Announcement of the Executive Board of Apator Spółka Akcyjna with the seat in Toruń about convening of Ordinary General Shareholders Meeting

The Executive Board of Apator S.A. with headquarters in Toruń at 4a Gdańska Street. C4, registered in the Register of Entrepreneurs of the National Court Register under KRS no. 0000056456, the place of keeping the registration files - District Court in Toruń, VII Economic Division of the National Court Register, NIP 879 016 68 96, with the share capital amounting to 3. 280.632,80 PLN paid in full, acting based on art. 399 § 1 and 4021 § 1 of the Commercial Companies Code and § 14 para 3 of the Statute of Apator S.A. announces that it convenes the Ordinary General Shareholders Meeting of Apator S.A. to be held on 29th June 2021 at 11.00, that will be held in Toruń in Filmar Hotel, Conference Centre (ground floor), address: 39-43 Grudziądzka Street, 87-100 Toruń.

Agenda of the Ordinary General Meeting (OGM):

- 1. Opening of the OGM
- 2. Election of the Chairman of the OGM.
- 3. Confirmation of the correctness of convening the General Meeting and its capacity to adopt resolutions.
- 4. Adopting the agenda of the OGM.
- 5. Regarding consideration and approval of the report of the Executive Board on activity of Apator Group for the period since 1st January 2020 till 31st December 2020 including the report of the Executive Board on activity of Apator S.A. for the period since 1st January 2020 till 31st December 2020.
- 6. Consideration and approval of the financial statement of Apator SA for the financial year 2020 and the consolidated financial statement of Apator Group for the financial year 2020
- 7. Granting the vote of approval to the members of the Executive Board of Apator SA for performance of their duties in 2020.
- Consideration and approval of the report on activity of Supervisory Board of Apator S.A. for the period since 1st January 2020 till 31st December 2020.

- Adoption of the resolution giving the opinion on the report of the Supervisory Board of Apator S.A. on the remuneration of the members of the Executive Board and the Supervisory Board of Apator S.A. for the years 2019-2020.
- 10. Granting the vote of approval to the members of the Supervisory Board of Apator SA for performance of their duties in 2020.
- 11. Distribution of profit of Apator S.A. for the financial year 2020.
- 12. Adoption of a resolution on the closure of the Share Repurchase Programme for cancellation and reduction of share capital and the creation of a Share Redemption Fund to finance the Share Repurchase Programme of 2 July 2020.
- 13. Adoption of a resolution on the cancellation of treasury shares purchased by the Company under the Share Buyback Programme for cancellation dated 2 July 2020.
- 14. Adopting resolution on reducing the Company's share capital in connection with the redemption of the Company's own shares.
- 15. Adopting the resolution on change of the Statute of Apator SA.
- 16. Adopting the resolution on adopting the unified text of the Statute of Apator S.A.
- 17. Adopting resolution on the creation of a Programme for the repurchase of own shares for the purpose of their redemption and reduction of the share capital and the creation of a Fund for the redemption of shares for the purpose of financing the Programme for the repurchase of own shares
- 18. Closing of the Meeting.

The Executive Board of Apator S.A informs about proposed changes to the Statue of Apator S.A

current wording of § 7 of the Statute of Apator S.A:

The share capital of the Partnership amounts to 3,280,632.80 PLN (three million two hundred eighty thousand six hundred thirty two 80/100 zlotys) and is divided into 7,337,001 (seven million three hundred thirty seven thousand one) A series registered shares and 25,469,327 (twenty five million four hundred sixty nine thousand three hundred twenty seven) A, B and C series bearer shares with a nominal value of 0.10 PLN (ten groszy) each.

proposed new wording § 7 of the Statute of Apator S.A:

The share capital of the Company amounts to PLN 3,277,722.80 (three million two hundred and seventy-seven thousand seven hundred and twenty-two 80/100) and is divided into 7,337,001 (seven million three hundred and thirty-seven thousand one) registered shares of series A and 25,440,227

(twenty-five million four hundred and forty thousand two hundred and twenty-seven) series A, B and C bearer shares with nominal value of PLN 0.10 (ten groszy) each.

