power of attorney may authorise the representation at only one General Meeting. The proxy is obliged to notify the shareholder of circumstances indicating the existence or possibility of a conflict of interest. The granting of a further power of attorney is excluded. The proxy, in the

above situation, is obliged (in accordance with the applicable regulations) to vote in accordance with the instructions given by the shareholder.

Forms of granting powers of attorney, method of notification of electronic granting and method of verification of the validity of powers of attorney granted

A power of attorney to attend the General Meeting and to exercise voting rights must be granted in writing or in electronic form. The granting of a power of attorney in electronic form does not require a secure electronic signature.

If a power of attorney is granted in electronic form, the shareholder shall inform the Company by e-mail at: wza@urteste.eu. The Company, on its website at www.urteste.eu, in the 'For Investors / General Meetings' section, provides a downloadable template of the form concerning the granting of a power of attorney, which, when completed in accordance with the instructions contained therein, should be sent by the shareholder to the Company at the e-mail address indicated above.

In order to verify the validity of a power of attorney granted in electronic form and in order to properly identify the shareholder concerned and the proxy and verify the correctness of the power of attorney granted in relation to the applicable rules of representation of the entity concerned, the shareholder, when informing the Company of the granting of a power of attorney in electronic form, shall indicate the data enabling the above verification, in particular:

- a) in the case of a shareholder who is a natural person – it is necessary to provide information making it possible to identify the shareholder: first and last name, PESEL [Polish Resident ID No.] (if applicable), identity document number, contact details: mobile phone number or e-mail address for communication with the shareholder, with the shareholder,
- b) in the case of a shareholder that is not a natural person – it is necessary to enclose an up-to-date registration document of the shareholder (scan as a *.pdf file) or other relevant corporate documents confirming the authorisation of persons representing the shareholder to act on behalf of the shareholder (scan as a *.pdf file) as well as the shareholder's contact details: mobile phone number or e-mail address for communication with the shareholder,
- c) the proxy's details as indicated in (a) or (b) above, as appropriate.

The shareholder should also attach a scan of the shareholder's personal certificate of entitlement to attend the General Meeting issued by the entity maintaining the securities account.

In addition, persons acting on behalf of a shareholder or shareholders who are not natural persons, in the case of whom confirmation of representation requires the submission of appropriate documents specifying the shareholder's/shareholders' principles of representation, should attach to the above announcement the original documents or copies thereof, certified in accordance with the applicable legal provisions in this respect, in an appropriate form (a paper document or a copy thereof or a scan and conversion to *.pdf format).

For organisational reasons, in order to avoid the risk of not recording the notice of proxy appointment

in electronic form, as well as in view of the need to verify the documents sent, the Company's Management Board recommends that the notice of power of attorney granting in electronic form be forwarded to the Company no later than 4.00 pm on 5 December 2024. In the event that the notice of granting a power of attorney is forwarded to the Company immediately before the commencement of the Extraordinary General Meeting on 6 December 2024, the Company cannot guarantee its ability to verify the above notice.

The above provisions apply accordingly to the revocation of a power of attorney in electronic form.

Powers of attorney in writing should be submitted in the original or in a notarially certified copy (or in a copy certified in a manner equivalent to a notarial certification under the relevant legislation).

If a power of attorney is granted to a further proxy, a continuous chain of powers of attorney must be submitted together with documents indicating the authority to act on behalf of previous proxies.

Verification of the validity of the powers of attorney granted will be carried out by:

- a) checking the content of the power of attorney granted (chain of powers of attorney), as well as the completeness of the documents attached to it,
- b) checking the accuracy of the data entered on the form and comparing them with the information contained in the list of persons entitled to attend the General Meeting,
- c) confirming the compliance of the powers of persons granting powers of attorney on behalf of legal persons with the state appearing in the relevant excerpts from the registers,
- d) confirming the data and thus identifying the shareholder(s) by e-mail or by telephone in the case of an electronic form of power of attorney and such notification thereof.

If there are situations that require clarification, the Company may take other measures, proportionate to the purpose, to identify the shareholder or proxy and verify the validity of powers of attorney, notices and documents, including contacting the shareholder or proxy, using the telephone number indicated by the shareholder, or by e-mail sending a return message. The Company has the right to contact both the shareholder and the proxy.

Method of exercising voting rights by proxy using the form

The Company provides a downloadable sample form for exercising voting rights by proxy on its website at www.urteste.eu, in the section For Investors / General Meetings. Neither the shareholder nor the proxy is obliged to use the forms provided by the Company. The use of the forms is at the shareholder's discretion.

The possibility to participate in the General Meeting by means of electronic communication, the manner of speaking at the General Meeting by means of electronic communication and the manner of exercising voting rights by correspondence or by means of electronic communication

The Company does not provide for the possibility to participate in the General Meeting or to speak during the General Meeting by means of electronic communication. The Company does not allow for the possibility to exercise voting rights by correspondence or by means of electronic communication.

