

**INFORMATION ON THE INTENTION TO PURCHASE SHARES OF
J.W. CONSTRUCTION HOLDING S.A.
BY WAY OF FORCED BUYOUT**

1. Content of the request, including the legal basis therefor

As a result of entry into force on 30 April 2021 of the agreement ("Shareholders' Agreement") referred to in Article 87 (1) (5) of the Act of 29 July 2005 on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organised Trading and Public Companies (i.e. of 27 October 2020. Journal of Laws of 2020, item 2080, "Act on Public Offering"), between the following shareholders of J.W. Construction Holding S.A., with registered office in Ząbki, 326 Radzywińska Street, 05-091 Ząbki, for which the District Court for the capital city of Warsaw in Warsaw, 14th Commercial Division of the National Court Register keeps the register under KRS number: 0000028142 ("Company"):

- (1) Józef Kazimierz Wojciechowski, PESEL: 47011714896,
- (2) Katarzyna Anna Szajnwald, PESEL: 73050609260,

(jointly "Parties to the Agreement"),

The Parties to the Agreement have acquired an aggregate holding of:

84,721,754 (say: eighty four million seven hundred and twenty one thousand seven hundred and fifty four) shares in the Company, entitling to 84,721,754 (say: eighty four million seven hundred and twenty one thousand seven hundred and fifty four) votes at the Company's General Meeting, representing 95.34 (say: ninety five and thirty four hundredths) % of the Company's share capital and of the total number of votes in the Company. Other shareholders of the Company ("Minority Shareholders") hold jointly 4,137,689 (say: four million one hundred and thirty seven thousand six hundred and eighty nine) shares of the Company, constituting 4.66 (say: four and sixty six hundredths) % of the share capital of the Company and entitling to 4,137,689 (say: four million one hundred and thirty seven thousand six hundred and eighty nine) votes at the General Meeting of the Company, representing 4.66 (say: four and sixty six hundredths) % of the total number of votes in the Company.

In consideration of the above, pursuant to the provisions of Article 82.1 of the Act on Public Offering and the Regulation of the Minister of Finance, Funds and Regional Policy of 11 February 2021 on the acquisition of shares of a public company by way of forced buyout (Journal of Laws No. 294, "Regulation"), the Parties to the Agreement (" Requesting Party") hereby request

the Minority Shareholders to sell all the shares held by them in the Company ("Forced Buyout").

2. Data of parties requesting the sale

NAME(S) Józef Kazimierz

SURNAME Wojciechowski

LEI CODE None

„Requesting Party 1”

NAME(S) Katarzyna Anna

SURNAME Szajnwald

LEI CODE None

„Requesting Party 2”

3 Data of the redeemer

The entities redeeming the shares held by the Minority Shareholders under the Forced Buyout are the Requesting Parties listed in point 2 above.

4. The name, registered office, address, telephone number and e-mail address of the intermediary entity and the LEI code, if the intermediary entity has one

Company (name): Bank Pekao S.A. - Biuro Maklerskie Pekao („Intermediary")

Registered office: 53/57 Grzybowska Street, Warsaw, 00-844 Warsaw

Address: 18 Wołoska Street, 02-675 Warsaw

Phone: +48 22 821 87 70

Fax: +48 22 821 87 71
Email: BiuroMaklerskie@pekao.com.pl
LEI code: LEI 5493000LKS7B3UTF7H35

5. Identification of the shares subject to the forced buyout and their number and type, with indication of the number of votes at the general meeting to which one share of a given type entitles, the amount of the company's share capital and the total number of its shares, and the company's LEI code, if it has one

Subject of the Forced Buyout are 4,137,689 (say: four million one hundred thirty seven thousand six hundred eighty nine) ordinary bearer shares of the Company, with the nominal value of PLN 0.20 (say: twenty groszy) each, constituting 4.66 (say: four and sixty six hundredths) % of the Company's share capital and entitling to 4,137,689 (say: four million one hundred thirty seven thousand six hundred eighty nine) votes at the Company's General Meeting, representing 4.66 (say: four and sixty six hundredths) % of the total number of votes in the Company("Shares").

The Company's LEI code: 259400HB4PFX2PA4BT83.

One Share subject to the Forced Buyout corresponds to 1 (say: one) vote at the General Meeting of the Company.

All shares subject to the Forced Buyout are dematerialised and have been approved by, and traded on, the regulated (main) market operated by the Warsaw Stock Exchange S.A. ("WSE"), dematerialised and marked with the National Depository for Securities S.A. ("NDS") with ISIN code: PLJWC0000019.

The share capital of the Company amounts to PLN 17,771,888.60 (say: seventeen million seven hundred seventy one thousand eight hundred eighty eight zloty and 60/100) and is divided into 88,859,443 (say: eighty eight million eight hundred fifty nine thousand four hundred forty three) ordinary bearer shares with the nominal value of PLN 0.20 (say: twenty groszy) each ("Shares").

