*Pursuant to Article 399 in connection with Article 402¹ § 1 of the Commercial Companies Code and § 20 of the Company’s Articles of Association, the Management Board of HM Inwest SA convenes* *the Ordinary General Meeting to be held on July 7, 2021, at 9:00am.*

*The OGM will be held at the Notary Public’s Office of Notary Karolina Góźdź at ul. Belwederska 9A,* *2nd floor*

# Agenda

The detailed agenda of the Ordinary General Meeting is as follows:

1. *Opening of the Meeting.*
2. *Appointment of the Chairman.*
3. *Confirmation that the Ordinary General Meeting has been properly convened and is able to adopt resolutions.*
4. *Adoption of the agenda.*
5. *Presentation by the Management Board of the following documents:*
	1. *the Management Board’s report on the Company’s operations for the year 2020,*
	2. *the Management Board’s reports on the Capital Group’s operations in the financial year 2020,*
	3. *individual financial statements of the Company for the financial year 2020,*
	4. *consolidated financial statements of the Company for the financial year 2020,*
	5. *application on distribution of profit made by the Company for the year 2020.*
6. *Presentation by the Supervisory Board of the report on concise evaluation of the situation of the Company and the Capital Group, the report on the Supervisory Board’s operations in 2020 and the report on the results of an audit of individual financial statements of the Company and consolidated financial statements of the Capital Group for the financial year 2020, the report of the Management Board on the Company’s and the Capital Group’s operations for the year 2020, the Management Board’s application on distribution of profit made by the Company for 2020.*
7. *Examination and approval of the Management Board’s report on the Company’s operations for 2020*
8. *Examination and approval of the Management Board’s report on the Capital Group’s operations for the year 2020.*
9. *Examination and approval of individual financial statements of the Company for the financial year 2020.*
10. *Examination and approval of consolidated financial statements of the Capital Group for the financial year 2020.*
11. *Distribution of profit for the financial year 2020.*
12. *Adoption of resolutions on granting a vote of approval to Members of the Management Board of the Company for the discharge of their duties in 2020.*
13. *Adoption of resolutions on granting vote of approval to Members of the Supervisory Board of the Company for the discharge of their duties in 2020.*
14. *Adoption of resolutions on expressing an opinion on the report on remuneration for Members of the Management Board and the Supervisory Board.*
15. *Closing of the Meeting.*

# Information on participation in the Ordinary General Meeting of the Company and exercising the right to vote

Pursuant to Article 401 § 1 of the Commercial Companies Code, a shareholder or shareholders representing at least one twentieth of the share capital may request that certain matters be put on the agenda of the General Meeting. The request should be submitted to the Management Board in writing (by post) no later than twenty-one days before the scheduled date of the meeting (i.e. by June 16, 2021) and should include a justification or a draft resolution on the proposed agenda item. The request may be submitted in an electronic form. For this purpose, it should be sent to an e-mail address of the Company (relecjeinwestorskie@grupainwest.pl).

The Management Board immediately, but not later than eighteen days before the scheduled date of the General Meeting, i.e., June 19, 2021, announces changes to the agenda introduced at the shareholders’ request. The announcement is made in the manner appropriate for convening the General Meeting.

Pursuant to Article 401 § 1 of the Commercial Companies Code, a shareholder or shareholders representing at least one twentieth of the share capital may, before the date of the General Meeting, i.e., before July 7, 2021, submit to the Company in writing or via electronic communication means draft resolutions related to matters put on the agenda of the General Meeting or matters that are to be put on the agenda. Draft resolutions in an electronic form should be sent to the Company’s e-mail address (relacjeinwestorskie@grupainwest.pl). The Company immediately announces draft resolutions on its website.

The rights resulting from Article 401 § 1 and § 4 of the Commercial Companies Code may be exercised provided that the shareholder proves he/she is entitled to exercise them by presenting the required documents in writing or in electronic form (scans), especially if authorized entities submit by post, fax, e-mail or submit to the Company a certificate of deposit or a registered certificate(s) of the right to participate in the Ordinary General Meeting of the Company (valid on the date of exercising the right) together with the right document identifying the entitled person.

