

The Management Board of FEERUM S.A. (the “**Issuer**” or “**Company**”), on the basis of Art. 399 § 1 in connection with Art. 395 and Art. 402<sup>1</sup> of the Polish Commercial Companies Code convenes the Ordinary General Meeting of the Company (the “**Ordinary General Meeting**”) for 21 June 2021, 10.00 AM, which will take place in Chojnów, at ul. Okrzei 6.

**Agenda:**

1. Opening the Ordinary General Meeting;
2. Election of the Chairman of the Ordinary General Meeting;
3. Drawing up attendance list, asserting that the Ordinary General Meeting has been convened correctly and is capable of adopting resolutions;
4. Election of the Returning Committee;
5. Adoption of the agenda of the Ordinary General Meeting;
6. Adoption of the resolution on consideration and approval of the report of the Management Board from the operations of the Company and Capital Group of the Company for financial year 2020 and separate financial statement of the Company for financial year 2020 and consolidated financial statement of the Capital Group of the Company for financial year 2020;
7. Adoption of the resolution on consideration and approval of the report of the Supervisory Board of the Company together with the report of the Audit Committee for financial year 2020;
8. Adoption of the resolution on covering the net loss shown in the financial statement of the Company for the financial year 2020 and on covering unsettled negative results from previous years;
9. Adoption of the resolution on acknowledgement of the fulfillment of duties by members of the Management Board of the Company for financial year 2020;
10. Adoption of the resolution on acknowledgement of the fulfillment of duties by members of the Supervisory Board of the Company for financial year 2020;
11. Adoption of the resolution on the opinion of the Supervisory Board’s report regarding remuneration of the Management Board and the Supervisory Board for financial years 2019 and 2020;
12. Adoption of the resolution on amendments of the Remuneration policy of the Management Board and the Supervisory Board of Feerum S.A.;
13. Closing of the Ordinary General Meeting.

**ELIGIBLE TO PARTICIPATE AT THE ORDINARY GENERAL MEETING**

According to Art. 406<sup>1</sup> – 406<sup>3</sup> of Polish Commercial Companies Code, only persons who are shareholders of the Company sixteen days prior to the date of the Ordinary General Meeting,

i.e. 5 June 2021 (the “**Registration Day**”) and in the case of persons entitled under dematerialized bearer shares, if such persons request, not earlier than after the announcement of the convocation of the Ordinary General Meeting and not later than on the first business day after the Registration Day, the entity that operates a securities account to issue a registered certificate confirming the right to participate in the Ordinary General Meeting, in accordance with Art. 406<sup>3</sup> § 2 of the Polish Commercial Companies Code.

The list of shareholders entitled to participate in the Ordinary General Meeting will be available in the Management Board’s office in Chojnów, address: ul. Okrzei 6, for 3 business days prior the Ordinary General Meeting, i.e. 16 – 18 June 2021.

The shareholder is entitled to request that the Company provides the list of shareholders entitled to participate at the Ordinary General Meeting, via e-mail on the declared address.

## **DESCRIPTION OF THE PARTICIPATION AND EXERCISING OF VOTING RIGHTS**

### **The right to place certain matters in the agenda**

The shareholder or shareholders representing at least one twentieth of the share capital may request that certain matters be placed on the agenda of the Ordinary General Meeting. The abovementioned request shall be submitted to the Management Board of the Company no later than twenty one days prior the date of the Ordinary General Meeting, i.e. 31 May 2021.

The request should include a justification or a draft resolution regarding the proposed point of the agenda. The request may be submitted at the Company’s registered seat in writing at the address: 59-225 Chojnów, ul. Okrzei 6 or in electronic form at the e-mail address of the company: [biuro@feerum.pl](mailto:biuro@feerum.pl).

The shareholder/shareholders should provide proof of its/their ownership of the appropriate number of shares at the date of submission of the request by attaching a certificate of the deposit, an appropriate certificate from the brokerage house confirming the appropriate number of shares or other documents equivalent to a certificate. In the case of shareholders being legal entities and partnerships, the right to act on behalf of such entities shall also be confirmed by attaching a current copy of the excerpt from National Court Register.

In case of shareholders submitting request using electronic means of communication, the documents should be sent in the PDF format.

The Management Board shall announce changes to the agenda introduced upon shareholders’ request with undue delay, but no later than eighteen days prior to the date of the Ordinary General Meeting, i.e. 3 June 2021. Such announcement is made in the same manner as applied when convening the Ordinary General Meeting.

### **The right to provide draft resolutions on matters included in the agenda for the Ordinary General Meeting or matters, which should be added to the Ordinary General Meeting agenda prior to the date of the Ordinary General Meeting**

A shareholder or shareholders representing at least one twentieth of the share capital of the Company are entitled to submit in writing before the date of the Ordinary General Meeting to the registered office of the Company at the address: Chojnów 59-225, ul. Okrzei 6 or via means of electronic communication at the email address of the Company: biuro@feerum.pl, draft resolutions concerning the agenda of the Ordinary General Meeting or which should be added to the Ordinary General Meeting agenda.

