

**Firma Oponiarska Dębica Spółka Akcyjna**  
**1 Maja 1**  
**39-200 Debica**  
**Polish Financial Supervision Authority**  
**Piękna 20**  
**00-549 Warsaw**

## **NOTICE**

Pursuant to Article 69(1)(1) in conjunction with Article 87(1)(5) and (6) of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Instruments to Organised Trading, and Public Contracts (Dz. U. 2022.2554 t.j., hereinafter also referred to as the "**Act**"), based on the full mandate granted to me, which is a copy of the case, I kindly inform you that on March 7, 2023, an agreement was concluded between the shareholders of **Firma Oponiarska Debica S.A.** with its registered office in Debica (hereinafter referred to as "**Company**") within the meaning of Article 87 paragraph Article 1(5) of the Act (hereinafter referred to as **the "Agreement"**) includes:

- (1) FRAM A Loan Fund Closed** with its registered office in Warsaw ("**FRAM FIZ**"),
- (2) Lemuria Partners Sicav P.L.C.**, established in Malta ("**Lemuria**"),
- (3) Nationale-Nederlanden Open Pension Fund ("OFE NN")**, represented by Nationale-Nederlanden Powszechnie Towarzystwo Emerytalne S.A. with its registered office in Warsaw, and
- (4) PKO BP Bankowy Otwarty Fundusz Emerytalny ("OFE PKO")**, represented by PKO BP BANKOWY Powszechnie Towarzystwo Emerytalne S.A. with its registered office in Warsaw,

regarding the ongoing policy towards the Company in order to take joint action leading to the repeal of possible infringement of the rights and interests of minority shareholders by the Company which results from this state of affairs. The following actions which, in the opinion of the parties to the Agreement, may affect the interests of minority shareholders of the Company:

- (a) sales contracts to sell majority of tyres produced by the Company to the Goodyear group entity at a low margin;
- (b) the conclusion and condition of the contracts under which the Company lends money on terms that may deviate from market prices (the loan balance equals 600 MLN PLN, in accordance with the Current Report No. 24/2022);
- (c) the Goodyear Group's long-standing profit sharing policy and its long-standing policy in this regard, under which it has been possible since 2010 to allocate a significant part of the profit generated annually by the Company to the reserve capital, from which the capital is allocated to the granting of the above-mentioned loans.

Before concluding the above mentioned Agreement:

- (a) Lemuria held 64,000 shares, entitling them to exercise 64,000 votes at the general meeting of shareholders of the Company, which corresponds to 0.46% of the total number of votes at the general meeting of shareholders of the Company.
- (b) FRAM FIZ held 89,791 shares, entitling to 89,791 votes at the general meeting of shareholders of the Company, which corresponds to 0.65% of the total number of votes at the general meeting of shareholders of the Company.
- (c) OFE NN held 337,159 shares, entitling to 337,159 votes at the general meeting of shareholders of the Company, which corresponds to 2.44% of the total number of votes at the general meeting of shareholders of the Company.
- (d) OFE PKO owned 405,047 pcs. shares entitling to exercise 405,047 votes at the general meeting of shareholders of the Company, which corresponds to 2.93% of the total number of votes at the general meeting of shareholders of the Company.

Following the conclusion of the above mentioned Agreement:

- (a) Lemuria held 64,000 shares, entitling to 64,000 votes at the general meeting of shareholders of the Company, which corresponds to 0.46% of the total number of votes at the general meeting of shareholders of the Company.
- (b) FRAM FIZ held 89,791 shares, entitling to 89,791 votes at the general meeting of shareholders of the Company, which corresponds to 0.65% of the total number of votes at the general meeting of shareholders of the Company.
- (c) OFE NN held 337,159 shares, entitling to 337,159 votes at the general meeting of shareholders of the Company, which corresponds to 2.44% of the total number of votes at the general meeting of shareholders of the Company.

(d) OFE PKO held 405,047 shares, entitling to exercise 405,047 million shares at the general meeting of shareholders of the Company, which corresponds to 2.93% of the total number of votes at the general meeting of shareholders of the Company.

The parties to the Agreement jointly hold 895,997 shares, entitling to 895,997 g of shares at the general meeting of the Company, which corresponds to 6.49% of the total number of votes at the general meeting of shareholders of the Company.

The parties to the Agreement certify that there are no affiliated entities dependent on them within the meaning of the Act.

The parties to the Agreement are not affected (situation does not apply) by the situation specified in Article 69(4)(7) of the Act.

The parties to the Agreement are not affected (situation does not apply) by the situation specified in Article 69(4)(8) of the Act.

The total number of votes indicated in this notification pursuant to Article 69(4)(3), (7) and (8) of the Act is 895. 997, which corresponds to 6.49% of the total number of votes at the General Meeting of shareholders of the Company.

The parties to the Agreement, in accordance with Article 87(3) of the Act, indicated OFE NN as the entity responsible for the performance of obligations set out in Chapter 4 of the Act.

Attachments:

- 1) Power of attorney
- 2) A copy of the extract from the register of pension funds for the Nationale-Nederlanden Otwarty Fundusz Emerytalny;
- 3) Printout of an excerpt from the register of enterprises for the National Court Register for Nationale-Nederlanden Powszechna Towarzystwo Emerytalne S.A.