

Polish Financial Supervision Authority
Current Report No. 11/2024

Prepared on: 22/05/2024

Subject:

Convening of the Ordinary General Meeting of BEST S.A.

Legal basis:

Article 56(1)(2) of the Offering Act – current and periodic disclosures

Report contents:

Acting pursuant to Article 395, Article 399 § 1, Article 402¹ and Article 402² of the Commercial Companies Code, and based on § 12 (1) of the Issuer's Statute, the Management Board of BEST S.A., with its registered office in Gdynia (Issuer), announces that it convenes the Ordinary General Meeting of BEST S.A. on 18 June 2024, 10:00. The Ordinary General Meeting will be held at the Issuer's registered office in Gdynia, ul. Łużycka 8A.

Annex 1 to this report contains the full Announcement of the convening of the Ordinary General Meeting.

Annex 2 to this report contains draft resolutions, including their substantiation, to be discussed at the Ordinary General Meeting.

Annex 3 to this report contains information on the total number of the Company's shares and votes vested with the shares on the announcement date, according to Article 402³ of the Commercial Companies Code.

The remaining annexes to this current report contain the documentation being the object of discussion at the Ordinary General Meeting.

All information on the Ordinary General Meeting and full documentation to be presented during the OGM will be made available on BEST's website www.best.com.pl.

Attachments:

File	Description
001_Announcement of GSM convening ZWZ.pdf	Announcement of the convening of the Issuer's Ordinary GSM
002_OGSM draft resolutions.pdf	Draft resolutions of the Issuer's Ordinary GSM
003_Information on total number of shares.pdf	Information on the total number of shares of the Issuer and the number of votes vested with these shares
004_Supervisory Board assessment report 2023.pdf	Report of the Issuer's Supervisory Board on the assessment of the submitted documents
005_Supervisory Board report 2023.pdf	Supervisory Board report
006_Management Board proposal to adopt resolutions.pdf	Substantiated proposal of the Management Board concerning the adoption of the resolutions included in the agenda
007_Management Board proposal to distribute profit.pdf	Proposal of the Management Board to distribute the net profit

Best S.A. (full name of the issuer)	Other finance (fin) (sector as per GPW (Warsaw Stock Exchange) classification)
BEST (abbreviated name of the issuer)	
81-537 (postal code)	Gdynia (city/town)
Łużycka (street)	8A (number)
(0-58) 76 99 299 (phone)	(0-58) 76 99 226 (fax)
best@best.com.pl (e-mail)	www.best.com.pl (www)
585-00-11-412 Tax ID (NIP)	190400344 Statistical No. (REGON)

SIGNATURES OF THE PERSONS REPRESENTING THE COMPANY:

Date	Given name and surname	Position/Function	Signature
22/05/2024	Krzysztof Borusowski	President of the Management Board	
22/05/2024	Marek Kucner	Vice-President of the Management Board	

**ANNOUNCEMENT
OF THE CONVENING OF THE ORDINARY GENERAL MEETING OF
BEST S.A.**

The Management Board of BEST Spółka Akcyjna, having its registered office in Gdynia, ul. Łużycka 8A, entered into the register of businesses maintained by the District Court Gdańsk-North in Gdańsk, 8th Commercial Department, under no. KRS 0000017158, with share capital amounting to PLN 22,693,729 (fully paid), hereinafter referred to as **BEST** or **Company**, acting pursuant to Article 395, Article 399 § 1, Article 402¹ and Article 402² of the Commercial Companies Code, and in connection with § 12(1) of BEST's Statute, hereby convenes the Ordinary General Meeting (hereinafter also referred to as the **General Meeting** or **GM**).

1. DATE, PLACE AND TIME OF THE ORDINARY GENERAL MEETING AND A DETAILED AGENDA

1.1. Date, place and time

The Ordinary General Meeting will be held on 18 June 2024, 10:00, in the Company's registered office in Gdynia, ul Łużycka 8A (3rd floor).

1.2. Agenda

1. Opening of the meeting.
2. Appointment of the Chairman of the General Meeting.
3. Confirmation of correct convening of the General Meeting and its capacity to adopt resolutions.
4. Appointment of a Ballot-Counting Committee or entrusting the counting of votes to the Chairman of the General Meeting.
5. Adoption of the agenda.
6. Presentation by the Company's Management Board of the Company's financial statements for 2023 and the consolidated financial statements of BEST S.A. Capital Group for 2023, the management report of BEST S.A. Capital Group and of BEST S.A. for 2023, and the Management Board's proposal to distribute the net profit earned by the Company in 2023 and their examination.
7. Submission by the Supervisory Board of a written report on the assessment of:
 - a) the Company's financial statements for 2023,
 - b) consolidated financial statements of BEST S.A. Capital Group for 2023,
 - c) management report of the Capital Group and of BEST S.A. for 2023,
 - d) proposal of the Management Board on the distribution of the Company's net profit for 2023.
8. Presentation by the Supervisory Board of the Supervisory Board Report for 2023.
9. Adoption of a resolution on approving the Company's financial statements for 2023.
10. Adoption of a resolution on approving the consolidated financial statements of BEST S.A. Capital Group for 2023.
11. Adoption of a resolution on approving the management report of the Capital Group and of BEST S.A. for 2023.
12. Adoption of a resolution on approving the report of the Supervisory Board of BEST S.A. for 2023.
13. Adoption of a resolution on the distribution of the Company's net profit earned in FY 2023.

14. Adoption of resolutions on acknowledging the fulfilment of duties by members of the Company's corporate bodies in 2023.
15. Adoption of a resolution on expressing an opinion on the Remuneration Report for FY 2023.
16. Adoption of a resolution on redeeming the Company's equity shares.
17. Adoption of a resolution on reducing the Company's share capital and amending the Company's Statute accordingly.
18. Adoption of a resolution on amending resolution no. 23 of the Ordinary General Meeting of BEST S.A. of 29 June 2022 on (i) the issue of series D subscription warrants vested with the right to acquire series H shares, (ii) the conditional increase of the share capital, (iii) the exclusion of the pre-emptive right to series D subscription warrants and to series H shares, (iv) the authorisation of the Company's bodies, and (v) on amending the Company's Statute by way of a conditional increase of its share capital.
19. Adoption of a complete text of the Company's Statute.
20. Any other business.
21. Closing of the session.

2. ELECTRONIC COMMUNICATION BETWEEN SHAREHOLDERS AND THE COMPANY

When using electronic means of communication with BEST, shareholders must use only the specified e-mail address intended for communication (wza@best.com.pl), or otherwise any correspondence shall be considered not to have been delivered. The risk of disclosure of data to unauthorised persons in connection with a shareholder's use of the means of electronic communication with the Company is borne by the shareholder.

If a shareholder, using means of electronic communication, sends to BEST documents whose original counterparts have been prepared in a language other than Polish, a Polish translation of such documents done by a certified translator must be enclosed.

All documents exchanged between a shareholder and BEST using means of electronic communication must be scanned to a PDF file.

When in doubt, BEST may request original documents.

3. SHAREHOLDER'S RIGHT TO REQUEST THAT SPECIFIC ISSUES BE INCLUDED IN THE GM'S AGENDA

A shareholder or shareholders of BEST representing at least 1/20 of BEST's share capital may request that specific issues be included in the agenda of the General Meeting. The request must be submitted to BEST's Management Board not later than twenty-one days before the scheduled date of the GM, i.e. by 28 May 2024.

The request to include specific issues in the GM's agenda must include a justification or a draft resolution concerning the proposed item to be included in the agenda. The request is to be submitted in writing to the address ul. Łużycka 8A, 81-537 Gdynia, or in electronic form, according to the rules described in section 2 before.

Together with a request submitted in electronic or written form, the shareholder must enclose any documents and information which allow them to be identified as a shareholder entitled to make such a request as well as any information which identifies and confirms the powers of any persons who represent or act on behalf of the shareholder, as referred to in section 6.2 below.

Without undue delay, not later than eighteen days prior to the scheduled date of the General Meeting, the Management Board will announce any changes to the agenda which have been introduced at the request of shareholders. The new agenda will be announced in the manner appropriate for convening a General Meeting.

4. SHAREHOLDER'S RIGHT TO PROPOSE DRAFT RESOLUTIONS CONCERNING ISSUES WHICH HAVE BEEN INCLUDED OR ARE TO BE INCLUDED IN THE AGENDA PRIOR TO THE SCHEDULED DATE OF THE GENERAL MEETING

Before the date of the General Meeting, a shareholder or shareholders of BEST representing at least 1/20 of BEST's share capital may submit to BEST in writing (to the address: ul. Łużycka 8A, 81-537 Gdynia) or in electronic form, according to the rules described in section 2 before, draft resolutions regarding items which have been introduced or are to be introduced to the agenda of the General Meeting.

Together with a request submitted in electronic or written form, the shareholder must enclose any documents and information which allow them to be identified as a shareholder entitled to propose draft resolutions as well as any information which identifies and confirms the powers of any persons who represent or act on behalf of the shareholder, as referred to in section 6.2 below.

BEST will promptly publish the draft resolutions on its website.

5. SHAREHOLDER'S RIGHT TO PROPOSE DRAFT RESOLUTIONS CONCERNING ISSUES INCLUDED IN THE AGENDA DURING THE GENERAL MEETING

During the General Meeting, every shareholder of BEST may propose draft resolutions concerning any item on the agenda.

6. PROCEDURE FOR EXERCISING THE VOTING RIGHT THROUGH AN ATTORNEY, IN PARTICULAR VOTING FORMS TO BE USED BY ATTORNEYS, AND PROCEDURE FOR NOTIFYING BEST, USING MEANS OF ELECTRONIC COMMUNICATION, OF THE APPOINTMENT OF AN ATTORNEY

A shareholder of BEST may attend the General Meeting and exercise the right to vote in person or through an attorney.

The power of attorney to attend the General Meeting and exercise the right to vote is to be granted in writing or electronically.

Due to technical reasons, the forms allowing the exercise of the voting right through an attorney could not be provided on the website www.best.com.pl. To obtain the forms, shareholders can contact BEST in writing (address: ul. Łużycka 8A, 81-537 Gdynia) or in electronic form (wza@best.com.pl) and specify an address for deliveries. BEST will send the forms by post free of charge. It is not mandatory to use the form. The form contains information on the exercise of the voting right through an attorney, but it does not supersede a power of attorney granted by a shareholder. BEST will not verify whether any attorneys exercise the voting right as instructed by their principals.

6.1. Power of attorney in writing

If a shareholder has granted a power of attorney in writing, when an attendance list is prepared, the attorney must present the following documents (unless they have already been provided to BEST):

- a) the original document of the power of attorney,
- b) a copy from the register in which the shareholder is entered or another document confirming the power to act on behalf of the shareholder, and
- c) a document allowing the attorney's identity to be verified.

If any of the above documents has been prepared in a language other than Polish or English, the attorney must provide a Polish translation done by a certified translator.

6.2. Procedure for notifying BEST of a power of attorney using means of electronic communication

In order to notify BEST about a power of attorney in electronic form, shareholders must use the e-mail address: wza@best.com.pl. The notification of a power of attorney sent to BEST must include the shareholder's and the attorney's phone number and e-mail address for BEST to be able to contact the shareholder and the attorney. It must also include the scope of the power of attorney, i.e. the number of shares under which the voting right is to be exercised and the date of the General Meeting during which that right will be exercised.

In addition to the notification of the power of attorney in electronic form, the shareholder must send to BEST a scanned copy of a signed power of attorney.

If the shareholder granting a power of attorney is not a natural person, the following must be sent to BEST:

- a) a scanned copy from the register in which the shareholder is entered, or

- b) a scanned copy of another document confirming the attorney's power to act on behalf of the shareholder.

If the power of attorney has been granted to a party other than a natural person, the following must be additionally sent to BEST:

- a) a scanned copy from the register in which the attorney is entered, or
- b) a scanned copy of another document confirming the power of any persons who act on behalf of the attorney.

If any of the above documents has been prepared in a language other than Polish, the shareholder must provide a scanned copy of a Polish translation done by a certified translator.

The above rules shall apply accordingly to notifying BEST in electronic form about the revocation of a power of attorney.

The notification about granting or revoking a power of attorney in electronic form must be made by 17 June 2024, 12:00.

The above rules shall not relieve an attorney from the obligation to present their identification documents when the General Meeting's attendance list is prepared.

6.3. Verifying validity of a power of attorney, and identifying shareholders and attorneys

In order to verify whether a power of attorney granted in electronic form is valid and to verify the identity of BEST's shareholders and their attorneys, BEST may use the phone number provided by a shareholder according to section 6.2 or send an e-mail to verify whether the shareholder has granted a power of attorney in electronic form. BEST may contact both the shareholder and their attorney.

BEST S.A. may take appropriate and adequate steps to identify a shareholder and an attorney in order to verify the validity of a power of attorney granted in electronic form.

A notification about granting or revoking a power of attorney in electronic form which does not meet the requirements described in section 6.2 shall be considered by BEST to be null and void.

Shareholders are allowed to participate in the General Meeting once they have presented a document of identity, and attorneys are allowed to participate once they have presented a document of identity and a power of attorney granted in writing or in electronic form (the attorney must present a printout of the power of attorney). Representatives of legal persons or organisational units without a legal personality must additionally present valid copies from the respective registers, listing persons authorised to represent such parties.

The provisions of section 6 and of sections 6.1-6.3 shall apply accordingly to granting further powers of attorney, as referred to in Article 412 § 4 of the Commercial Companies Code.

7. POSSIBILITIES AND PROCEDURES FOR PARTICIPATING IN THE GENERAL MEETING BY MEANS OF ELECTRONIC COMMUNICATION

BEST does not plan to allow participation in the General Meeting by means of electronic communication.

8. PROCEDURE FOR EXPRESSING OPINIONS AT THE GENERAL MEETING BY MEANS OF ELECTRONIC COMMUNICATION

BEST does not plan to allow the expression of opinions during the General Meeting by means of electronic communication.

9. PROCEDURE FOR EXERCISING VOTING RIGHTS BY MAIL OR BY MEANS OF ELECTRONIC COMMUNICATION

BEST does not plan to allow the exercise of voting rights by mail or by means of electronic communication.

10. RECORD DATE OF PARTICIPATION IN THE GENERAL MEETING

Pursuant to Article 406¹ of the Commercial Companies Code, the date of registration of participation in the General Meeting is 02 June 2024 (hereinafter referred to as the **Record Date**), which is 16 days prior to the date of the GM.

11. INFORMATION ABOUT THE RIGHT TO PARTICIPATE IN THE ORDINARY GENERAL MEETING

The right to participate in the GM is reserved for persons who:

- a) are BEST's shareholders on the Record Date, i.e. BEST's shares are recorded on their securities accounts, and
- b) between the date of this announcement of the convening of the GM and 3 June 2024 (the first weekday after the Record Date), request entities which maintain their securities accounts to issue personal certificates confirming their right to participate in the General Meeting.

It is recommended that the shareholders collect the above certificate confirming their right to participate and take it with them to the General Meeting.

12. LIST OF SHAREHOLDERS

Based on a list provided to it by the National Depository for Securities (KDPW) and created based on personal certificates confirming the right to participate issued by the entities keeping the securities accounts, BEST will draw up a list of shareholders authorised to participate in the GM.

