

***The Management Board of Work Service S.A. ("Company", "Issuer"), acting pursuant to Article 428 § 5 of the Commercial Companies Code, hereby presents its position in response to specific questions posed to the Management Board of the Company by a shareholder of the Company, Investment Myziak Corp S.à.r.l., Nicosia, Cyprus ("Shareholder"), during the Ordinary General Meeting of the Company held on 15 June 2021. ("AGM"):***

**I. Financed by G.I.**

- 1. Since the date of publication of the 2020 annual report, has the Company raised further financing from G.I. International? If yes, in what amount and for what purpose?**

*Information on tranches paid to the Company under both the Bridge Agreements and the Financing Agreement is part of the financial statements published each quarter. In the Group Financial Report for 2020, information as at the date of publication of these statements (30 April 2021) is presented in point 2.3 "Business continuity", while in the Interim Condensed Statement for the first quarter information as at the date of publication of these statements (31 May 2021) is presented in point 1.2 "Key information about the Work Service Group".*

*The financing will be used to cover the Company's payment obligations, including repayment of the existing reduced debt to the Banks in the amounts indicated in the repayment schedule, as well as repayment of the existing debt to ZUS, the Tax Office and PFRON.*

*The remaining part of the question does not relate to matters covered by the agenda of the Ordinary General Meeting of Shareholders of June 15, 2021, and therefore, in accordance with Article 428 § 1 of the Commercial Companies Code, the provision of information is not justified for the assessment of matters covered by the agenda.*

- 2. On what terms is this financing provided? Who decides when and what amounts are made available by G.I. to the Company? How this procedure formally looks like?**

*On August 10, 2020, the Company entered into a financing agreement (the "Financing Agreement") with the Investor. The Company informed about the conclusion of the Financing Agreement and terms of granting the financing on the basis of this Agreement in current report no. 54/2020 dated 11 August 2020 "Conclusion of Financing Agreement between the Company and the Investor". The Financing Agreement provides for granting to the Company financing in the total amount of PLN 210,000,000.00 (two hundred and ten million zlotys) ("Loan Amount") ("Financing"). Information on the tranches disbursed to the Company under both the Bridge Agreements and the Financing Agreement are part of the financial statements.*

*The remaining part of the question does not relate to matters included in the agenda of the*

*Ordinary General Meeting of Shareholders of June 15, 2021, and therefore, in accordance with Article 428 § 1 of the Code of Commercial Companies, providing information is not justified for the assessment of matters included in the agenda.*

**3. What is the interest rate on this debt? Is this interest rate adjusted on an ongoing basis? Is it capitalized?**

*The question does not concern matters included in the agenda of the Ordinary General Meeting of 15 June 2021. , and therefore, in accordance with Article 428 § 1 of the Code of Commercial Companies, the provision of information is not justified to assess the matters covered by the agenda.*

**4. Has the Company entered into an agreement with G.I. for the subscription of series X shares? Has an application been filed for the registration of the share capital increase pursuant to the EGM resolution of November 27, 2020 and the issuance of series X shares?**

*The Company has not entered into any agreement with G.I. for the **subscription** of series X shares. The Company submitted a motion for the registration of the share capital increase pursuant to the EGM resolution of 27 November 2020 and the issuance of series X shares. In connection with the District Court's decisions to grant security for shareholders' claims for invalidation or revocation of Resolution No. 3 and Resolution No. 7 of the EGM of November 27, 2020, of which the Company informed in current report: No. 4/2021 dated January 15, 2021. "Information on the filing by a shareholder of an action to declare invalid or revoke the resolutions of the general meeting and on the court's granting of security in the form of suspension of the execution of the challenged resolutions" and No. 5/2021 dated 18 January 2021. "Information on bringing an action by a shareholder for invalidation or revocation of the resolutions of the general meeting and on granting by the court a security in the form of suspension of execution of the appealed resolutions", the Issuer did not take further actions on registration of the share capital increase.*

**II. Restructuring of the Company's liabilities to G.I.**

- 1. Has the Company already entered into an agreement with a restructuring advisor to advise on the restructuring process?**
- 2. Has the Company already applied to the competent Court for approval of the arrangement or initiation of restructuring proceedings?**
- 3. Does the restructuring concern only liabilities towards G.I. and entities related to G.I.? Or other creditors as well? If yes, which creditors?**
- 4. Is a partial arrangement planned and if so, what will be the criterion for the selection of the creditors included in the arrangement?**
- 5. What is the total amount of liabilities that the Company plans to restructure?**
- 6. Of these, what portion includes liabilities to G.I. and related parties?**

