# ANNOUNCEMENT OF THE MANAGEMENT BOARD OF

# ASSECO BUSINESS SOLUTIONS S.A. ON CONVENING

# THE ORDINARY GENERAL MEETING

1. **DATE, TIME, AND VENUE OF THE GENERAL MEETING**

Asseco Business Solutions S.A., having its registered office in Lublin at ul. Konrada Wallenroda 4C, 20-607 Lublin, registered in the Companies’ Register at District Court Lublin-East, seated in Świdnik, VI Economic Department of the National Court Register, under KRS no.: 0000028257 (“**Company**”), pursuant to Article 399(1) of the Code of Commercial Companies and Partnerships and having regard to Article 19(1)(1) and (2) of the Regulation of the Minister of Finance of 29 March 2018 on current and periodic information provided by issuers of securities and on the conditions for recognition as equivalent of the information required by the laws of a non-member state (Journal of Laws of 2018, item 757), convenes on the **31st day of May 2022** an Ordinary General Meeting of the Company (“**General Meeting**”), to be held at noon in the Company’s seat in Lublin, at ul. Spokojna 2, 20-074 Lublin.

1. **DETAILED AGENDA**

The agenda for the Ordinary General Meeting shall be as follows:

1. The opening of the General Meeting;
2. Election of the Chairperson of the General Meeting;
3. Confirmation that the General Meeting has been properly convened and has the capacity to adopt resolutions; a decision on the appointment of the Returning Committee;
4. Adoption of the agenda;
5. Examination of the Report of the Management Board on the Company’s Operations in the Financial Year 2021, the Company’s Financial Statements for the Year Ended 2021 and the Independent Statutory Auditor’s Report on the Auditing of the Company’s Financial Statements for the Financial Year 2021;
6. Adoption of a resolution approving the Report of the Management Board on the Company’s Operations in the Financial Year 2021;
7. Adoption of a resolution approving the Company’s Financial Statements for the Year Ended

2021;

1. Examination of content of the Annual Report of the Supervisory Board for 2021 covering: the Supervisory Board’s Report on Operations in 2021 and the Report of the Supervisory Board on the Assessment of the Report of the Management Board on the Company’s Operations in the Financial Year 2021 and on the Assessment of Company’s Financial Statements for the year Ended 2021 and the Proposal of the Management Board regarding the Distribution of Profit for the Financial Year 2021;
2. Adoption of resolutions on giving a vote of approval to the Members of the Management Board for the discharge of their duties during the financial year 2021;
3. Adoption of resolutions on giving a vote of approval to the Members of the Supervisory Board for the discharge of their duties in the financial year 2021;
4. Adoption of a resolution on the distribution of profit earned by Asseco Business Solutions S.A. in the financial year 2021 and the payment of dividend;
5. Review of the Report on the Remuneration of Members of the Management Board and Supervisory Board of Asseco Business Solutions S.A. for 2021, prepared by the Supervisory Board of the Company;
6. Adoption of a resolution on an opinion on the Report on the Remuneration of Members of the Management Board and Supervisory Board of Asseco Business Solutions S.A. for 2021;
7. Adoption of a resolution on the appointment of Members of the Supervisory Board;
8. Adoption of a resolution on the remuneration payable to the Members of the Supervisory

Board;

1. The closing of the General Meeting.
	1. **ELIGIBILITY TO PARTICIPATE IN THE GENERAL MEETING**

The Management Board of the Company announces that the right to participate in the General Meeting shall be exercised, pursuant to Article 406¹ of the Code of Commercial Companies and Partnerships, only by persons who are shareholders of the Company sixteen days before the date of the General Meeting, i.e. on **15 May 2022** (the day of registration for the General Meeting, hereinafter: **the Registration Day),** subject to the condition that they request the entities that keep their securities accounts to issue a personal certificate of eligibility to participate in the General Meeting. Such a request may not be submitted before the announcement of the convention of the General Meeting (i.e. not earlier than on 4 May 2022), nor after the first business day following the Registration Day (i.e. not later than on 16 May 2022).

The list of shareholders entitled to participate in the General Meeting shall be prepared on the basis of a register provided by the entity running the depository for securities (the National Depository for Securities) and displayed at the Company’s seat at ul. Konrada Wallenroda 4c, 20-607 Lublin and in the Company’s premises at ul. Spokojna 2, 20-074 Lublin, between 9:00am and 5:00pm for three business days before the General Meeting is held, i.e. on 26, 27 and 30 May 2022. Each shareholder may request the Company to send them the list of shareholders free of charge by e-mail to the requested address. Each shareholder may submit such a request by electronic mail to biuro.zarzadu@assecobs.pl.

