

NOTIFICATION
OF THE MANAGEMENT BOARD OF ONDE S.A. WITH ITS OFFICE IN
TORUŃ ON CONVENING AN EXTRAORDINARY GENERAL MEETING
OF THE COMPANY

The Management Board of ONDE Spółka Akcyjna/Joint Stock Company with its seat in Toruń, 40, Wapienna Street, 87-100 Toruń, entered into the Entrepreneurs Register of the National Court Register run by the District Court in Toruń, its Commercial Division VII of the National Court Register under KRS Number: 0000028071, holder of NIP: 8792070054 and REGON: 871098102, with share capital at an amount of PLN 1.100.600,00 - whose entirety is paid-in („Company”), acting pursuant to art. 399 § 1 and art. 398 of the 15th September 2000 Companies’ Code („CC”), **hereby convenes the Extraordinary General Meeting of the Company for 13:00 hours on 16th December 2021.**

The Extraordinary General Meeting of the Company will be held in Warsaw at 1 Franciszka Klimczaka Street - Royal Wilanów building, gate D, floor III, premises of ERBUD S.A. Company.

The detailed agenda of the Extraordinary General Meeting includes:

1. Opening of the General Meeting.
2. Election of the Chairperson of the General Meeting.
3. Confirming that the General Meeting is properly held and is capable of adopting resolutions.
4. Adopting of the agenda.
5. Adopting a resolution on amendments to the Remuneration Policy for the Management Board and Supervisory Board Members of ONDE S.A.
6. Closing the General Meeting.

At the same time, pursuant to art. 402² of the CC, the Management Board of the Company provides the following information:

I. The right to participate in the Extraordinary General Meeting. The day of registering the participation in the Extraordinary General Meeting.

Pursuant to Art. 406¹ § 1 of the CC: "The only persons who are shareholders of the listed public company sixteen days before the date of the general meeting (the date of registration of participation in the general meeting) have the right to participate in the general meeting of a listed company."

The Management Board of the Company advises you that pursuant to Art. 406¹ § 1 of the CC, the date of registration of participation in the Extraordinary General Meeting is 30th November, 2021. Only the persons who were the Company’s Shareholders on **30th November, 2021** are entitled to participate in the Extraordinary General Meeting.

Each Shareholder of the Company who intends to participate in the Extraordinary General Meeting shall request the entity which runs the securities account to issue a personal certificate on the right to participate in the General Meeting. The request referred to in the preceding sentence shall be addressed to the entity which runs the securities account not earlier than after the notification of the Extraordinary General Meeting being convened and not later than on the first working day after the date of the registration of participation in the Extraordinary General Meeting, i.e. not later than on 01st December 2021. The Shareholders’ List signed by the Management Board shall be made available in the premises of the Company’s Management Board at the following address: 40 Wapienna Street, 87-100 Toruń, for three week days preceding the Extraordinary General Meeting (which means from **13th December 2021** up to **15th December 2021** and at the place and time of the Extraordinary General Meeting.

Every Shareholder of the Company may look through the Shareholders’ List of at the above-mentioned premises of the Company’s Management Board and demand a copy of the Shareholders’ List against the reimbursement of the costs of its drawing up. Every shareholder of the Company may also request the Shareholders’ List be sent free of charge to the address for electronic service or e-mail indicated by the Shareholder for this purpose.

II. Description of procedures related to the participation in the Extraordinary General Meeting of the Company and to exercising voting rights.

1. Shareholder's right to request certain matters be placed on the agenda of the general meeting

The Management Board of the Company advises you that a Shareholder or Shareholders who represent at least one-twentieth of the company share capital may request certain matters be placed on the agenda of the Extraordinary General Meeting. Such a request shall be submitted to the Management Board of the Company no later than twenty one days before the scheduled date of the Extraordinary General Meeting, i.e. by **25th November, 2021**. The request of the Shareholder or Shareholders referred to in the preceding sentence shall contain a justification or a draft of resolution on the suggested item on the agenda. This request may be submitted in electronic form to the e-mail address: wza@onde.pl.

