

Polish Financial Supervision Authority
Current Report No. 9/2025

Prepared on: 13 March 2025

Subject:

Second notice to shareholders of the planned merger between BEST S.A. and Kredyt Inkaso S.A., based in Warsaw

Legal basis:

Other regulations

Content of the report:

The Management Board of BEST S.A. (hereinafter referred to as the "Company" or "BEST"), acting pursuant to Article 504 § 1 of the Polish Commercial Companies Code, hereby notifies the shareholders of the planned merger between BEST and the company under the business name Kredyt Inkaso S.A., with its registered office in Warsaw (hereinafter referred to as "Kredyt Inkaso"), which will take place under the terms of the merger plan signed by the Company and Kredyt Inkaso on 20 February 2025 (hereinafter referred to as the "Merger Plan"), which the Company announced in Current Report no. 4/2025.

This notice is the second notice to the Company's shareholders pursuant to Article 504 § 1 of the Polish Commercial Companies Code. The first notice of the intended merger between BEST and Kredyt Inkaso was published on 20 February 2025, in Current Report No. 5/2025, and subsequently supplemented on 25 February 2025, in Current Report No. 6/2025.

The merger, as provided for in the Merger Plan, will take place pursuant to Article 492 § 1(1) of the Polish Commercial Companies Code by transferring all the assets of Kredyt Inkaso, as the acquired company, to BEST, as the acquiring company, in exchange for shares granted by BEST to the eligible shareholders of Kredyt Inkaso, excluding BEST and persons acting in their own name but for the account of BEST who, pursuant to Article 514 § 1 and 2 of the Commercial Companies Code, will not acquire any merger shares as a result of the merger in exchange for the shares in Kredyt Inkaso held by them ("Merger") ("Eligible Shareholders of Kredyt Inkaso").

The transfer of all assets, including all assets and liabilities, of Kredyt Inkaso, to BEST shall take place on the date on which the Merger is entered into the Register of Entrepreneurs of the National Court Register by the registry court with jurisdiction over the registered office of BEST ("Merger Date"). As of the Merger Date, BEST shall assume all the rights and obligations of Kredyt Inkaso pursuant to Article 494 § 1 of the Polish Commercial Companies Code (universal succession); pursuant to Article 494 § 4 of the Polish Commercial Companies Code, the Eligible Shareholders of Kredyt Inkaso will become shareholders of BEST.

The merger requires a resolution to be adopted by the general meeting of each of the merging companies. As provided for in the Merger Plan, the general meetings of the Company and Kredyt Inkaso will vote on the Merger resolutions, which will include: (i) approval of the Merger, (ii) approval of the Merger Plan and (iii) approval of the proposed amendments to BEST's Articles of Association related to the Merger (hereinafter referred to as the "Merger Resolutions").

Pursuant to Article 505 § 3(1), in conjunction with § 1 of the Polish Commercial Companies Code, the following are publicly available for perusal by the Company's shareholders:

1. Merger plan with Appendices 1-5;
2. the Company's financial statements and management reports for the last three financial years, and reports from the audit of the same;

3. Kredyt Inkaso's financial statements and management reports for the last three financial years, and reports from the audit of the same;
 4. Management Report of the Company justifying the Merger;
 5. Management Report of Kredyt Inkaso justifying the Merger; and
 6. an auditor's opinion from the audit of the Merger Plan dated 25 February 2025;
- at all times (in an electronic printable version), until the end date of the general meetings adopting the Merger Resolutions, on the Company's investor relations webpage under the "BEST and Kredyt Inkaso Merger" tab at <https://www.best.com.pl/polaczenie-z-kredyt-inkaso-s-a>.

In the absence of a legal obligation to prepare a prospectus, the Company will, under the exemption provided for in Regulation (EU) 2017/1129 of the European Parliament and of the Council of 14 June 2017, prepare and publish a document for the purposes of the exemption referred to in Commission Delegated Regulation (EU) 2021/528 of 16 December 2020.

The report has been prepared based on Article 504 § 1 of the Polish Act of 15 September 2000 – Commercial Companies code (consolidated text of Journal of Laws of 2024, item 18, as amended).

BEST S.A. SHARES	
(full name of the Issuer)	
BEST	Other finances (fin)
(issuer's abbreviated name)	(sector according to the classification of the Warsaw Stock Exchange)
81-537	Gdynia
(postcode)	(town)
Łużycka	8A
(street)	(number)
(0-58) 76 99 299	(0-58) 76 99 226
(telephone)	(fax)
best@best.com.pl	www.best.com.pl
(e-mail)	(website)
585-00-11-412	190400344
(NIP – Tax ID)	(REGON – Business ID)

SIGNATURES OF THE COMPANY'S REPRESENTATIVES:

Date	First name and last name	Position / Function	Signature
13 March 2025	Krzysztof Borusowski	President of the Management Board	
13 March 2025	Marek Kucner	Deputy President of the Management Board	