

**Current Report No. 22/2022**

**Date:** 2022-05-18

**Re:** Directors' Report explaining and justifying the merger between ACTION S.A. and a Company forming part of ACTION Capital Group

**Legal basis:** Article 17(1) MAR – public disclosure of inside information

**Content of the Report:**

The Board of Directors of ACTION S.A. (hereinafter: “the Company”, or “the Issuer”) with reference to the Current Report No. 8/2022 dated 4<sup>th</sup> March 2022 (containing an information about the Board’s decision by which it intended to merge ACTION S.A. with its subsidiary) and the Current Report No. 21/2022 dated 18<sup>th</sup> May 2022 (containing an information about signing and disclosing the Merger Plan), hereby informs that earlier today, the Board, acting in accordance with Article 501 of the Code of Commercial Companies, prepared a written Report explaining and justifying the merger between ACTION S.A. and ACTIVEBRAND Sp. z o.o. The Directors’ Report has been attached hereto.