Pursuant to Article 4022 of the C.C.C. The Company provides the information concerning the participation in the Ordinary General Meeting of Shareholders of Apator SA.

Date of registration of participation in the Ordinary General Meeting

The day of registration of participation in the Ordinary General Meeting pursuant to Article 406¹ § 1 of the CCC falls sixteen days before the date of the Ordinary General Meeting, i.e. on 13 June 2021 (hereinafter referred to as the "Registration Day"). The Record Date is uniform for holders of bearer shares and registered shares.

Right to participate in the Ordinary General Meeting of Shareholders

The Executive Board of the Company announces that, pursuant to Article 406¹ of the Code of Commercial Partnerships and Companies, the right to participate in the Ordinary General Meeting of Shareholders is vested in those shareholders who, on the Record Date will have shares of the Company recorded in their securities account and not earlier than after this announcement of the convening of the Ordinary General Meeting of Shareholders and not later than on the first common date following the Record Date for participation in the General Meeting, i.e. until 14 June 2021 (inclusive) will apply to the entity maintaining their securities account for the issuance of a personal certificate of entitlement to participate in the Ordinary General Meeting of Shareholders. (inclusive) will apply to the entity maintaining the securities account with a request to issue a registered certificate of the right to participate in the Ordinary General Meeting. The certificate should meet the requirements set out in Article 406³ of the Commercial Companies Code.

Furthermore, the right to participate in the Annual General Meeting, pursuant to Art. 406^2 of the Commercial Companies Code. also have pledgees and users with voting rights if the establishment of a limited property right in their favour is registered in the securities account on the Record Date.

The list of shareholders entitled to participate in Ordinary General Shareholders Meeting is determined by Apator S.A. based on the list of shareholders made available by National Depository for Securities S.A. The list is prepared on the basis of information provided to KDPW S.A. by authorised entities in accordance with the Act on Trading in Financial Instruments of 29 July 2005.

List of shareholders entitled to attend the Annual General Meeting (hereinafter: List of Shareholders) will be displayed at the Office of the Company's Executive Board at Ostaszewo 57C, 87-148 Łysomice, Kujawsko-Pomorskie Voivodeship, from 9.00 a.m. to 3.00 p.m. for 3 working days before the Ordinary General Meeting, i.e. on 24-25 June and on 28 June 2021.

A Shareholder may browse the List of Shareholders at the premises of the Company's Executive Board Office at Ostaszewo 57 C, 87-148 Łysomice, Kujawsko-Pomorskie Province and request a copy of the List of Shareholders against reimbursement of the costs of its preparation. A Shareholder may request that the List of Shareholders be sent to him/her free of charge by email, stating the address to which the list should be sent.

To the request referred to above, the shareholder should attach a registered deposit certificate as referred to in Art. 9 (1) of the Act on Trading in Financial Instruments or a registered certificate of the right to participate in the Ordinary General Meeting issued by the entity maintaining the securities account in which the Company's shares are recorded.

In addition, in the event of:

 shareholders being natural persons - a copy of the document confirming the identity of the shareholder (if the request is submitted in electronic form) should be attached,

- shareholders being legal persons or partnerships the right to act on behalf of this entity should be confirmed by attaching a current excerpt from the National Court Register or other register,
- making a request by a proxy a power of attorney to make such a request should be attached, signed by the shareholder (possibly an uninterrupted sequence of powers of attorney) and a copy of a document confirming the identity of the person signing the request, and in the case of a proxy other than a natural person - a copy of an extract from the relevant register confirming the authorisation of the person signing to act on behalf of the proxy.

Letters containing the aforementioned requests, signed by the shareholder or his proxy and all documents attached by the shareholder to the aforementioned letters, sent to the Company by electronic means should be scanned to a file in PDF or JPG format.

Shareholder's right to demand that certain matters be placed on the agenda of the Ordinary General Meeting of Shareholders

A shareholder or shareholders representing at least one twentieth of the share capital are entitled to request that certain matters be placed on the agenda of the Ordinary General Meeting (Article 401 § 1 of the CCC). The request should be submitted to the Executive Board of the Company not later than 21 days before the date of the Ordinary General Meeting, i.e. by 8 June 2021. The request should include a justification or a draft resolution. The demand can be submitted in writing at Apator S.A., Centre at the address Ostaszewo 57C, 87-148 Łysomice, Kujawsko - Pomorskie Voivodship, or in electronic form sent to the following e-mail address: ri@apator.com.