Pursuant to Article 401 § 5, each shareholder may, during the General Meeting, submit draft resolutions on matters put on the agenda.

A shareholder who is an individual may participate in the Ordinary General Meeting and exercise the right to vote in person or through a proxy. A shareholder who is not an individual may participate in the Ordinary General Meeting and exercise the right to vote through a person authorized to make declarations of will on his/her behalf or through a proxy.

The right to represent a shareholder who is not an individual should result from an excerpt from the right register (an original or a copy certified to be true to the original by a notary), or a series of powers of attorney presented when an attendance list is made. A person or persons granting a power of attorney on behalf of a shareholder who is not an individual should be listed in the current excerpt from the register applying to a given shareholder. The proxy votes in accordance with instructions given by the shareholder.

The Company should be notified of the granting of a power of attorney in an electronic form by sending it to the following e-mail address: relacjeinwestorskie@grupainwest.pl; every effort should be made to enable effective verification of the power of attorney validity.

For the power of attorney to be valid, it should be made in writing and attached to the minutes of the Ordinary General Meeting or granted in an electronic form by sending a scanned power of attorney as a .pdf or .jpg file with signature of a duly represented shareholder to the Company’s e-mail address: relacjeinwestorskie@grupainwest.pl. Granting the power of attorney in an electronic form does not require a secure electronic signature verified with a valid qualified certificate.

Information on granting the power of attorney by electronic means should include: a precise designation of a proxy and a principal (with data clearly identifying the principal and the proxy, telephone numbers and e-mail addresses of both persons), the scope of the power of attorney (i.e. the number of shares from which the voting right will be exercised), the date and name of the general meeting of the Company at which these rights will be exercised.

Upon arrival at the Ordinary General Meeting, before signing the attendance list, the proxy should present the power of attorney granted in writing or a copy thereof granted in an electronic form, and a document allowing to identify him/her. A template of the power of attorney in writing is available on the Company’s website, in the “Investor Relations” tab, the “OGM” section.

The Company’s internal regulations do not provide for the possibility of participating in the General Meeting by means of electronic communication, speaking during the Meeting by such means or exercising the right to vote by means of electronic communication or by mail.

# Date of registration for participation in the General Meeting

June 21, 2021 is the date of registration for participation in the OGM (also known as the *record date*). Only individuals who are shareholders of the Company at the end of that day are entitled to participate in the OGM. To participate in the General Meeting, between the date of announcing the General Meeting (June 11, 2021) and the first working day after the record date (June 22, 2021) shareholders holding dematerialized shares should ask entities that keep their securities accounts to issue a certificate on the right to participate in the General Meeting of the Company.

Bearer shares in a document form give the right to participate in the General Meeting of the Company if they are submitted to the Company no later than at the record date and are not collected before the end of that day. Instead of shares, a certificate may be issued proving that share have been submitted to a notary public, a bank or an investment company having its registered office or branch in the European Union or a country being a party to the agreement on the European Economic Area, indicated in the announcement on convening the general meeting.

# List of shareholders entitled to participate in the General Meeting

The list of shareholders entitled to participate in the Ordinary General Meeting will be made available at the registered office of the Company at the following address: ul. Fabryczna 5, from 9:00am to 3:00 pm, on weekdays from July 1, 2021 to July 6, 2021.

A shareholder may request that the list of shareholders entitled to participate in the Ordinary General Meeting of the Company be sent to him/her free of charge by e-mail, providing his/her own e-mail address to which the list should be sent. Such a request should be sent to the Company’s e-mail address (relacjeinwestorskie@grupainwest.pl).

# Posting documents and information concerning the General Meeting

Information and documents regarding the General Meeting are posted on the Company’s website [at www.grupainwest.pl](http://www.grupainwest.pl/) in the “Investor Relations” tab, the “OGM” section. Moreover, each shareholder has the right to appear in the Company in person and to obtain, at his/her request, all documents related to the General Meeting.