

11 September 2022

From:

ULTRO S.à r.l.

Place de Strasbourg 2
2562 Luxembourg

To:

**Management Board
of CCC S.A.**

ul. Strefowa 6
59-101 Polkowice

**Request to convene the Extraordinary General Meeting of
CCC S.A. with its registered office in Polkowice**

On behalf of **ULTRO S.à r.l.** (*Société à responsabilité limitée*) with its registered office in Luxembourg, address: Place de Strasbourg 2, 2562 Luxembourg, registered in the Register of Commerce and Companies (Registre de Commerce et des Sociétés) under No. B207792, as its Directors authorized for joint representation, (the "**Shareholder**"),

being a shareholder of CCC S.A., a joint-stock company with its registered office in Polkowice at ul. Strefowa 6, 59-101 Polkowice, registered in the register of entrepreneurs of the National Court Register by the District Court for Wrocław-Fabryczna in Wrocław, 9th Commercial Division of the National Court Register under KRS number 0000211692 (the "**Company**")

holding 17,077,465 (seventeen million seventy-seven thousand four hundred sixty-five) shares constituting 31.12% (thirty one and twelve hundredth of percent) of the Company's share capital and carrying 23,577,465 (twenty three million five hundred seventy-seven thousand four hundred sixty-five) votes at the Company's General Meeting, representing 38.32% (thirty eight and thirty two hundredth of percent) of votes at the Company's General Meeting which is more than one twentieth of the Company's share capital,

pursuant to Article 400 § 1 of the Commercial Companies Code of 15 September 2000 (consolidated text in Dz. U. of 2022, item 1467, as amended),

we hereby request that the Extraordinary General Meeting of the Company be convened on 28 October 2022 at 12:00 hours at the Company's registered office in Polkowice, ul. Strefowa 6, 59-100 Polkowice, (the "**General Meeting**"), with the following agenda:

1. Opening the Extraordinary General Meeting.
2. Electing the Chairperson of the Extraordinary General Meeting.
3. Ascertaining that the Extraordinary General Meeting has been properly convened and is capable of adopting binding resolutions.
4. Adopting the agenda for the Extraordinary General Meeting.
5. Adopting a resolution on an increase in the Company's share capital through the issue of ordinary registered Series L shares, the exclusion of all the pre-emptive rights of the current shareholders in relation to all the ordinary registered Series L shares, the dematerialization of ordinary registered Series L shares, the authorization to enter into an agreement for the registration of ordinary registered Series L shares in the securities depository and on amending the Articles of Association of the Company.
6. Adopting a resolution on covering the costs of the Extraordinary General Meeting.
7. Closing the Extraordinary General Meeting.

Rationale

In the Shareholder's view, the current macroeconomic situation, growing prices of food and energy, the war in Ukraine and very high costs of debt servicing, combined, create extraordinarily challenging uncertainties, which are challenging for the consumers and the whole retail sector, including CCC S.A. These factors create the need to provide the Company with additional capital sources, possibly by way of issuing shares, in order to create a capital cushion to absorb effects of a possibly prolonging crisis and to continue the development.

Considering the foregoing, the Shareholder, being the Company's largest shareholder, declares its will to embark on efforts to provide the Company (directly or indirectly through a designated entity) additional equity to finance the Company's working capital, in an amount not exceeding PLN 500 million, at a price per share on the level of the average closing price from the last three stock exchange sessions on the Warsaw Stock Exchange (i.e. 7, 8 and 9 September 2022) – should the Company issue new shares excluding the pre-emptive rights of its existing shareholders and substantially on the terms set out in the attached draft Extraordinary General Meeting's resolution. Considering the time-consuming procedures necessary to approve a prospectus required to admit new shares in the number indicated in the draft resolution to trading on a regulated market, the Shareholder is prepared to acquire registered shares that will not be admitted to trading immediately after their issuance.

This declaration is based on an assumption that the lead time to acquire the new shares would be set at the Commercial Companies Code standard of six months from the date of the resolution, which will be necessary for the Shareholder to secure funds for the capital injection. If securing those funds proves impossible or they are not secured for other reasons, or the Company's capital needs are satisfied as a result of Management Board's other actions, or if the market conditions improve significantly, the Shareholder reserves the right to withdraw from the declared capital injection or to reduce its value accordingly.

The declaration made in this request should not be construed as an offer within the meaning of the civil law, nor is it legally binding beyond the demand to convene the Extraordinary General Meeting.

Attachments:

1. draft resolution of the Company's Extraordinary General Meeting on an increase in the Company's share capital through the issue of ordinary registered Series L shares, the exclusion of all the pre-emptive rights of its current shareholders in relation to all the ordinary registered Series L shares, the dematerialization of ordinary registered Series L shares, the authorization to enter into an agreement for the registration of ordinary registered Series L shares in the securities depository and on amending the Articles of Association of the Company.
2. draft resolution of the Company's Extraordinary General Meeting on the Company incurring the costs of convening and holding the Extraordinary General Meeting.

ULTRO S.à r.l.

Wiesław Oleś (Director)

Maciej Waloszyk (Director)