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**THE ANNOUNCEMENT ON CONVENING THE EXTRAORDINARY GENERAL MEETING  
OF COMPERIA.PL SPÓŁKA AKCYJNA WITH ITS REGISTERED OFFICE IN WARSAW  
ON AUGUST 1<sup>ST</sup>, 2018**

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The Management Board of Comperia.pl Spółka Akcyjna with its registered office in Warsaw (the "Company"), acting in accordance with Article 398, Article 399 §1 and Article 402<sup>1</sup> and Article 402<sup>2</sup> of the Commercial Companies Code (the "CCC") and §18 section 2 of the Company's Statute, convenes the Extraordinary General Meeting of the Company on **August 1<sup>st</sup>, 2018, at 11 A.M.** in the Company's headquarters, i.e. in Warsaw, at Konstruktorska Street 13 (entrance F), with the agenda as follows:

1. Opening of the Extraordinary General Meeting and election of its Chairman.
2. Statement of the validity of the convocation of the Extraordinary General Meeting and its ability to adopt resolutions.
3. Adopting the agenda of the Extraordinary General Meeting.
4. Adopting the regulations regarding granting the remuneration to the Supervisory Board members.
5. Closing of the General Meeting.

### **The shareholder's right to request inclusion of certain issues in the agenda of the Extraordinary General Meeting**

The shareholder(s) representing at least one twentieth of the Company's initial capital may request to place certain issues on the agenda of the GMS.

Such request should be submitted to the Management Board of the Company no later than 21 (twenty one) days before the general meeting, i.e. to July 11<sup>th</sup>, 2018. The request should include a justification of the draft of the regulation on the proposed matter of the agenda. The request should be sent to the Company's address or sent in the electronic form to the following e-mail address of the Company: [relacje@comperia.pl](mailto:relacje@comperia.pl). Requests shall be sent along with documents proving the right to submit them. The Management Board shall immediately, however no later than eighteen days prior to the appointed date of the General Meeting, i.e. by July 14<sup>th</sup>, 2018, announce the changes to the agenda introduced at the request of a shareholder(s). The announcement occurs in the manner suitable for convening the General Meeting.

### **The shareholder's right to submit the drafts of the regulations**

The shareholder(s) representing at least one twentieth of the Company's initial capital may submit the drafts of the regulations concerning matters introduced to the agenda of the Extraordinary General Meeting or matters, which are to be included into the agenda. Such drafts should be submitted before the day of the Extraordinary General Meeting and should be sent on the Company's address or sent in the electronic form to the following e-mail address: [relacje@comperia.pl](mailto:relacje@comperia.pl). The Company announces the drafts of the regulations on its website immediately.

### **The right to submit the drafts of the regulations concerning matters introduced to the agenda during the General Meeting**

Every shareholder may submit the drafts of the regulations concerning matters introduced to the agenda during the General Meeting. Moreover, each shareholder has the right to propose changes and supplements to the drafts of the regulations included in the agenda of the General Meeting until the closing of the discussion regarding the particular item of the agenda with respect to the draft of the regulation to which the proposal applies. Such proposals, together with brief justification, should be submitted in writing (separately for each draft of the regulations), providing the name and surname or (trading) name of the shareholder, to the Chairman of the General Meeting.

### **Information on the manner of voting by a representative, including in particular the forms used during voting by a representative**

A shareholder who is a natural person may participate in the Extraordinary General Meeting and exercise their right to vote in person or by proxy.

Shareholders other than natural persons may attend the Extraordinary General Meeting and vote via person(s) empowered to make declarations of will on his/her behalf or via his/her representative. For validity, a power of attorney should be made in writing and annexed to the minutes of the Extraordinary General Meeting of Shareholders or granted electronically.

If a power of attorney is given in electronic form, the Company must be notified of that fact using means of electronic communication in the form of information sent by e-mail to [relacje@comperia.pl](mailto:relacje@comperia.pl), making every effort to enable the effective verification of the validity of the power of attorney. The notice of granting a power of attorney should also indicate the range of authority conferred thereby, i.e. the number of shares on the basis of which voting rights will be exercised, and the date and reference of the General Meeting of the Company whereat these rights will be exercised. All consequences connected with incorrectly issued powers of attorney and the risk of using electronic forms of communication in this area are borne by the principal.

Granting proxies through electronic means of communication shall not require the electronic signature which may be verified by means of a qualified certificate.

The Company shall take appropriate action to identify the shareholder and the proxy in order to verify the validity of power of attorney given in electronic format. The verification may require a return e-mail message or a telephone call to a shareholder or attorney in order to confirm a power of attorney and its scope. The Company stipulates that in such case, failure to answer a question asked in the course of verification will be treated as the inability to verify the granting of the power of attorney and will give grounds to refuse to admit the representative to the Extraordinary General Meeting.