* 1. **DOCUMENTS AND INFORMATION RELATING TO THE GENERAL MEETING**

In accordance with Article 4023 of the Code of Commercial Companies and Partnerships, on the website [www.assecobs.pl](http://www.assecobs.pl/) in the Investor Relations tab, the Company shall make available (as from the date of announcing the General Meeting, i.e. 4 May 2022) the following documents and information regarding the General Meeting:

1. announcement on convening the Ordinary General Meeting;
2. draft resolutions;
3. sample powers of proxy to vote through a proxy;
4. information on the total number of shares in the Company and the total number of votes from the shares on the day of the announcement;
5. documentation to be discussed at the Ordinary General Meeting, including:
	1. the Report of the Management Board on the Company’s Operations in the Financial Year 2021;
	2. the Company’s Financial Statements for the Year Ended 2021;
	3. the Independent Statutory Auditor’s Report on the Auditing of the Company’s Financial Statements for the Financial Year 2021;
	4. the Annual Report of the Supervisory Board for 2021, including: the Supervisory Board’s Report on Operations for 2021 and the Report of the Supervisory Board on the Assessment of the Report of the Management Board on the Company’s Operations in the Financial Year 2021 and on the Assessment of Company’s Financial Statements for the Year Ended 2017 and the Proposal of the Management Board regarding the Distribution of Profit for the Financial Year 2021,
	5. the Report on the Remuneration of Members of the Management Board and Supervisory Board of Asseco Business Solutions S.A. for 2021 together with the Statutory Auditor’s Report on the Review of the Report on Remuneration;
6. specimen of the declaration of a candidate for membership in the Supervisory Board;
7. information clause for the shareholders of Asseco Business Solutions S.A. who are natural persons and shareholders’ proxies who are natural persons and natural persons who represent shareholders.

In addition, the Company’s website shall provide any other information relating to the General Meeting that the Company deems necessary. A person entitled to participate in the General Meeting may obtain the full text of the aforesaid documentation at the Company’s seat at ul. Konrada Wallenroda 4c, 20-607 Lublin and in the Company’s premises at ul. Spokojna 2, 20-074 Lublin, as from the date of announcing the General Meeting (i.e. from 4 May 2022) on business days from 9:00am to 5:00pm.

* 1. **PROCEDURES FOR PARTICIPATION AND EXERCISE OF VOTING RIGHTS**

# General Information

If any of the below mentioned procedures require submission of any notifications, proposals, requests or statements related to the General Meeting by electronic means to the Company or to the Company’s Management Board, the following should be taken into account:

1. they should be sent to the following e-mail address:

biuro.zarzadu@assecobs.pl,

1. they should be submitted within the deadlines determined in the relevant procedure, whereas the time of submission shall be deemed as the moment of entering a message into electronic means of communication in such a way as to enable a person acting on behalf of the Company to get familiar with the message within the working hours of the Office of the Management Board, i.e. on business days from 9:00am till 5:00pm,
2. the Company shall not be responsible for the consequences caused by the incapacity to use electronic means to communicate with the Company, or for the failure to deliver to the Company the correspondence sent by an eligible participant in electronic form, if the above is caused by reasons beyond the Company’s control.

# Right to request the inclusion of certain issues on the agenda of the General

**Meeting**

In accordance with Article 401(1) of the Code of Commercial Companies and Partnerships, a shareholder or shareholders representing at least one twentieth of the share capital may request that certain issues be put on the agenda of the next General Meeting. Such a request should include relevant justification or a draft resolution on the proposed item of the agenda. Any such request must be notified to the Management Board at least twenty one days before the General Meeting is held. Furthermore, the request must be accompanied by documents confirming beyond any doubt that at the date of submitting the request the requesting parties are shareholders representing at least one-twentieth of the Company’s share capital (e.g. a depositary receipt or certificate). The request should indicate an address for correspondence with the requesting party. The request, its form and the manner of submission shall comply with the provisions of law and the requirements specified in this announcement. Requests made in writing shall be sent to the Company’s registered office at ul. Konrada Wallenroda 4C, 20-607 Lublin. The Management Board indicates that in order to meet the abovementioned deadline for submitting the request, such a request must be delivered to the Management Board within this time limit. Hence, it is not sufficient just to post the request before the deadline. The request may also be sent by electronic mail to biuro.zarzadu@assecobs.pl.