As indicated above, the shareholder/shareholders shall provide proof of its/their ownership of the appropriate number of shares at the date of submission of the request attaching a certificate of deposit, an appropriate certificate from the brokerage house confirming the appropriate number of shares or other documents equivalent to a certificate. Shareholders being legal entities and partnerships, should also confirm the right to act on their behalf by attaching a current copy of the excerpt from National Court Register. In case of shareholders submitting request using electronic means of communication, the documents should be sent in the PDF format.

### **The right to submit draft resolutions related to matters included in the agenda during the Ordinary General Meeting**

Each shareholder being entitled to participate in the Ordinary General Meeting is entitled, during the Ordinary General Meeting, to propose draft resolutions concerning matters placed in the agenda.

### **Manner of exercising voting rights by an attorney-in-fact and notifying the Company via use of electronic means of communication on granting a power of attorney as well as using voting circulars by an attorney-in-fact**

A shareholder being a natural person shall participate in the Ordinary General Meeting and exercise voting rights personally or by its attorney-in-fact. A shareholder being not a natural person may participate in the Ordinary General Meeting and exercise voting rights by persons entitled to represent it or by a its attorney-in-fact.

The Company will take appropriate actions in order to identify the shareholder and the attorneys-in-fact, i.e. to verify the validity of power of attorney granted in an electronic form. The aforesaid verification may rely particularly on responses to questions in electronic form or via telephone asked to the shareholder and/or its attorney-in-fact in order to confirm the granting of power of attorney and its scope. In the event no answer is provided to abovementioned questions, the Company shall be entitled to deem that there is no possibility to verify the granting of the power of attorney which will constitute grounds for refusal to admission of the attorney-in-fact to participate in the Ordinary General Meeting. After arriving at the Ordinary General Meeting, and before signing the list of attendees, the attorney-in-fact should present an original identity document referred to in the power of attorney to confirm the identity of the attorney-in-fact. The Shareholders and its attorneys-in-fact shall hold a valid identity card.

The member of the Management Board of the Company and the Company's employee may be the attorney-in-fact at the Ordinary General Meeting.

The power of attorney shall be drawn up in writing or in electronic form and attached to the Minutes of the Ordinary General Meeting. The right to grant a further power of attorney shall result from the contents of the power of attorney.

The person/persons granting power of attorney on behalf of the shareholder being not a natural person shall provide current copies of the relevant registers, evidencing persons authorized to represent those of entities.

The Company shall be informed about granting the power of attorney in electronic form by means of electronic communication in the form of e-mail sent at least one day prior to the date of the Ordinary General Meeting, at the address of the company: [biuro@feerum.pl](mailto:biuro@feerum.pl) making every effort in order to carry out effective verification of validity of power of attorney. The information about granting power of attorney shall contain details of the its attorney-in-fact and the principal (first name, last name, PESEL No., address, phone and e-mail address both). The information about granting power of attorney should contain its scope, i.e. indicate the number of shares for who the voting right will be executed and the date and names of the general meeting of the Company, on which these voting rights will be executed.

The content of the power of attorney shall be an appendix to the e-mail (in PDF form).

The attorney-in-fact of a legal person or partnership shall present valid extracts from appropriate registers confirming their right to represent these entities.

The form enabling voting by its attorney-in-fact form is available on the website at the address: [www.feerum.pl](http://www.feerum.pl)

### **Possibility and a manner to participate in the Ordinary General Meeting by using electronic means of communication**

The Company does not ensure participation at the Ordinary General Meeting by means of electronic communication.

### **The manner of speaking during the Ordinary General Meeting by means of electronic communication**

The Company does not ensure speaking at the Ordinary General Meeting by means of electronic communication.

### **The manner of exercising the voting right via a correspondence**

The Company does not allow to exercise its voting rights via correspondence or electronic means of communication.

**Indication where and how a person being entitled to attend the Ordinary General Meeting may obtain full text of the documents, which will be presented during the Ordinary General Meeting, and draft resolutions or, if it is not provided to making resolutions, comments of the Management Board or the Supervisory Board regarding issues being in the agenda of the Ordinary General Meeting, which will be put to the agenda prior to the date of the Ordinary General Meeting**

Persons being entitled to attend the Ordinary General Meeting shall obtain full text of the documents, which will be presented at the Ordinary General Meeting and draft resolutions in the registered office of the Company's at address: Chojnów 59-225, Okrzei 6 Street or on the Company's website at: [www.feerum.pl](http://www.feerum.pl).

All information regarding the Ordinary General Meeting are available on the website of the Company: [www.feerum.pl](http://www.feerum.pl), under "Investor Relations".

Draft resolutions are attached to this report.