

**Subject: Information on the amendment to draft resolutions of the Annual General Meeting of the Company scheduled for 10 May 2022 – nominating of candidate for the position of Supervisory Board Member**

**Current report no. 12 / 2022**

The Management Board of ULMA Construcción Polska Spółka Akcyjna ("Company") hereby announces that in connection with the Annual General Meeting to be held on 10 May 2022, on 27 April 2022 the Company received draft resolutions from ULMA CyE, S. COOP. with its registered office in Spain - a shareholder representing more than one twentieth of the share capital, regarding (i) appointment of the Supervisory Board members and (ii) determination of remuneration for the Supervisory Board members.

The Management Board also informs that it has received declarations of the candidates stating that outside the Issuer's enterprise they do not carry out any activity which would be competitive to the activity carried out in the Issuer's enterprise and they do not participate in a competitive company as partners in a civil law partnership, a partnership, a capital company or as members of a body in a competitive legal entity and are not listed in the Register of Insolvent Debtors maintained under the Act on the National Court Register.

Information regarding education, qualifications and previous positions held, together with a description of professional career of the selected candidates is included in the appendix to this current report.

At the same time, the Management Board of the Company publishes below the draft resolutions proposed by the shareholder:

**Resolution No. 23/2022  
of the Annual General Meeting  
of ULMA Construcción Polska Spółka Akcyjna with its registered office in Koszajec of 10 May 2022  
on the appointment of the Member of the Supervisory Board for the new term of office**

§ 1.

Acting pursuant to Art. 385 § 1 of the Code of Commercial Companies, the Annual General Meeting hereby appoints **Mr Aitor Ayastuy Ayastuy** as a Member of the Supervisory Board of ULMA Construcción Polska Spółka Akcyjna for a new term of office.

§ 2.

The Resolution shall enter into force upon its adoption.

**Resolution No. 24/2022  
of the Annual General Meeting  
of ULMA Construcción Polska Spółka Akcyjna with its registered office in Koszajec of 10 May 2022  
on the appointment of the Member of the Supervisory Board for the new term of office**

§ 1.

Acting pursuant to Art. 385 § 1 of the Code of Commercial Companies, the Annual General Meeting hereby appoints **Mr Eñaut Eguidazu Aldalur** as a Member of the Supervisory Board of ULMA Construcción Polska Spółka Akcyjna for a new term of office.

§ 2.

The Resolution shall enter into force upon its adoption.

**Resolution No. 25/2022  
of the Annual General Meeting  
of ULMA Construcción Polska Spółka Akcyjna with its registered office in Koszajec of 10 May 2022  
on the appointment of the Member of the Supervisory Board for the new term of office**

§ 1.

Acting pursuant to Art. 385 § 1 of the Code of Commercial Companies, the Annual General Meeting hereby appoints **Mr Iñaki Irizar Moyua** as a Member of the Supervisory Board of ULMA Construcción Polska Spółka Akcyjna for a new term of office.

§ 2.

The Resolution shall enter into force upon its adoption.

**Resolution No. 26/2022**  
**of the Annual General Meeting**  
**of ULMA Construcción Polska Spółka Akcyjna with its registered office in Koszajec of 10 May 2022**  
**on the appointment of the Member of the Supervisory Board for the new term of office**

§ 1.

Acting pursuant to Art. 385 § 1 of the Code of Commercial Companies, the Annual General Meeting hereby appoints **Mr Rafael Anduaga Lazcanoiturburu** as a Member of the Supervisory Board of ULMA Construcción Polska Spółka Akcyjna for a new term of office.

§ 2.

The Resolution shall enter into force upon its adoption.

**Resolution No. 27/2022**  
**of the Annual General Meeting**  
**of ULMA Construcción Polska Spółka Akcyjna with its registered office in Koszajec of 10 May 2022**  
**on the appointment of the Member of the Supervisory Board for the new term of office**

§ 1.

Acting pursuant to Art. 385 § 1 of the Code of Commercial Companies, the Annual General Meeting hereby appoints **Mr Michał Markowski** as a Member of the Supervisory Board of ULMA Construcción Polska Spółka Akcyjna for a new term of office.

§ 2.

The Resolution shall enter into force upon its adoption.

