Procedure for the repurchase of shares in MERCOR S.A. of Gdańsk in connection with Resolution No. 7 of the Extraordinary General Meeting of MERCOR S.A. of Gdańsk (the "Company") (the "EGM") dated 6 February 2025 on a material change of the Company's business profile and amendments to its Articles of Association (the "Resolution")

This document sets out the procedure for the repurchase of shares from dissenting shareholders due to the material change of the Company's business profile, as specified in the Resolution. The shares will be repurchased through the Management Board, pursuant to Art. 416.4 and Art. 417.1–3 of the Polish Commercial Companies Code (the "**Commercial Companies Code**").

The repurchase price, as determined by the EGM in the Resolution in accordance with Art. 417.1 of the Commercial Companies Code, has been set at PLN 26.91 per share.

Given that, pursuant to Art. 416.4 of the Commercial Companies Code, the Resolution will take effect subject to the repurchase of shares from those shareholders who do not agree to the material change of the Company's business profile and the fact that the Resolution was unanimously passed by all shareholders present at the Extraordinary General Meeting, the Company's Management Board, following the procedure provided for in the Commercial Companies Code, calls upon the shareholders who were absent from the Extraordinary General Meeting and who are opposed to the material change of the Company's business profile as specified in the Resolution, to submit to the Company by 6 March 2025 (i.e. within one month from the date on which the Resolution was announced) duly completed forms of share repurchase requests, along with the originals of relevant certificates of deposit evidencing their shareholdings, issued in accordance with Art. 9 of the Act on Trading in Financial Instruments. If they fail to submit such documents, shareholders absent from the EGM will be deemed, in accordance with Art. 416.4 of the Commercial Companies Code, to have agreed to the change of the Company's business profile as specified in the Resolution.

In order to meet the required deadlines, shareholders who were absent from the EGM should initially send scanned copies of the necessary documents via email to: inwestorzy@mercor.com.pl (subject line: Repurchase of shares – MERCOR S.A.) by 6 March 2025.

Original documents should be delivered to the Company or sent via registered mail by the same deadline to the following postal address:

MERCOR S.A.
ul. Grzegorza z Sanoka 2,
80-408 Gdańsk, Poland
To: Management Board Office

With the annotation: Repurchase of shares – MERCOR S.A.

If any shareholders request to participate in the repurchase procedure due to the change of the Company's business profile, the Management Board will duly repurchase their shares, at the price specified above, within one month from the deadline for submitting share repurchase requests, as stipulated in Art. 416.4 of the Commercial Companies Code.

The acquiring entity as referred to in Art. 417.3 Commercial Companies Code will be the remaining shareholders of the Company who notify the Company of their intention to acquire the shares and pay an amount equal to the price of those shares into the Company's bank account. The intention to acquire shares may be notified to the Company's address provided above. Detailed rules for the purchase of shares will be communicated to the shareholders who notify their intention to acquire them. The Management Board reserves the right to execute the repurchase for the account of shareholders at its discretion. Expressing an intention to acquire shares does not guarantee that the shareholder will acquire those shares under the repurchase process.

This document does not constitute a tender or exchange offer for shares, as referred to in Art. 72a et seq. of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, dated 29 July 2005 (the "Public Offering Act") and Art. 91.5 of the Act on Public Offering. Specifically, neither Art. 77–81 of the Act on Public Offering, nor the provisions of the Regulation of the Minister of Finance of 23 May 2022 on the forms of tender or exchange offers for shares in a public company, the manner and procedure for placing and accepting tenders, and admissible types of security, shall not apply to this document. This document does not constitute an offer within the meaning of Art. 66 of the Civil Code Act of 23 April 1964. This document is not an offer to buy or a solicitation of offers to sell any securities, especially in any jurisdiction where such offer or solicitation would be unlawful or would require any permit, notification or registration. This document does not purport to provide any investment, legal or tax advice. With respect to any matters related to this document, shareholders should, at their discretion, seek relevant advice from investment, legal or tax advisors. A shareholder responding to this document will bear all legal, financial or tax consequences of their investment decisions. This document does not require approval from or filing with the Polish Financial Supervision Authority or any other public authority.