***Company's response to questions 1-6 above:***

*Regarding the Management Board's actions aimed at restructuring the Company's liabilities to GI, the Company's Management Board provided information about the process and the actions performed in current report No. 20/2021 dated April 19, 2021 "Commencement of negotiations aimed at restructuring the Issuer's financial debt to GI International S.R.L." According to current report 20/2021, the Issuer will inform about the effects of the ongoing discussions and arrangements in separate current reports, which will be executed by the Management Board.*

*The remaining part of the questions does not concern the matters included in the agenda of the Ordinary General Meeting of Shareholders of June 15, 2021, and therefore, in accordance with Article 428 § 1 of the Code of Commercial Companies, providing information is not justified for the assessment of the matters included in the agenda.*

### **III. Sale of shares in Work Service GmbH & Co SK**

#### **1. Did the Company use a transaction advisor for this transaction? If so, who was it and what was the cost of hiring him/her?**

*In carrying out the transaction, the Management Board made decisions after careful evaluation of the situation and taking into account the best interests of the Company.*

#### **2. What were the total costs associated with completing this transaction?**

*As regards the transaction of sale of the German Group, the respective data for the German Group were presented, which have been classified as so-called "discontinued operations". As part of discontinued operations, the annual report for 2020 presents, inter alia: the results of the German Group and the result on the transaction of sale of the German Group. i.e. the results of Work Service GMBH & Co.KG and entities controlled by Work Service GMBH & Co.KG, as well as the result on the transaction of sale of Work Service GMBH & Co.KG and entities controlled by Work Service GMBH & Co.KG. (together the "German Group").*

#### **3. Was the sale of shares in this company preceded by a valuation by the Company? What kind of valuation was it? Who made it?**

*The subject question is a duplication of question No. 20, which was addressed to the Company's Management Board during the Extraordinary General Meeting of November 27, 2020. The indicated question has already been answered by the Company's Management Board, which was published by the Company in current report No. 103/2020 dated December 11, 2020. "Answers to shareholders' questions asked during the Extraordinary General Meeting of Shareholders of 27.11.2020".*

#### **4. Were any other bids made - other than those made by G.I.- for the purchase of this company?**

*The question does not concern matters included in the agenda of the Ordinary General Meeting of 15 June 2021. , and therefore, in accordance with Article 428 § 1 of the Code of Commercial Companies, the provision of information is not justified to assess the matters covered by the agenda.*

- 5. Have the loans granted by G.I. to Work Service GmbH &Co SK been accounted for and, if so, how? Were they assumed by G.I. with the company as a liability of the company, or were they settled before or during the transaction?**

*The question does not concern matters included in the agenda of the Ordinary General Meeting of 15 June 2021. , and therefore, in accordance with Article 428 § 1 of the Code of Commercial Companies, the provision of information is not justified to assess the matters covered by the agenda.*

#### **IV. Sale of shares in companies: Work Service Czech s.r.o and Work Service Slovakia s.r.o.**

- 1. Did the Company use a transaction advisor for these transactions? If so, who was it and what was the cost of hiring him/her?**

*In carrying out the transaction, the Management Board made decisions after careful evaluation of the situation and taking into account the best interests of the Company.*

- 2. What were the total costs associated with completing these transactions?**

*The 2020 report does not show the result on the sale transaction because the transaction was completed in 2021.*

- 3. Was the sale of shares in those companies preceded by a valuation by the Company? What kind of valuation was it? Who made it?**

*The question relates to events after the balance sheet date and the question does not concern matters included in the agenda of the Annual General Meeting of June 15, 2021. In view of the above, in accordance with Article 428 § 1 of the Commercial Companies Code, the provision of information is not justified for the assessment of the matters covered by the agenda. Notwithstanding the above, the scope of information requested by the shareholder will not be provided due to company secrecy.*

- 4. Were any other bids made - other than those made by G.I.- for the purchase of these companies?**

*The question does not concern matters included in the agenda of the Ordinary General Meeting of 15 June 2021. , and therefore, in accordance with Article 428 § 1 of the Code of Commercial Companies, the provision of information is not justified to assess the matters covered by the agenda.*

**5. What benefits will the Company obtain from this transaction?**

*The terms and conditions of the transaction were published in current report no. 12/2021 of 15 February 2021. "Conclusion of an agreement on the sale of the Issuer's subsidiaries, i.e. Work Service Czech s.r.o. and Work Service Slovakia s.r.o. to GI International SRL and agreement on the repayment terms and settlement of a part of the loan obtained under the Financing Agreement".*

**6. Has the remaining to be settled part of the price for the shares of these companies in the amount of PLN 10,000,000.00 been paid, and if yes in what way and when?**

