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NOTICE OF CONVENING
AN EXTRAORDINARY GENERAL MEETING
OF THE ELECTRIC MOTOR FACTORY BESEL JOINT-STOCK COMPANY
WITH ITS REGISTERED OFFICE IN BRZEG

The Management Board of the company Electric Motor Factory BESEL Joint-Stock Company, with its registered office in Brzeg, ul. Elektryczna 8, 49-300 Brzeg, whose company documents are held by the District Court in Opole, 8th Commercial Division of the National Court Register, entered into the register of entrepreneurs of the National Court Register under number: 0000015549, NIP (Tax Identification Number): 7470006251, REGON (Statistical Number): 530509199, share capital of PLN 21.7 million fully paid-up, acting pursuant to Article 399 §1 of the Commercial Companies Code and §17 sec. 2 of the Company's Articles of Association, hereby convenes the Extraordinary General Meeting, which will be held take on September 3, 2025, at 12:00 PM in Brzeg, at the headquarters of the Electric Motor Factory BESEL Joint-Stock Company, at 8 Elektryczna Street.

Agenda:

1. Opening of the General Meeting.
2. Election of the Chairman of the General Meeting.
3. Confirmation of the proper convening of the Meeting and its ability to adopt resolutions.
4. Adoption of the agenda.
5. Adoption of a resolution on the approval of the Company's reserve capital regulations.
6. Other motions.
7. Closing of the Meeting.

PREZES ZARZADU
Dyrektor Naczelny
Rafał Bednarek



Register Number KRS:0000015549; Register Court of Opole VIII Economic Department
of the National Court; Share capital: 21 677 580 PLN (paid in 100%)
NIP VAT UE: PL 7470006251



In accordance with the obligation arising from Article 402 §2 of the Commercial Companies Code, the Management Board announces the draft resolution regarding the adoption of the Company's Reserve Capital Regulations.

Draft Resolution:

**Resolution No. 1/2025
of the Extraordinary General Meeting
of the ELECTRIC MOTOR FACTORY BESEL JOINT-STOCK COMPANY
WITH ITS REGISTERED OFFICE IN BRZEG
dated at September 3, 2025
regarding the adoption of the reserve capital regulations**

Pursuant to Article 396 §4 of the Commercial Companies Code, the General Meeting hereby resolves as follows:

§1

The Reserve Capital Regulations of the Company, constituting an appendix to this resolution, are hereby adopted.

§2

The Regulations define the rules for the creation, funding, allocation, and management of the Company's reserve capital, in accordance with legal provisions and the Company's financial policy.

§3

This resolution shall enter into force on the date of its adoption.



Appendix: Reserve Capital Regulations

**RESERVE CAPITAL REGULATIONS
OF THE ELECTRIC MOTOR FACTORY BESEL JOINT-STOCK COMPANY
WITH ITS REGISTERED OFFICE IN BRZEG**

§1

Legal Basis and Purpose of the Regulations

1. These regulations ("Regulations") have been drawn up on the basis of Article 396 of the Commercial Companies Code and §20 of the Company's Articles of Association, which provide for the existence of reserve capital.
2. The Regulations define the principles for the creation, allocation, and management of the reserve capital funds ("Reserve Capital").
3. The purpose of the Reserve Capital is to ensure the Company's financial stability, protection against the effects of financial losses, and financing of developmental and strategic activities.

§2

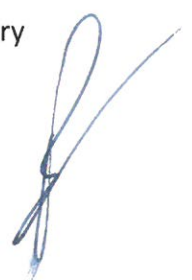
Principles for Creating Reserve Capital

1. The Reserve Capital may be created from the following sources:
 - a. Voluntary, non-refundable contributions from shareholders, made based on an agreement between shareholders,
 - b. Funds from the dissolution of special-purpose funds, if their original objective has been achieved or is no longer relevant,
 - c. Other cash inflows, provided they are not legally reserved for another purpose, by resolution of the General Meeting (WZA).
2. The amount of the allocation to the Reserve Capital from net profit may be determined annually by resolution of the General Meeting.

§3

Use of Funds from Reserve Capital

1. Funds accumulated in the Reserve Capital may be used for:
 - a. Covering balance sheet losses that cannot be covered by the supplementary capital,



- b. Financing investment and development projects of the Company,
 - c. Other purposes consistent with the Company's interest, approved by resolution of the General Meeting (WZA) or the Supervisory Board (RN).
2. Expenditure of funds from the Reserve Capital requires prior consent of the Management Board and a resolution of the General Meeting specifying the purpose and the amount of the utilized funds.

§4

Recording and Management

1. Reserve Capital funds are recorded in the Company's accounting books as a separate liability item.
2. The Company's Management Board shall prepare an annual report on the management of the reserve capital funds, which shall be submitted to the Supervisory Board for approval.
3. The Regulations may be subject to annual updates together with a review of the Company's financial situation.

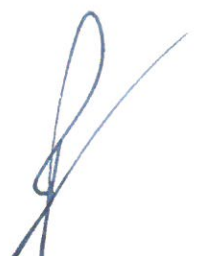
§5

Final Provisions

1. These Regulations shall enter into force on the date of adoption of the resolution establishing these Regulations by the General Meeting (WZA).
2. Any amendments to the Regulations require written form and approval by the General Meeting.
3. The Regulations are subject to internal publication within the Company and inclusion in the documentation of corporate bodies.

Attachments:

1. Template agreement with shareholders regarding non-refundable contributions,
2. Annual report form on the use of reserve capital.



Annex 1

TEMPLATE AGREEMENT WITH SHAREHOLDERS

regarding a non-refundable contribution to the reserve capital

AGREEMENT

concluded on in

between:

The Management Board of the company Electric Motor Factory BESEL Joint-Stock Company, with its registered office in Brzeg, ul. Elektryczna 8, 49-300 Brzeg, whose documentation is kept by the District Court in Opole, 8th Commercial Division of the National Court Register, entered into the register of entrepreneurs of the National Court Register under number: 0000015549.

NIP (Tax ID): 7470006251, REGON: 530509199, share capital: PLN 21.7 million, fully paid, represented by:

..... – President of the Management Board
(hereinafter: the "Company")

and

[name of the shareholder], residing/with its registered office in
NIP..... PESEL/REGON.....

(hereinafter: the "Shareholder")

§1. Subject of the Agreement

1. The Shareholder declares that they are making a non-refundable monetary contribution to the Company in the amount of:..... PLN (in words:), intended to strengthen the Company's reserve capital.

§2. Legal Nature of the Contribution

1. The contribution is voluntary and non-refundable.
2. The contribution does not constitute a shareholder's additional payment or a loan and is not subject to repayment or interest.
3. The contribution shall be recorded in the Company's accounting books as an increase in reserve capital.



§3. Final Provisions

1. This Agreement has been drawn up in two identical counterparts, one for each party.

.....
Company

.....
Shareholder

A handwritten signature in blue ink, consisting of a stylized, cursive letter 'P' with a long, sweeping tail that extends towards the bottom right corner of the page.

Annex 2
ANNUAL REPORT FORM
on the use of reserve capital for the year.....

MANAGEMENT BOARD REPORT
on the use of reserve capital funds
The Management Board of the company Electric Motor Factory BESEL Joint-Stock Company
with its registered office in Brzeg

No.	Purpose of Expenditure	Date of Expenditure	Amount (PLN)	Legal Basis / Resolution	Remarks
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