The date of the request being served on the Company's address: ONDE S.A., 40 Wapienna St., 87-100 Toruń makes up the proof of its being served in time. In the case the above-mentioned request is submitted in electronic form, the correct date of receipt is confirmed by the date the request is placed in the Company's e-mail system (the date of receipt of the incoming e-mail at the Company's server).

The Management Board of the Company immediately, but not later than eighteen days before the date of the convened Extraordinary General Meeting, i.e. by **28th November, 2021** will announce changes to the agenda, introduced at the request of the Shareholders. Any changes will be announced through a notification on the Company's website at: www.onde.pl/walne-zgromadzenie/ and in the manner set out for the submission of current information in accordance with the provisions of the 29th July, 2005 Act on Public Offers, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Listed Companies.

The Shareholder bears all risk related to the use of electronic mail transmission devices by the Shareholder.

2. Shareholder's right to submit draft resolutions related to the matters on the agenda of a general meeting or items to be placed on the agenda before the time of the general meeting.

The Management Board advises you that a shareholder or shareholders of the Company who represent at least one twentieth of the Company's share capital before the date of the Extraordinary General Meeting, may notify the Company in writing addressed to the Company: ONDE S.A., ul. Wapienna 40, 87-100 Toruń, or by means of electronic communication to the following e-mail address: wza@onde.pl draft resolutions on matters on the agenda of the Extraordinary General Meeting or matters to be included in the agenda. The company shall immediately publish the draft resolutions on its website at: www.onde.pl/walne-zgromadzenie/.

The date of receipt of the request referred to above being appropriate is evidenced by the date of service of the request at the Company's address: ONDE S.A., ul. Wapienna 40, 87-100 Toruń. In the case of submitting the above-mentioned requests in electronic form, the correct date of receipt is confirmed by the date of placing the request in the Company's e-mail system (the date of receipt of the incoming e-mail at the Company's server).

The Shareholder bears all risk related to the use of electronic mail transmission devices by charges the Shareholder.

3. Shareholder's right to submit draft resolutions, regarding matters introduced into agenda during the general meeting.

Pursuant to Art. 401 § 5 of the CC, during the Extraordinary General Meeting, each Shareholder may submit amendments and supplements to the draft resolutions, introduced to the agenda of the Extraordinary General Meeting until the debates on a given point of the agenda related to the draft resolution to be amended are closed by the Chairperson. Suggestions with a brief statement of reasons shall be submitted in writing, separately for each draft resolution, with the name and surname (company) of the Shareholder stated, to the Chairperson of the Meeting. The Chairperson of the Meeting may allow the suggestion to be presented orally.

Suggestions for amendments and supplements of a formal, technical or linguistic nature may be submitted orally with a brief statement of reasons, unless in consequence of the scope of the suggested amendments, the Chairperson of the Meeting has ordered their submission in writing.

4. *The manner of exercising the voting right by a proxy, in particular with the use of forms provided for voting by a proxy. The manner of notifying the Company by means of electronic communication about a proxy being appointed.*

The Management Board advises you that each Shareholder of the Company may participate in the Extraordinary General Meeting and exercise their voting rights in person or through a proxy.

The right to represent a Shareholder who is not a natural person shall arise from the relevant register presented when the attendance list is drawn up, or a series of powers of attorney or other relevant corporate documents to confirm the authorization to represent the Shareholder.

The proxy exercises all the Shareholder's rights at the General Meeting, unless the power of attorney states otherwise. The proxy may also grant further power of attorney, if this right results from the power of attorney.

One proxy may represent more than one Shareholder and vote differently from different shares of each Shareholder.

Each Shareholder of the Company who holds shares registered on more than one securities account may appoint separate proxies to exercise the rights attached to the shares registered on each of these accounts.

