

Notice of the Management Board of LPP SA with its registered office in Gdańsk on convening the Extraordinary General Meeting of the Company

1. Date, time and place of the Extraordinary General Meeting and its detailed agenda:

The Management Board of LPP Spółka Akcyjna with its registered office in Gdańsk (the "Company"), acting under Article 395 § 1, Article 399 § 1 in conjunction with Article 402¹ and Article 402² of the Commercial Companies Code ("CCC") and the provision of §§ 27, 28 and 29 of the Company's Articles of Association, hereby convenes the Extraordinary General Meeting of the Company to be held on 23 January 2026, at 10:00 a.m., at the registered office of the Company in Gdańsk, at ul. Łąkowa 39/44, with the following agenda:

1. Opening of the meeting and election of the Chairman of the Meeting.
2. Establishing whether the General Meeting has been duly convened and has the capacity to adopt resolutions, drawing up the attendance list.
3. Adoption of the agenda.
4. Presentation of the resolution of the Supervisory Board on its opinion on matters put on the agenda of the Extraordinary General Meeting.
5. Adoption of the Incentive Programme.
6. Establishment of the reserve capital.
7. Adoption of amendments to the Remuneration Policy for supervisory and management bodies of LPP SA.
8. Determination of the remuneration for members of the Supervisory Board.
9. Closing of the General Meeting session.

Simultaneously, the Management Board indicates that the aforementioned items on the agenda of the Annual General Meeting are justified by the following circumstances:

1. Election of the Chairperson of the Meeting.

The matter is exclusively of a procedural nature and necessary for the proper organisation of the Annual General Meeting. Pursuant to Article 409 § 1 of the Commercial Companies Code, the Chairperson of the Meeting is elected from among persons eligible for participation in the General Meeting. Moreover, pursuant to § 11 of the Regulations of the General Meetings of Shareholders of LPP S.A., the Annual General Meeting is opened by the Chairperson of the Supervisory Board or a person authorised by the Chairperson. In their absence, the General Meeting is opened by the President of the Management Board or a person appointed by the Management Board. Subsequently, the person opening the meeting announces the election of the Chairperson of the General Meeting from among all participants who have the right to vote.

2. Establishing whether the General Meeting has been duly convened and has the capacity to adopt resolutions, drawing up the attendance list.

The matter is of a procedural nature. Pursuant to Article 410 § 1 of the Commercial Companies Code and § 10 of the Regulations of the General Meeting of Shareholders of LPP S.A., an attendance list containing a list of participants of the General Meeting with an indication of the number of shares represented by each of them and the number of votes assigned to them, signed by the Chairperson of the General Meeting, should be prepared immediately after the election of the Chairperson and made available during the meeting. On the other hand, in accordance with the provision of § 12(3)(a) of the Regulations of the General Meeting of Shareholders, it is the Chairperson's responsibility to ascertain the correctness of the convening of the General Meeting and its capacity to adopt resolutions. This is a derivative of the requirement of the provision of Article 421(1) of the Commercial Companies Code requiring that a statement on the correctness of the convening of the General Meeting and its capacity to adopt resolutions is included in the minutes.

3. Adoption of the agenda

The issue is exclusively of a procedural nature and necessary for the proper organisation of the Annual General Meeting. The Annual General Meeting proceeds according to the adopted agenda. The agenda contained in the draft resolution will be proposed by the Company's Management Board. Pursuant to Article 404 § 1 of the Commercial Companies Code, no resolution may be adopted on matters which are not on the agenda unless the full share capital is represented at the General Meeting and none of the persons attending has objected to the adoption of the resolution.

4. Presentation of the resolution of the Supervisory Board on its opinion on matters put on the agenda of the Extraordinary General Meeting.

The provision of § 33(2) of the Company's Articles of Association and Rule 4.7. of the Best Practice for WSE Listed Companies 2021 requires that the opinion on matters to be discussed at the General Meeting should be presented to the Supervisory Board for its consideration and opinion. This agenda item exhausting these requirements allows for the presentation of the Supervisory Board's opinion.