**Resolution No. 28/2022**  
**of the Annual General Meeting**  
**of ULMA Construcción Polska Spółka Akcyjna with its registered office in Koszajec of 10 May 2022**  
**on the determination of the remuneration of the Supervisory Board Members**

§ 1

Acting pursuant to Art. 392 § 1 of the Code of Commercial Companies and § 25 of the Company's Articles of Association, the Annual General Meeting of ULMA Construcción Polska Spółka Akcyjna with its registered office in Koszajec ("Company") hereby determines that starting from 11 May 2022:

1. Remuneration of Mr Michał Markowski will amount to PLN 3.300,00 gross per month (including sitting on the Audit Committee). Moreover, Mr Michał Markowski shall be entitled to receive the reimbursement of costs incurred, including, in particular, travel and accommodation costs, related to his participation in the work of the Supervisory Board.

Mr Michał Markowski may waive the right to remuneration received from the Company within 14 days from the date of adoption of the resolution by submitting a relevant written statement to the Company.

Remuneration shall be due for the period of the member's mandate and shall be paid by the 30th day of the calendar month for which it is due, to the bank account indicated in writing. If the position of the Supervisory Board member is held for a part of the month, the remuneration shall be reduced proportionally to the duration of mandate in a given calendar month.

2. Other members of the Supervisory Board (including those sitting on the Audit Committee) shall not be entitled to any remuneration.

§ 2

Previous resolutions on the determination of the remuneration of the Supervisory Board are hereby repealed.

The Resolution shall enter into force upon its adoption.

**Legal basis:** *Article 19 section 1 point 4 of the Regulation of the Minister of Finance of 29 March 2018 on current and interim information delivered by issuers of securities and the conditions for recognising the information required by the laws of a non-member state as equivalent (Journal Of Laws of 2018, item 757)*

**Date:** 27 April 2022

**Signatures:** *Krzysztof Orzełowski – Member of the Management Board*

*Andrzej Sterczyński – Member of the Management Board*

#### **CVs of the candidates for Supervisory Board Members for the new term of office:**

##### **Mr Aitor Ayastuy Ayastuy – born in 1968**

###### Education:

Mr Aitor Ayastuy Ayastuy graduated from the Faculty of Entrepreneurship at the University of the Basque Country in Bilbao, earning an MA degree in Entrepreneurship.

###### Professional experience:

He has been working for the ULMA Group since the beginning of his professional career. In 1995-1997, he worked as a Controller at ULMA Agricola in Oñati and then (in 1997-2000) as a Controller in the Argentinean branch of ULMA Construction. In 2000-2001, he was the Chief Executive Officer of the Branch in Argentina and in the following years (2001-2004) he was a Regional Manager at ULMA Construction in Oñati. In 2005, he was appointed Chief Executive Officer of ULMA Construction America, and held this position until June 2008, when he was appointed Chief Executive Officer of ULMA C y E, S. Coop. in Spain.

###### Other functions:

In 2008-2011, he was the President of the Supervisory Board of ULMA System S.A., and since July 2008 until now he has been the President of the Supervisory Board of ULMA Construcción Polska S.A.

Mr Aitor Ayastuy Ayastuy does not pursue any other activity that would be competitive to that of the Issuer. He is not a partner in any civil law company or a partnership, or a member of a governing or supervisory body of any commercial company or a member of a governing or supervisory body of any other legal entity that would be competitive to ULMA Construcción Polska S.A. He is not entered in the Register of Insolvent Debtors maintained pursuant to the Act on the National Court Register.

##### **Mr Iñaki Irizar Moyua – born in 1974**

###### Education:

In 1998 Mr. Iñaki Irizar Moyua graduated from the Industrial Engineering Department at the University of Navarra where he earned an Industry Engineer degree. In 2003, he earned a Master of Numerical Methods in Engineering degree at the Polytechnic University of Catalonia.

###### Professional experience:

In 1998-1999, he was a Research and Development Engineer at IKERLAN Technology Research Centre. Since 1999, he has been working at ULMA Construction, where he has been a Research and Development Engineer (1999-2005), Product Manager (2005-2008), Design Engineering Director (2009-2012) and, since 2013 - Technical Director.