The right to represent the shareholder that is not a natural person should result from presenting a copy of the relevant registry entry at making the attendance list (submitted in the original or a copy certified to be true by a public notary) or possibly a series of powers of attorney.

The person(s) granting powers of attorney in the name of a shareholder not being a natural person should appear in a current extract from the register appropriate to the shareholder. Members of the Company's Management Board and employees of the Company may be representatives of shareholders at the Extraordinary General Meeting.

If the proxy at the Extraordinary General Meeting is the Management Board member, Supervisory Board member, liquidator, Company employee or member of the authorities or employee of a company or co-operative dependent on the Company, the proxy may authorize representation only at one General Meeting. The proxy shall disclose to the shareholder the circumstances indicating the existing or potential conflicts of interests. Granting further power of attorney by the proxy mentioned in this paragraph shall be forbidden.

Forms mentioned in Article 402<sup>3</sup> §1 point 5) of the Commercial Companies Code, enabling the attorney to exercise voting rights, are available on the website of the Company at [www.comperia.pl](http://www.comperia.pl) in the "Investor Relations" tab. The Company does not require the powers of attorney to be granted on the abovementioned form.

**Information on the possibility and procedures used for participating in the General Meeting using means of electronic communication:**

The Company does not stipulate the possibility of General Meeting attendance via the use of electronic communication means.

**Information on the way of making statements in the course of the General Meeting with the use of electronic communication means:**

The Company does not stipulate the possibility of making statements in the course of the General Meeting with the use of electronic communication means.

**Information on procedures for exercising the voting rights by mail or using means of electronic communication:**

The Company does not allow for exercising the voting rights by mail or using means of electronic communication.

**The date of registration for the General Meeting:**

The date of the registration for the Extraordinary General Meeting is July 16<sup>th</sup>, 2018 (**the “Registration Day”**).

**Information on the right to participate in the General Meeting:**

Only those persons who became the Company Shareholders at least sixteen days before the date of the Extraordinary General Meeting, i.e. on the Registration Day for the General Meeting on July 16<sup>th</sup>, 2018, shall be entitled to participate in the GMS.

The persons authorized on prescribed shares and temporary certificates, as well as pledgers and users entitled to the right to vote, have a right to attend the Extraordinary General Meeting if they are listed in the Book of Shares on the Registration Day.

At the request of a person empowered by dematerialized bearer shares submitted no earlier than after the announcement of the Meeting convention, i.e. no earlier than on July 5<sup>th</sup>, 2018, and no later than on the first business day following the Registration Day, i.e. no later than on July 17<sup>th</sup>, 2018, the entity running the securities account issues a named certificate entitling to attend the Extraordinary General Meeting. The Company hereby points out that only those persons will be authorized to participate in the Extraordinary General Meeting who:

- 1) were the shareholders of the Company as at the Registration Day,
- 2) addressed – no earlier than on July 5<sup>th</sup>, 2018, and no later than on July 17<sup>th</sup>, 2018 – the entity running their securities accounts to issue a named certificate entitling to attend the general meeting.

The Company determines the list of shareholders authorized to participate in the Ordinary General Meeting on the basis of a list delivered thereto by the National Depository of Securities S.A., and made on the basis of registered certificates issued by the entities keeping the securities accounts to confirm the right to participate in the General Meeting.

A list of shareholders entitled to attend the Extraordinary General Meeting will be displayed at the head office of Comperia.pl S.A., Warsaw at Konstruktorska Street 13, from 8 A.M. to 4 P.M., for three working days prior to the Extraordinary General Meeting of Shareholders, i.e. from July 27<sup>th</sup>, 2017 to July 31<sup>st</sup>, 2018.

Each shareholder may demand the list of shareholders entitled to participate in the Extraordinary General Meeting to be e-mailed to him free of charge, specifying the destination e-mail address for sending the list. Persons entitled to participate in the General Meeting are requested to register their presence and collect voting cards directly in front of the meeting hall, half an hour before the General Meeting is commenced.

**Indication of the venue and method of obtaining by the person entitled to the participation in the General Meeting all the documentation that is to be presented during the General Meeting and drafts of the regulations, or if no resolutions are to be adopted, comments of the Management Board or the Supervisory Board of the Company concerning matters on the agenda of the General Meeting or matters which are to be introduced to the agenda before the date of the General Meeting:**

In accordance with Art. 402<sup>3</sup> §1 of the Commercial Companies Code the documentation to be presented at the Extraordinary General Meeting and the draft of the regulations will be published on the Company's website from the date of convening the Extraordinary General Meeting. Comments of the Company's Management Board or Supervisory Board relating to matters included in the agenda of the Extraordinary General Meeting or matters which are to be added to the agenda before the date of the Extraordinary General Meeting will be available on the Company's website as soon as they are prepared. Information on the Extraordinary General Meeting shall be available at [www.comperia.pl](http://www.comperia.pl) in the "Investor Relations" tab.