The list of shareholders authorised to attend the GM will be made available at BEST's registered office in Gdynia, ul. Łużycka 8A, during 3 weekdays prior to the GM, between 9:00 and 15:00.

A shareholder of BEST may request that the list of shareholders authorised to participate in the GM is sent to him/her by e-mail, free of charge, indicating his/her e-mail address to which the list should be sent. The request must be sent to BEST's e-mail address specified in section 2 of this announcement.

A shareholder of BEST has a right to demand copies of motions regarding issues included in the meeting's agenda, within one week before the GM.

13. INFORMATION ON SHAREHOLDERS' RIGHT TO ASK QUESTIONS REGARDING MATTERS ON THE AGENDA OF THE GENERAL MEETING

BEST's shareholders attending the General Meeting have the right to ask questions regarding matters on the agenda of the General Meeting and participate in discussions in accordance with the Rules of the General Meeting of BEST S.A.

14. ACCESS TO DOCUMENTATION

The full text of the documents to be presented at the GM and draft resolutions will be published on BEST's website (www.best.com.pl) (tab: For investors; General Meeting) beginning on the day of the convening of the GM, and will also be available at the address: ul. Łużycka 8A, Gdynia.

Any comments from the Management Board or Supervisory Board concerning the items introduced to the agenda of the General Meeting or items that are to be introduced to the agenda before the date of the General Meeting will be made available on BEST's website and at ul. Łużycka 8A, Gdynia, immediately after they have been prepared.

15. BEST'S WEBSITE CONTAINING INFORMATION ABOUT THE GENERAL MEETING

All information about the General Meeting will be published on BEST's website www.best.com.pl (tab: For investors; General Meeting).

**DRAFT RESOLUTIONS FOR THE ORDINARY GENERAL MEETING OF BEST S.A.
CONVENED TO BE HELD ON 18 June 2024**

DRAFT RESOLUTION CONCERNING ITEM 2 OF THE AGENDA:

**Resolution no. 1
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on the appointment of the Chairman of the General Meeting**

The Ordinary General Meeting, acting pursuant to Article 409 § 1 and Article 420 § 2 of the Commercial Companies Code, and § 9 of the Rules of the General Meeting of BEST S.A., resolves as follows:

§ 1

The Ordinary General Meeting of BEST S.A. decides to appoint Mr/Ms [] as Chairman of the Company's Ordinary General Meeting.

§ 2

The resolution comes to force upon its adoption.

DRAFT RESOLUTION CONCERNING ITEM 4 OF THE AGENDA:

**Resolution no. 2
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on appointing members to the Ballot-Counting Committee**

The Ordinary General Meeting, acting pursuant to § 14(1)(b) of the Rules of the General Meeting of BEST S.A., resolves as follows:

§ 1.

The Ordinary General Meeting of BEST S.A. appoints the following individuals as members of the Ballot-Counting Committee:

- 1) [];
- 2) [];
- 3) [].

§ 2.

The resolution comes to force upon its adoption.

or

**Resolution no. 2
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on entrusting the counting of votes to the Chairman of the General Meeting**

§ 1.

Acting based on §15 (2) of the Rules of the General Meeting of BEST S.A. and with the consent of all shareholders present at the meeting, the Ordinary General Meeting waives the appointment of a ballot-counting committee and entrusts the counting of the votes cast to the Chairman of the General Meeting.

§ 2.

The resolution comes to force upon its adoption.

DRAFT RESOLUTION CONCERNING ITEM 5 OF THE AGENDA:

**Resolution no. 3
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on adopting the agenda**

The Ordinary General Meeting resolves as follows:

§ 1

The Ordinary General Meeting decides to adopt the following agenda:

1. Opening of the meeting.
2. Appointment of the Chairman of the General Meeting.
3. Confirmation of correct convening of the General Meeting and its capacity to adopt resolutions.
4. Appointment of a Ballot-Counting Committee or entrusting the counting of votes to the Chairman of the General Meeting.
5. Adoption of the agenda.
6. Presentation by the Company's Management Board of the Company's financial statements for 2023 and the consolidated financial statements of BEST S.A. Capital Group for 2023, the management report of BEST S.A. Capital Group and of BEST S.A. for 2023, and the Management Board's proposal to distribute the net profit earned by the Company in 2023 and their examination.
7. Submission by the Supervisory Board of a written report on the assessment of:
 - a) the Company's financial statements for 2023,
 - b) consolidated financial statements of BEST S.A. Capital Group for 2023,
 - c) management report of the Capital Group and of BEST S.A. for 2023,
 - d) proposal of the Management Board on the distribution of the Company's net profit for 2023.
8. Presentation by the Supervisory Board of the Supervisory Board Report for 2023.
9. Adoption of a resolution on approving the Company's financial statements for 2023.
10. Adoption of a resolution on approving the consolidated financial statements of BEST S.A. Capital Group for 2023.
11. Adoption of a resolution on approving the management report of the Capital Group and of BEST S.A. for 2023.
12. Adoption of a resolution on approving the report of the Supervisory Board of BEST S.A. for 2023.
13. Adoption of a resolution on the distribution of the Company's net profit earned in FY 2023.
14. Adoption of resolutions on acknowledging the fulfilment of duties by members of the Company's corporate bodies in 2023.
15. Adoption of a resolution on expressing an opinion on the Remuneration Report for FY 2023.
16. Adoption of a resolution on redeeming the Company's equity shares.
17. Adoption of a resolution on reducing the Company's share capital and amending the Company's Statute accordingly.
18. Adoption of a resolution on amending resolution no. 23 of the Ordinary General Meeting of BEST S.A. of 29 June 2022 on (i) the issue of series D subscription warrants vested with the right to

acquire series H shares, (ii) the conditional increase of the share capital, (iii) the exclusion of the pre-emptive right to series D subscription warrants and to series H shares, (iv) the authorisation of the Company's bodies, and (v) on amending the Company's Statute by way of a conditional increase of its share capital.

19. Adoption of a complete text of the Company's Statute.

20. Any other business.

21. Closing of the session.

§ 2

The resolution comes to force upon its adoption.

DRAFT RESOLUTION CONCERNING ITEM 9 OF THE AGENDA:

**Resolution no. 4
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on approving the Company's financial statements for FY 2023**

Pursuant to Article 393(1), Article 395 § 2(1) of the Commercial Companies Code and § 13(1)(1) of the Statute of BEST S.A., having examined the financial statements of BEST S.A. for FY 2023 presented by the Management Board, the results of the audit of the financial statements of BEST S.A. for FY 2023 by the statutory auditor and the Supervisory Board's assessment of the financial statements of BEST S.A. for FY 2023:

§ 1

The Ordinary General Meeting of BEST S.A. approves the financial statements of BEST S.A. for FY 2023, as verified by the statutory auditor, including the following:

- 1) separate statement of financial position as of 31 December 2023, presenting a total balance of assets, equity and liabilities of PLN 1,281,515 thousand (in words: one billion two hundred and eighty-one million five hundred and fifteen thousand zloty);
- 2) separate statement of comprehensive income for the 12-month period ended 31 December 2023, presenting a net profit of PLN 50,391 thousand (in words: fifty million, three hundred and ninety-one thousand zloty) and a net comprehensive income of PLN 62,408 thousand (in words: sixty-two million, four hundred and eight thousand zloty);
- 3) separate statement of changes in equity for the 12-month period ended 31 December 2023, presenting an increase in equity of PLN 61,084 thousand (in words: sixty-one million eighty-four thousand zloty);
- 4) separate cash flow statement for the 12-month period ended 31 December 2023, presenting a negative net cash flow of PLN 3,042 thousand (in words: three million forty-two thousand zloty);
- 5) the notes.

§ 2

The resolution comes to force upon its adoption.

DRAFT RESOLUTION CONCERNING ITEM 10 OF THE AGENDA:

Resolution no. 5
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on approving the consolidated financial statements of BEST S.A. Capital Group for FY 2023

Pursuant to Article 395 § 5 of the Commercial Companies Code and § 13(1)(1) of the Statute of BEST S.A., having examined the consolidated financial statements of BEST S.A. Capital Group for FY 2023 presented by the Management Board, the results of the audit of the consolidated financial statements of BEST S.A. Capital Group for FY 2023 by the statutory auditor and the Supervisory Board's assessment of the consolidated financial statements of BEST S.A. Capital Group for FY 2017:

§ 1

The Ordinary General Meeting of BEST S.A. approves the consolidated financial statements of BEST S.A. Capital Group for FY 2023, as verified by the statutory auditor, including the following:

- 1) consolidated statement of financial position as of 31 December 2023, showing total assets, equity and liabilities of PLN 1,545,122 thousand (in words: one billion, five hundred and forty-five million, one hundred and twenty-two thousand zloty);
- 2) consolidated statement of comprehensive income for the 12-month period ended 31 December 2023, showing a net profit of PLN 51,075 thousand (in words: fifty-one million seventy-five thousand zloty) and a net comprehensive income of PLN 63,078 thousand (in words: sixty-three million seventy-eight thousand zloty);
- 3) consolidated statement of changes in equity for the 12-month period ended 31 December 2023, presenting an increase in equity by PLN 60,993 thousand (in words: sixty million nine hundred and ninety-three thousand zloty);
- 4) consolidated cash flow statement for the 12-month period ended 31 December 2023, presenting a positive net cash flow of PLN 13,120 thousand (in words: thirteen million one hundred and twenty thousand zloty);
- 5) the notes.

§ 2

The resolution comes to force upon its adoption.

DRAFT RESOLUTION CONCERNING ITEM 11 OF THE AGENDA:

**Resolution no. 6
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on approving the management report
of the Capital Group and of BEST S.A. for 2023**

Pursuant to Article 395 § 2(1) of the Commercial Companies Code and § 13(1)(1) of the Statute of BEST S.A., having read the Management Report of the Capital Group and of BEST S.A. for 2023:

§ 1

The Ordinary General Meeting of BEST S.A. approves the management report of BEST S.A. and its Capital Group for 2023.

§ 2

The resolution comes to force upon its adoption.

DRAFT RESOLUTION CONCERNING ITEM 12 OF THE AGENDA:

**Resolution no. 7
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on approving the report of the Supervisory Board of BEST S.A. for 2023**

Having read the report of the Supervisory Board of BEST S.A. for 2023:

§ 1

The Ordinary General Meeting of BEST S.A. approves the Supervisory Board report for 2023.

§ 2

The resolution comes to force upon its adoption.

DRAFT RESOLUTIONS CONCERNING ITEM 13 OF THE AGENDA:

**Resolution no. 8
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on the distribution of the Company's net profit earned in FY 2023**

Pursuant to Article 395 § 2(2) of the Commercial Companies Code and § 13(1)(2) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A. decides to allocate the net profit generated by the Company in the financial year 2023 in the amount of PLN 50,391,408.87 (in words: fifty million, three hundred and ninety-one thousand, four hundred and eight zloty, eighty-seven grosz) in its entirety to the Company's supplementary capital.

§ 2

The resolution comes to force upon its adoption.

DRAFT RESOLUTIONS CONCERNING ITEM 14 OF THE AGENDA:

Resolution no. 9
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on acknowledging the fulfilment of duties by the President of the Company's Management Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A. acknowledges the fulfilment of duties by Krzysztof Borusowski, President of the Management Board of BEST S.A., in the period from 01/01/2023 to 31/12/2023.

§ 2

The resolution comes to force upon its adoption.

Resolution no. 10
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on acknowledging the fulfilment of duties by the Vice-President of the Company's Management Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A. acknowledges the fulfilment of duties by Marek Kucner, Vice-President of the Management Board of BEST S.A., in the period from 01/01/2023 to 31/12/2023.

§ 2

The resolution comes to force upon its adoption.

Resolution no. 11
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on acknowledging the fulfilment of duties by a Member of the Company's Management Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A. acknowledges the fulfilment of duties by Maciej Bardan, Member of the Management Board of BEST S.A., in the period from 01/01/2023 to 31/12/2023.

§ 2

The resolution comes to force upon its adoption.

Resolution no. 12
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on acknowledging the fulfilment of duties by a Member of the Company's Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A. acknowledges the fulfilment of duties by prof. Leszek Pawłowicz, Chairman and subsequently Vice-Chairman of the Supervisory Board of BEST S.A., in the period from 01/01/2023 to 31/12/2023.

§ 2

The resolution comes to force upon its adoption.

Resolution no. 13
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on acknowledging the fulfilment of duties by a Member of the Company's Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A. acknowledges the fulfilment of duties by Hubert Janiszewski, Vice-Chairman of the Supervisory Board of BEST S.A., in the period from 01/01/2023 to 07/06/2023.

§ 2

The resolution comes to force upon its adoption.

**Resolution no. 14
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024**

on acknowledging the fulfilment of duties by a Member of the Company's Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A. acknowledges the fulfilment of duties by prof. Dariusz Filar, Member and subsequently Chairman of the Supervisory Board of BEST S.A., in the period from 01/01/2023 to 31/12/2023.

§ 2

The resolution comes to force upon its adoption.

Resolution no. 15
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on acknowledging the fulfilment of duties by a Member of the Company's Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A. acknowledges the fulfilment of duties by Mirosław Gronicki, Member of the Supervisory Board of BEST S.A., in the period from 01/01/2023 to 31/12/2023.

§ 2

The resolution comes to force upon its adoption.

**Resolution no. 16
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024**

on acknowledging the fulfilment of duties by a Member of the Company's Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A. acknowledges the fulfilment of duties by Wacław Nitka, Member of the Supervisory Board of BEST S.A., in the period from 01/01/2023 to 31/12/2023.

§ 2

The resolution comes to force upon its adoption.

Resolution no. 17
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on acknowledging the fulfilment of duties by a Member of the Company's Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A. acknowledges the fulfilment of duties by Maciej Matusiak, Member of the Supervisory Board of BEST S.A., in the period from 01/01/2023 to 31/12/2023.

§ 2

The resolution comes to force upon its adoption.

Resolution no. 18
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on acknowledging the fulfilment of duties by a Member of the Company's Supervisory Board

Pursuant to Article 393(1) and Article 395 § 2(3) of the Commercial Companies Code, and § 13(1)(3) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A. acknowledges the fulfilment of duties by Eva Sudol, Member of the Supervisory Board of BEST S.A., in the period from 08/06/2023 to 31/12/2023.

§ 2

The resolution comes to force upon its adoption.

DRAFT RESOLUTION CONCERNING ITEM 15 OF THE AGENDA:

**Resolution no. 19
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on expressing an opinion on the Remuneration Report for the financial year 2023**

Pursuant to Article 395 §2¹ of the Commercial Companies Code, in connection with Article 90g(6) of the Act on public offering, terms of introducing financial instruments to organised trading and on public companies, following the examination of the statutory auditor's assessment, it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A. expresses a positive opinion on the Remuneration Report for FY 2023 adopted by the Supervisory Board of BEST S.A., which is annexed to this resolution.

§ 2

The resolution comes to force upon its adoption.