To the notification referred to above, the shareholder(s) should attach the registered deposit certificate(s) referred to in Art. 9 (1) of the Act on Trading in Financial Instruments or the registered certificate(s) of the right to participate in

Annual General Meeting issued by the entity maintaining the securities account in which the Company's shares are recorded. The above documents will be the basis for determining whether the shareholder(s) holds the appropriate number of shares to make the demand.

In addition, in the event of:

- shareholders who are natural persons a copy of the document confirming the identity of the shareholder must also be attached (if the request is made in electronic form),
- shareholders being legal persons or partnerships the right to act on behalf of this entity should be confirmed by attaching a current excerpt from the National Court Register or other register,
- the request is made by a proxy the power of attorney for the request must be attached such request signed by the shareholder (or an uninterrupted chain of powers of attorney) and a copy of a document confirming the identity of the person signing the request and, in the case of a proxy other than a natural person, a copy of an extract from the relevant register confirming the authority of the signatory to act on behalf of the proxy.

Letters containing the aforementioned requests, signed by the shareholder or his proxy and all documents attached by the shareholder to the aforementioned letters, sent to the Company by electronic means should be scanned to a file in PDF or JPG format.

Shareholder's right to submit draft resolutions

Shareholder(s) representing at least one twentieth of the share capital may, before the date of the Ordinary General Shareholders Meeting, submit in writing to Apator S.A., Centrum at Ostaszewo 57C, 87-148 Lysomice, Kujawsko-Pomorskie Province, or by e-mail to the address: ri@apator.com, draft resolutions concerning matters on the agenda of the Ordinary General Meeting or matters which are to be included in the agenda.

To the notification referred to above, the shareholder(s) should attach the registered deposit certificate(s) referred to in Art. 9 (1) of the Act on Trading in Financial Instruments or the registered certificate(s) of the right to participate in

Annual General Meeting issued by the entity maintaining the securities account in which the Company's shares are recorded. The above documents will be the basis for determining whether the shareholder(s) holds the appropriate number of shares to make the demand.

In addition, in the event of:

- shareholders who are natural persons a copy of the document confirming the identity of the shareholder must also be attached (if the request is made in electronic form),
- shareholders who are legal persons or partnerships the right to act on behalf of the entity must also be confirmed by enclosing a valid transcript from the National Court Register or other register,
- request by proxy the power of attorney must also be attached to
 of such request signed by the shareholder (or an uninterrupted chain of powers of attorney)
 and a copy of a document confirming the identity of the person signing the request and, in
 the case of a proxy other than a natural person, a copy of an extract from the relevant
 register confirming the authority of the signatory to act on behalf of the proxy.

Letters containing the aforementioned requests, signed by the shareholder or his proxy and all documents attached by the shareholder to the aforementioned letters, sent to the Company by electronic means should be scanned to a file in PDF or JPG format.

The right to submit draft resolutions concerning matters included in the agenda during the Ordinary General Meeting of Shareholders

In accordance with Article 401 § 5 of the CCC, each shareholder (or proxy) entitled to participate in the Ordinary General Meeting may, during the Ordinary General Meeting Meetings to propose draft resolutions on matters included on the agenda.

Electronic communication of shareholders with Apator S.A.

Within the limits provided for in the Commercial Companies Code, the shareholders may contact the Company by electronic means of communication.

The communication of shareholders with Apator SA in electronic form is performed with the use of e-mail address: ri@apator.com

The risk related to the use of electronic communication means is borne by the shareholder.

Along with the documents sent by the shareholder by electronic means, which were originally prepared in a language other than Polish, the shareholder sends their translation into Polish.

Any documents sent by a shareholder to Apator S.A. as well as by Apator S.A. to a shareholder electronically should be scanned to PDF or JPG format.

The manner of exercising the voting right by proxy

Shareholders may participate in the Ordinary General Meeting and exercise their voting rights in person or by proxy.

The proxy shall exercise all rights of a shareholder at the Annual General Meeting

Meeting, unless otherwise stated in the proxy.

