

ANNOUNCEMENT OF CONVENING AN EXTRAORDINARY GENERAL MEETING OF THE COMPANY DEKPOL S.A

I. Date, time and place of the General Meeting and detailed agenda

The Management Board of Dekpol S.A. based in Pinczyn (83-251) at Gajowa street 31, (hereinafter referred to as the "*Company*") entered into the Register of Entrepreneurs under the number KRS 505979 by the District Court Gdańsk-Północ in Gdańsk, VII Commercial Division of the National Court Register, acting pursuant to Article 399 § 1 and Article 4021 1 and 2 of the Code of Commercial Companies (hereinafter "*CCC*"), hereby convenes the Extraordinary General Meeting of Dekpol S.A. **on 30th of December 2019, at 9:00 at the registered office of the Company.**

The total number of shares of the Company as at the date of the announcement is 8,362,549, which corresponds to 8,352,549 votes at the General Meeting of Dekpol S.A.

The agenda of the Extraordinary General Meeting:

1. Opening of the Extraordinary General Meeting.
2. Election of the Chairman of the Extraordinary General Meeting.
3. Confirmation of the correctness of convening the Extraordinary General Meeting and its ability to adopt resolutions.
4. Election of the Returning Committee of the Extraordinary General Meeting.
5. Adoption of the agenda.
6. Adopting a resolution regarding the consent to sell an organized part of the enterprise of the Company by making a non-cash contribution to the subsidiary Dekpol Budownictwo Spółka z ograniczoną odpowiedzialnością.
7. Adopting a resolution regarding the approval of the sale of an organized part of the enterprise of the Company by making a non-cash contribution to the subsidiary of Dekpol Steel Spółka z ograniczoną odpowiedzialnością.
8. Free conclusions.
9. Adjourn the Extraordinary General Meeting.

II. The right to participate in the Extraordinary General Meeting.

According to Article 4061 § 1 of the Code of Commercial Companies, only persons who are Shareholders of the Company sixteen days before the date of the General Meeting (day of registration of participation in the General Meeting), i.e. **on 14th of December 2019**, have the right to participate in the General Meeting.

Each Shareholder of the Dekpol S.A. holding dematerialized bearer shares that intends to participate in the Extraordinary General Meeting of the Company should request the entity maintaining the securities account to issue a personal certificate of the right to participate in the General Meeting. The request referred to the above should be filed not earlier than after the announcement of convening the Extraordinary General Meeting and no later than the first weekday after the date of registration of participation in the General Meeting, that is no later than **on 15th of December 2019**.

The above-mentioned certificate should contain all information referred to in article 4063 § 3 of the Commercial Companies Code. At the request of the holder of the certificate entitled to dematerialized bearer shares, a part or all of the shares registered on his securities account should be indicated in the contents of the certificate.

The list of persons entitled to bearer shares to participate in the General Meeting is determined on the basis of the list prepared by the entity keeping the securities deposit in accordance with the provisions on trading in financial instruments (National Depository for Securities). This list will be drawn up, pursuant to article 4063 § 7 of the Code of Commercial Companies, on the basis of issued certificates on the right to participate in the General Meeting.

The List of Shareholders signed by the Management Board will be available for inspection at the premises of the Company's Management Board at Gajowa street 31, 83-251 Pinczyn for three weekdays preceding the date of the Ordinary General Meeting (i.e. on 23,24 and 27 December 2019) and in the place and during the session of the Extraordinary General Meeting.

Shareholders may request a copy of the list for reimbursement of the costs of its preparation or send them List of Shareholders free of charge by e-mail, giving the address to which it should be sent.

III. Description of the procedures pertaining to making use of the right to cast a vote.

1. Shareholder's right to request placing specific matters on the agenda of the General Meeting.

According to art. 401 § 1 of the Commercial Companies Code, a Shareholder or Shareholders representing at least one-twentieth of the share capital may request that certain matters will be included in the agenda of the Extraordinary General Meeting. Such a request should be submitted to the Management Board of Dekpol S.A. no later than twenty one days before the date of the General Meeting convened. The request of the Shareholder or Shareholders referred to above should include justification or a draft resolution regarding the proposed item on the agenda.

This request may be submitted in writing at the registered office of the Company at Gajowa street 31, 83-251 Pinczyn or in electronic form to the e-mail address: wza@dekp.pl.

The date of receipt of the request referred to above is demonstrated by the date of delivery of the request to the Company's address, and in the case of an electronic request, the date of placing the request in the Company's electronic mail system (date of receipt on the Company's incoming mail server).

The Management Board of Dekpol S.A. immediately, but not later than eighteen days before the date of the General Meeting convened, shall announce changes to the agenda, introduced at the request of the Shareholders. The announcement of the new agenda will take place in a manner appropriate for convening the General Meeting.

All risks related to the use of devices by the Shareholder for sending electronic mail lies with the Shareholder.

2. Shareholder's right to submit draft resolutions regarding matters added to the agenda of the General Meeting or matters that are to be included in the agenda before the date of the General Meeting.

According to art. 401 § 4 of the Code of Commercial Companies, a Shareholder or Shareholders representing at least one twentieth of the share capital may, before the date of the Extraordinary General Meeting, submit draft resolutions regarding matters included in the agenda of the Extraordinary General Meeting or matters to be included in the agenda.

The company immediately publishes draft resolutions on the website maintained at: www.dekpol.pl.

Proposals, with a brief explanation, should be submitted in writing, separately for each draft resolution, giving the name and surname (name) of the Shareholder.