DRAFT RESOLUTION CONCERNING ITEM 16 OF THE AGENDA:

**Resolution no. 20
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on redeeming the Company's equity shares**

Pursuant to Article 359 § 1 and 2, Article 360 §2(2) of the Commercial Companies Code and §10(1), (2) and (3) of the Company's Statute, and considering the provisions of resolution no. 45/2024 by the Company's Management Board of 20 May 2024, it is resolved as follows:

§ 1

1. The Ordinary General Meeting decides to voluntarily redeem 151,515 (in words: one hundred and fifty-one thousand five hundred and fifteen) of the Company's dematerialised ordinary bearer shares with a nominal value of PLN 1.00 (in words: one zloty) each, i.e. with a total nominal value of PLN 151,515 (in words: one hundred and fifty-one thousand five hundred and fifteen), issued by the Company, admitted to trading on the regulated market operated by the Warsaw Stock Exchange (Giełda Papierów Wartościowych w Warszawie S.A.) and assigned by the National Depository for Securities (Krajowy Depozyt Papierów Wartościowych S.A.) the ISIN PLBEST000010. The Company acquired the shares described above as part of its completed acquisition of equity shares for redemption pursuant to resolution no. 19/2023 of the Ordinary General Meeting of BEST S.A. of 7 June 2023 as well as resolution no. 70/2023 of the Management Board of the Company of 20 July 2023. According to the above-mentioned resolutions, the Company decided to acquire 151,515 (in words: one hundred and fifty-one thousand five hundred and fifteen) equity shares of the Company by 30 June 2024, inter alia, for the purpose of their redemption and reduction of the share capital. In connection with the completion of the buyback of the whole share pool, the buyback was ended. The equity shares bought back and currently held by BEST S.A. are to be redeemed according to the purpose of their acquisition, which represents the basis for this resolution.
2. The shares referred to in Section 1 above, acquired by the Company with the consent of the shareholders against the consideration specified in resolution no. 19/2023 of the Ordinary General Meeting of BEST S.A. of 7 June 2023, amounting in total to PLN 4,999,995.00 (in words: four million nine hundred and ninety-nine thousand nine hundred and ninety-five thousand), are subject to redemption. As the Company redeems its shares, the Company, as a shareholder of the shares being redeemed, is not entitled to any consideration for the redemption.
3. The decrease of the share capital resulting from the redemption of the shares specified in section 1 above shall take place by way of a separate resolution of this Ordinary General Meeting and an amendment to the Company's Statute, without observing the procedure for notifying the creditors of a share capital reduction referred to in Article 456 § 1 of the Commercial Companies Code and based on Article 360 § 2(2) of the Commercial Companies Code, as the shareholders' remuneration for the equity shares acquired by the Company was paid exclusively from the amount which, according to

Article 348 § 1 of the Commercial Companies Code, can be allocated for distribution among shareholders under resolution no. 19/2023 of the Ordinary General Meeting of BEST S.A. of 7 June 2023.

4. The redemption will be effected by decreasing the Company's share capital by an amount corresponding to the total nominal value of the redeemed equity shares, i.e. by PLN 151,515.00 (in words: one hundred and fifty-one thousand five hundred and fifteen), from PLN 22,824,729.00 (in words: twenty-two million eight hundred and twenty-four thousand seven hundred and twenty-nine) to PLN 22,673,214.00 (in words: twenty-two million six hundred and seventy-three thousand two hundred and fourteen).
5. The equity shares shall be redeemed upon the registration of the share capital reduction by the competent register court.
6. The share capital reduction and the related amendment of the Company's Statute shall be made based on a separate resolution adopted by this Ordinary General Meeting.

§ 2

The resolution comes into force on the day of its adoption, subject to § 1(5) above.

DRAFT RESOLUTION CONCERNING ITEM 17 OF THE AGENDA:

**Resolution no. 21
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on reducing the Company's share capital and amending the Company's Statute accordingly**

Acting based on Article 360 § 1 and 4 and Article 430 § 1, in connection with Article 455 § 1 and 2 of the Commercial Companies Code as well as § 10(3) and § 13(2)(1) and (4) of the Company's Statute, and considering the provisions of resolution no. 45/2024 by the Company's Management Board of 20 May 2024, the Ordinary General Meeting of BEST S.A. resolves as follows:

§ 1

1. In connection with the adoption of a resolution by the Ordinary General Meeting of BEST S.A. of 18 June 2024 on the redemption of equity shares of the Company, the Ordinary General Meeting of BEST S.A. resolves to decrease the share capital of the Company by PLN 151,515.00 (in words: one hundred and fifty-one thousand five hundred and fifteen), i.e. from PLN 22,824,729.00 (in words: twenty-two million eight hundred and twenty-four thousand seven hundred and twenty-nine) to PLN 22,673,214.00 (in words: twenty-two million six hundred and seventy-three thousand two hundred and fourteen), by way of voluntary redemption of 151,515.00 (in words: one hundred and fifty-one thousand five hundred and fifteen) equity shares of BEST S.A. with a par value of PLN 1 (one zloty) per share, dematerialised and identified by the National Depository for Securities (Krajowy Depozyt Papierów Wartościowych S.A.) with the ISIN code PLBEST000010, by way of an amendment to the Company's Statute.
2. The purpose of the share capital reduction is to implement the resolution of the Ordinary General Meeting of BEST S.A. of 18 June 2024 on the redemption of the Company's equity shares, i.e. to adjust the amount of the Company's share capital to the total nominal value of the Company's shares remaining after the redemption of BEST S.A.'s equity shares.
3. Based on Article 360 §2(2) of the Commercial Companies Code, the share capital is reduced without observing the procedure for notifying the creditors of a share capital reduction referred to in Article 456 § 1 of the Commercial Companies Code, because the remuneration for the shareholders of the redeemed shares was paid from the amount which, based on Article 348 §1 of the Commercial Companies Code, can be allocated for distribution among the shareholders.
4. As the Company redeems its shares, the Company, as a shareholder of the shares being redeemed, is not entitled to any consideration for the redemption.
5. The share capital is reduced upon the registration of the reduction by the competent register court.

§ 2

1. In connection with the adoption of the resolution of the Ordinary General Meeting of BEST S.A. of 18 June 2024 on the redemption of the Company's equity shares, the Company's Statute is amended as follows:
 - 1) §7(1) of the Company's Statute is amended to read:
'§7(1)
The Company's share capital amounts to PLN 22,673,214.00 (in words: twenty-two million six hundred and seventy-three thousand two hundred and fourteen zloty) and is divided into 22,673,214 (in words: twenty-two million six hundred and seventy-three thousand two hundred and fourteen) shares with a nominal value of PLN 1 (one zloty) each.'
 - 2) §7(3) of the Company's Statute is amended to read:
'§ 7(3)
Based on type and the rights attached to them, the Company's shares are grouped as follows:
 - a) 1,680,000 (in words: one million six hundred eighty thousand) series A preference registered shares;
 - b) 18,164,705 (in words: eighteen million, one hundred and sixty-four thousand, seven hundred and five) series B bearer shares;
 - c) 108,000 (in words: one hundred eight thousand) series C bearer shares;
 - d) 1,362,957 (in words: one million three hundred sixty-two thousand nine hundred fifty-seven) series D bearer shares;
 - e) 407,400 (in words: four hundred and seven thousand four hundred) series E bearer shares;
 - f) 690,652 (in words: six hundred and ninety thousand six hundred and fifty-two) series G bearer shares;
 - g) 128,500 (in words: one hundred and twenty-eight thousand five hundred) series I bearer shares;
 - h) 131,000 (in words: one hundred and thirty-one thousand) series J bearer shares'.
2. The purpose of the amendment to the Statute is to reduce the Company's share capital in connection with the redemption of shares and to adjust the share capital in the Statute to the amount after the redemption of shares.
3. The Management Board is obliged to notify the competent register court of the amendments to the Statute adopted in this resolution.

§ 3

The resolution comes into force upon its adoption, with the proviso that the amendment to the Company's Statute must be entered in the Register of Businesses of the National Court Register in order to be effective.

DRAFT RESOLUTION CONCERNING ITEM 18 OF THE AGENDA:

Resolution no. 22
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024

on amending resolution no. 23 of the Ordinary General Meeting of BEST S.A. of 29 June 2022 on (i) the issue of series D subscription warrants vested with the right to acquire series H shares, (ii) the conditional increase of the share capital, (iii) the exclusion of the pre-emptive right to series D subscription warrants and to series H shares, (iv) the authorisation of the Company's bodies, and (v) on amending the Company's Statute by way of a conditional increase of its share capital

§ 1.

The Ordinary General Meeting of BEST S.A. resolves to amend resolution no. 23 of the Ordinary General Meeting of BEST S.A. of 29 June 2022 on (i) the issue of series D subscription warrants vested with the right to acquire series H shares, (ii) the conditional increase of the share capital, (iii) the exclusion of the pre-emptive right to series D subscription warrants and to series H shares, (iv) the authorisation of the Company's bodies, and (v) on amending the Company's Statute by way of a conditional increase of its share capital (hereinafter: **Resolution no. 23**) as follows:

1) The provision of § 1(1) is given the following new wording:

'1. The Company will issue up to 1,130,000 (in words: one million one hundred and thirty thousand) registered series D subscription warrants ("Warrants"), vested with the right to subscribe for up to 1,130,000 (in words: one million one hundred and thirty thousand) ordinary bearer series H shares in the Company's share capital ("Series H Shares").'

2) The provision of § 1(11) is given the following new wording:

'11. The Company's Management Board is authorised to identify the Warrants issued to the eligible individuals after the end of each year of the Incentive Programme with a consecutive tranche number (i.e. D1, D2, D3, et seq.).'

3) The provision of § 2(2) is given the following new wording:

'2. The conditional increase of the Company's share capital referred to in § 2(1) will be effected by way of an issue of no more than 1,130,000 (in words: one million one hundred and thirty thousand) ordinary series H bearer shares with a nominal value of PLN 1.00 (in words: one zloty) each.'

4) The provision of § 6 is given the following new wording:

'§ 6 Amendment to the Company's Statute

The Company's Ordinary General Meeting, considering inter alia, the conditional increase of the Company's share capital specified in this resolution, decides to amend § 7a(1) of the Company's Statute by giving it the following wording:

'§ 7a(1). The Company's conditional share capital amounts to no more than PLN 1,898,000 (in words: one million eight hundred and ninety-eight thousand zlotys) and is divided into no more than 108,000 (in words: one hundred and eight thousand) ordinary series C bearer shares with a nominal value of PLN 1.00 (in words: one zloty) each, 630,000 (in words: six hundred and thirty thousand) series E ordinary bearer

shares with a nominal value of PLN 1.00 (in words: one zloty) each, 30,000 (in words: thirty thousand) series F ordinary bearer shares with a nominal value of PLN 1.00 (in words: one zloty) each and 1,130,000 (in words: one million one hundred and thirty thousand) series H ordinary bearer shares with a nominal value of PLN 1.00 (in words: one zloty) each'.

§ 2.

The resolution comes to force upon its adoption.

DRAFT RESOLUTION CONCERNING ITEM 19 OF THE AGENDA:

**Resolution no. 23
of the Ordinary General Meeting of BEST S.A.
of 18 June 2024
on adopting a complete text of the Company's Statute**

Pursuant to Article 430 § 1 of the Commercial Companies Code, in connection with § 13(2)(1) of the Statute of BEST S.A., it is resolved as follows:

§ 1

The Ordinary General Meeting of BEST S.A., considering:

- 1) the increase on 10 October 2023 of the share capital as part of a conditional share capital increase in connection with the issue of 407,400 series E shares;
 - 2) the increase of the share capital within the authorised capital based on the resolution of the Management Board of BEST S.A. of 20 May 2024 in connection with the issue of 131,000 series J shares;
 - 3) Amendments to the Company's Statute made by the Ordinary General Meeting of BEST S.A. on 18 June 2024 based on resolutions no. 21 and no. 22;
- adopts the complete text of the Company's Statute in the wording attached to this resolution.

§ 2

The resolution comes into force upon its adoption, with the proviso that the amendment to the Company's Statute must be entered in the Register of Businesses of the National Court Register in order to be effective.

**STATUTE
OF BEST SPÓŁKA AKCYJNA**

I. General provisions

§1

1. The Company's business name is BEST Spółka Akcyjna.
2. The Company may use the abbreviated name BEST S.A.

§2

The Company's founders are:

- 1) Wojciech Gawdzik,
- 2) Jerzy Wiesław Łukomski,
- 3) Malwina Łukomska.

§3

1. The Company's registered office is in Gdynia.
2. The Company may operate in the territory of the Republic of Poland and abroad.

§4

The Company may establish, operate and close branches, agencies and other organisational units.

§5

The Company's financial year is the same as the calendar year.

II. Object and scope of the Company's activity

§6

According to the Polish Classification of Activity (PKD), the Company's activity consists in:

- 1) construction of residential and non-residential buildings (PKD 41.2),
- 2) software, IT consulting and related activities (PKD 62),
- 3) financial services, except insurance and retirement funds (PKD 64),
- 4) insurance, reinsurance and pension funds, except statutory social insurance (PKD 65),
- 5) activities to support financial services, insurance and pension funds (PKD 66),
- 6) real property market services (PKD 68),
- 7) legal services (PKD 69.10.Z),
- 8) accounting, bookkeeping and tax consulting (PKD 69.20.Z),
- 9) activities of head offices and holdings, excluding financial holdings (PKD 70.10.Z),

- 10) business and other management consultancy activities (PKD 70.22.Z),
- 11) rental and leasehold of passenger cars and vans (PKD 77.11.Z),
- 12) rental and leasehold of other motor vehicles, except motorcycles (PKD 77.12.Z),
- 13) rental and leasehold of other machinery, equipment and tangible goods (PKD 77.3),
- 14) office administration and other support services for economic activity (PKD 82),
- 15) education (PKD 85),
- 16) other individual services (PKD 96).

III. Share capital

Article 7

1. The Company's share capital amounts to PLN 22,673,214.00 (in words: twenty-two million six hundred and seventy-three thousand two hundred and fourteen zloty) and is divided into 22,673,214 (in words: twenty-two million six hundred and seventy-three thousand two hundred and fourteen) shares with a nominal value of PLN 1 (one zloty) each.
2. There are registered or bearer shares.
3. Based on type and the rights attached to them, the Company's shares are grouped as follows:
 - a) 1,680,000 (in words: one million six hundred eighty thousand) series A preference registered shares;
 - b) 18,164,705 (in words: eighteen million, one hundred and sixty-four thousand, seven hundred and five) series B bearer shares;
 - c) 108,000 (in words: one hundred eight thousand) series C bearer shares;
 - d) 1,362,957 (in words: one million three hundred sixty-two thousand nine hundred fifty-seven) series D bearer shares;
 - e) 407,400 (in words: four hundred and seven thousand four hundred) series E bearer shares;
 - f) 690,652 (in words: six hundred ninety thousand six hundred fifty-two) series G bearer shares.
 - g) 128,500 (in words: one hundred and twenty-eight thousand five hundred) series I bearer shares;
 - h) 131,000 (in words: one hundred and thirty-one thousand) series J bearer shares.
4. The series A shares were fully paid for with an in-kind contribution of Przedsiębiorstwo Handlowe BEST in Gdynia to the Company.
5. The series B shares were paid for partially with an in-kind contribution to the Company of Przedsiębiorstwo Handlowe BEST in Gdynia and an in-kind contribution of the assets of Trzeci Polski Fundusz Rozwoju Sp. z o.o. as a result of that company's business combination with BEST S.A., and partially with cash.
6. The Series C Shares were paid for in full with a contribution in cash.
7. The series D shares were paid for in full with a contribution in cash.
8. The Series E Shares were paid for in full with a contribution in cash.
9. The Series G Shares were paid for in full with a contribution in cash.
10. The Series I Shares were paid for in full with a contribution in cash.
11. The Series J Shares were paid for in full with a contribution in cash.