*The payment of PLN 10,000,000.00 of the remaining part of the price to be settled was made in cash. The remaining part of the question does not relate to matters included in the agenda of the Ordinary General Meeting of Shareholders of 15 June 2021, and therefore, in accordance with Article 428 § 1 of the Code of Commercial Companies, providing information is not justified for the assessment of matters included in the agenda.*

**V. Purchase of G.I. Group Sp. z o.o.**

**1. Who took the initiative for the Company to acquire the shares in G.I. Group Sp. z o.o.?**

*The question does not concern matters included in the agenda of the Ordinary General Meeting of 15 June 2021. , and therefore, in accordance with Article 428 § 1 of the Code of Commercial Companies, the provision of information is not justified to assess the matters covered by the agenda.*

- 2. Was the purchase of G.I. Group Sp. z o.o. preceded by a legal and financial audit of that company? Who commissioned the company to conduct such audits?**
- 3. Did the Company use a transaction advisor for this transaction? If so, who was it and what was the cost of hiring him/her?**

**Answer to questions 2 and 3 above:**

*In pursuing the transaction, the Board of Directors made decisions after careful evaluation of the situation with consideration of the best interests of the Company. The decision was preceded by a carefully conducted due diligence of the company subject to the transaction.*

- 4. What were the total costs associated with completing this transaction?**
- 5. Was the purchase of shares in the G.I. Group preceded by a valuation of these**

- shares by the Company? What kind of valuation was it?
6. **What is the planned operational synergy with G.I. Group?**
  7. **If there were no issue of shares with exclusion of pre-emptive rights and their referral to the G.I. Group in return for this contribution, from what sources would the Company finance this purchase?**

**Answer to questions no: 4,5,6,7 above:**

*The question concerns events after the balance sheet date and the question does not concern matters covered by the agenda of the Annual General Meeting of 15 June 2021. In view of the above, in accordance with Article 428 § 1 of the Code of Commercial Companies, the provision of information is not justified for the assessment of the matters covered by the agenda. Notwithstanding the above, the scope of information requested by the shareholder will not be provided due to company secrecy.*

8. **In deciding whether the Supervisory Board should give its consent, did representatives of the G.I. Group and its managers participated in the vote?**

*The decisions of the Supervisory Board were made in accordance with the regulations, including corporate rules.*

9. **What actions have been undertaken by the supervisory board to take into account the interests of the Company and**

*The Supervisory Board's actions were performed in accordance with regulations, including corporate policies.*

10. **At what issue price is the share issue planned to be allocated to G.I. and to settle the purchase price of the shares of G.I. Group Sp. z o.o.?**

*The information will be provided in a current report once the Board of Directors has made its decision.*

**VI. Control over Prohuman 2004 Kft**

1. **Does the Company know and, if so, from when and how the Company became aware of the initiation of the investigation procedure by the Hungarian Antimonopoly Office concerning the acquisition of control over Prohuman 2004 by G.I. Group - file reference VJ- 043/2020?**
2. **What was the nature of the Company's control over Prohuman 2004 justifying the consolidation of Prohuman's results with those of the Group?**
3. **What events have occurred specifically and when, that have been classified by Management Board as a loss of control of the Company? Is this about a specific event, not a general statement that a dispute arose?**
4. **What does the capital structure of Prohuman company look like?**

5. **What is the corporate dispute in relation to Prohuman? What actions were taken to solve it?**
6. **Has the Company asked Prohuman to provide its 2020 financial results? If so, when and in what form?**
7. **What specific actions are undertaken by the Company to restore control over Prohuman?**
8. **At what stage is the process of selling shares in the company Prohuman? In addition to the selection of advisor for this process, have any further steps been taken?**
9. **Has the Company already received any preliminary offers for the sale of Prohuman shares?**
10. **Has the Company received an offer or has it agreed so far with the other shareholder of Prohuman 2004 Kft to sell to this entity its shares in Prohuman for the amount of about 190 M PLN?**
11. **Has any such interest been expressed to the Company by G.I. or an entity related to them?**

**The Company's response to questions 1-11 above:**

*Information regarding the situation regarding the Company's control over Prohuman 2004 Kft was published by the Company in current report No. 17/2021 dated 31 March 2021. "Management's assessment of the loss of control of the subsidiary Prohuman under IFRS 10" and in current report No. 109/2020 dated 31 December 2020. "Evaluation of the Company's Management Board as to the events taking place in the subsidiary Prohumán".*

*The remaining part of the questions does not concern the matters included in the agenda of the Ordinary General Meeting of Shareholders of June 15, 2021, and therefore, in accordance with Article 428 § 1 of the Code of Commercial Companies, providing information is not justified for the assessment of the matters included in the agenda.*