

CURRENT REPORT FILED WITH THE POLISH FINANCIAL SUPERVISION AUTHORITY IN WARSAW

DATE: March 22nd 2023

Subject: **Notice of Extraordinary General Meeting of RAFAKO S.A. w restrukturyzacji (in restructuring) to be held on April 17th 2023 and draft resolutions (CR 23/2023)**

Text of the report:

The Management Board of RAFAKO S.A. w restrukturyzacji (in restructuring) of Racibórz (the "Company") gives notice of an Extraordinary General Meeting of the Company (the "EGM"), to be held at the Company's registered office at ul. Łąkowa 33 in Racibórz, at 12.00 noon on April 17th 2023, with the following agenda:

1. Opening of the Extraordinary General Meeting.
2. Appointment of the Chair of the Extraordinary General Meeting.
3. Appointment of a Ballot Counting Committee.
4. Confirmation that the Extraordinary General Meeting has been properly convened and has the capacity to pass resolutions.
5. Voting on a resolution to (i) increase the Company's share capital, (ii) fully waive preemptive rights of the Company's shareholders to subscribe for the new shares; and (iii) amend the Company's Articles of Association (with respect to the issue of shares to the Company's Group 2 arrangement creditors).
6. Voting on a resolution to (i) increase the Company's share capital, (ii) fully waive preemptive rights of the Company's shareholders to subscribe for the new shares; and (iii) amend the Company's Articles of Association (with respect to the issue of shares to the Company's Group 5 arrangement creditors).
7. Voting on a resolution to (i) increase the Company's share capital, (ii) fully waive preemptive rights of the Company's shareholders to subscribe for the new shares; and (iii) amend the Company's Articles of Association (with respect to the issue of shares to Vilniaus Kogeneracinė Jėgainė, UAB with its registered office at Laisvės pr. 10, LT-04215 Vilnius, Lithuania, registered in the Lithuanian commercial register under No: 303782367).
8. Submission by shareholders of proposals and candidates with respect to resolutions to change the composition of the Company's Supervisory Board – voting on the resolutions to change the composition of the Company's Supervisory Board.
9. Closing of the Extraordinary General Meeting.

The Management Board hereby publishes the existing wording of and proposed amendments to Art. 7 and Art. 8 of the Company's Articles of Association:

Current wording:

“ARTICLE 7

The Company's share capital shall be PLN 1,608,804.45 (one million, six hundred and eight thousand, eight hundred and four zloty, forty-five grosz).

ARTICLE 8

The Company's share capital shall be divided into 160,880,445 (one hundred and sixty million, eight hundred and eighty thousand, four hundred and forty-five) shares with a par value of PLN 0.01 (one grosz) per share.”

Proposed wording (with the share capital amount and number of shares depending on whether the Extraordinary General Meeting passes all the resolutions to increase the Company's share capital that are being proposed by the Management Board):

“ARTICLE 7

The Company's share capital shall be no less than PLN [...] ([...] złoty) and no more than PLN [...] ([...] złoty).

ARTICLE 8

The Company's share capital shall be divided into no less than [...] ([...]) and no more than [...] ([...]) shares with a par value of PLN 0.01 (one grosz) per share.”

The full text of the notice, along with the agenda of the EGM, is set out in Appendix 1. The Management Board of the Company also presents draft resolutions (Appendix 2) to be considered and voted on by the EGM on April 17th 2023.

Other documents to be considered by the EGM, including the personal data protection notice, are available on the Company's website at <https://www.rafako.com.pl/relacje-inwestorskie/wza/najblizsze-wz>.

Legal basis:

Par. 19.1.1 and Par. 19.1.2 of the Minister of Finance's Regulation on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state, dated March 29th 2018.

Radosław Domagalski-Łabędzki – President of the Management Board

Dawid Jaworski – Vice President of the Management Board.