The proxy may grant a further power of attorney if it follows from the content of the power of attorney.

A proxy may represent more than one shareholder and vote differently on the shares of each shareholder.

A shareholder may appoint more than one proxy.

The power of attorney to participate in the Ordinary General Meeting and exercise the voting right should be granted in writing or in electronic form. Granting a power of attorney in electronic form does not require a secure electronic signature verifiable by means of a valid qualified certificate.

The forms of powers of attorney referred to in Article 402³ § 1 point 5 of the Polish Commercial Companies Code, allowing for the exercise of voting rights by proxy, are available on the Company's website<u>www.apator.com</u>.

The Company does not impose an obligation to grant a power of attorney on the form proposed by the Company. Additionally, the Company informs that if a shareholder grants a power of attorney together with a voting instruction, the Company will not verify whether the proxies exercise the voting right in accordance with the instructions received from the shareholders. Therefore, the Company informs that the voting instruction should be given only to the proxy. At the same time, the Executive Board of the Company informs that the shareholder is obliged to send the notice of granting the power of attorney in the electronic form to the e-mail address: ri@apator.com (in PDF or JPG format) A notice of the granting of a proxy in electronic form shall be deemed to be effective if it reaches the Chairman of the Ordinary General Meeting before the drawing up of the attendance list containing the list of participants at the Ordinary General Meeting in a form that enables

To allow the Chairperson of the Meeting to read the proxy, to identify the shareholder and the proxy and to verify the validity of the appointment of the proxy Information on the granting of a power of attorney in electronic form must be accompanied by a scanned power of attorney and, in addition, in the case of:

- shareholders being natural persons also a copy of the document confirming the identity of the shareholder,
- shareholders who are legal persons or partnerships also a document confirming the authority to act on behalf of the entity, e.g. a current excerpt from the relevant register or other document confirming the authority of the natural person(s) to represent the shareholder at the Ordinary General Meeting

General Meeting (e.g. an unbroken chain of proxies).

The Company reserves the right to take appropriate actions to identify the shareholder and the proxy in order to verify the validity of the power of attorney granted in electronic form. Such verification may consist in particular in a return question in electronic form or by telephone addressed to the shareholder and/or proxy in order to confirm the fact of granting the power of attorney and its scope. The Company stipulates that in such a case, failure to answer questions asked during the verification process will be treated as an inability to verify the granting of the power of attorney and will constitute a basis for refusing to admit the proxy to participate in the Ordinary General Meeting.

The member of the Executive Board and the employee of Apator S.A. are entitled to be the proxies at General Shareholders Meeting of Apator S.A. as public company.

The power of attorney may authorise representation at only one General Meeting of the Company. The proxy is obliged to disclose to the shareholder any circumstances indicating the existence or possibility of a conflict of interest. The granting of further power of attorney is excluded. The proxy referred to above shall vote in accordance with the instructions given by the shareholder.

Admission to participate in the Ordinary General Meeting of Shareholders

Shareholders will be allowed to participate in the Ordinary General Meeting upon presentation of an identity card, and proxies will be allowed to do so:

- in the case of a power of attorney granted in writing upon presentation of an identity card and a valid power of attorney granted in writing,
- in the case of a power of attorney granted in electronic form upon presentation of an identity card.

Representatives of legal persons or partnerships should additionally present current excerpts from relevant registers, listing persons authorised to represent these entities, or other documents confirming the authorisation of the natural person(s) to represent the shareholder at the Ordinary General Meeting (e.g. an unbroken chain of powers of attorney).

In the case of the presentation of copies of the above documents, they should be confirmed by a notary public.

Powers of attorney and other required documents proving the entitlement of a shareholder or a person representing him to participate in the Ordinary General Meeting will be included by the Company in the book of minutes.

Possibility to participate in the Ordinary General Meeting with the use of electronic communication means

The Company does not provide for the possibility to participate in the General Meeting using electronic means of communication.

Possibility to exercise voting rights by correspondence or using electronic means of communication

The Company does not provide for the possibility of casting votes at the General Meeting by correspondence or by means of electronic communication.