5. Adoption of the Incentive Programme.

The adoption of the Incentive Programme for members of the management board, employees and associates of LPP SA Group is aimed at creating appropriate mechanisms whose target is to motivate members of the management board, employees and associates of the Company and LPP SA Group by linking their interests with the targets and strategy of the Company, and, as a result, to increase the value of the Company in the long term and maintain the engagement of members of the Management Board, employees and associates to the business of the Company and Group.

6. Establishment of reserve capital.

The establishment of reserve capital is an executive action necessary for the adoption of the Incentive Programme, which is the subject of the preceding item, and is based on the provisions of Article 396 § 4 and 5, Article 345 § 4 of the Commercial Companies Code and § 10 of the Company's Articles of Association.

7. Adoption of amendments to the Remuneration Policy for the supervisory and management bodies of LPP SA.

The need to introduce changes to the Remuneration Policy results from the obligation provided for in Article 90d(1) of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, and is related to the introduction of a new incentive programme.

8. Determination of the remuneration of Supervisory Board Members.

Item 8 results from the need to update the Supervisory Board Members' pay. Pursuant to Article 392 of the Commercial Companies Code, the competence in this respect belongs to the General Meeting.

9. Closing of the General Meeting session.

The item is of a procedural nature.

2. Electronic communication between shareholders and the Company in connection with the Extraordinary General Meeting

Within the limits set by the Commercial Companies Code, shareholders may contact the Company using electronic means of communication, in particular, they may submit motions, requests, ask questions and send notices and documents.

Shareholders communicate with the Company electronically using the following e-mail address: wza@lpp.com. Any risk associated with the use of electronic communication with the Company is borne by the shareholder.

Along with documents sent electronically, drawn up in the original language other than English, the shareholder sends their English translations prepared by a sworn translator.

All documents sent electronically by the shareholder to the Company and from the Company to the shareholder should be scanned (converted) into PDF format.

3. Shareholders' right to supplement the agenda of the General Meeting and propose draft resolutions

3.1. Shareholders' right to request inclusion of specific items on the agenda of the General Meeting

The Company's shareholder(s) representing at least one twentieth of the share capital may request to include specific items on the agenda of the Extraordinary General Meeting of the Shareholders. The request, with a rationale or a draft resolution concerning the proposed item on the agenda, should be submitted to the Company's Management Board no later than 21 days before the set date of the Meeting, i.e. by 2 January 2026. The request may be submitted in writing or in an electronic form, following the rules described in section 2 above.

The request submitted both in writing and electronically must be attached with a copy of the deposit certificate and the documents referred to in section 4.2(b) below.

3.2. Shareholder's right to submit draft resolutions

The Company's shareholder(s) representing at least one twentieth of the share capital may, before the date of the Extraordinary General Meeting, submit draft resolutions concerning items put on the agenda of the Extraordinary General Meeting or items which are to be added to the agenda. A notice to that effect may be submitted in an electronic form following the rules described in section 2 above or in writing. The said notice must be attached with the documents referred to in section 4.2(b).

During the Extraordinary General Meeting, each shareholder may submit draft resolutions on items put on the agenda. Such draft resolutions should be presented in Polish.

4. Exercise of the voting right by proxy

4.1. General principles for exercising the voting right by proxy

A shareholder who is a natural person may participate in the Extraordinary General Meeting and exercise his/her right to vote in person or by proxy. A shareholder who is not a natural person may participate in the Extraordinary General Meeting by person(s) authorised to represent it (with power and authority to make declarations of will on its behalf) or by proxy.

A power of attorney for the proxy to attend the Meeting and exercise the right to vote must be granted in writing or in an electronic form.

A proxy shall exercise all rights of the shareholder at the Extraordinary General Meeting unless the power of attorney provides otherwise. A proxy may grant further power of attorney if so specified in the power of attorney. A proxy may represent more than one shareholder and vote differently for each shareholder. A shareholder holding shares registered on more than one securities account may appoint separate proxies to exercise the rights attached to shares held on each account.

