

## **NOTICE OF CONVENING EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF FON SE**

**Published on 11 March 2022**

The Management Board of **FON SE**, Estonian registry code 14617916, seat Harju maakond, Tallinn, Kesklinna linnaosa, Tornimäe tn 5, 10145, Estonia (hereinafter **Company**) convenes an extraordinary general meeting of shareholders, which is held on **4 April 2022, starting at 13.00 CET** in Płock, ul. Padlewskiego 18C, 09-402, Poland.

The agenda of the extraordinary general meeting of shareholders is the following:

- 1. Extension of the term of office for the members of the Supervisory Board**
- 2. Appointment of the auditor for the financial years 2022 - 2023**

The Supervisory Board of the Company has approved the agenda of the extraordinary general meeting presented by the Management Board, and makes the following proposals to the extraordinary general meeting of shareholders of the Company:

### **Determining agenda of Extraordinary General Meeting of shareholders of the Company (to be held on 4 April 2022)**

IT WAS DECIDED:

To approve the agenda of the Extraordinary General Meeting of the shareholders as follows:

#### **1. Extension of the term of office for the members of the Supervisory Board**

- 1.1. To extend the term of office of Małgorzata Patrowicz (Estonian personal identification code 47003100017) as a member of the Supervisory Board from 26.04.2022 for an additional term of five years.
- 1.2. To extend the term of office of Martyna Patrowicz (Estonian personal identification code 49909190016) as a member of the Supervisory Board from 26.04.2022 for an additional term of five years.
- 1.3. To extend the term of office of Jacek Koralewski (Estonian personal identification code 37103010097) as a member of the Supervisory Board from 26.04.2022 for an additional term of five years.
- 1.4. To extend the term of office of Wojciech Wiesław Hetkowski (Estonian personal identification code 35112090158) as a member of the Supervisory Board from 26.04.2022 for an additional term of five years.

#### **2. Appointment of the auditor for the financial years 2022 - 2023**

- 2.1. To appoint Number RT OÜ (registry code 10213553) as the auditor of the annual financial reports of the company for the years 2022 - 2023.
- 2.2. To determine the procedure for the remuneration of the auditor in accordance with the contract to be entered into with the auditor and to grant the Management Board of the Company the right to enter into the respective contract.

## ORGANISATIONAL ISSUES

After the items on the agenda of the extraordinary general meeting, including additional issues, have been discussed, the shareholders can ask for information from the Management Board about the activity of the Company.

The list of shareholders entitled to participate in the extraordinary general meeting will be determined as at seven days before holding the extraordinary general meeting, i.e. as at 28 March 2022 at the end of the working day of the Nasdaq CSD Estonian Settlement System.

The registration of the participants of the extraordinary general meeting starts on the day of the meeting, i.e. on 4 April 2022 at 12:30 CET. For registration you are kindly requested to submit the following documents:

a shareholder that is a natural person – personal identification document; a representative of a shareholder that is a natural person – personal identification document and a written letter of authorisation; a legal representative of a shareholder that is a legal person – an extract of the relevant (commercial) register in which the legal person is registered, and the personal identification document of the representative; a transactional representative of a shareholder that is a legal person is also required to submit a written authorisation issued by the legal representative of the legal person in addition to the above listed documents.

We kindly ask the documents of a legal person registered in a foreign country to be legalised or having an apostille attached to the documents beforehand, unless specified otherwise in an international agreement. FON SE may register a shareholder that is a legal person from a foreign country to the extraordinary general meeting also in case all required information on the legal person and its representative are included in a notarised letter of authorisation issued in the foreign country and the respective letter of authorisation is accepted in Estonia.

We ask you to present a passport or an ID-card as a personal identification document.

A shareholder may inform of the appointment of a representative or withdrawal of an authorisation given to a representative before the extraordinary general meeting by e-mail on [biuro@fon-sa.pl](mailto:biuro@fon-sa.pl) or by submitting the mentioned document(s) on business days from 09:00 to 17:00 no later than by 1 April 2022 to Harju maakond, Tallinn, Kesklinna linnaosa, Tornimäe tn 5, 10145, Estonia, prepared on the respective forms published on the homepage of FON SE at <http://www.fon-sa.pl>. You can find information about appointment of a representative or withdrawal of an authorisation on the same homepage.

The draft of the new version of the articles of association, the draft resolutions, and any other documents of the extraordinary general meeting are available for reviewing as of 14 March 2022 on the website of the Company at <http://www.fon-sa.pl> and on workdays between 09:00 to 17:00 at Harju maakond, Tallinn, Kesklinna linnaosa, Tornimäe tn 5, 10145, Estonia. Questions regarding any item on the agenda of the extraordinary general meeting may be addressed to the Company by e-mail at [biuro@fon-sa.pl](mailto:biuro@fon-sa.pl), or by telephone +48-796-118-929. The questions, responses and the minutes of the extraordinary general meeting shall be published on the website of the Company at <http://www.fon-sa.pl>.

The Management Board has resolved to not allow voting electronic voting in the ordinary general meeting as per clause 4.8 of the Articles of Association of FON SE.

The shareholders, whose shares represent at least 1/20<sup>th</sup> of the share capital may request that additional issues be included in the agenda of the extraordinary general meeting, provided that the relevant request is submitted in writing at least 15 days prior to the date of the extraordinary general meeting, at the latest by 28 March 2022. The shareholders, whose shares represent at least 1/20<sup>th</sup> of the share capital may submit to the Company a written draft of the resolution in respect to each item on the agenda of the extraordinary general meeting, at the latest 3 days prior to the date of the extraordinary general meeting by 1 April 2022. More detailed information available on §287 of the Estonian Commercial Code (right of shareholder to information), §293 (2) (right to demand the inclusion of additional issues in the agenda) and §293<sup>1</sup> (3) (obligation to submit simultaneously with the request on the modification of the agenda a draft of the resolution or substantiation) and §293<sup>1</sup> (4) (right to submit a draft of the resolution in respect to each item

on the agenda) about the rules and term of exercising these rights have been published on the homepage of FON SE at <http://www.fon-sa.pl>. The submitted proposals regarding additional items on the agenda, the reasoning for including any items on agenda, and draft resolutions shall be published after their receipt on the website of the Company at <http://www.fon-sa.pl>. The drafts and statements of reason thereof are available for reviewing also at the offices of the Company on workdays between 09:00 to 17:00 at Harju maakond, Tallinn, Kesklinna linnaosa, Tornimäe tn 5, 10145, Estonia.

Damian Patrowicz  
Member of the management board of FON SE