

The first Notification to Shareholders regarding the intended merger of ACTION S.A. and its subsidiary ACTIVEBRAND Sp. z o.o.

The Board of Directors of ACTION S.A., acting pursuant to Article 504 § 1 of the Commercial Companies Code ("CCC"), hereby notifies the shareholders of ACTION S.A. of the intended merger between:

ACTION Spółka Akcyjna with its registered seat in Zamienie entered into the register of entrepreneurs of the National Court Register under entry no. KRS 0000214038, registry files kept by the District Court for Capital City of Warsaw, XIV Commercial Department of the National Court Register, with share capital of PLN 2,003,700.00, assigned the tax identification number NIP 5271107221 and the National Business Registry Number (REGON) 011909816 (hereinafter: "ACTION" or "the Acquiring Company")

with its subsidiary

ACTIVEBRAND Spółka z ograniczoną odpowiedzialnością with its registered seat in Kraków entered into the register of entrepreneurs of the National Court Register under entry no. KRS 0000438104, registry files kept by the District Court for Kraków-Śródmieście, XI Commercial Department of the National Court Register, with share capital of PLN 50,000.00, assigned the tax identification number NIP 1231273690 and the National Business Registry Number (REGON) 146368221 (hereinafter: "ACTIVEBRAND" or "the Acquired Company").

The Board of Directors of ACTION S.A. hereby informs that:

1. The merger will be carried out by way of transferring to the Acquiring Company all the assets of the Acquired Company, *i.e.* a merger by acquisition in pursuant to Article 492 § 1(1) of the CCC.

The details of the merger have been included in the "Merger Plan between ACTION Spółka Akcyjna with its registered seat Zamienie (acquiring company) and ACTIVEBRAND Spółka z ograniczoną odpowiedzialnością with its registered seat Krakow (acquired company)" prepared on 18th May 2022 (hereinafter: "Merger Plan").

2. The Merger Plan has not been published in the Court and Commercial Gazette due to the fact that, in accordance with Article 500 § 2¹ of the CCC, it has been made publicly available at no additional costs on both the Acquiring Company's website www.action.pl and the Acquired Company's website activebrand.waw.pl.

The Merger Plan was also published in the Current Report No. 22/2022 dated 18th May 2022.

3. In accordance with the provisions of the Merger Plan, the Board of Directors, acting in pursuant to Article 501 of the CCC, prepared on 18th May 2022 a written Report explaining and justifying the merger. The Directors' Report was published in the Current Report No. 22/2022 dated 18th May 2022.

4. Shareholders of ACTION S.A. may now inspect the relevant merger documents as listed in Article 505 § 1 of the CCC (except for the draft amendments to the Company's articles of association, auditor's report on the merger plan and statement on the accounting situation of the Acquired Company for the purposes of the merger, neither of which have been prepared according to the provisions of the Merger Plan) at the registered office of ACTION S.A. at ul. Dawidowska 10 in Zamienie, or by accessing them on the Acquiring Company's website (www.action.pl). The merger documents are available for inspection from 18th May 2022 until the date of the resolution on the merger.

Piotr Bieliński

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Sławomir Harazin

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