

Resolution No. 36/VI/2025
of the Ordinary General Shareholders Meeting of
Apator S.A. of 25 June 2025

on the establishment of a Share Buy-back Programme for the purpose of redemption and reduction of share capital and on the establishment of a Share Redemption Fund to finance the Share Buy-back Programme.

Based on art. 359 § 1 and 362 § 1 point 5 of the Polish Commercial Companies Code. and § 11 of the Statute of Apator S.A. Ordinary General Shareholders Meeting adopts the following resolution:

1. proxProgramme of own shares buy-back for their redemption and reduction of share capital.
2. The Fund for redemption of shares is established to be used for the settlement of the acquisition of own shares by Apator S.A. within the own share buy-back programme.
3. In relation to the creation of the Fund for redemption of shares, referred to in item 2 above, the General Shareholders Meeting separates the amount of 10.000.000,00 PLN (ten million PLN 00/100) from the reserve capital of the Company and decides to transfer it to the Fund for redemption of shares destined to finance the total price of acquisition of own shares increased by the costs of acquisition of own shares.
4. The Programme for the buy-back of own shares for the purpose of their redemption and reduction of the share capital is set out in the Annex to this resolution

Appendix to Resolution No. 36/VI/2025

Programme to buy back own shares for cancellation and reduction of share capital

§ 1.

The share buy-back (acquisition) programme, also referred to as the Programme, is introduced in accordance with the provisions of: - the Act of 15 September 2000. - Commercial Companies

Code (i.e. Journal of Laws 2024, item 18 as amended), - Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (Market Abuse Regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC (the 'MAR Regulation'), - Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards on the conditions applicable to buy-back programmes and stabilisation measures.

§ 2.

The purpose of the adoption of the Programme for repurchase (acquisition) of own shares is to cause the reduction of the share capital of Apator S.A. by redemption of shares acquired under the Programme. The performance of the Programme is in the interest of both the Company and the shareholders in the situation when the stock exchange price is below the fair value of the shares of Apator S.A. The Repurchase Programme covers fully paid up shares of the Company admitted to trading on the regulated market of Warsaw Stock Exchange S.A. in Warsaw.

§ 3.

The repurchase of own shares of Apator S.A. within the Programme will be performed on the following conditions:

1. Apator S.A. may purchase bearer shares of A, B, C series marked with code PLAPATR00018.
2. The maximum number of own shares to be purchased under the Programme is 500 000 shares, which is 1,53% of the share capital of Apator S.A.
3. The performance of the Programme will last from 7 July 2025 to 30 April 2026.
4. The Executive Board with the consent of the Supervisory Board may take decisions on resignation or termination of the acquisition of own shares of Apator S.A. before the end of the period indicated in item 3.
5. The unit price per share of Apator S.A., acquired under the Programme cannot be higher than 22.00 PLN.

6. The funds designated for acquisition of own shares will come from the Fund for redemption of shares established according to the Resolution of General Shareholders Meeting of Apator S.A. No. 36/VI/2025 dated 25th June 2025.
7. Financial means designated for the performance of the Programme cannot exceed the amount of the Fund for redemption of shares i.e. the amount of 10.000.0000,00 PLN (ten million zlotys 00/100).
8. During the performance of transactions under the Programme, Apator S.A. cannot purchase shares at a price higher than the price of the last independent transaction or if it is higher - the highest current independent purchase offer in the trading system where the purchase is made, also in cases where shares are traded in different trading systems.
9. During the performance of the Programme, Apator S.A. may not purchase on each trading day more than 25% of the average daily volume of trading in shares in the trading system where the purchase is made. The average daily volume is based on the trading of the average daily volume in the last 20 trading days preceding the date of acquisition of the shares within the meaning of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016.

§ 4.

The Executive Board of Apator S.A. is obliged to:

- make all decisions and perform all factual and legal actions, including the determination of detailed conditions of share acquisition aimed at the performance of this resolution,
- make public, in accordance with binding regulations and with necessary transparency, the purpose of the Share Acquisition Programme and its detailed conditions of performance,
- inform about the number of acquired shares and the average purchase price, informing about the number of shares purchased and the average purchase price, as well as about any changes to the Share Purchase Programme,
- informing the next General Meeting about the implementation of the Share Purchase Programme, including the number and nominal value of these shares, their share in the Company's share capital,
- convening, after the end of the Share Purchase Programme or the expiry of the authorisation to purchase own shares, a General Meeting for the purpose of adopting

resolutions on the cancellation of shares and on the reduction of the Company's share capital.

§ 5.

The Management Board of Apator S.A. may, at its discretion, perform the Share Purchase Programme on its own or through an investment firm or credit institution.

There were 31 451 884 votes in favor of Resolution No. 36/VI/2025, 4 545 864 votes against, no abstentions, the number of shares from which valid votes were cast 17 131 459, i.e. 52.47% of the share capital, including the total number of valid votes 35 997 748, so the Chairman of the Meeting stated that the resolution was adopted.