Materials concerning the Ordinary General Meeting and the manner of making them available

Full text of the documentation to be presented at the Annual General Meeting

Meeting, including draft resolutions of the Annual General Meeting are available on the Company's website www.apator.com and have been communicated to the public by way of a current report. All information concerning the Ordinary General Meeting will be available on the Company's website <u>www.apator.com</u>.

Shareholder's right to ask questions related to items on the agenda of the General Meeting

Each shareholder has the right to ask questions regarding the matters on the agenda of the Annual General Meeting.

Orderly information

Registration of shareholders will take place half an hour before the beginning of the Ordinary General Meeting, i.e. from 10.30 am.

Please remember to bring your ID card with you on the day of the Ordinary General Meeting in order to allow you to participate in the meeting.

The session of the General Meeting will be broadcast online by UNICOMP-WZA Sp. z o.o. via the Internet. The broadcast of the proceedings will be available at _www.apator.com in the "Investor Relations" section. To access the broadcast of the proceedings The General Assembly must have equipment meeting the following technical requirements:

- an Internet connection with a bandwidth of not less than 4 MBps,

 a computer running in a quality and performance acceptable to the user in the Internet environment and having one of the latest version of the Internet browsers installed: Internet Explorer, Mozilla, Firefox, Opera.

Information on processing of personal data of shareholders and proxies of shareholders of Apator SA.

In accordance with Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data and repealing Directive 95/46/EC (General Data Protection Regulation), hereinafter referred to as: "GDPR" we'd like to inform you that:

- The administrator of personal data of shareholders/actuators is Apator S.A. with the seat in Toruń (87-100), ul. Gdańska 4a lok. C4. Contact: apator@apator.com
- 2. The personal data of shareholders / proxies will be processed pursuant to Art. 6 (1) lit. 6(1)(c) RODO for purposes necessary to fulfil the Company's legal obligations, to fulfil obligations arising from Community law (European Union law) or Polish law applicable to the Company as an issuer of securities, in particular the Commercial Companies Code, provisions of the Act on Trading in Financial Instruments, on Public Offering or other legal provisions binding the Company, which is the issuer of securities; to fulfil other obligations provided for by law, including preparation of lists of Shareholders, performance of record-keeping, reporting and reporting obligations, including towards NDS, WSE or PFSA; and on the basis of Art. 6(1)(f) RODO for the necessary purposes arising from the Company's legitimate interests, e.g. to assert possible rights, including claims by the Company or to defend its rights.
 - 3. Shareholders / attorneys-in-fact have the right to access their personal data, their correction, deletion or limitation of processing and in the scope of data processing for purposes resulting from legally justified interests pursued by the Company raise objections to the processing of personal data.
 - 4. In the case of data processing for the purposes necessary to fulfil the legal obligations incumbent on the Company, personal data of shareholders/ proxies will be stored for the period indicated in the provisions of law. In the case of data processing for the purposes necessary for the purposes resulting from legally justified interests pursued by the Company, your personal data will be stored for the period necessary for the implementation of these purposes.

- 5. The recipients of personal data of shareholders / attorneys if necessary and to the extent necessary may be entities cooperating with the Company in the scope of services provided to the Company and supporting the current business processes of the Company. The recipients of the data may also be other Shareholders within the scope of making the list of shareholders available in accordance with Article 407 of the Commercial Companies Code or authorized bodies. Furthermore, personal data may also be published in a current report and forwarded to the Financial Supervision Authority if, pursuant to Article 70(3) of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005, a shareholder holds at least 5% of the votes at the General Meeting of Shareholders.
- 6. Personal data of shareholders/authorities will not be transferred to third countries/international organisations.
- 7. Under the RODO, shareholders/proxyholders are entitled to:
 - the right to access your data and to receive a copy of it,
 - the right to rectify (amend) your data,
 - the right to erasure, restriction or objection to their processing,
 - the right to data portability,
 - the right to lodge a complaint with a supervisory authority.
- 8. In the case of providing data directly to the Company, providing the data is required by the provisions of the Commercial Companies Code and in order to enable verification of the identity of the Shareholder, and failure to provide such data is connected with the impossibility of participating in the General Meeting.
- 9. The data provided will not be subject to profiling.