Shareholder's right to ask questions

If justified for the assessment of an item on the agenda of the General Meeting, the Management Board is obliged to provide the shareholder, upon his/her request, with information concerning the Company during that General Meeting.

The Management Board refuses to provide information if this could cause damage to the Company or a related company, in particular by revealing technical, commercial or organisational secrets of the company. A member of the Management Board may also refuse to provide information if the provision of information could constitute grounds for his/her criminal, civil or administrative liability.

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.

If there are important reasons to do so, the Management Board may provide the information in writing outside the General Meeting, no later than two weeks from the date of the request at the General Meeting.

If a shareholder makes a request outside the General Meeting for information relating to the company, the Management Board may provide the shareholder with the information in writing subject to the restrictions described in paragraph 2 above.

In the documentation submitted to the next General Meeting, the Management Board shall disclose in writing the information provided to the shareholder outside the General Meeting, together with the date on which it was provided and the person to whom the information was provided. The information submitted to the next General Meeting may not include information made public and given at the General Meeting.

A shareholder who has been refused disclosure of the requested information during the General Meeting and who has objected to the minutes may apply to the registration court to oblige the Management Board to provide the information. The request must be submitted within one week of the end of the General Meeting at which the information was refused. A shareholder may also apply to the registration court to oblige the Company to publish information provided to another shareholder outside the General Meeting.

Date of registration for the General Meeting

The date of registration for the General Meeting is 20 November 2024 (the '**Registration Date**').

Information on the right to attend the General Meeting

Only persons who are shareholders of the Company on the Registration Date, i.e. persons who, sixteen days before the date of the General Meeting (the 'Registration Date'), will have shares of the Company registered in their securities account, have the right to attend the Extraordinary General Meeting.

In order to exercise the right to attend the General Meeting, a shareholder should submit, no earlier than after the notice convening the General Meeting and no later than on the first weekday after the Registration Day, i.e. on 21 November 2024, a request for the issue of a personal certificate of the right to attend the General Meeting to the entity that maintains the securities account in which the Company's shares are recorded.

Shareholders are recommended to collect the above issued certificate of right to attend and take it with them on the day of the General Meeting.

List of shareholders

The Company establishes the list of shareholders entitled to attend the General Meeting on the basis of the list provided to it by Krajowy Depozyt Papierów Wartościowych S.A. (KDPW), and drawn up on the basis of registered certificates of right to attend the General Meeting issued by entities maintaining securities accounts.

A list of shareholders entitled to attend the General Meeting will be made available for inspection three weekdays prior to the date of the Extraordinary General Meeting, i.e. from 3 to 5 December 2024 from 8.00 am to 4.00 pm at the registered office of the Company's Management Board (ul. Starodworska 1, 80-137 Gdańsk, Poland) and at the place and during the General Meeting.

A shareholder may request that the above list of shareholders be sent to him or her free of charge by e-mail, stating the address to which the list should be sent. The request to send the list of shareholders should be submitted to the Company's registered office or sent to wza@urteste.eu.

The request should be made in writing and signed by the shareholder or persons representing the shareholder and, in the case of:

- a) a shareholder who is a natural person – it is necessary to provide information making it possible to identify the shareholder: first and last name, PESEL [Polish Resident ID No.] (if applicable), identity document number, contact details: mobile phone number or e-mail address for communication with the shareholder,
- b) a shareholder that is not a natural person – it is necessary to enclose an up-to-date registration document of the shareholder (scan as a *.pdf file) or other relevant corporate documents confirming the authorisation of persons representing the shareholder to act on behalf of the shareholder (scan as a *.pdf file) as well as the shareholder's contact details: mobile phone number or e-mail address for communication with the shareholder,

- c) a request by a proxy – it is necessary to provide data enabling the identification of the proxy indicated in the section of this Announcement entitled ‘Forms of granting a power of attorney, method of notification of granting a power of attorney in electronic form and method of verification of the validity of powers of attorney granted’, provided that this proxy is not subject to the restrictions referred to in Article 412² §3 and §4 of the Commercial Companies Code.

Admission to the General Meeting

Shareholders will be admitted to the General Meeting on presentation of an identity document and powers of attorney:

- a) in the case of a power of attorney granted in writing, on presentation of an identity document and a valid power of attorney granted in writing,
- b) in the case of a power of attorney granted in electronic form, on presentation of an identity document.

Representatives of persons other than natural persons should additionally present up-to-date copies

from the relevant registers listing the persons authorised to represent such entities and other documents confirming the authorisation of the natural person(s) to represent the shareholder at the General Meeting (e.g. a continuous chain of powers of attorney).

The powers of attorney and other required documents confirming the entitlement of the shareholder or the person representing the shareholder to attend the Extraordinary General Meeting will be attached by the Company to the minute book.

Location of documentation and draft resolutions relating to the General Meeting

The full text of the documentation to be presented to the General Meeting and the draft resolutions are available on the Company’s website at www.urteste.eu, under the section ‘For Investors / General Meetings’.

Indication of the website address for making information concerning the General Meeting available

All information concerning the General Meeting is made available on the Company’s website www.urteste.eu.