1. The Company's conditional share capital amounts to no more than PLN 1,898,000 (in words: one million eight hundred and ninety-eight thousand zlotys) and is divided into no more than 108,000 (in words: one hundred and eight thousand) ordinary series C bearer shares with a nominal value of PLN 1.00 (in words: one zloty) each, 630,000 (in words: six hundred and thirty thousand) series E ordinary bearer shares with a nominal value of PLN 1.00 (in words: one zloty) each, 30,000 (in words: thirty thousand) series F ordinary bearer shares with a nominal value of PLN 1.00 (in words: one zloty) each and 1,130,000 (in words: one million one hundred and thirty thousand) series H ordinary bearer shares with a nominal value of PLN 1.00 (in words: one zloty) each.
2. The purpose of the conditional increase of the Company's share capital referred to in §7a section 1 is to grant the right to acquire series C, E and F shares to the holders of the subscription warrants issued by the Company based on Resolution No. 2 of the Company's Extraordinary General Meeting of 16 November 2015, amended with Resolution No. 6 of the Company's Extraordinary General Meeting of 25 March 2016, Resolution No. 7 of the Company's Extraordinary General Meeting of 25 March 2016 and Resolution No. 5 of the Company's Extraordinary General Meeting of 27 October 2016.
3. In addition, the purpose of the conditional increase of the Company's share capital referred to in § 7a section 1 is to grant the right to subscribe for series H shares to the holders of subscription warrants issued by the Company based on resolution no. 23 of the Company's Ordinary General Meeting of 29 June 2022.

§7b

1. The Company's Management Board is authorised, by 29 June 2025, to increase the share capital by up to PLN 16,618,371.00 (sixteen million six hundred and eighteen thousand three hundred and seventy-one zlotys 00/100) (authorised capital). The Management Board may exercise its power by increasing the share capital on one or several consecutive occasions; however, shares may be acquired both in exchange for contributions in cash and contributions in-kind.
2. The Management Board shall adopt resolutions on all matters related to increasing the Company's share capital within the authorised capital. In particular, the Management Board is authorised to:
 - a. conclude agreements for investment underwriting, firm commitment underwriting or other agreements to ensure that the issue of shares is successful;
 - b. adopt resolutions and take other steps to dematerialise shares and conclude agreements with Krajowy Depozyt Papierów Wartościowych S.A. for the registration of shares, rights to shares or pre-emptive rights;
 - c. adopt resolutions and take other steps in connection with issuing shares by way of a public offering or applying for the admission of shares, rights to shares or pre-emptive rights on a regulated market.
3. The Management Board's resolutions on setting the issue price and on issuing shares in return for contributions in kind require a consent of the Supervisory Board, with the proviso that:
 - a. the issue price of up to 450,000 (in words: four hundred and fifty thousand) shares to be acquired by members of the Company's Management Board based on the Rules of the Incentive Programme adopted by way of Resolution no. 20 of the Company's Ordinary General Meeting of 29 June 2022 shall be PLN 1 (one zloty);

- b. the issue price of shares issued for purposes other than those referred to in item (a) above cannot be lower than the volume weighted average price of the Company's shares listed at Giełda Papierów Wartościowych w Warszawie S.A. in the last three months.
4. In the case of a share capital increase according to section 1, the Management Board is authorised to deprive the existing shareholders of their pre-emptive right in full or in part, with the Supervisory Board's consent.

Article 8

Before the Company was registered, the share capital had been paid for in the following amounts:

- 1) Wojciech Gawdzik made an in-kind contribution to the Company in the form of Przedsiębiorstwo Handlowe BEST, having its registered office in Gdynia, and acquired 500,000 shares with a total value of PLN 2,000,000;
- 2) Malwina Łukomska made a cash contribution to the Company in the amount of PLN 4 and acquired one share with a value of PLN 4;
- 3) Jerzy Łukomski made a cash contribution to the Company in the amount of PLN 4 and acquired one share with a value of PLN 4.

Article 9

The Company's series A registered shares carry a voting preference, i.e. one share is vested with five votes at the General Meeting.

Article 10

1. The shares may be redeemed.
2. The redemption of shares requires consent of the shareholder whose shares are to be redeemed.
3. Detailed terms and procedure for redeeming shares with a shareholder's consent shall be each time laid down in a resolution of the General Meeting, in particular the legal basis for the redemption, the amount of remuneration due to the holder of the shares to be redeemed or a statement of reasons for redeeming the shares without remuneration, and the mode of decreasing the Company's share capital.
4. In the event that any rights vested with the Company's series A registered shares are seized by way of administrative or court enforcement proceedings or if they become a part of bankruptcy estate and, following a disposal of such rights under the applicable laws, they are not acquired by a shareholder, a holder of series A shares or a person designated by the Company's Supervisory Board, such shares shall be redeemed without a resolution of the general meeting within 60 days from the day when the Company receives a notification on the acquisition of rights from such shares by a person other than a shareholder, a holder of series A shares or a person designated by the Company's Supervisory Board.

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§10a

1. The Company's capitals consist of: share capital, supplementary capital and reserve capital (if any).

2. The supplementary capital is formed from annual charges amounting to at least 8% of the profit for a financial year until the capital reaches at least one third of the share capital. Funds from other sources can also contribute towards this capital.
3. Reserve capitals can be formed independently of the Company's supplementary capital from charges against profit for a financial year in an amount specified by the General Meeting. Funds from other sources can also contribute towards these capitals.

IV. Company authorities

Article 11

The Company authorities are:

- 1) General Meeting,
- 2) Supervisory Board,
- 3) Management Board.

V. General Meeting

Article 12

1. The General Meeting shall be convened as an ordinary or extraordinary meeting.
2. The General Meeting shall be held at the Company's registered office, in Warsaw, Gdańsk, Sopot or another place specified in the announcement of the convening of the General Meeting.

Article 13

1. The Ordinary General Meeting shall:
 - 1) examine and approve the Company's management report and financial statements for the previous financial year, and the financial statements of the Company's capital group;
 - 2) adopt resolutions on profit allocation or loss coverage;
 - 3) acknowledge the fulfilment of duties by members of the Company's authorities.
2. The following matters shall also require a resolution of the General Meeting:
 - 1) amendments to the Company's statute and adoption of its complete text;
 - 2) decision on compensation claims for damage done when incorporating, managing or supervising the Company;
 - 3) selling or leasing out the enterprise or its organised part and establishing a limited property right thereon;
 - 4) increasing or decreasing the Company's share capital;
 - 5) issuing convertible bonds and bonds with pre-emptive rights;
 - 6) redeeming shares and determining the detailed conditions of such redemption;
 - 7) merger, de-merger or liquidation of the Company, appointment of liquidators and decision on the manner of conducting liquidation;
 - 8) appointment and dismissal of Supervisory Board members;

- 9) setting out the principles for remuneration and the remuneration amount for members of the Supervisory Board;
- 10) any other matters which are reserved for the General Meeting under the applicable laws and this Statute.

VI. Supervisory Board

§14

1. The Supervisory Board is composed of five to seven members who are appointed and dismissed by the General Meeting for a joint term of office of 3 years.
2. Prior to any changes in the composition of the Supervisory Board, the General Meeting determines the exact number of the Supervisory Board members in a resolution.

Article 15

The Supervisory Board appoints a Chairman and a Vice-Chairman from among its members. The appointment is by an absolute majority of votes cast in a secret ballot by the attending Supervisory Board members.

Article 16

The Supervisory Board acts based on its Rules which lay down its organisation and procedures. To be effective, any amendments to the Rules of the Supervisory Board must be approved by the General Meeting.

Article 17

(deleted)

Article 18

1. The Members of the Supervisory Board can participate in adopting the Supervisory Board's resolutions through voting in writing via another member of the Supervisory Board.
2. The Supervisory Board can adopt resolutions by written ballot or using means of telecommunication.

Article 19

The resolutions of the Supervisory Board are adopted by an absolute majority of votes. In the event of a tied vote, the Chairman of the Supervisory Board has the casting vote.

Article 20

1. The Supervisory Board exercises continuous supervision over all areas of the Company's activity.
2. Responsibilities specific to the Supervisory Board include:
 - 1) assessing the Company's management report and financial statements, and the financial statements of the Company's capital group for the previous financial year for their compliance with the books, documents and facts;
 - 2) assessing the Management Board's proposals concerning the allocation of profit or coverage of loss;

- 3) filing an annual written report to the General Meeting concerning the results of the assessment referred to in items 1 and 2;
 - 4) suspending from service, for important reasons, any or all Members of the Management Board as well as delegating Members of the Supervisory Board, for a period not longer than three months, to temporarily perform duties of Members of the Management Board who have been dismissed, resigned or are unable to perform their duties for other reasons;
 - 5) setting out the principles for remuneration and the remuneration amount for members of the Supervisory Board;
 - 6) expressing consent to members of the Management Board becoming involved in competitive businesses or participating in a competitive company;
 - 7) appointing an entity authorised to audit the financial statements of the Company and of its capital group;
 - 8) appointing and dismissing Members of the Management Board, including the President or the Vice-Presidents of the Management Board;
 - 9) approving the following:
 - a) establishing a foreign operation;
 - b) concluding loan and borrowing agreements, and issuing bonds whose value exceeds the equivalent of 20% of the Company's equity;
 - c) incurring liabilities other than those referred to in item b) before whose value exceeds the equivalent of 20% of the Company's equity; no consent is required for actions taken as part of ordinary management, such as in particular any operations consisting in the trade in claims;
 - d) establishing securities, guarantees and sureties whose value exceeds the equivalent of 20% of the Company's equity;
 - e) disposing of or encumbering, under one or more legal transactions, tangible assets whose net book value exceeds the equivalent of 20% of the Company's equity;
 - f) acquiring and disposing of real property or a share in real property, perpetual usufruct title or a share in perpetual usufruct title; the acquisition and disposal of real property or a share in real property, perpetual usufruct title or a share in perpetual usufruct title representing the assets of the Company's debtor for an amount not exceeding 20% of the Company's equity may be performed by the Management Board based on its resolution without the supervisory Board's consent;
 - g) incorporating commercial law companies.
3. For the actions referred to in section 2(9) letters b) - e), no consent is required if the other party to the transaction is an entity related to BEST S.A. within the meaning of International Accounting Standard 24, and the transaction is a typical transaction concluded by BEST S.A. as part of its operating activity or the transaction is within the limits specified in a budget approved by the Supervisory Board.
 4. The amount of equity referred to in section 2(9) before shall be determined based on the recent financial statements of the Company published in accordance with separate laws.

5. The Supervisory Board's responsibilities also include taking steps to build a positive market image of the Company, in particular through the participation of the Members of the Supervisory Board in public debates on internal control systems, business ethics and protecting consumer rights. -

VII. Management Board

Article 21

1. The Company's Management Board is composed of one to six members who are appointed and dismissed by the Supervisory Board, on a proposal of the President of the Management Board, for a joint term of office of three years. The number of the members of the Management Board is to be specified by the Supervisory Board according to the proposal of the President of the Management Board. When appointing a member to the Company's Management Board, the Supervisory Board also determines their function (e.g. President, Vice-President or Member of the Management Board), according to the proposal of the President of the Management Board.
2. If the President of the Management Board does not submit any of the proposals referred to in section 1 before, the Supervisory Board shall have the right to act on its own initiative in that regard.

Article 22

1. The Management Board acts based on its adopted Rules. The Rules of the Management Board lay down the Management Board's procedures as well as detailed responsibilities of the President of the Management Board and a detailed decision-making procedure of the Management Board. To be effective, any amendments to the Rules of the Management Board must be approved by the Supervisory Board.
2. The Management Board is obliged to receive the Supervisory Board's consent to the actions referred to in §20(2)(9) of the Company's Statute. The consent can be expressed retroactively, within 2 months from the date of a transaction.

Article 23

The resolutions of the Management Board are adopted by an absolute majority of votes. In the event of a tied vote, the President of the Management Board shall have the casting vote.

Article 24

1. Representations on behalf of the Company require cooperation of two members of the Management Board or joint action of a member of the Management Board and a proxy.
2. Members of the Management Board may represent the other party to a legal transaction which they conclude on behalf of the Company as its management board or attorneys, provided that the other party and the company are members of the same capital group, as stipulated by the accounting laws.

VIII. Final provisions

Article 25

1. The first joint term of office of the Management Board begins on the date of the General Meeting which approves the Company's financial statements for 2009.
2. The first joint term of office of the Supervisory Board begins on the date of the General Meeting which approves the Company's financial statements for 2010.
3. The term of office of Supervisory Board members appointed in 2010 is one year and ends on the date of the General Meeting which approves the Company's financial statements for 2010.

Information on the total number of shares of BEST S.A., having its registered office in Gdynia

As of the date of the announcement of the Ordinary General Meeting, the Company's share capital amounted to PLN 22,693,729 and was divided into 22,693,729 shares with a nominal value of PLN 1 each.

As of the date of the announcement, based on type and the rights attached to them, the Company's shares were grouped as follows:

- 1) 1,680,000 series A registered preference shares;
- 2) 18,316,220 series B bearer shares;
- 3) 108,000 series C bearer shares;
- 4) 1,362,957 series D bearer shares;
- 5) 407,400 series E bearer shares;
- 6) 690,652 series G bearer shares;
- 7) 128.500 series I bearer shares.

Series A registered shares carry a voting preference, i.e. one share is vested with five votes at the General Meeting. Series A registered shares are vested with 8,400,000 votes.

Each series B, C, D, E, G and I bearer share carries one vote at the General Meeting.

As of the preparation date of this information, shares issued by the Company are vested with 29,413,729 votes.

Annex to Resolution No. 3/2023 of the Supervisory Board of 04 April 2024

REPORT OF THE SUPERVISORY BOARD OF BEST S.A. ON THE ASSESSMENT OF:

- 1) SEPARATE FINANCIAL STATEMENTS OF BEST S.A. FOR 2023
- 2) CONSOLIDATED FINANCIAL STATEMENTS OF BEST S.A. CAPITAL GROUP FOR 2023
- 3) MANAGEMENT REPORT OF THE CAPITAL GROUP AND OF BEST S.A. FOR 2023
- 4) PROPOSAL OF THE MANAGEMENT BOARD ON THE DISTRIBUTION OF THE PROFIT EARNED BY THE COMPANY IN 2023

With this report, the Supervisory Board's obligations under Article 382 § 3 of the Commercial Companies Code, in connection with Article 395 § 2 of the Commercial Companies Code, are fulfilled.