The Company also informs that if a shareholder grants the power of attorney together with a voting instruction, the Company shall not verify whether proxies exercise voting rights as instructed by shareholders. Consequently, the Company informs that a voting instruction should be given to the appointed proxy only.

From the date of convening this Extraordinary General Meeting, the forms for exercising voting rights by proxy are available on the Company's website at: <https://www.lpp.com/relacje-inwestorskie/lad-korporacyjny/walne-zgromadzenia/>.

4.2. Notification of the Company of the power of attorney granted by means of electronic communication

- (a) Shareholders shall notify the Company of having granted the power of attorney in an electronic form at e-mail address: wza@lpp.com. In the notice, the shareholder provides his/her phone number and e-mail address as well as a telephone number and e-mail address of the proxy, through which the Company will be able to communicate with the shareholder and the proxy. The notice on the granting of the power of attorney should also include information on the scope of the power of attorney, i.e. indicate the number of shares under which the voting right will be exercised and the date of the General Meeting at which these rights will be exercised.
- (b) Along with the notice on the power of attorney granted in an electronic form, the shareholder shall send the wording (text) of the power of attorney, except for instructions for exercising the right to vote by proxy, a scan of the ID card or passport pages enabling the identification of the shareholder and the proxy, or a scan of another document identifying the shareholder granting the power of attorney and the proxy. If the power of attorney is granted by a legal person (as defined in Article 33 of the Polish Civil Code) or an organisational unit without legal personality but with legal capacity (according to Article 331 § 1 of the Polish Civil Code), the shareholder shall send a scanned copy of the register in which it is recorded or a scan of another document confirming the authorisation for persons acting on behalf of such entity. If the power of attorney is granted to a legal person or an organisational unit without legal personality but with legal capacity, the shareholder must additionally send a scan of the register in which the proxy is registered or another document confirming the existence of such entity and persons authorised to act on its behalf.
- (c) The principles described in point 4.2(b) above shall apply respectively to notices sent to the Company by e-mail to revoke a power of attorney.

- (d) The notice on the granting or revoking a power of attorney in an electronic form should be made no later than by 12:00 o'clock on the day preceding the commencement of the session of the Extraordinary General Meeting.
- (e) The fulfilment of the duties set forth in section 4.2(b) above shall not exempt a proxy from the duty to provide, while preparing the attendance list of persons entitled to attend the General Meeting, the documents specified therein, required to identify both the shareholder and the proxy.

4.3. Verification of the validity of the power of attorney and identification of the shareholder and the proxy

In order to verify the validity of the power of attorney granted in an electronic form and to identify both the shareholder and the proxy, upon receipt of the notice on the granting of the power of attorney in an electronic form in accordance with section 4.2(a) and (b) above, the Company shall take steps to verify whether the information specified under section 4.2(a) and scans of the documents listed in section 4.2(b) have been attached, and, in the case of legal persons and organisational units without legal personality but with legal capacity, whether the power of attorney has been granted by persons authorised to represent a given entity.

The Company shall be entitled to communicate by telephone, at the number provided by the shareholder in accordance with section 4.2(a), or by return e-mail message, to verify whether a given shareholder has granted the power of attorney in electronic form.

Additionally, the Company may take other steps to identify the shareholder and the proxy in order to verify the validity of the power of attorney granted in an electronic form, with such steps being proportionate to the objective.

The notice on the granting or revocation of the power of attorney in an electronic form without fulfilling the requirements specified in section 4.2(a), (b) and (d) shall not be binding for the Company.

4.4. Power of attorney granted to a member of the Management Board of the Company or its employee

A member of the Management Board and an employee of the Company may act as proxies of shareholders at the General Meeting.

If a shareholder's proxy at the Extraordinary General Meeting is a member of the Management Board, a member of the Supervisory Board, the Company's employee or a member of governing bodies, or an employee, of a subsidiary of LPP SA with its registered office in Gdańsk, then the power of attorney may give an authorisation for representing the shareholder at a given Extraordinary General Meeting only. The proxy shall be obliged to inform the shareholder of any circumstances indicating the existence, or possibility, of a conflict of interest. In such cases, no further power of attorney may be granted.

