

NOTICE**OF THE MANAGEMENT BOARD OF POLENERGIA SPÓŁKA AKCYJNA
ON THE CONVENING OF AN EXTRAORDINARY GENERAL MEETING****1. Date, time and place of the General Meeting and detailed agenda:**

The Management Board of the company under the name **of Polenergia Spółka Akcyjna** with its registered office in Warsaw (address: Krucza 24/26, 00-526 Warsaw), entered into the register of entrepreneurs of the National Court Register by the District Court for the m.st of Warsaw in Warsaw, XII Commercial Division of the National Court Register, under KRS number: 0000026545, NIP: 5261888932, share capital in the amount of: PLN 154,437,826.00, paid in full (the "**Company**"), acting pursuant to Article 399 § 1 in conjunction with Article 395, Article 402¹ and Article 402² of the Commercial Companies Code, **convenes an Extraordinary General Meeting of the Company for 15 January 2026, at 12:00** (the "**Extraordinary General Meeting**").

The Extraordinary General Meeting of the Company will be held in Warsaw, at the premises at 24/26 Krucza Street, 00-526 Warsaw (conference room, fourth floor).

1. The proposed agenda includes:
2. Opening of the Extraordinary General Meeting;
3. Election of the Chairman of the Extraordinary General Meeting;
4. Confirmation of the correctness of the convening of the Extraordinary General Meeting and its ability to adopt resolutions and adoption of the agenda;
5. Adoption of a resolution on amendments to the Remuneration Policy for Members of the Management Board and Supervisory Board in Polenergia S.A.;
6. Closing of the Extraordinary General Meeting.

In addition, in accordance with Article 402² of the Commercial Companies Code, the Management Board presents the following information:

2. The right of a shareholder to request that certain matters be placed on the agenda of the Extraordinary General Meeting

A shareholder or shareholders representing at least one-twentieth (1/20) of the Company's share capital may request that certain matters be placed on the agenda of the Extraordinary General Meeting. This request should be submitted to the Management Board of the Company no later than twenty-one (21) days before the scheduled date of the meeting, i.e. by 25 December 2025. The request should include a justification or a draft resolution regarding the proposed agenda item. may be submitted in writing to the following address: Management Board of Polenergia S.A., Krucza 24/26 Street, 00-526 Warsaw, or in electronic form to the following address: wza@polenergia.pl.

In addition, taking into account rule 4.6 sentence 2 of the Best Practices for WSE Listed Companies 2021, the Management Board will ask the shareholder or shareholders referred to above to provide a justification for the proposed resolution, unless it is presented in advance together with the request.

3. Shareholder's right to submit draft resolutions

A shareholder or shareholders representing at least one-twentieth (1/20) of the Company's share capital may, prior to the date of the Extraordinary General Meeting, submit draft resolutions on matters included in the agenda of the Extraordinary General Meeting or matters to be included in the agenda. This notification may be submitted in writing to the following address: Management Board of Polenergia S.A., Krucza 24/26 Street, 00-526 Warsaw, or by sending it by electronic means to the following address: wza@polenergia.pl.

In addition, each of the shareholders may submit draft resolutions on matters included in the agenda during the Extraordinary General Meeting.

Taking into account the principles 4.6, sentence 2 and 4.8. Best Practices for WSE Listed Companies 2021 The Management Board asks shareholders to submit draft resolutions no later than 3 days before the Extraordinary General Meeting and to present these drafts with justification in order to facilitate the voting on resolutions with due diligence for shareholders participating in the Extraordinary General Meeting.

4. Verification of the identity and rights of a shareholder or shareholders requesting that certain matters be placed on the agenda of the Extraordinary General Meeting or submitting draft resolutions

Shareholder or shareholders: (i) requesting that certain matters be placed on the agenda; or (ii) submitting draft resolutions; they should submit, together with the request or notification, documents confirming their entitlement to request the inclusion of certain matters on the agenda or the submission of draft resolutions, in particular a certificate of deposit issued by the entity maintaining the securities account in accordance with the regulations on trading in financial instruments, confirming that its addressee is a shareholder of the Company and holds an appropriate number of shares as at the date of submission of the request or a certificate of entitlement participation in the Extraordinary General Meeting referred to in Article 406³ § 1 of the Commercial Companies Code.