At the Supervisory Board's meeting on 04 April 2024, after examining the following documents:

1. separate financial statements of BEST S.A. for 2023, which comprise:
 - a) separate statement of financial position as of 31 December 2023, presenting a total balance of assets, equity and liabilities of PLN 1,281,515 thousand (in words: one billion two hundred and eighty-one million five hundred and fifteen thousand zloty);
 - b) separate statement of comprehensive income for the 12-month period ended 31 December 2023, presenting a net profit of PLN 50,391 thousand (in words: fifty million, three hundred and ninety-one thousand zloty) and a net comprehensive income of PLN 62,408 thousand (in words: sixty-two million, four hundred and eight thousand zloty);
 - c) separate statement of changes in equity for the 12-month period ended 31 December 2023, showing an increase in equity by PLN 61 084 thousand (in words: sixty-one million and eighty-four thousand zloty);
 - d) separate cash flow statement for the 12-month period ended 31 December 2023, presenting a negative net cash flow of PLN 3,042 thousand (in words: three million forty-two thousand zloty);
 - e) the notes;
2. consolidated financial statements of BEST S.A. Capital Group for 2023, which comprise:
 - a) consolidated statement of financial position as of 31 December 2023, showing total assets, equity and liabilities of PLN 1,545,122 thousand (in words: one billion, five hundred and forty-five million, one hundred and twenty-two thousand zloty);
 - b) consolidated statement of comprehensive income for the 12-month period ended 31 December 2023, showing a net profit of PLN 51,075 thousand (in words: fifty-one million seventy-five thousand zloty) and a net comprehensive income of PLN 63,078 thousand (in words: sixty-three million seventy-eight thousand zloty);
 - c) consolidated statement of changes in equity for the 12-month period ended 31 December 2023, presenting an increase in equity by PLN 60,993 thousand (in words: sixty million nine hundred and ninety-three thousand zloty);

- d) consolidated cash flow statement for the 12-month period ended 31 December 2023, presenting a positive net cash flow of PLN 13,120 thousand (in words: thirteen million one hundred and twenty thousand zloty);
- e) notes;

3. management report of the Capital Group and of BEST S.A. for 2023;

- confirms that the above-mentioned documents have been prepared in accordance with the books, evidence and factual status.

The separate financial statements of BEST S.A. for 2023 and the consolidated financial statements of BEST S.A. Capital Group for 2023 are consistent with the laws and the statute in terms of their form and contents, and give a true and fair view of all information material for assessing the economic and financial standing of BEST S.A. and of BEST S.A. Capital Group as of 31 December 2023 as well as their financial results for the 12-month period ended 31 December 2023.

The Supervisory Board of BEST S.A. proposes that the Ordinary General Meeting of BEST S.A. approve the separate financial statements of BEST S.A. and the consolidated financial statements of BEST S.A. Capital Group for 2023.

Having assessed the proposal of the Management Board of BEST S.A. of 4 April 2024 on the distribution of net profit earned by BEST S.A. in 2023, the Supervisory Board gives its positive opinion on the proposal and recommends that the Ordinary General Meeting of BEST S.A. adopt a resolution on the distribution of net profit for 2023 in the amount of PLN 50,391,408.87 (in words: fifty million three hundred and ninety-one thousand four hundred and eight Polish zloty 87/100) in such a way that the entire net profit earned by the Company in 2023 be allocated to the Company's supplementary capital.

The management report of the Capital Group and of BEST S.A. for 2023 gives an accurate and reliable account of all material events in the Company and in BEST S.A. Capital Group in 2023. Therefore, the Supervisory Board proposes that the Ordinary General Meeting approve the above-mentioned reports.

Dariusz Filar
Chairman of the Supervisory Board

Leszek Pawłowicz
Vice-Chairman of the Supervisory Board

Eva Sudol
Member of the Supervisory Board

Wacław Nitka
Member of the Supervisory Board

Mirosław Gronicki
Member of the Supervisory Board

REPORT OF BEST S.A.'S SUPERVISORY BOARD FOR 2023

I. COMPOSITION OF THE SUPERVISORY BOARD AND OF ITS COMMITTEES, AND FULFILMENT OF INDEPENDENCE CRITERIA

As of the preparation date of this report, BEST S.A.'s Supervisory Board is composed of:

No.	Given name and surname	Function in the Supervisory Board	Date of appointment for the current term of office	Meets independence criteria (Y/N)
1.	Dariusz Filar	Chairman of the Supervisory Board	07/06/2023	Y
2.	Leszek Pawłowicz	Vice-Chairman of the Supervisory Board	07/06/2023	N
3.	Eva Sudol	Member of the Supervisory Board	07/06/2023	Y
4.	Mirosław Gronicki	Member of the Supervisory Board	07/06/2023	Y
5.	Maciej Matusiak	Member of the Supervisory Board	07/06/2023	Y
6.	Wacław Nitka	Member of the Supervisory Board	07/06/2023	Y

From 1 January 2023 to 7 June 2023, the Supervisory Board of BEST was composed of:

1. Leszek Pawłowicz	Chairman of the Supervisory Board
2. Hubert Janiszewski	Vice-Chairman of the Supervisory Board
3. Dariusz Filar	Member of the Supervisory Board
4. Mirosław Gronicki	Member of the Supervisory Board
5. Maciej Matusiak	Member of the Supervisory Board
6. Wacław Nitka	Member of the Supervisory Board

On 7 June 2023, the Ordinary General Meeting adopted a resolution to appoint the following persons for a 3-year joint term of office:

- Eva Sudol;
- Maciej Matusiak (appointment for another term of office);
- Leszek Pawłowicz (appointment for another term of office);
- Dariusz Filar (appointment for another term of office);
- Mirosław Gronicki (appointment for another term of office);
- Wacław Nitka (appointment for another term of office).

From 8 June 2023 to 31 December 2023 and by the preparation date of this report, the Supervisory Board was composed of:

1. Dariusz Filar	Chairman of the Supervisory Board
2. Leszek Pawłowicz	Vice-Chairman of the Supervisory Board
3. Eva Sudol	Member of the Supervisory Board
4. Mirosław Gronicki	Member of the Supervisory Board
5. Maciej Matusiak	Member of the Supervisory Board
6. Wacław Nitka	Member of the Supervisory Board

A description of the professional qualifications of the Supervisory Board members is available on BEST S.A.'s website: <https://www.best.com.pl/rada-nadzorcza>.

The assessment of the fulfilment of the independence criteria specified in the Act on Statutory Auditors, Audit Firms and Public Supervision of 11 May 2017 by the members of the Supervisory Board was based on the written statements submitted by the members of the Supervisory Board in 2023. By the date of this report, no member of the supervisory Board submitted a statement on a change of their independence status. Furthermore, the Supervisory Board is not aware of any relations or circumstances, other than those disclosed in the submitted statements, which could affect the fulfilment of the independence criteria by the members of the Supervisory Board. No member of the Supervisory Board has any actual or material relationship with any shareholder holding at least 5% of total votes at BEST S.A.

In 2023, no Member of the Supervisory Board was delegated to personally fulfil supervisory tasks.

According to 'Information on the company's application of the principles of Best Practice for GPW Listed Companies 2021', the Company has not developed and does not implement a formal diversity policy in respect of, inter alia, the Supervisory Board.

When appointing the members of the Supervisory Board, the General Meeting considers, in particular the candidate's education and professional experience. Where it is possible to apply the rules for diversity in the composition of corporate bodies, the company complies with such rules despite not having a formal policy to that effect.

There are 2 Committees as part of the Supervisory Board of BEST S.A.: Audit Committee and Remuneration Committee.

As of the preparation date of this report, the Audit Committee of BEST S.A.'s Supervisory Board is composed of:

No.	Given name and surname	Function in the Committee
1.	Wacław Nitka	Chairman of the Audit Committee
2.	Dariusz Filar	Member of the Audit Committee

3.	Maciej Matusiak	Member of the Audit Committee
4.	Eva Sudol	Member of the Audit Committee

As of the preparation date of this report, the Remuneration Committee of BEST S.A.'s Supervisory Board is composed of:

No.	Given name and surname	Function in the Committee
1.	Miroslaw Gronicki	Chairman of the Remuneration Committee
2.	Eva Sudol	Member of the Remuneration Committee
3.	Leszek Pawłowicz	Member of the Remuneration Committee

II. SUMMARY OF THE ACTIVITIES OF THE BOARD AND ITS COMMITTEES

In 2023, the Supervisory Board held five meetings.

1ST MEETING

Date:	04/04/2023 (minutes no. 1/2023)
Place:	Office of BEST S.A.
Attendance:	6 out of 6 members of the Supervisory Board (100%)
Participation by means of a teleconference:	none
Invited guests:	Krzysztof Borusowski – President of the Management Board of BEST S.A., Marek Kucner – Vice-President of the Management Board of BEST S.A., Maciej Bardan – Member of the Management Board of BEST S.A., Aleksandra Żylewicz – Director of the Finance and Accounting Division, Małgorzata Włoch – Director of the HR Division, Adam Laufer – legal counsel, Maciej Kozdryk – legal counsel; and a representative of the auditor: Natalia Dembek-Ślusarczyńska and Karolina Świątek – Head of the Office of the Management Board and Supervisory Board (minute taker).

Resolutions adopted:	<ol style="list-style-type: none"> 1. Resolution No. 2/2023 on the evaluation of: (1) the financial statements of BEST S.A. for 2022, (2) the consolidated financial statements of BEST S.A. Capital Group for 2022, (3) the management report of the Capital Group and of BEST S.A. for 2022 for compliance with the books, documents and factual statements, and on the evaluation of the proposal of the Management Board of BEST S.A. concerning the distribution of the profit earned by the Company in 2022; 2. Resolution No. 3/2023 on adopting a written report on the evaluation of the financial statements of BEST S.A. for 2022, the consolidated financial statements of BEST S.A. Capital Group for 2022, the management report of the Capital Group and of BEST S.A. for 2022, and the proposal of the Management Board concerning the distribution of the profit earned by the Company in 2022;
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	<ol style="list-style-type: none"> 3. Resolution 4/2023 on adopting the report of the Supervisory Board for 2022; 4. Resolution No. 5/2023 on the adoption of the statement on the selection of an audit firm to audit the annual financial statements and the annual consolidated financial statements in accordance with the regulations in force, including those relating to the selection and procedure of the audit firm; 5. Resolution No. 6/2023 on adopting the evaluation of the separate financial statements of BEST S.A. for 2022, the consolidated financial statements of BEST S.A. Capital Group for 2022 and the Management Report of the Capital Group and of BEST S.A. for 2022 in terms of compliance with the books and documents, and the factual status; 6. Resolution No. 7/2023 on drawing up a remuneration report by the Supervisory Board for the financial year 2022;
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	<ol style="list-style-type: none"> 7. Resolution No. 8/2023 on (i) determining the level of Cash EBITDA for 2023 under the incentive (share-based) programme for members of the Management Board of BEST S.A. for the financial years 2022-2024, and (ii) determining the level of EPS for 2023 under the incentive programme for members of the Management Board of BEST S.A. and key personnel, including employees of BEST Capital Group, for the financial years 2022-2026; 8. Resolution No. 9/2023 on approving the acquisition of interests in BEST Capital Italy S.r.l, based in Milan, and appointing a member of the Supervisory Board to represent the Company at the conclusion of interest acquisition agreements; 9. Resolution No. 10/2023 on awarding a discretionary bonus to Maciej Bardan, Member of the Management Board;
<p>Agenda:</p>	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Presentation of resolutions adopted by the Supervisory Board and its Committees by circulation after the date of the last meeting of the Supervisory Board by the Chairman of the Supervisory Board. 3. Presentation by the Company's Management Board of:

	<p>a. the Company's financial statements for FY 2022;</p> <p>b. the consolidated financial statements of BEST S.A. Capital Group for FY 2022;</p> <p>c. the management report of the Capital Group and of BEST S.A. for 2022;</p> <p>d. the Management Board's proposal on the distribution of the profit earned by the Company in 2022.</p> <p>4. Presentation by the Chairman of the Audit Committee of the resolution of the Audit Committee on recommending to the Supervisory Board the assessment of the Company's financial statements for FY 2022 and of the consolidated financial statements of BEST S.A. Group for FY 2022 as well as the results of the assessment of the auditor's report from the audit of the financial statements of the Company for FY 2022 and of the consolidated financial statements of BEST S.A. Group for FY 2022.</p> <p>5. Examination of the following by the Supervisory Board: the Company's financial statements for FY 2022; the consolidated financial statements of BEST S.A. Capital Group for FY 2022;</p> <p>the management report of the Capital Group and of BEST S.A. for 2022;</p> <p>as regards their compliance with the books, documents and the factual status; and</p> <p>the Management Board's proposal on the distribution of the profit earned by the Company in 2022.</p> <p>adoption of resolutions required in this item of the agenda.</p> <p>6. Presentation by the Chairman of the Audit Committee and the Chairman of the Remuneration Committee of the reports on the activities of these authorities in 2022.</p> <p>7. Presentation and adoption by the Supervisory Board of the Supervisory Board Report for 2022.</p> <p>8. Adoption of resolutions on matters relating to declarations to be made by the Supervisory Board, as required by the Ordinance of the Minister of Finance of 29 March 2018 on current and interim information to be submitted by issuers of securities, and on</p>
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	<p>conditions for considering as equivalent information required under the law of a non-member state.</p>
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9. Adoption of a resolution on the preparation of a remuneration report for 2022 based on Article 90g(1) of the Act on public offering, the terms of introducing financial instruments to organised trading and on public companies.
10. Assessment of the implementation of the incentive programmes existing at the Company, i.e. (i) the Incentive (share-based) Programme for the members of the Management Board of BEST S.A. for the financial years 2022-2024, (ii) the Incentive Programme for the members of the Management Board of BEST S.A. and key persons, including employees of BEST Capital Group, for the financial years 2022-2026, and possible adoption of resolutions in this regard, in particular the appointment of a Supervisory Board representative to represent the Company.
11. Adoption of resolutions on (i) determining the level of Cash EBITDA for 2023 under the Incentive (share-based) Programme for members of the Management Board of BEST S.A. for the financial years 2022-2024, and (ii) determining the level of EPS for 2023 under the Incentive Programme for members of the Management Board of BEST S.A. and key personnel, including employees of BEST Capital Group, for the financial years 2022-2026.
12. Adoption of a resolution on the acquisition by BEST S.A. of interests in BEST Capital Italy S.r.l., based in Milan, and appointing a representative of the Supervisory Board to represent BEST S.A.
13. Expression of an opinion by the Supervisory Board on correctness of the qualification of transactions executed by the Company with Related Parties or by a Subsidiary with Related Parties as having been entered into in the ordinary course of business of the Company or the Subsidiary, as the case may be, and an opinion regarding the arm's length nature of the terms on which the transactions with the Related Parties were carried out.
14. Information of the Management Board based on Article 3801 CCC on the situation of the Company, i.e.:
resolutions of the Management Board and their subject matter; the Company's situation, including with regard to its assets, and any material circumstances in the conduct of the Company's

affairs, in particular in the areas of operations, investments and personnel; progress in pursuing the Company's business directions, including a justification for any deviation from the directions set; transactions and other events or circumstances which materially affect or may affect the Company's economic situation, including its profitability or liquidity.