Mr Iñaki Irizar Moyua does not pursue any other activity that would be competitive to that of the Issuer. He is not a partner in any civil law company or a partnership, or a member of a governing or supervisory body of any commercial company or a member of a governing or supervisory body of any other legal entity that would be competitive to ULMA Construcción Polska S.A. He is not entered in the Register of Insolvent Debtors maintained pursuant to the Act on the National Court Register.

**Mr Rafael Anduaga Lazcanoiturburu – born in 1964**

**Education:**

Graduate of the Faculty of Natural Sciences at the University of the Basque Country and of the Faculty of Economic Sciences at the University of the Basque Country in Oñati.

**Professional experience:**

Between 1990-1996 working as the Financial Controller within the ULMA CyE, S. Coop. group. In 1996 appointed as the President of the ULMA Hormigón Polímero, S. Coop. Cooperative, performing this function until 2004. Since 1996 also employed in the position of the Financial Director of ULMA Hormigón Polímero, S, Coop.

Mr Rafael Anduaga Lazcanoiturburu does not conduct any other activity which would be competitive in relation the Issuer's activity. He is also not a partner in a competitive civil law partnership or partnership, or a member of a governing body of a capital company, or a member of a governing body of any other competitive legal person. He is not entered into the Register of Insolvent Debtors kept pursuant to the Act on the National Court Register.

**Mr Eñaut Eguidazu Aldalur - born in 1975**

**Education:**

Graduated in 1998 from DEUSTO Business School in San Sebastian, earning a Bachelor Degree in Business Management and Administration. Additionally he fulfilled in 2016 an Advanced Management Program in "PAD, Escuela de Dirección - Universidad de Piura (Perú) together with IESE Business School in NY.

**Professional experience:**

Eñaut Eguidazu Aldalur started his professional career in 1999 in the Netherlands for Exact Software and later on joined NCR's EMEA Financial Service Centre Head Quarters in Amsterdam as the Accounting Manager for Spain and Portugal.

Since 2002, he has been working for ULMA Group.

During the period of 2002-2006, he worked as a Controller at ULMA Construction in Oñati and by the end of 2006 he was appointed as the Financial Director and Vice President of ULMA Construcción Polska S.A.

By the end of 2007, he was appointed as the Financial Director and Member of the Board of Directors of ULMA Construction S.p.A in Italy, until 2014.

From 2014 until the beginning of 2021, Eñaut Eguidazu Aldalur has been holding the position of General Manager and Member of the Board of Directors of Ulma Encofrados Peru S.A in Lima, Peru. He has recently been appointed as the Financial Director of Ulma Construction in the Head Quarters.

Mr Eñaut Eguidazu Aldalur does not pursue any other activity that would be competitive to that of the Issuer. He is not a partner in any civil law company or a partnership, or a member of a governing or supervisory body of any commercial company or a member of a governing or supervisory body of any other legal entity that would be competitive to ULMA Construcción Polska S.A. He is not entered in the Register of Insolvent Debtors maintained pursuant to the Act on the National Court Register.

**Pan Michał Markowski - born in 1984**

**Education:**

Holds a doctorate in operational research, a master's degree in computer science and a master's degree in financial management at the Wrocław University of Technology.

**Professional experience:**

He started his professional career in 2003 by running his own business which involved creating his own software for school management. In the years 2007-2010, when working for InsERT, he was responsible for creating financial and human resources software for small and medium enterprises. In 2009-2010 he was employed in Deloitte Advisory as Senior Associate and led projects in the field of financial modelling and due diligence. Since 2012, he has been the Chief Economist and Advisor in the Ministry of Treasury, where he advised the Minister on the project of chemical sector consolidation and established Polski Fundusz Rozwoju S.A. From 2014 to 2016, he was the Director of the Strategy and Analysis Department at the Warsaw Stock Exchange. From 2016 to 2018 he hold the position of M&A director in ProService Finteco. Since 2019 to the present date he has been a CFO and a member of Supervisory Board of portfolio companies of Tar Heel Capital fund.

Mr Michał Markowski does not conduct any activity that would be competitive to the Issuer's activity. Also, he is not a partner in a competitive civil law partnership or a partnership, or a member of a body of a capital company, or a member of

any body of any other competitive legal entity. He is not listed in the Register of Insolvent Debtors maintained under the Act on the National Court Register.