If the submitted request satisfies the above-mentioned requirements, the Management Board shall announce changes in the agenda of the General Meeting allowing for the request. Such changes shall be announced not later than eighteen days before the established date of the General Meeting. The relevant announcement shall be made in the manner appropriate for convening of the General Meeting. If the submitted request fails to satisfy the above-mentioned requirements, the Company, within three business days of receiving that request, shall inform the petitioners accordingly and indicate the deficiencies resulting in rejection of the request. A duly supplemented request may be resubmitted provided the above-mentioned submission deadline is met.

# Right to submit draft resolutions on the issues included in the meeting agenda or on the issues to be included in the meeting agenda before the date of the General Meeting

A shareholder or shareholders jointly representing at least one twentieth of the share capital may – before the General Meeting date – propose to the Company, in writing or by electronic means, draft resolutions on matters covered by the agenda of the General Meeting, or matters to be put on the agenda of the General Meeting. Such proposals should be submitted to the Company no later than on the day preceding the date of the General Meeting. Furthermore, the proposed draft resolutions must be accompanied by documents confirming beyond any doubt that on the date of submitting the proposal the proposing parties are shareholders representing at least one-twentieth of the Company’s share capital (e.g. a depositary receipt or certificate). Proposals should indicate an address for correspondence with the proposing parties. Proposals should be made in writing and sent to the Company's seat, ul. Konrada Wallenroda 4C, 20-607 Lublin. The Management Board indicates that in order to meet the abovementioned deadline for submitting proposed draft resolutions, such proposals must be delivered to the Management Board within the deadline. Hence, it is not sufficient just to mail the proposal within the deadline. Such a proposal may be also sent by e-mail to the address: biuro.zarzadu@assecobs.pl. Any relevant proposal, attached documents and the manner of their submission as well as the form of the proposed draft resolutions shall comply with the provisions of law and the requirements specified in this announcement. If a proposal containing draft resolutions is submitted in compliance with the above-mentioned requirements, the draft resolutions shall be immediately announced on the Company’s website. If a proposal of draft resolutions fails to correspond to the requirements specified above, the Company, within three business days of the receipt of the proposal (but no later than the day before the General Meeting), shall notify the submitting party indicating the deficiencies that prevent the announcement of its draft resolutions.

# Shareholder’s right to submit draft resolutions on matters included in the agenda during the proceedings of the General Meeting

Each eligible participant may, during the course of the General Meeting, propose draft resolutions concerning the issues included in the meeting agenda. Participants are required to inform the meeting Chairperson about their intention of proposing draft resolutions and to submit such draft resolutions in writing to the Chairperson, at the latest after the General Meeting passes a resolution on adopting the meeting agenda.

# Exercise of voting rights by a proxy, notification of establishing a proxy sent to the Company by means of electronic communication, and use of document forms during voting by a proxy

According to Articles 412-412² of the Code of Commercial Companies and Partnerships, a shareholder may participate in the General Meeting and exercise his or her voting rights personally or by a proxy. A proxy shall execute all the shareholder rights at the General Meeting, unless their power of proxy states otherwise. A proxy may also grant a further power of proxy if doing so is allowed by their powers. A proxy may represent more than one shareholder and vote differently using
shares of each of the represented shareholders. A shareholder who holds shares in multiple securities accounts may appoint separate proxies to exercise the rights from shares recorded in each of those accounts. In the specific event where the proxy at the General Meeting is a member of the Management Board, member of the Supervisory Board, or an employee of the Company, or a member of the governing bodies or an employee of the Company’s subsidiary, the following rules shall apply:

1. the power of proxy may authorise a person to act as a proxy at one General Meeting only,
2. a proxy is obliged to disclose to the shareholder any circumstances that indicate the existence or the possibility of existence of conflict of interest,
3. the granting of a further power of proxy is precluded,
4. a proxy should vote in accordance with the instructions given by the shareholder. The power of proxy to participate at the Company’s General Meeting and to exercise voting rights should be made in writing or in electronic form. If the power of proxy is granted in electronic form, the principal shall notify the Company accordingly. Such notification shall be submitted to the Company allowing the time for identification of the principal and his or her designated proxy and in any case not later than on the day preceding the General Meeting. Notification may be made in writing or in electronic form. If made in writing, it shall be sent to the Company’s seat, i.e. ul. Konrada Wallenroda 4C, 20-607 Lublin. The Management Board underlines that in order to meet the abovementioned deadline for submitting notification, such notification must be delivered to the Management Board within the deadline. Hence, it is not sufficient just to mail the notification within the deadline. Notification made in electronic form shall be sent to the Company by e-mail to the following address: biuro.zarzadu@assecobs.pl.