	<p>15. Presentation by the Manager for Preventing Money Laundering of the annual report on the state of risk in the area of anti-money laundering and terrorism financing at BEST S.A.</p> <p>16. Presentation by the member of the Management Board responsible for AML of the annual report on the state of risk in the area of anti-money laundering and terrorism financing at BEST S.A.</p> <p>17. Information on amendments to the Organisational Rules of BEST S.A.</p> <p>18. Current affairs.</p> <p>19. Any other business.</p> <p>20. Closing of the session.</p>
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2ND MEETING

Date:	15/05/2023 (minutes no. 2/2023)
Place:	Office of BEST S.A.
Attendance:	6 out of 6 members of the Supervisory Board (100%)
Participation by means of a teleconference:	Leszek Pawłowicz – attendance by means of telecommunication; Wacław Nitka – attendance by means of telecommunication.
Invited guests:	Marek Kucner – Vice-President of the Management Board of BEST S.A., Aleksandra Żylewicz – Director of the Finance and Accounting Division, Maciej Kozdryk – legal counsel. Karolina Świątek – Head of the Office of the Management Board and Supervisory Board (minute taker)
Resolutions adopted:	1. Resolution no. 14/2023 on amending the Rules of the Supervisory Board of BEST S.A.;

	<ol style="list-style-type: none"> 2. Resolution no. 15/2023 on supplementing the remuneration report for 2022 and adopting a complete text of the report; 3. Resolution no. 16/2023 on examining and expressing an opinion on matters on which resolutions are to be adopted by the Ordinary General Meeting of BEST S.A.; 4. Resolution no. 17/2023 on appointing the Supervisory Board's representative for the Ordinary General Meeting of BEST S.A.
Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Presentation by a Member of the Supervisory Board of the resolutions adopted by the Supervisory Board and its Committees by circulation after the date of the previous meeting of the Supervisory Board. 3. Discussing the financial results of BEST S.A. Capital Group for Q1 2023. 4. Information of the Management Board based on Article 380¹ CCC on the Company's situation. 5. Amendment to the Rules of the Supervisory Board of BEST S.A. 6. Adoption of a resolution on supplementing the remuneration report for 2022 and adopting a complete text of the report. 7. Examining and expressing an opinion on matters on which resolutions are to be adopted by the Ordinary General Meeting of BEST S.A. 8. Appointing the Supervisory Board's representative for the Ordinary General Meeting of BEST S.A. 9. Current affairs. 10. Any other business. 11. Closing of the session.

3RD MEETING

Date:	22/08/2023 (minutes no. 3/2023)
Place:	Office of BEST S.A.
Attendance:	6 out of 6 members of the Supervisory Board (100%)
Participation by means of a teleconference:	Eva Sudol – attendance by means of telecommunication.

Invited guests:	Krzysztof Borusowski – President of the Management Board of BEST S.A., Marek Kucner – Vice President of the Management Board of BEST S.A., Maciej Bardan – Member of the Management Board of BEST S.A., Małgorzata Włoch – Director of the HR Division, Aleksandra Redzimska – PSW Director, Aleksandra Żylewicz – Director of the Finance and Accounting Division, Maciej Kozdryk – legal counsel and Karolina Świątek – Head of the Office of the Management Board and Supervisory Board (minute taker).
Resolutions adopted:	<ol style="list-style-type: none"> 1. Resolution no. 17/2023 on examining and expressing an opinion on matters on which resolutions are to be adopted by the Ordinary General Meeting of BEST S.A. 2. Resolution no. 18/2023 on appointing the Supervisory Board's representative for the Ordinary General Meeting of BEST S.A. 3. Resolution no. 23/2023 on appointing the Chairman of the Supervisory Board; 4. Resolution no. 24/2023 on appointing the Vice-Chairman of the Supervisory Board; 5. Resolution no. 25/2023 on appointing the Vice-Chairman of the Supervisory Board; 6. Resolution no. 26/2023 on appointing Members of the Audit Committee of the Supervisory Board; 7. Resolution no. 27/2023 on appointing Members of the Remuneration Committee of the Supervisory Board; 8. Resolution no. 28/2023 on approving a surety whose value exceeds the equivalent of 20% of BEST S.A.'s equity.
Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting 2. Submission by the Management Board of BEST S.A. of a motion to add to the agenda a resolution on approving a surety whose value exceeds the equivalent of 20% of BEST S.A.'s equity. 3. Adoption of the agenda by the members of the Supervisory Board. 4. Current affairs – presentation of information on the Company's current situation based on Article 3801 CCC.

	<ol style="list-style-type: none"> 5. Adoption of a resolution on appointing the Chairman of the Supervisory Board. 6. Adoption of a resolution on appointing the Vice-Chairman of the Supervisory Board. 7. Adoption of resolutions on appointing members of the Audit Committee and the Remuneration Committee. 8. Adoption of a resolution on approving a surety whose value exceeds the equivalent of 20% of BEST S.A.'s equity. 9. Any other business. 10. Closing of the session.

4TH MEETING

Date:	12/09/2023 (minutes no. 4/2023)
Place:	Office of BEST S.A.
Attendance:	3 out of 6 members of the Supervisory Board (50%): Leszek Pawłowicz – Vice-Chairman of the Supervisory Board Eva Sudol – Member of the Supervisory Board Wacław Nitka – Member of the Supervisory Board.
Participation by means of a teleconference:	Leszek Pawłowicz – by means of telecommunication; Eva Sudol – by means of telecommunication
Invited guests:	Marek Kucner and Maciej Bardan – Members of the Management Board of BEST S.A. Maciej Kozdryk – legal counsel (minute-taker)
Resolutions adopted:	No resolutions adopted

Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Presentation by a Member of the Supervisory Board of the resolutions adopted by the Supervisory Board and its Committees by circulation after the date of the previous meeting of the Supervisory Board. 3. Presentation of the financial performance of BEST S.A. and of BEST Capital Group in the first half of 2023; adoption of related resolutions (if any). 4. Presentation by the Chairman of the Audit Committee of the report on the activities of the Committee in the first half of 2023. 5. Current affairs – presentation of information on the Company's current situation based on Article 380(1) CCC. 6. Any other business. 7. Closing of the session.
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5TH MEETING

Date:	28/11/2023 (minutes no. 5/2023)
Place:	Office of BEST S.A.
Attendance:	6 out of 6 members of the Supervisory Board (100%)
Participation by means of a teleconference:	Eva Sudol, Leszek Pawłowicz – attendance by means of telecommunication.
Invited guests:	Krzysztof Borusowski – President of the Management Board, Marek Kucner – Vice President of the Management Board, Maciej Bardan – Member of the Management Board, Maciej Kozdryk – legal counsel and Karolina Świątek – Head of the Office of the Management Board and Supervisory Board (minute taker).
Resolutions adopted:	1. Resolution no. 29/2023 on giving consent to the establishment by BEST S.A. of a public bond issue programme and the issue of bonds under this programme with a total value in excess of 20% of BEST S.A.'s equity.
	2. Resolution no. 30/2023 on giving consent to the conclusion of an addendum and designating a member of the Supervisory Board to represent the Company at the conclusion of an addendum to the borrowing agreement of 6 July 2018, as amended, concluded with Krzysztof Borusowski – President of the Management Board of BEST S.A.;

	<p>3. Resolution no. 31/2023 on establishing the amount and rules of payment of a fixed remuneration to (i) Krzysztof Borusowski, President of the Management Board of BEST S.A., (ii) Marek Kucner, Vice-President of the Management Board of BEST S.A. and (iii) Maciej Bardan, Member of the Management Board of BEST S.A.</p>
Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Presenting and discussing the financial performance of the Company and of BEST Capital Group for the third quarter of 2023; adopting related resolutions (if any). 3. Adoption of a resolution on approving the establishment of a public bond issue programme by BEST S.A. and the issue of bonds under this programme. 4. Adoption of a resolution on giving consent to the conclusion of an addendum and designating a member of the Supervisory Board to represent the Company at the conclusion of an addendum to the borrowing agreement of 6 July 2018, as amended, concluded with Krzysztof Borusowski – President of the Management Board of BEST S.A. 5. Adoption of a resolution on determining the amount of and rules for paying a fixed remuneration to Members of the Management Board of BEST S.A. 6. Current affairs – presentation of information on the Company's current situation based on Article 3801 CCC. Including information on the investment in Kredyt Inkaso S.A. in particular the review of this company's strategic options. 7. Establishing a meeting plan for 2024 and a list of topics to be discussed during the meetings. 8. Current affairs. 9. Any other business. 10. Closing of the session.

Furthermore, in 2023 the Supervisory Board adopted 8 resolutions by circulation:

Resolution date	Subject of the resolution
02/03/2023	Resolution no. 1/2023 on approving the acquisition of 100% of interests in JORDAN VENTURES SL, based in Madrid.

05/04/2023	Resolution no. 11/2023 on adjusting the level of Cash EBITDA realisation in connection with the ongoing Incentive Programme.
05/04/2023	Resolution no. 12/2023 on verifying the fulfilment of conditions for receiving Shares under the Incentive Programme.
18/04/2023	Resolution no. 13/2023 on approving the cancellation of the pre-emptive rights of existing shareholders of BEST S.A. to acquire series I shares in full
24/05/2023	Resolution no. 18/2023 on giving consent to the establishment by BEST S.A. of a bond issue programme and the issue of bonds under this programme with a total value in excess of 20% of BEST S.A.'s equity.
26/05/2023	Resolution no. 19/2023 on approving a commitment whose value exceeds the equivalent of 20% of BEST S.A.'s equity.
22/06/2023	Resolution no. 20/2023 on approving a commitment whose value exceeds the equivalent of 20% of BEST S.A.'s equity.
28/06/2023	Resolution no. 21/2023 on allocating Warrants from the Base Pool under the Incentive Programme
20/07/2023	Resolution No. 22/2023 on approving the acquisition of interests in BEST Capital Italy S.r.l, based in Milan, and appointing a member of the Supervisory Board to represent the Company at the conclusion of interest acquisition agreements.

In 2023, the Audit Committee held 7 meetings, also prior to the publication of periodic reports:

1ST MEETING

Date:	10/01/2023 (minutes no. 1/2023)
Place:	Office of BEST S.A.
Attendance:	4 members of the Committee (100%)
Participation by means of a teleconference:	Maciej Matusiak, Mirosław Gronicki – attendance by means of telecommunication

Invited guests:	Leszek Pawłowicz and Hubert Janiszewski – Members of the Supervisory Board, Marek Kucner and Maciej Bardan – Members of the Management Board, Aleksandra Żylewicz – Director of the Finance and Accounting Division, Agnieszka Galus-Bucior – Chief Accountant, Maciej Kozdryk – legal counsel and representatives of the auditor Ernst & Young Audyt sp. z o.o. sp. k., based in Warsaw: Natalia Dembek-Ślusarczyńska – key
	statutory auditor, Marcin Miśkow and Karolina Świątek – Head of the Office of the Management Board and Supervisory Board (minute taker).
Resolutions adopted:	No resolutions were adopted.
Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Discussion with the auditor of the results of the preliminary audit of the Company's and the BEST Capital Group's financial statements for 2022, the identified risk areas, the plan for the main audit, and the possible adoption of resolutions in this regard. 3. Discussion of a change in accounting policy regarding the measurement of subsidiaries by BEST S.A. 4. Current affairs. 5. Any other business. 6. Closing of the session.

2ND MEETING

Date:	23/03/2023 (minutes no. 2/2023)
Place:	Office of BEST S.A.
Attendance:	4 members of the Committee (100%)
Participation by means of a teleconference:	Maciej Matusiak
Invited guests:	Leszek Pawłowicz – Chairman of the Supervisory Board, Hubert Janiszewski – Vice-Chairman of the Supervisory Board (both participated in the meeting by means of telecommunication), Krzysztof Borusowski – President of the Management Board, Marek Kucner – Vice-President of the Management Board, Aleksandra Żylewicz – Director of the Finance and Accounting Division, Maciej Kozdryk – legal counsel, Karolina Świątek – Head of the Office of the Management Board and Supervisory Board (minute taker) and Maciej Kozdryk – legal counsel.
Resolutions adopted:	No resolutions were adopted.

Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Discussion with the auditor on the process and outcome of the audit of the Company's and BEST Capital Group's financial statements for 2022. Adoption of resolutions in this regard (if any). 3. Assessment of auditor's independence. 4. Current affairs. 5. Any other business. 6. Closing of the session.
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3RD MEETING

Date:	04/04/2022 (minutes no. 3/2023)
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Place:	Office of BEST S.A.
Attendance:	4 members of the Committee (100%)
Participation by means of a teleconference:	0 members
Invited guests:	Leszek Pawłowicz and Hubert Janiszewski – Members of the Supervisory Board, Krzysztof Borusowski – President of the Management Board, Marek Kucner – Vice-President of the Management Board, Maciej Bardan – Member of the Management Board, Aleksandra Żylewicz – Director of the Finance and Accounting Division, Adam Laufer – legal counsel, Maciej Kozdryk – legal counsel and Karolina Świątek – Head of the Office of the Management Board and Supervisory Board.
Resolutions adopted:	<ol style="list-style-type: none"> 1. Resolution no. 1/2020 on recommending that the Supervisory Board expresses a positive opinion on the financial statements of BEST S.A. for 2022 and on the financial statements of BEST S.A. Capital Group for 2022; 2. Resolution no. 2/2023 on approving a change in the Internal Audit Plan of BEST S.A. for 2023; 3. Resolution no. 3/2023 on preparing and adopting the Audit Committee's report for 2022.
Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Verifying the financial statements of BEST S.A. for FY 2022 and the consolidated financial statements of BEST S.A. Capital Group for FY 2022 for accuracy and completeness of information contained therein.

	<ol style="list-style-type: none"> 3. Analysing the statutory auditor's report from the audit of the Company's financial statements for FY 2022 and of the consolidated financial statements of BEST S.A. Capital Group for FY 2022. 4. Adopting a resolution on recommending to the Supervisory Board the assessment of the financial statements of the Company for FY 2022 and of the consolidated financial statements of BEST S.A. Capital Group for FY 2022. 5. Information on the completion of the Internal Audit Plan for 2022, including specifically: <ol style="list-style-type: none"> a. Internal Audit report AW 4/2022 – Strategy and claim handling during the on-site collection stage at BEST S.A.; b. Internal Audit report AW 1/2023 – Management of debt collector's advance payments at BEST S.A. 6. Motion to change the Internal Audit Plan 2023 and to adopt a resolution (if any) to change the Plan.
	<ol style="list-style-type: none"> 7. Information on the completion of the Risk Management and Compliance Division's Action Plan for 2022. 8. Approval of the report on the activities of the Audit Committee in 2022 and assessment of the Committee's work in 2022. 9. Current affairs. 10. Any other business. 11. Closing of the session.

4TH MEETING

Date:	15/05/2023 (minutes no. 4/2023)
Place:	Office of BEST S.A.
Attendance:	4 members of the Committee (100%)
Participation by means of a teleconference:	Wacław Nitka
Invited guests:	Leszek Pawłowicz and Hubert Janiszewski – Members of the Supervisory Board, attendance by means of telecommunication, Marek Kucner – Vice-President of the Management Board, Aleksandra Żylewicz – Director of the Finance and Accounting Division, Maciej Kozdryk – legal counsel and Karolina Świątek – Head of the Office of the Management Board and Supervisory Board (minute taker).

Resolutions adopted:	none
Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Acknowledgement of the financial results of BEST S.A. Capital Group for the first quarter of 2023. 3. Current affairs. 4. Any other business. 5. Closing of the session.