In the case of a shareholder other than a natural person, the person requesting that certain matters be placed on the agenda or submitting draft resolutions should also submit an up-to-date excerpt from the relevant register or other documents confirming the authorization to represent the shareholder.

The obligation to attach the documents referred to above applies to shareholders who submit a request both in writing and in electronic form. Documents should be attached in the form appropriate to the form of the request (the original document or its copy or a scan in PDF format).

If a proxy acting on behalf of a shareholder or shareholders makes a request to place certain matters on the agenda or to submit a draft resolution, together with the notification or request, the proxy should submit documents confirming his or her authorisation to act on behalf of the shareholder or shareholders in the manner specified above.

The Company may take the necessary actions to identify the shareholder or shareholders and to entitle the shareholder or shareholders to request that certain matters be placed on the agenda or that draft resolutions be submitted. This verification may consist in particular in a request to submit additional documents, a return question in electronic form, by telephone or by means of distance communication addressed to the shareholder, his representative(s) or person(s) acting on their behalf.

5. Method of exercising the right to vote by a proxy

A shareholder who is a natural person may participate in the Extraordinary General Meeting and exercise the right to vote in person or by proxy. A shareholder who is not a natural person may

participate in the Extraordinary General Meeting and exercise the right to vote by persons authorized to represent him or her or by proxy.

The power of attorney to participate in the Extraordinary General Meeting and exercise the right to vote must be granted in writing or in electronic form. Granting a power of attorney in electronic form does not require a qualified electronic signature. The form containing the model of the power of attorney is available from the date of publication of this announcement on the Company's website at <https://www.polenergia.pl/walne-zgromadzenia/>.

The Company should be notified of the granting of a power of attorney in electronic form by means of electronic communication, by sending the relevant information by e-mail to the following address: wza@polenergia.pl and attaching a power of attorney document in PDF format to this information.

The information on granting a power of attorney should contain the exact designation of the attorney and the principal – with the indication of the name, surname, address and data allowing contact (phone number or e-mail address) of both these persons. The information on the granting of the power of attorney should also include its scope, i.e. indicate the number of shares from which the voting right will be exercised and the date and determination of the General Meeting of the Company at which these rights will be exercised.

In the case of a shareholder other than a natural person, the person submitting the information on granting a power of attorney should also submit a copy of an excerpt from the relevant register or other document confirming the authorization of the natural person(s) to represent the shareholder at the Extraordinary General Meeting.

The Company may take appropriate steps to identify the shareholder and proxy in order to verify the validity of the power of attorney granted in electronic form and the identity of the persons granting the power of attorney. This verification may consist in particular in a request to submit additional documents, a return question in electronic form, by telephone or by means of distance communication, addressed to the shareholder or proxy in order to confirm the fact of granting the power of attorney and its scope. The Company reserves that failure to answer the questions asked during the verification may be treated as an inability to verify the granting of a power of attorney and may constitute the basis for refusing to admit the proxy to participate in the Extraordinary General Meeting.

Documents submitted or sent, if they are drawn up in a language other than Polish, should be translated into Polish by a sworn translator.

Granting a power of attorney in electronic form does not release the proxy from the obligation to present documents for the identification of the proxy when drawing up the list of attendance at the Extraordinary General Meeting.

In order to identify each proxy, the Management Board of the Company reserves the right to require the proxy to present when drawing up the attendance list:

- 1) in the case of a proxy who is a natural person – the original identity card, passport or other official identity document of the representative; or
- 2) in the case of a proxy who is not a natural person – the original or a copy (certified as true to the original) of an excerpt from the relevant register or other document confirming the authorisation of the natural person(s) to represent the proxy at the Extraordinary General Meeting (e.g. an uninterrupted series of powers of attorney) and an identity card, passport or other official identity document of such natural person(s) authorised to represent the proxy at the Extraordinary General Meeting.

If the proxy at the Extraordinary General Meeting is a Member of the Management Board, a Member of the Supervisory Board, a liquidator, an employee of the Company or a member of the body or an employee of the Company's subsidiary, the proxy may authorize representation at

only one General Meeting. The proxy is obliged to disclose to the shareholder the circumstances indicating the existence or possibility of a conflict of interest. Granting further power of attorney is excluded. Such a proxy votes in accordance with the instructions given by the shareholder.

