

**Current Report No.:** 30/2024

**Date prepared:** 18/03/2024

**Subject:** Invitation to submit offers for the sale of Company shares under the programme for the acquisition of own shares.

**Legal basis:** Other regulations

**Contents of the report:**

The Management Board of ACTION S.A. (hereinafter also as: "Issuer", "Company"), in reference to current reports No. 51/2022 of 26/10/2022, 52/2022 of 28/10/2022, 35/2023 of 14/04/2023, 36/2023 of 14/04/2023, 57/2023 of 22/06/2023, 58/2023 of 22/06/2023, 96/2023 of 26/10/2023, 97/2023 of 26/10/2023, and 21/2024 of 28/02/2024 announces that on 18/03/2024, the Management Board of the Company decided to supplement the programme for the acquisition of own shares under the authorisation granted in Resolutions No. 3 and No. 5 of the Extraordinary General Meeting of ACTION S.A. of 26/10/2022 (amended by Resolutions No. 3 and 4 of the Extraordinary General Meeting of ACTION S.A. of April 14, 2023, and then Resolutions No. 13 and No. 17 of the Ordinary General Meeting of Shareholders of the Company of June 21, 2023, Resolution No. 3 of the Extraordinary General Meeting of Shareholders of the Company of October 26, 2023) and taking into account the changes resulting from Resolutions 3 and 4 of the Extraordinary General Meeting of Shareholders of Action S.A. of February 28, 2024, by means of a further (fifth) invitation to shareholders to submit offers for the sale of the Company's shares (hereinafter: "Invitation").

The invitation is addressed to all shareholders of the Company who will be entitled to make an offer for the sale of the Company's shares.

As a result of the Invitation and the acceptance of offers for sale, the Company intends to acquire no more than 1,000,000 own shares.

The proposed share purchase price is PLN 35.00 per share.

The Issuer has set the following dates in the Invitation:

- a) the commencement of accepting offers for the sale of shares from the Company's shareholders on 19 March 2024
- b) the end of accepting offers for the sale of shares from the Company's shareholders on 25 March 2024
- c) the anticipated publication of the number of shares to be acquired on 26 March 2024.
- d) the anticipated date of transfer of ownership of the shares (acquisition settlement date) on 28 March 2024.

The Issuer will not, during the period of accepting offers for the sale of shares on the basis of the Invitation, carry out transactions for the acquisition of own shares on the regulated market operated by the Warsaw Stock Exchange.

Ipopema Securities S.A., Warsaw, will be the intermediary in the execution and settlement of the share purchase transaction for the purposes of this Invitation.

Detailed terms and conditions of the acquisition of shares through the Invitation are set out in the content of the "*Invitation to Submit Offers for the Sale of Shares*" with the template of "*Offer of the Sale of Shares of Action S.A.*" enclosed to this current report.

Legal basis: Article 2(2 and Tax Identification Number 3) 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 in connection with Article 5(3) of Regulation (EU) No 596/2014 of the European Parliament and of the Council (MAR).