The notification shall include:

1. name and surname or the name (corporate name) of the principal and the names and surnames of the persons entitled to grant power of attorney on its behalf,
2. type and number of the identity document as well as the principal's personal identification number (PESEL) in case of natural persons, or company registration number (KRS) in case of legal persons entered in the register of entrepreneurs,
3. name and surname of the proxy,
4. place of residence (headquarters) of the principal and proxy,
5. phone number or e-mail address that allow undisturbed contact with the principal,
6. the date of the power of proxy,
7. indication of the General Meeting to which the power of proxy is awarded,
8. the scope of the power of proxy, and in particular any limitations of the power as well as indication whether the proxy may designate further proxies,
9. indication whether the power of proxy is revocable.

If the notification is submitted in compliance with the above-mentioned requirements, the Company shall immediately confirm to the principal the fact of being notified.

If the notification fails to meet these requirements, the Company shall immediately inform the notifying party indicating identified deficiencies.

Failure to give notification or notification given in violation of the requirements mentioned above is taken into account when determining the existence of a legitimate authorization of the proxy to represent the principal at the General Meeting. In particular, it may prevent or exclude a person from participation in the General Meeting. Every participant, inclusive of a proxy, is required to sign on the attendance list immediately upon arrival at the General Meeting. Before signing on the attendance list, participants are obliged to produce an ID to confirm their identity beyond any doubt. Whereas, persons acting as representatives (proxies), before signing on the list of attendance, are additionally obliged to submit to the minutes documents confirming undoubtedly their legitimate authorization to represent the principal at the General Meeting. Furthermore, a proxy whose power has been granted in electronic form, before being entered on the attendance list, shall be additionally obliged to submit to the minutes a print-out of their power of proxy or to send such a document to the Company by e-mail to: biuro.zarzadu@assecobs.pl.

The Company has published forms that can be used by the shareholders to exercise their right to vote by a proxy. They are available on the website: [www.assecobs.pl](http://www.assecobs.pl/) Investor Relations. Nevertheless, the Company's shareholders are not obliged to use those forms.

The above rules shall also be applicable for granting and cancelling further powers of proxy.

# Participation in the General Meeting by means of electronic communication shall not be allowed.

**It is not admissible to exercise voting rights by post or by means of electronic communication.**

**Registration of attendance at the General Meeting**

Persons entitled to participate in the General Meeting are requested to register their attendance and collect voting cards directly before entering the meeting venue, half an hour before the General Meeting is commenced.

# Information about the processing of personal data

The personal data of shareholders and shareholders’ proxies and representatives participating in the General Meeting shall be processed while respecting the rights and freedoms of persons, pursuant to and in accordance with applicable law and for the purpose and to an extent necessary for Asseco Business Solutions S.A. to fulfil its legal obligations, such as, in particular, organising and enabling participation in the General Meeting. Asseco Business Solutions S.A. shall take all appropriate security measures required by the law as well as generally accepted principles of protecting the confidentiality of information. Information, including personal data, shall be secured in a manner corresponding to the level of risk that they pose. Detailed information on the processing of personal data shall be included in the information clause for the shareholders of Asseco Business Solutions S.A. who are natural persons and shareholders’ proxies who are natural persons and natural persons representing shareholders.

***Other information***

Information concerning the General Meeting shall be made available on the Company’s website: [www.assecobs.pl.](http://www.assecobs.pl/)

The Management Board informs that matters not covered by this announcement shall be governed by the provisions of the Code of Commercial Companies and Partnerships, the Articles of Association and Rules of Procedure of the General Meeting; therefore, the shareholders are advised to get acquainted with these regulations.

If you have questions or doubts related to your participation in the General Meeting, please contact the Company’s Legal Department at + 48 81 53 53 000 or by writing to: biuro.zarzadu@assecobs.pl.