The form allowing the proxy to exercise the right to vote can be found on the Company's website – <https://www.polenergia.pl/walne-zgromadzenia/>. The use of this form is not mandatory.

If the proxy is instructed to exercise the right to vote, the Company will not verify whether the proxy exercises the right to vote in accordance with the instructions received from the principal.

The rules concerning the application of a power of attorney and the identification of the proxy and principal shall apply accordingly to the notification of the Company of the revocation of the power of attorney.

6. Possibility and manner of participating in the Extraordinary General Meeting and speaking during the Extraordinary General Meeting using electronic means of communication

The Company does not provide for the possibility of participating and expressing its opinion during the Extraordinary General Meeting using electronic means of communication.

7. Method of exercising the right to vote by correspondence or by means of electronic communication

The Company does not provide for the possibility of exercising the right to vote by correspondence or by means of electronic communication.

8. Shareholder's right to ask questions

Shareholders participating in the Extraordinary General Meeting have the right to ask questions regarding matters included in the agenda of the Extraordinary General Meeting within the scope regulated by Article 428 of the Commercial Companies Code.

9. Registration day for participation in the Extraordinary General Meeting

The date of registration of participation in the Extraordinary General Meeting of the Company is 30 December 2025.

10. The right to participate in the Extraordinary General Meeting

The right to participate in the Extraordinary General Meeting, in accordance with Article 406¹ § 1 of the Commercial Companies Code, is granted only to persons who are shareholders of the Company sixteen (16) days prior to the date of the Extraordinary General Meeting.

In order to ensure participation in the Extraordinary General Meeting, a shareholder entitled to dematerialised bearer shares of the Company should request, not earlier than after the announcement of the convening of the Extraordinary General Meeting (i.e. not earlier than on 19 December 2025) and no later than on the first working day following the date of registration of participation in the Extraordinary General Meeting (i.e. no later than on 31 December 2025), from the entity maintaining the securities account to issue a personal certificate of the right to participate in the Extraordinary General Meeting.

It is recommended that the shareholders collect the above-mentioned certificate of the right to participate in the Extraordinary General Meeting of the Company and have this document during the registration of participation in the Extraordinary General Meeting.

The Company establishes the list of shareholders entitled to participate in the Extraordinary General Meeting on the basis of the list provided by the National Depository for Securities and prepared on the basis of personal certificates of the right to participate in the Extraordinary General Meeting issued by entities maintaining securities accounts.

The list of shareholders entitled to participate in the Extraordinary General Meeting will be displayed at the premises at 24/26 Krucza Street in Warsaw, from 9.00 a.m. to 5.00 p.m., three (3) working days prior to the Extraordinary General Meeting, i.e. on 12, 13 and 14 January 2026.

A shareholder of the Company may request that a list of shareholders entitled to participate in the Extraordinary General Meeting be sent to him or her free of charge to the address for electronic delivery or by e-mail, stating the address to which the list should be sent.

The request should be delivered to the following address: wza@polenergia.pl in PDF format. The request should be accompanied by copies confirming the status of a shareholder of the Company or authorization to act on its behalf. The Company may take the necessary steps to identify the shareholder or shareholders or persons authorized to act on their behalf.

11. Method of making documentation available and website address

The documentation and draft resolutions to be presented to the Extraordinary General Meeting will be published on the Company's website from the date of the announcement of the convening of the Extraordinary General Meeting, in accordance with Article 402³ § 1 of the Commercial Companies Code – i.e. from 19 December 2025).

Information regarding the Extraordinary General Meeting is available on the Company's website: <https://www.polenergia.pl/walne-zgromadzenia/> in the Investor Relations/General Meetings tab.

Correspondence related to the Extraordinary General Meeting should be addressed to the following address: wza@polenergia.pl.

At the same time, the Management Board of the Company informs that the broadcast of the Extraordinary General Meeting in real time will be available at the address available on the Company's website: <https://www.polenergia.pl/walne-zgromadzenia/>.