

Current Report No.: 42/2024

Release date: 20/05/2024

Subject: Decision of the Issuer's Management Board to specify and execute the purpose of acquiring a part of the shares under the programme for the acquisition of the Company's own shares

Legal basis: Article 17(1) of MAR – inside Information

Text of the report:

The Management Board of ACTION S.A. (hereinafter also as: the "*Issuer*", "*Company*") hereby announces that due to the completion of the programme for the acquisition of own shares on the basis of the authorisation granted in Resolutions No. 3 and 5 of the Extraordinary General Meeting of ACTION S.A. of 26/10/2022 (taking into account the amendments made to them pursuant to Resolutions No. 3 and 4 of the Extraordinary General Meeting of ACTION S.A. of April 14, 2023, changes made on the basis of Resolutions No. 13, 17 and 18 of the Ordinary General Meeting of ACTION S.A. of June 21, 2023, changes made pursuant to Resolutions No. 3 and 4 of the Extraordinary General Meeting of ACTION S.A. of October 26, 2023, and changes made pursuant to Resolutions No. 3 and 4 of the Extraordinary General Meeting of ACTION S.A. of February 28, 2024) detailed conditions for purchasing own shares published in current report No. 52/2022 of October 28, 2022 and in current report No. 36/2023 of April 14, 2023, current report No. 58/2023 of June 22, 2023, current report no. 97/2023 of October 26, 2023 and current report no. 21/2024 of February 28, 2024 (hereinafter referred to as the "*Programme*"), on 20/05/2024 the Company's Management Board adopted a resolution to specify and execute the purpose of acquiring the Company's own shares in the number of 2,200,000, acquired by the Company under the Programme, under transactions concluded in the period from 05/05/2023 to 25/03/2024, for the remuneration paid to shareholders in the total amount of PLN 57,599,187.52, as a voluntary redemption of the Company's shares in the aforementioned number and reduction in the Company's share capital by amending the Company's Articles of Association.

In the opinion of the Company's Management Board, the redemption of shares and the reduction in the Company's share capital is a legitimate purpose of the Programme as provided for in its content. It was therefore reasonable to specify this purpose and make a decision to execute it.

The Management Board will present its above position to the Company's General Meeting by placing on the agenda of the next General Meeting the matters indicated therein together with the draft resolutions, their justifications and the opinion of the Company's Supervisory Board.

Legal basis: Article 2(1) of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016 supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards for the conditions applicable to buy-back programmes and stabilisation measures.