

Poznań, 28 May 2021

**Shareholders of the Company
AUTOSTRADA WIELKOPOLSKA II S.A.**

Dear Sirs,

Acting under Art. 399 sec. 1, Art. 402 sec. 3, Art. 406⁵ of the Polish Commercial Companies Code (CCC) and in line with the provisions of the Regulations: Terms and Conditions of Participation in the General Meeting of Shareholders of Autostrada Wielkopolska II S.A. using electronic means of communication, as set forth in the Company Supervisory Board's Resolution 9/2020 of 11 May 2020, the Management Board of the Company Autostrada Wielkopolska II S.A. hereby convenes the electronic Annual General Meeting of the Company Autostrada Wielkopolska S.A. to be held on **16 June 2021 at 12:30 a.m.** The General Meeting shall be held in Warsaw at Krucza 24/26, with Shareholders attending remotely, using relevant electronic tools.

The agenda provides for the following:

1. Opening of the e-Ordinary General Meeting.
2. Election of the Chairman of the e-Ordinary General Meeting.
3. Statement of the due convening of the e-Ordinary General Meeting and its capability to pass resolutions.
4. Approval of the agenda.
5. Management Board report on the Company's activities in 2020 and the proposal of the Management Board to distribute the profit and payment of the dividend.
6. Financial statements of the Company for 2020.
7. Presentation of the Auditor's opinion and report on the result of the financial statements audit.
8. Supervisory Board report on the review of the financial statements, the Management Board Report and the proposal of the Management Board to distribute the profit and payment of the dividend.
9. Passing resolutions concerning:
 - a) approval of the Management Board report,
 - b) approval of the Company's financial statements for 2020, including the balance sheet, the profit and loss account and the cash flow statement,
 - c) approval of the Supervisory Board report,
 - d) acknowledgment of the fulfillment of duties by the members of the Management Board in 2020,
 - e) acknowledgment of the fulfillment of duties by the members of the Supervisory Board in 2020,
 - f) distribution of profit and payment of the dividend.
10. Passing resolution concerning the adopting the "Regulations of the General Meetings of Autostrada Wielkopolska II S.A."
11. Closing of the Meeting.

Since all Company shares are registered ones, the General Meeting is convened pursuant to art. 402 sec. 3 CCC, hence there will be no announcement about the General Meeting published in Monitor Sądowy i Gospodarczy (Judicial and Commercial Monitor).

Enclosed please find draft resolutions to be passed which received positive opinion of the Supervisory Board in the Board's Resolution 16/2021 of 27 May 2021.

Please be informed that the Company's financial statements for 2020, the Management Board report on the Company business in 2020 and the Supervisory Board report on the operations in 2020 may be downloaded from the Company's website: www.autostrada-a2.pl, the dedicated tab for communication with shareholders: Shareholders Zone, by logging in or may be requested via email by writing to: wza@awsa.pl



Participation in the electronic General Meeting of Shareholders using the electronic means of communication


According to Art. 406⁵ CCC and in line with the provisions of the Regulations: Terms and Conditions of Participation in the General Meeting of Shareholders of Autostrada Wielkopolska II S.A. using electronic means of communication (hereinafter the "Regulations") appended hereto, shareholders may participate in the General Meeting using electronic means of communication. To this end, a Shareholder shall notify the Company about such intention and send by the seventh day prior to the date of the electronic General Meeting inclusive (i.e. by 9 June 2021 inclusive) the documents referred to in sec. 6 of the Regulations to the email address wza@awsa.pl.

Once the right of the Shareholder to participate in the electronic General Meeting using the electronic means of communication is positively verified by the Company, the Company shall send to the Shareholder or its proxy, no later than by the end of the 3rd day prior to the scheduled date of the electronic General Meeting (i.e. by 13 June 2021), to the email address specified by the Shareholder, the access link to the video conferencing site, together with other information referred to in sec. 9 of the Regulations.


Shareholder's choice of the participation method in the General Meeting

In view of the fact that participation in the General Meeting using the electronic means of communication is a right of each Shareholder, rather than an obligation, in order to ensure proper proceeding of the General Meeting kindly please provide us, by the 7th day prior to the date of the electronic General Meeting inclusive (i.e. by 9 June 2020), to the email address wza@awsa.pl, with information whether you are going to participate in the General Meeting using the electronic means of communication or physically at the venue of the Meeting, i.e. in Warsaw at Krucza 24/26. In case you intend to participate in the Meeting in person, at the venue of the Meeting, please be reminded about the requirement to submit, immediately prior to the meeting, of the current excerpt from the Entrepreneurs Register (KRS) or another commercial register and if attending the General Meeting by proxy - of a written power of attorney.

Kind regards,



Sebastian Joachimiak
Member of the Management Board



Krzysztof Andrzejewski
Member of the Management Board

Encl.:

1. Draft resolutions of the electronic GM on 16.06.2021
2. Regulations: Terms of participation in the General Meeting of Shareholders of Autostrada Wielkopolska II S.A using electronic means of communication