5TH MEETING

Date:	22/08/2023 (minutes no. 5/2023)
Place:	Office of BEST S.A.
Attendance:	4 members of the Committee (100%)
Participation by means of a teleconference:	none
Invited guests:	The meeting was attended by Karolina Świątek, Head of the Office of the Management Board and Supervisory Board, and Maciej Kozdryk, legal counsel and minute taker.
Resolutions adopted:	1. Resolution no. 4/2023 on appointing the Chairman of the Audit Committee
Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Appointment of the Chairman of the Audit Committee.
	<ol style="list-style-type: none"> 3. Meeting with the auditor from Ernst &Young Audyt sp. z o.o. sp. k., based in Warsaw; discussion of the plan to review the semi-annual financial statements of BEST S.A. for the reporting period starting 1 January 2023 and the plan for the review of the semi-annual consolidated financial statements of BEST S.A. Capital Group. for the reporting period starting 1 January 2023. 4. Current affairs. 5. Any other business. 6. Closing of the session.

6TH MEETING

Date:	12/09/2023 (minutes no. 6/2023)
Place:	Office of BEST S.A.
Attendance:	<p>2 members of the Committee (50%):</p> <p>Wacław Nitka – Chairman of the Audit Committee</p> <p>Ewa Sudol – Member of the Audit Committee</p>

Participation by means of a teleconference:	Eva Sudol – attendance by means of telecommunication.
Invited guests:	Members of the Supervisory Board – Leszek Pawłowicz (attendance by means of telecommunication), Members of the Management Board – Krzysztof Borusowski, Marek Kucner, Maciej Bardan and Maciej Kozdryk – legal counsel (minute taker).
Resolutions adopted:	1. Resolution no. 5/2023 on preparing and adopting the Audit Committee’s report for the first half of 2023.
Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Presentation of information on the financial results of BEST S.A. and of BEST Capital Group in the first half of 2023, and discussion of the results with the statutory auditor; adopting resolutions on this matter (if any). 3. Auditor meeting. 4. Adoption of the report on the activities of the Audit Committee in the first half of 2023. 5. Information on performance progress of the Internal Audit Plan for 2023 6. Current affairs. 7. Any other business. 8. Closing of the session.

7TH MEETING

Date:	28/11/2023 (minutes no. 7/2023)
Place:	Office of BEST S.A.
Attendance:	4 members of the Committee (100%)
Participation by means of a teleconference:	Eva Sudol – attendance by means of telecommunication.
Invited guests:	<p>Leszek Pawłowicz – Chairman of the Supervisory Board, Mirosław Gronicki – Chairman of the Remuneration Committee, Krzysztof Borusowski</p> <p>– President of the Management Board, Marek Kucner – Vice-President of the Management Board, Maciej Bardan –</p> <p>Member of the Management Board, Maciej Kozdryk – legal counsel, Aleksandra Żylewicz – Director of the Finance and Accounting Division, Katarzyna Kłos – Manager of the Internal Audit Department, Anna Ludwichowska – Manager of the Risk Management and Compliance</p>

	Department and Karolina Świątek – Head of the Office of the Management Board and Supervisory Board, minute taker.
Resolutions adopted:	<ol style="list-style-type: none"> 1. Resolution no. 6/2023 on approving the Internal Audit Plan at BEST S.A. for 2024; 2. Resolution no. 7/2023 on approving the Action Plan of the Risk Management and Compliance Department at BEST S.A. for 2024.
Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Presenting and discussing the financial performance of the Company and of BEST Capital Group for the third quarter of 2023; adopting related resolutions (if any). 3. Information on performance progress of the Internal Audit Plan for 2023. 4. Approving the Internal Audit Plan for 2024. 5. Progress information on the Action Plan of the Risk Management and Compliance Department for 2023. 6. Approving the Action Plan of the Risk Management and Compliance Department for 2024. 7. Establishing a meeting plan for 2024 and a list of topics to be discussed during the meetings. 8. Current affairs. 9. Any other business. 10. Closing of the session.

In 2023, the Audit Committee did not adopt any resolutions by circulation.

In 2023, the Remuneration Committee held 3 meetings:

1ST MEETING

Date:	04/04/2023 (minutes no. 1/2023)
Place:	Office of BEST S.A.

Attendance:	3 members of the Committee (100%)
Participation by means of a teleconference:	none
Invited guests:	Dariusz Filar, Maciej Matusiak, Wacław Nitka – Members of the Supervisory Board, Krzysztof Borusowski – President of the Management Board, Marek Kucner – Vice-President of the Management Board, Maciej Bardan – Member of the Management Board, Adam Laufer – legal counsel, Maciej Kozdry – legal counsel. Karolina Świątek – Head of the Office of the Management Board and Supervisory Board (minute taker).
Resolutions adopted:	<ol style="list-style-type: none"> 1. Resolution no. 1/2023 on recommending to the Supervisory Board (i) the determination of the level of Cash EBITDA for 2023 under the Incentive (share-based) Programme for members of the Management Board of BEST S.A. for the financial years 2022-2024, (ii) the determination of the level of EPS for 2023 under the Incentive Programme for members of the Management Board of BEST S.A. and key personnel, including employees of the BEST Capital Group for the financial years 2022-2026; 2. Resolution no. 2/2023 on giving a recommendation related to the preparation of the remuneration report for the financial year 2022 by the Supervisory Board; 3. Resolution No. 3/2023 on preparing and adopting the Remuneration Committee's report for 2022; 4. Resolution no. 4/2023 on a recommendation to award a discretionary bonus to Maciej Bardan, Member of the Management Board.
Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Assessment of the implementation of the incentive programmes existing at the Company, i.e. (i) the Incentive (share-based) Programme for the members of the Management Board of BEST S.A. for the financial years 2022-2024, (ii) the Incentive Programme for the members of the Management Board of BEST S.A. and key persons, including employees of BEST Capital Group, for the financial years 2022-2026, and possible adoption of resolutions in this regard. 3. Recommendation related to the adoption by the Supervisory Board of resolutions on (i) determining the level of Cash EBITDA for 2023 under the Incentive (share-based) Programme for members of the Management Board of BEST S.A. for the financial

	<p>years 2022-2024, and (ii) determining the level of EPS for 2023 under the Incentive Programme for members of the Management Board of BEST S.A. and key personnel, including employees of BEST Capital Group, for the financial years 2022-2026.</p>
	<ol style="list-style-type: none"> 4. Recommendations related to the preparation of the remuneration report for 2022 by the Supervisory Board based on Article 90g(1) of the Act on public offering, the terms of introducing financial instruments to organised trading and on public companies. 5. Approving the report on the activities of the Remuneration Committee in 2022. 6. Current affairs. 7. Any other business. 8. Closing of the session.

2ND MEETING

Date:	22/08/2023 (minutes no. 2/2023)
Place:	Office of BEST S.A.
Attendance:	3 members of the Committee (100%)
Participation by means of a teleconference:	Eva Sudol – attendance by means of telecommunication.
Invited guests:	Dariusz Filar, Maciej Matusiak, Wacław Nitka – Members of the Supervisory Board, Karolina Świątek – Head of the Office of the Management Board and Supervisory Board (minute taker) and Maciej Kozdryk – legal counsel.
Resolutions adopted:	1. Resolution No. 7/2023 on the appointment of the Chairman of the Remuneration Committee;

Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Appointment of the Chairman of the Remuneration Committee. 3. Current affairs. 4. Any other business. 5. Closing of the session.
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3RD MEETING

Date:	28/11/2023 (minutes no. 3/2023)
Place:	Office of BEST S.A.
Attendance:	3 members of the Committee (100%)
Participation by means of a teleconference:	Leszek Pawłowicz, Eva Sudol – attendance by means of telecommunication.
Invited guests:	Dariusz Filar – Chairman of the Supervisory Board, Wacław Nitka – Chairman of the Audit Committee, Maciej Matusiak – Member of the Supervisory Board, Marek Kucner – Vice-President of the Management Board, Maciej Bardan – Member of the Management Board, Maciej Kozdryk – legal counsel and Karolina Świątek – Head of the Office of the Management Board and Supervisory Board, minute taker.
Resolutions adopted:	<ol style="list-style-type: none"> 1. Resolution no. 8/2023 on recommending that the Supervisory Board of BEST S.A. establishes the amount and rules of payment of a fixed remuneration to (i) Krzysztof Borusowski, President of the Management Board of BEST S.A., (ii) Marek Kucner, Vice-President of the Management Board of BEST S.A. and (iii) Maciej Bardan, Member of the Management Board of BEST S.A.
Agenda:	<ol style="list-style-type: none"> 1. Opening of the meeting and adoption of the agenda. 2. Adoption of a resolution on recommending that the Supervisory Board of BEST S.A. determines the amount of and rules for paying a fixed remuneration to Members of the Management Board of BEST S.A. 3. Establishing a meeting plan for 2024 and a list of topics to be discussed during the meetings. 4. Current affairs. 5. Any other business.

6. Closing of the session.

Furthermore, in 2023, the Remuneration Committee adopted 2 resolutions by circulation:

Resolution date	Resolution subject
05/04/2023	Resolution no. 5/2023 on the recommendation given to the Supervisory Board to adjust the level of Cash EBITDA realisation in connection with the ongoing Incentive Programme.
05/04/2023	Resolution no. 6/2023 on giving a recommendation to the Supervisory Board regarding the verification of fulfilment of the conditions for receiving Shares under the Incentive Programme.

III. SELF-ASSESSMENT BY THE SUPERVISORY BOARD

In the Supervisory Board's opinion, it fulfilled its duties properly in 2023. The frequency of meetings was adequate for the Supervisory Board to be able to properly fulfil its duties. Topics discussed at the meetings covered all events and areas which are material for the Company's business. The professional qualifications and experience of the members of the Supervisory Board are adequate for the Company's business profile. Communication between the Supervisory Board and the Management Board is efficient and flawless. As of the date of this report, the Supervisory Board is not aware of any reservations of the shareholders, the Management Board or other stakeholders concerning the Supervisory Board's activity or functioning.

IV. CONSOLIDATED ASSESSMENT OF THE COMPANY'S SITUATION IN CONSIDERATION OF INTERNAL CONTROL SYSTEMS, RISK MANAGEMENT, COMPLIANCE AND INTERNAL AUDIT FUNCTION

INTERNAL CONTROL SYSTEM

Internal control is a process implemented by the management board, with the involvement of the company's managerial staff and all employees, aimed at obtaining reasonable assurance with respect to achieving the organisation's goals in one or more categories: operating efficiency and effectiveness, reliability of financial statements, and compliance with the laws and other regulations. An internal control system, on the other hand, involves implementing in the company and in its business such control mechanisms, organisational structures, hierarchies, operating procedures, internal instructions, assignment of responsibilities and working methods which facilitate achieving goals and, when possible, contain any possibilities, circumstances and environments where losses could be incurred. An internal

control system, which is a front-line defence against potential irregularities, comprises mechanisms such as rules, procedures, instructions or technical control mechanisms built-in in the process. The role of an effective internal control function is to ensure efficiency of any economic processes in which the company is involved versus the set goals.

BEST S.A. applies a number of the above mechanisms, including:

- 1/ implementing an accountability and control culture so that all employees are familiar with the meaning of an internal control system and become actively involved in the process;
- 2/ defining a proper organisational structure, responsibilities and job descriptions, separating functions which could lead to a conflict of interests and introducing a recruitment and employee training system;
- 3/ identifying new risks (in the process of risk management, internal audit, concluding and performing agreements, managing projects and risks associated with changes in the law);
- 4/ introducing control processes and points (regular SMT meetings, meetings with subordinate employees, defining limits, budgets and KPI, approval and authorisation system, expressing opinions on agreements, access and authorisation system, inventory taking and reconciling general ledgers with sub-ledgers);
- 5/ ensuring proper communication and regular reporting on internal financial data, operating data, compliance and external market data;
- 6/ control mechanisms for IT systems, data, personal data and access security, including: internal backup and recovery procedures, developing software and purchasing rules, maintenance procedures and physical/logical access controls;
- 7/ ensuring proper internal communication (horizontal communication – Senior Management Team Meeting; vertical cascade communication – meeting with superiors; vertical direct communication – Skip Level Meeting; regular employee meetings with the management board and employee satisfaction survey) and external communication (designating people authorised to communicate externally, regular meetings with investors, working with professional consultants) to ensure that all employees understand and observe internal rules and procedures affecting their responsibilities, and that the necessary information is available to the employees who need it;
- 8/ implementing the model of the three lines of defence;
- 9/ continuous monitoring of the system of internal controls and operational processes, identification and assessment of risks by the Risk Management and Compliance Department;
- 10/ identification and assessment of risks, and assessment of adequacy and compliance with the established internal rules and procedures by the Internal Audit Department.

BEST S.A. has a number of procedures and instructions regulating the above-mentioned mechanisms.

RISK MANAGEMENT SYSTEM

A risk management system is a process of making decisions and fulfilling tasks which is aimed at the company achieving an acceptable level of risk. The risk management system involves risk identification, assessment (in terms of quantity and quality), estimation, establishing a risk strategy (limiting,

transferring, avoiding and approving risk) as well as risk monitoring and reporting. An effective risk management system produces results which are proportionate to the resources employed.

Risks are identified in four areas:

- 1/ strategic (supervision, planning, resource allocation, external stakeholders, market, communication and investor relations);
- 2/ operational (processes, employees, IT and infrastructure);
- 3/ financial (reporting, taxes, liquidity, loans, markets and capital structures);
- 4/ compliance; and reported by division directors directly to the Management Board, which is responsible for the functioning of a given risk management area in the Company.

Key risks identified are described in the management report of the Capital Group and of BEST.

Among the tasks of the Company's Risk Management and Compliance Department is to coordinate measures taken to manage risks in the respective areas.

COMPLIANCE SYSTEM (ENSURING THAT ALL ACTIVITIES COMPLY WITH STANDARDS OR APPLICABLE PRACTICES)

A compliance system serves to verify whether the company, in all areas and aspects of its business, complies with the applicable law, internal regulations and standards adopted on a voluntary basis. The law is understood to mean not only lower-ranking laws and legal acts, but also industry standards, the company's statute and internal rules governing the company's organisation and business areas. Standards adopted on a voluntary basis include best practice, codes of ethics as well as industry and company codes. Being an important business tool, compliance serves to mitigate the risk of consequences associated with violating the law or standards, ensure business continuity, keep the company competitive and protect its reputation. Compliance plays a key role in the application of best practice, i.e. a set of rules of conduct adopted on a completely voluntary basis and based on trust (the comply or explain principle). An effective compliance system helps the company avoid violating the law or regulations as well as protects the company's reputation and trust placed in the company by its employees, business and social environment, such as clients, partners and other stakeholders.

At BEST S.A., the Risk Management and Compliance Department is responsible for ensuring the functioning of the compliance system.

As part of the compliance process, the Risk Management and Compliance Department regularly uses the legal assistance provided by Kancelaria Radcy Prawnego Rybszleger sp.k. (Law Firm), which verifies all internal regulations, templates of letters, contracts and other corporate activities. The Law Firm performs said verification on each request from a member of BEST Capital Group. Internal regulations and corporate behaviours are verified for compliance with universally binding laws, judgments, guidelines of supervisory authorities, other internal regulations and contractual provisions binding on a given entity, and in particular the rules of ethics associated with an entity's business operations. In addition, the verification involves

formulating recommendations on changing internal regulations or corporate processes in a given entity to optimise them.

The Law Firm has designated an employee responsible for supervising compliance with Best Practice 2021 and for verifying the observance of obligations of BEST S.A. in connection with the Company's permit to manage securitised debt. Dedicated personnel from the Law Firm also verifies whether BEST S.A. properly fulfils its obligations under the Market Abuse Regulation (MAR).