This request may be submitted in writing at the registered office of the Company at Gajowa street 31, 83-251 Pinczyn or in electronic form to the e-mail address: wza@dekpol.pl

The date of receipt of the request referred to above is demonstrated by the date of delivery of the request to the Company's address, and in the case of an electronic request, the date of placing the request in the Company's electronic mail system (date of receipt on the Company's incoming mail server).

All risks related to the use of devices by the Shareholder for sending electronic mail lies with the Shareholder.

3. Shareholder's right to submit draft resolutions regarding matters added to the agenda during the General Meeting.

According to art. 401 § 5 of the Commercial Companies Code, each Shareholder may submit draft resolutions regarding matters included in the agenda during the Extraordinary General Meeting.

4. The manner of exercising the voting right by a proxy, including in particular using forms used during voting by a proxy. The method of notifying the Company using electronic communication means of appointing a proxy.

A shareholder of the Company may participate in the Extraordinary General Meeting and exercise the right to vote in person or by proxy. The proxy exercises all the Shareholder's rights at the General Meeting, unless the power of attorney states otherwise. The proxy may also grant a further power of attorney if it results from the power of attorney.

A proxy may represent more than one Shareholder and vote differently from the shares of each Shareholder..

Each Shareholder holding shares registered on more than one securities account may appoint separate proxies to exercise the rights attached to shares registered on each account..

The power of attorney should be made in writing under pain of invalidity and attached to the minutes of the General Meeting or granted in electronic form. Granting a power of attorney in electronic form does not require a qualified electronic signature.

The Company should be notified of the granting of the power of attorney in electronic form to the e-mail address wza@dekpol.pl. Together with the notification of granting the power of attorney in an electronic form, the Shareholder shall send a scan of the power of attorney granted, a scan of documents allowing identification of the Shareholder as the principal and appointed proxy. In case when the power of attorney is not granted by a natural person, the Shareholder as a principal shall send a scan of the extract from the register in which the principal is registered.

A shareholder sending a notification on the granting of a power of attorney shall simultaneously send to the Company the email address and telephone number of the Shareholder and the proxy

through which the Company will be able to communicate with the Shareholder and his proxy. Sending the documents referred to above electronically does not exempt the proxy from presenting, while preparing the list of attendance of persons entitled to participate in the General Meeting, the documents used for its identification.

The Company takes appropriate actions to identify the Shareholder and the proxy in order to verify the validity of the power of attorney granted in electronic form. This verification may consist in particular in a return question in electronic or telephone form to the Shareholder and the proxy in order to confirm the fact of granting the power of attorney.

The rules regarding the identification of the Shareholder shall apply accordingly to the notification of the Company on the cancellation of the power of attorney granted. The notification of granting and revoking the power of attorney without meeting the requirements indicated above is ineffective towards the Company.

A shareholder who exercises the voting right through a proxy may use the form available on the Company's website at www.dekpol.pl. The form is not a power of attorney and does not replace the power of attorney to participate in the Extraordinary General Meeting.

The Management Board informs that the Company is not obliged and will not verify the compliance of the proxy's behavior with the instructions provided to the proxy, referred to in art. 4122 § 4 of the Commercial Companies Code. Any risk related to the exercise of voting rights by a proxy lies with the Shareholder.

5. The possibility and method of participating in the Extraordinary General Meeting by means of electronic communication.

The Company's Articles of Association do not provide for the possibility of participating in the General Meeting by means of electronic communication.

6. The manner of speaking during the Extraordinary General Meeting using electronic means of communication.

The Company's Articles of Association do not provide for the possibility of speaking during the General Meeting using electronic means of communication.

7. The manner of exercising the right to vote by correspondence or by means of electronic communication.

Shareholders may cast votes at the General Meeting via correspondence using the forms published on the Company's website or made available in another place indicated by the Company.

A voice cast by correspondence in a form other than the form provided by the Company is not valid. When calculating the quorum and the results of voting, correspondence shall be taken into account, which the Company received not later than at the moment of voting at the General Meeting. The Shareholder's vote cast by correspondence is invalid if the resolution was adopted in a form other than the draft resolution included in the form sent by the Shareholder.

Votes cast by correspondence shall be open since the results of the vote have been announced. Correspondence voting may also apply to cases in which secret ballot is ordered. In this case,

casting a vote by correspondence is tantamount to the Shareholder's consent to revoke the secrecy of that vote.

A shareholder who cast a vote by correspondence loses the right to vote at the General Meeting. A vote cast by correspondence may be canceled by a declaration submitted to the Company not later than at the moment of voting at the General Meeting.

Voting may take place using electronic data carriers, but this does not mean that it is possible to participate in the General Meeting using the electronic communication means provided for in art. 406⁵ of the Code of Commercial Companies.

IV. The possibility of obtaining information regarding the Extraordinary General Meeting.

The full documentation to be presented to the Extraordinary General Meeting, draft resolutions of the Extraordinary General Meeting and all information regarding the Extraordinary General Meeting convened on 30th of December 2019 will be posted on the Company's website at www.dekpol.pl starting from the date of convening the General Meeting.

Pełna dokumentacja, która ma być przedstawiona Nadzwyczajnemu Walnemu Zgromadzeniu, projekty uchwał Nadzwyczajnego Walnego Zgromadzenia oraz wszelkie informacje dotyczące Nadzwyczajnego Walnego Zgromadzenia zwołanego na dzień 30 grudnia 2019 roku będą zamieszczane na stronie internetowej Spółki pod adresem: www.dekpol.pl począwszy od dnia zwołania Walnego Zgromadzenia.