The power of attorney to participate in the Extraordinary General Meeting and exercise the voting right must be granted in writing or in electronic form. The power of attorney shall be accompanied by an extract from the relevant register in force as on the date the power of attorney or other relevant corporate documents are granted that confirm the Shareholder's authorization to grant the power of attorney. Granting a power of attorney in an electronic form does not require a qualified electronic signature.

In the case the documents to confirm the right to represent the Shareholder have not been drawn up in Polish, a sworn translation of such documents shall be provided. Copies of the above-mentioned documents are admitted if they are certified as true copies of the original by a notary, a solicitor or a legal advisor.

Pursuant to § 4 subpara. 6 of the Bye-Laws of the General Meeting of the Company, the Shareholder may notify the Company on the power of attorney being granted in electronic form by e-mail, sending a message to the following e-mail address: wza@onde.pl. On its website (www.onde.pl/walne-zgromadzenie/) the Company provides a template of the notification on the power of attorney being granted in electronic form, which being filled-in by the Shareholder in compliance with the instructions contained in the form, shall be sent back as an attachment to the following e-mail address: wza@onde.pl. The shareholder shall attach an extract from the relevant register in force as on the date either the power of attorney or other relevant corporate documents that confirm the shareholder's authorization to give the power of attorney are granted. In the case that the documents set out in the preceding sentence have not been drawn up in Polish, a sworn translation of such documents shall be provided. Copies of documents are admitted if they are certified as true copies by a notary, solicitor or legal advisor.

The company is entitled to take steps to verify whether the powers of attorney issued are in force.

A shareholder who exercises the voting right through a proxy may use the form available on the Company's website at: www.onde.pl/walne-zgromadzenie/ (taking advantage of the form available on the Company's website is not a must, but the right of each Shareholder). The form is not a power of attorney and does not replace a power of attorney to participate in the Extraordinary General Meeting.

In the case the voting right is exercised by a proxy with the use of the form, the form must be served on the Chairperson of the Meeting before the voting on a given resolution is ended. The Management Board informs you that the Company is not obliged and will not verify the compliance of the proxy's proceedings with the instructions provided to the proxy, referred to in Art. 412² § 4 of the CC.

The Shareholder bears all risk related to voting rights being exercised by a proxy.

5. *Right and manner of participation in the Extraordinary General Meeting with the use of electronic means of communication. The way of speaking during the Extraordinary General Meeting with the use of electronic means of communication. The manner of exercising the voting right by correspondence or by means of electronic communication.*

The Company does not admit the participation in the Extraordinary General Meeting with the use of electronic means of communication.

The Company does not admit speaking at the Extraordinary General Meeting by means of electronic communication.

The Bye-Laws of the Company's General Meeting do not admit the voting rights to be exercised by correspondence.

The Company does not admit the voting rights to be exercised with the use of means of electronic communication.

6. Shareholder's right to ask questions on items on the agenda of the Extraordinary General Meeting

At the debates of the Extraordinary General Meeting, the shareholder has the right to ask questions on the matters on the agenda of the Extraordinary General Meeting. Pursuant to Art. 428 § 1 of the CC, the Company's Management Board shall provide a shareholder, at their request, with the information concerning the Company, if this is justified for the evaluation of an issue on the agenda. The Management Board of the Company refuses to provide information if it could act to the detriment of the Company, its related company or a subsidiary company or cooperative, in particular by disclosing technical, commercial or organizational secrets of the enterprise. A member of the Company's Management Board may refuse to provide the information if its divulging could constitute a basis for their criminal, civil or administrative liability.

III. The right to obtain the information on the Extraordinary General Meeting. Providing the address of the website on which the information on the Extraordinary General Meeting will be made available.

Full documentation to be presented to the Extraordinary General Meeting, draft resolutions of the Extraordinary General Meeting and any other information on the Extraordinary General Meeting convened for **16th December, 2021** will be posted on the Company's website at: www.onde.pl/walne-zgromadzenie/ starting from the date of the Extraordinary General Meeting being convened.