The Risk Management and Compliance Department works closely with the DPO Team and Kancelaria Radcy Prawnego Rybszleger sp.k. to ensure compliance with the law and monitor legal risks.

The Law Firm constantly monitors all changes in the legal environment, verifies the Company's internal legislation for compliance with the law and promptly notifies members of BEST S.A. Capital Group if it becomes necessary to adapt to new legal regulations.

The Risk Management and Compliance Department supervises the implementation of recommendations issued by Kancelaria Radcy Prawnego Rybszleger sp.k. in terms of changes in the law that affect BEST.

The Risk Management and Compliance Department also analyses external and internal risks, monitors and documents emerging cases of non-compliance with internal and external regulations.

The Company has adjusted the way it operates to Regulation 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (hereinafter: GDPR).

According to Article 37 GDPR, BEST S.A. appointed a data protection officer to fulfil tasks in the area of personal data protection. The data protection officer, as per Article 39(1) GDPR, has the following tasks:

- to inform and advise the controller or the processor and the employees who carry out processing of their obligations pursuant to the GDPR;
- to monitor compliance with the GDPR and with the policies of BEST S.A. Capital Group in relation to the protection of personal data;
- to raise awareness and train the personnel involved in processing operations and to perform the related audits;
- to cooperate with the President of the Personal Data Protection Office (UODO).

In addition, as part of its structure, the Company created the role of Manager for Preventing Money Laundering, who is responsible for taking action to ensure that the Company complies with anti-money laundering laws.

Activities performed as part of the compliance system are audited periodically by the Internal Audit Department. The audit results are reported on a regular basis to the Company's Management Board and the Audit Committee.

The compliance system's effectiveness is confirmed by the fact that no fines have been imposed by regulators on the Company in the recent years.

The Audit Committee is regularly informed about the implementation progress of the Risk Management and Compliance Department's action plan and its key findings.

INTERNAL AUDIT FUNCTION

Internal audit involves a systematic and structured assessment of risk management, control and governance processes, and helps a company, also through consulting, attain assurance that such processes are efficient. An effective internal audit function improves the audited processes in a company.

In BEST S.A., the internal audit system is a responsibility of the Internal Audit Department.

The audit function is independent and unbiased, and is implemented according to the International Standards for the Professional Practice of Internal Auditing. The individual managing internal audit reports functionally to the Audit Committee and administratively to the President of the Management Board.

Internal audit involves assessing the Company's processes and delivers assurance that such processes are efficient in achieving the Company's goals. Audit tasks are fulfilled according to an annual audit plan prepared based on the results of risk assessment. The audit plan is approved by the Audit Committee.

The Audit Committee receives regular information on the performance status of the audit plan and on key audit findings. Furthermore, the Audit Committee receives and approves an annual report on the activity of the internal audit unit.

Assessment of the Company's situation

In the Supervisory Board's opinion, the internal control, risk management and compliance systems, and the internal audit function in place in BEST S.A. are effective and adequate for the scale of BEST S.A.'s business.

The Supervisory Board believes that the Company's situation is stable, and that its business goals and strategies are implemented according to the assumptions presented by BEST S.A.'s Management Board to the Supervisory Board at the Supervisory Board's meetings.

V. ASSESSMENT OF THE COMPANY'S APPLICATION OF CORPORATE GOVERNANCE AND HOW IT FULFILS ITS INFORMATION OBLIGATIONS SPECIFIED IN THE STOCK EXCHANGE RULES CONCERNING CURRENT AND INTERIM DISCLOSURES TO BE MADE BY ISSUERS OF SECURITIES

BEST S.A.'s disclosure obligations concerning the application of corporate governance by BEST S.A. are specified in:

- 1) § 29 section 3 of the GPW Rules, regulating the manner of reporting on the abandonment of corporate governance rules by a listed company;
- 2) § 70 section 6 item 5 of the Ordinance of the Minister of Finance of 29 March 2018 on current and interim information to be submitted by issuers of securities, and on conditions for considering as equivalent information required under the law of a non-member state (hereinafter referred to as the Ordinance), regulating the content of the statement on the application of corporate governance as a part of an issuer's management report.

Re 1.

BEST S.A. is subject to the set of corporate governance principles 'Best Practice for WSE Listed Companies 2021', which were introduced by resolution no. 13/1834/2021 of 29 March 2021 by WSE's Supervisory Board. The principles are available on the website dedicated to corporate governance principles for public companies: https://www.gpw.pl/pub/GPW/pdf/DPSN_2021.pdf

In EBI reports no. 1/2021 of 28 July 2021 and no. 1/2022 of 29 June 2022 on the application by the Company of the principles outlined in 'Best Practice for WSE Listed Companies 2021', BEST S.A. disclosed that it did not apply certain principles and explained which principle did not apply to BEST S.A.: The Company does not apply 4 principles: 2.1., 2.2., 2.11.6., 4.1., 4.13(c), 6.3 (as regards the purchase price of shares by eligible persons), and principle 3.10 does not apply to the Company. BEST S.A. provided justification for not applying the above-mentioned principles in said reports. Report no. 1/2021 of 28 July 2021 and report no. 1/2022 of 29 June 2022 are available at <https://www.best.com.pl/-adkorporacyjny>

By the date of this assessment, BEST S.A. did not publish any report on an incidental violation of any detailed corporate governance rule.

In the Supervisory Board's opinion, BEST S.A. fulfilled its reporting obligations under the WSE Rules properly and according to the applicable regulations.

Re 2

The statement on the application of corporate governance, which is a part of the Capital Group's and BEST S.A.'s management report for 2021 (Chapter 7 Corporate Governance), contains all elements required under § 70 section 6 item 5 of the Ordinance. In addition, BEST S.A. publishes its statement on the application of corporate governance on its website, in the tab 'For investors/Corporate governance'.

In the Supervisory Board's opinion, BEST S.A. fulfilled its reporting obligations under the Ordinance properly and according to the applicable regulations.

VI. ASSESSMENT OF THE COMPANY'S SPONSORSHIP, CHARITY OR SIMILAR POLICIES

The Management Board of BEST S.A. describes the sponsorship policy applied by the Company in the non-financial report of the Capital Group and of BEST S.A. for 2023 prepared in accordance with Article 49b (2)-

(8) and (9) of the Accounting Act of 29 September 1994. The Management Board has clear goals as part of its policy. In addition, the Management Board has described the forms in which such policy is implemented, and has provided examples and plans for the future.

In the Supervisory Board's opinion, the Management Board of BEST S.A. runs the sponsorship policy in a coherent, reasonable, transparent and consistent manner. The defined goals are in line with the Company's business profile and contribute to building a positive Company image, especially in the communities where BEST S.A. operates.

VII. INFORMATION ON IMPLEMENTING A DIVERSITY POLICY WITH REGARD TO THE MANAGEMENT BOARD AND SUPERVISORY BOARD

On 28 July 2021 and 29 June 2022, the Company published its reports explaining why it does not apply some of the detailed principles set out in Best Practice for GPW Listed Companies 2021.

In the report, the Company stated that it does not have or implement a formal diversity policy for the management board and the supervisory board. This is due to a very stable composition of the Management Board. When appointing members of the supervisory board, the general meeting considers, in particular the candidate's education and professional experience. Where it is possible to apply the rules for diversity in the composition of corporate bodies, the company complies with such rules despite not having a formal policy to that effect. The Company is committed to ensure diversity in management positions. Among middle level and senior managers (not being management board members), gender diversity of at least 30% is ensured.

VIII. ASSESSMENT OF THE FULFILMENT BY THE MANAGEMENT BOARD OF THE OBLIGATIONS REFERRED TO IN ARTICLE 380¹ CCC

In the opinion of the Supervisory Board, the obligations set out in Article 380¹ CCC are fulfilled properly by the Management Board of BEST S.A. The above obligations took effect on 13 October 2022. During the meeting of the Supervisory Board on 21 November 2022, The Management Board presented the respective information for the first time. On 21 November 2022, the Supervisory Board adopted resolution no. 28/2022 on determining the dates and intervals for the Management Board of BEST S.A. to provide information on the current situation of the Company as defined in Article 380¹ §1(1)-(3) CCC. The information referred to in 380¹ §1(4)-(5) CCC is provided as soon as certain events or circumstances occur.

IX. ASSESSMENT OF THE MANNER IN WHICH THE MANAGEMENT BOARD PREPARES OR SUBMITS TO THE SUPERVISORY BOARD THE INFORMATION, DOCUMENTS, REPORTS OR EXPLANATIONS REQUESTED PURSUANT TO ARTICLE 382 §4 CCC

In the opinion of the Supervisory Board, the Company and the obliged persons fulfil the obligations set out in Article 382 §4 CCC correctly. All information, documents, reports or explanations concerning the Company, in particular its operations or assets, are communicated on an ongoing basis without undue delay.

Dariusz Filar

Chairman of the Supervisory Board

Leszek Pawłowicz

Vice-Chairman of the Supervisory Board

Eva Sudol

Member of the Supervisory Board

Mirosław Gronicki

Member of the Supervisory Board

Maciej Matusiak

Member of the Supervisory Board

Wacław Nitka

Member of the Supervisory Board

Gdynia, 22 May 2024

ORDINARY GENERAL MEETING OF BEST S.A.

Acting on behalf of the Management Board of BEST S.A., we propose that the Ordinary General Meeting of BEST S.A. ('OGM') adopt resolutions on the following matters. Planned agenda of the OGM:

1. Opening of the meeting.
2. Appointment of the Chairman of the General Meeting.
3. Confirmation of correct convening of the General Meeting and its capacity to adopt resolutions.
4. Appointment of a Ballot-Counting Committee or entrusting the counting of votes to the Chairman of the General Meeting.
5. Adoption of the agenda.
6. Presentation by the Company's Management Board of the Company's financial statements for 2023 and the consolidated financial statements of BEST S.A. Capital Group for 2023, the management report of BEST S.A. Capital Group and of BEST S.A. for 2023, and the Management Board's proposal to distribute the net profit earned by the Company in 2023 and their examination.
7. Submission by the Supervisory Board of a written report on the assessment of:
 - a) the Company's financial statements for 2023,
 - b) consolidated financial statements of BEST S.A. Capital Group for 2023,
 - c) management report of the Capital Group and of BEST S.A. for 2023,
 - d) proposal of the Management Board on the distribution of the Company's net profit for 2023.
8. Presentation by the Supervisory Board of the Supervisory Board Report for 2023.
9. Adoption of a resolution on approving the Company's financial statements for 2023.
10. Adoption of a resolution on approving the consolidated financial statements of BEST S.A. Capital Group for 2023.
11. Adoption of a resolution on approving the management report of the Capital Group and of BEST S.A. for 2023.
12. Adoption of a resolution on approving the report of the Supervisory Board of BEST S.A. for 2023.
13. Adoption of a resolution on the distribution of the Company's net profit earned in FY 2023.
14. Adoption of resolutions on acknowledging the fulfilment of duties by members of the Company's corporate bodies in 2023.
15. Adoption of a resolution on expressing an opinion on the Remuneration Report for FY 2023.
16. Adoption of a resolution on redeeming the Company's equity shares.
17. Adoption of a resolution on reducing the Company's share capital and amending the Company's Statute accordingly.

18. Adoption of a resolution on amending resolution no. 23 of the Ordinary General Meeting of BEST S.A. of 29 June 2022 on (i) the issue of series D subscription warrants vested with the right to acquire series H shares, (ii) the conditional increase of the share capital, (iii) the exclusion of the pre-emptive right to series D subscription warrants and to series H shares, (iv) the authorisation of the Company's bodies, and (v) on amending the Company's Statute by way of a conditional increase of its share capital.
19. Adoption of a complete text of the Company's Statute.
20. Any other business.
21. Closing of the session.

The Management Board proposes that resolutions be adopted on the matters covered by the above agenda.

SUBSTANTIATION

Re 2-5

The resolutions on the matters specified in items 2, 4 and 5 of the proposed agenda are standard procedural resolutions adopted during a general meeting.

Re 9-15

The resolutions on the matters specified in items 9-15 of the proposed agenda concern the exercise of the rights and obligations of the General Meeting under Article 393(1), Article 395 § 2(1)-(3), Article 395 § 2¹ and Article 395 § 5 of the Commercial Companies Code.

The drawn-up financial statements were audited by an audit firm and published. The report of the Supervisory Board Report on the assessment of the financial statements has been published together with the current report on convening an Ordinary General Meeting.

The Management Board proposes that the net profit earned by the Company in the financial year 2023 be allocated in full to supplementary capital.

As regards the acknowledgement of the fulfilment of duties, the members of BEST S.A.'s corporate bodies are of the opinion that they have fulfilled their duties properly and lawfully, and have demonstrated commitment to the Company's development, as confirmed by, among other things, the reports prepared by these bodies.

Re 16-17

The resolutions on items 16 and 17 of the proposed agenda are a consequence of the buyback of equity shares based on Resolution No. 19/2023 of the Ordinary General Meeting of BEST S.A. of 07 June 2023. The adoption of the resolutions specified in items 16 and 17 is provided for in the above-mentioned resolution of the Ordinary General Meeting.

Re 18

The resolution regarding item 18 of the proposed agenda is due to the following circumstances:

- a) The need to clarify the provision of §1(11) of Resolution No. 23 of the Ordinary General Meeting of BEST S.A. of 29 June 2022. The purpose of the provision was to authorise the Management Board of BEST S.A. to designate (differentiate) each subsequent series of subscription warrants taken up under the Incentive Programme being implemented. The provision reading: *'(i.e. D1, D2 and D3)'* was only intended as an example of the numbering for the next tranche of warrants. To avoid a different interpretation of the provision, it is recommended that the provision in the brackets be clarified as follows: *'(i.e. D1, D2, D3 et seq.)'*
- b) The change of the form of series H shares from registered to bearer shares issued under the Incentive Programme is intended to ensure that future shareholders do not need to conduct an additional procedure for converting the shares into bearer shares before they are listed on the Warsaw Stock Exchange (Giełda Papierów Wartościowych w Warszawie S.A.).

Re 19

The resolution regarding item 19 of the proposed agenda is a consequence of the amendments to the Company's Statute provided for by the resolutions covered by items 17 and 18 of the proposed agenda. In addition, they take into account the amendments to the Statute resulting from (i) the increase on 10 October 2023 of the share capital as part of the conditional share capital increase in connection with the issue of 407,400 series E shares, and (ii) the increase of the share capital within the framework of authorised capital based on the resolution of the Management Board of BEST S.A. of 20 May 2024 in connection with the issue of 131,000 series J shares.

In consideration of the above, we propose that the resolutions be adopted as recommended by the Management Board.

Krzysztof Borusowski
President of the Management
Board

Marek Kucner
Vice-President of the
Management Board

Maciej Bardan
Member of the Management
Board

Gdynia, 04 April 2024

ORDINARY GENERAL MEETING OF BEST S.A.

In connection with the net profit earned by BEST S.A. in the financial year 2023 in the amount of PLN 50,391,408.87 (in words: fifty million three hundred and ninety-one thousand four hundred and eight Polish zloty 87/100), the Management Board of BEST S.A. proposes that the net profit earned in the financial year 2023 be allocated to supplementary capital.

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Krzysztof Borusowski
President of the Management
Board

.....
Marek Kucner
Vice-President of the Management
Board

.....
Maciej Bardan
Member of the Management
Board