The proxy referred to in the preceding section shall vote as instructed by the shareholder.

5. Participation in the Company's Extraordinary General Meeting by means of electronic communication

The Company does not provide for the possibility of participating in the Extraordinary General Meeting by means of electronic communication.

6. Giving opinions during the Extraordinary General Meeting by means of electronic communication

The Company does not provide for the possibility of giving opinions during the Extraordinary General Meeting by means of electronic communication.

7. Exercise of the voting right by correspondence or by means of electronic communication

The Company does not provide for the possibility of exercising voting rights at the Extraordinary General Meeting by correspondence or by means of electronic communication.

8. Date of registration of participation in the Extraordinary General Meeting

The date of registration of participation in the Extraordinary General Meeting, referred to in Article 4061 § 1 of the Commercial Companies Code, is **7 January 2026 ("Registration Date")**.

9. Information on the right to participate in the Extraordinary General Meeting of Shareholders

According to Article 406¹ § 1 of the Commercial Companies Code, the right to participate in the Extraordinary General Meeting of the Company shall be given to persons being shareholders of the Company at the Registration Date.

In order to ensure participation in the Extraordinary General Meeting, a shareholder eligible under dematerialised shares should request - not earlier than after the announcement on the convening of the Extraordinary General Meeting, i.e. not earlier than 12 December 2025, and no later than on the first business day after the Registration Date, i.e. no later than 8 January 2026 – the entity keeping his/her/its securities account to issue a personal certificate of the entitlement to participate in the Extraordinary General Meeting of the Company. Certificates of entitlement to participate in the Extraordinary General Meeting will serve as the basis for preparing lists to be submitted to the entity keeping a securities depository in accordance with the regulations on trading in financial instruments.

Shareholders entitled to participate in the Extraordinary General Meeting shall only be those who:

- (a) are shareholders of the Company on the Registration Date (7 January 2026), and
- (b) requested – not earlier than 12 December 2025 and no later than 8 January 2026 – the entity keeping their securities account to issue a personal certificate of the entitlement to participate in the Extraordinary General Meeting.

10. List of shareholders

The list of shareholders entitled to participate in the Extraordinary General Meeting of the Company, as required under Article 407 § 1 of the Commercial Companies Code, shall be displayed in Gdańsk, at ul. Łąkowa 39/44, from 9:00 am to 3:00 pm, three business days before the Meeting, i.e. on 20 January 2026 - 22 January 2026. The list of shareholders shall be drawn up based on a list drawn up and provided to the Company by the entity keeping the securities depository as provided for in Article 406³ §§ 7 and 8 of the Commercial Companies Code.

The shareholder may request to receive the list of shareholders entitled to participate in the Extraordinary General Meeting by e-mail, free of charge, by providing his/her/its own e-mail address to which the list should be sent.

According to Article 407 § 2 of the Commercial Companies Code, one week before the Extraordinary General Meeting, i.e. from 16 January 2026 to 23 January 2026, from 9:00 a.m. to 3:00 p.m., in Gdańsk, at ul. Łąkowa 39/44, on weekdays from Monday to Friday, it shall be possible to obtain copies of motions on items put on the agenda.

11. Access to documents

The full text of documents to be submitted to the Extraordinary General Meeting together with draft resolutions (and in cases where no resolution is planned to be adopted in respect of a given item – comments of the Management Board) shall be posted on the Company's website: <http://www.lpp.com/relacje-inwestorskie/walne-zgromadzenia> from the date of convening the Extraordinary General Meeting of the Company, pursuant to Article 4023 § 1 of the Commercial Companies Code. Comments of the Management Board or the Supervisory Board of the Company on items put on the agenda of the General Meeting or items to be added to the agenda before the date of the Meeting shall be available at the Company's website immediately after being prepared.

Any information on the Extraordinary General Meeting shall be available at the website: <http://www.lpp.com/relacje-inwestorskie/walne-zgromadzenia>.