

CURRENT REPORT FILED WITH THE POLISH FINANCIAL SUPERVISION AUTHORITY IN WARSAW

DATE: November 24th 2023

Subject: **Notice of Extraordinary General Meeting of RAFAKO S.A. convened for December 21st 2023 [CR 121/2023].**

Text of the report:

Having received on November 23rd 2023, during an Extraordinary General Meeting of RAFAKO S.A. of Racibórz (the "Company"), a request from the Company's shareholders PBG S.A. w restrukturyzacji w likwidacji (in restructuring in liquidation) and Multaros Trading Company Limited to convene an Extraordinary General Meeting for December 21st 2023, the Management Board of the Company hereby gives notice of an Extraordinary General Meeting of RAFAKO S.A. (the "EGM"), to be held at the Company's registered office at ul. Łąkowa 33 in Racibórz, at 12.00 noon on December 21st 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) issue subscription warrants carrying the rights to subscribe for the Company's shares, (ii) fully waive the existing shareholders' pre-emptive rights to acquire the subscription warrants, (iii) conditionally increase the Company's share capital, (iv) fully waive the existing shareholders' pre-emptive rights to subscribe for shares issued as part of the conditional share capital increase, and (v) amend the Company's Articles of Association, with the subscription warrants to be issued solely to PG Energy Capital Management Sp. z o.o. of Warsaw and PFR Fundusz Inwestycyjny FIZ AN, represented by PFR TFI S.A. of Warsaw.
6. Voting on a resolution to: (i) increase the Company's share capital, (ii) issue new shares in the Company, (iii) fully waive the existing shareholders' pre-emptive rights to subscribe for the Company's shares, and (iv) amend the Company's Articles of Association, with the new shares to be issued solely to PG Energy Capital Management Sp. z o.o. of Warsaw and PFR Fundusz Inwestycyjny FIZ AN, represented by PFR TFI S.A. of Warsaw.
7. Voting on a resolution to revoke in full Resolution No. 3, Resolution No. 4 and Resolution No. 5 of the Extraordinary General Meeting of April 17th 2023.
8. Voting on a resolution to amend Resolution No. 5 and Resolution No. 6 of the Extraordinary General Meeting of July 26th 2023.
9. Voting on a resolution to (i) increase the Company's share capital, (ii) waive in full the existing shareholders' pre-emptive rights to subscribe for 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).
10. Voting on a resolution to (i) increase the Company's share capital, (ii) waive in full the existing shareholders' pre-emptive rights to subscribe for 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).
11. Voting on a resolution to (i) increase the Company's share capital, (ii) waive in full the existing shareholders' pre-emptive rights to subscribe for shares; and (iii) amend the Company's Articles of Association (with respect to the issue of shares to the creditor Vilniaus kogeneracinė jėgainė, UAB).

12. Submission by shareholders of proposals for resolutions to change the composition of the Company's Supervisory Board and nomination of candidates – voting on resolutions to change the composition of the Company's Supervisory Board and determine the number of members of the Supervisory Board.
13. Closing of the Extraordinary General Meeting.

The Management Board further clarifies that the shareholders' request to convene an Extraordinary General Meeting did not include draft resolutions pertaining to individual items of the EGM agenda.

The full text of the notice, along with the EGM agenda, is set out in Appendix 1.

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.

Robert Kuraszkiewicz – President of the Management Board
Jolanta Markowicz – Commercial Proxy