6. Percentage of voting rights from shares subject to forced buyout and corresponding number of shares

Subject of the Forced Buyout are 4,137,689 (say: four million one hundred thirty seven thousand six hundred eighty nine) shares, representing 4.66 (say: four and sixty six hundredths) % of the Company's share capital and entitling to 4,137,689 (say: four million one hundred thirty seven thousand six hundred eighty nine) votes at the Company's General Meeting, representing 4.66 (say: four and sixty six hundredths) % of the total number of votes in the Company.

7. Determination of the proportion in which the shares will be acquired by each entity - if shares are to be acquired by more than one entity

The party purchasing the Shares as part of the Forced Buyout is the Requestin Party 1, who intends to purchase 4,137,689 (say: four million one hundred and thirty seven thousand six hundred and eighty nine) shares, constituting 4.66 (say: four and sixty six hundredths) % of the Company's share capital and entitling to 4,137,689 (say: four million one hundred and thirty seven thousand six hundred and eighty nine) votes at the Company's General Meeting, representing 4.66 (say: four and sixty-six hundredths) % of the total number of votes in the Company.

8. The buyout price, determined separately for each class of shares with identical voting rights - if the shares subject to forced buyout differ with respect to the number of votes at the general meeting to which a given class of shares is entitled

The buyout price is PLN 3.70 (say: three zloty 70/100) per Share ("Buyout Price").

Due to the fact that each Share subject to the Forced Buyout entitles to the same number of votes at the General Meeting of the Company, the Buyout Price will be the same for each Share.

9. Price set according to art. 79 p. 1-3 of the Act on Offer, from which the buyout price cannot be lower, defined separately for each of the types of shares with identical rights as to the voting right - if shares subject to forced buyout differ as to the number of votes at the general meeting, to which a share of a given type entitles, with indication of the basis for setting this price

The Redemption Price has been determined in accordance with Article 79.1-3 of the Act on Public Offering.

The arithmetic average of daily prices weighted by the trading volume for the period of 6 (six) months preceding the announcement of the Forced Buyout during which the Company's shares were traded on the WSE main market amounts to PLN 3.37 (say: three zloty 37/100).

The arithmetic average of daily prices weighted by the trading volume for the period of 3 (three) months preceding the announcement of the Forced Buyout during which the Company's shares were traded on the WSE main market amounts to PLN 3.60 (say: three zlotys 60/100).

The highest price that the Requesting Party, its subsidiaries or parent companies or entities that are parties to an agreement with them, as referred to in Article 87, section 1, item 5 of the Act on Public Offering, paid for the Shares subject to the Forced Buyout in the period of twelve months before the announcement of the Forced Buyout, from which the Buyout Price cannot be lower, is PLN 3.70 (say: three zlotys 70/100).

10. Percentage of voting rights from the Shares and the corresponding number of shares held by the Requesting Parties on their own

On the date of the announcement of the intention to purchase:

Requesting Party 1 directly holds 28,594,963 (say: twenty-eight million five hundred ninety-four thousand nine hundred sixty-three) shares, representing 32.18 (say: thirty-two and eighteen hundredths) % of the Company's share capital and entitling to 32.18 (say: thirty-two and eighteen hundredths) % of the total number of votes in the Company;

Requesting Party 1 indirectly, a total of 55,156,563 (say: fifty five million one hundred fifty six thousand five hundred sixty three) shares, representing 62.07 (say: sixty two and seven hundredths) % of the Company's share capital and entitling to 62.07 (say: sixty two and seven hundredths) % of the total number of votes in the Company, including:

- 1) 47,846,225 (say: forty seven million eight hundred forty six thousand two hundred twenty five) shares, representing 53.84 (say: fifty three and eighty four hundredths) % of the Company's share capital and entitling to 53.84 (say: fifty three and eighty four hundredths) % of the total number of votes in the Company through EHT S.A., with its registered office in Luxembourg;
- 2) 5.996.429 (say: five million nine hundred ninety six thousand four hundred twenty nine) own shares of the Company, representing 6,75 (say: six and

seventy five hundredths) % of the Company's share capital and entitling to 6,75 (say: six and seventy five hundredths) % of the total number of votes in the Company through the issuer - J.W. Construction Holding S.A. with the registered office in Ząbki;

3) 1,313,909 (say: one million three hundred and thirteen thousand nine hundred and nine) shares,

constituting 1.48 (say: one and forty-eight hundredths) % of the Company's share capital and entitling to 1.48 (say: one and forty-eight hundredths) % of the total number of votes in the Company through Wielopole 19/21 sp. z o.o. with its registered office in Ząbki.

Requesting Party 2 directly holds 970,228 (say: nine hundred seventy thousand two hundred twenty eight) shares in the Company, constituting 1.09 (say: one and nine hundredths) % of the Company's share capital, entitling to 1.09 (say: one and nine hundredths) % of the total number of votes in the Company.

11. Indication of subsidiaries of the requesting party, its parent company and entities being parties to the agreement concluded with it, referred to in Article 87, section 1, item 5 of the Act on Public Offering, and the type of relations between those entities and the requesting party - if the requesting party achieved jointly with those entities the number of votes from shares entitling to a forced buyout.

Requesting Parties are parties to the agreement referred to in Article 87.1.5 of the Act on Public Offering.

Requesting Party Sale 1 owns the following subsidiaries:

- 1) EHT S.A. with its registered office in Luxembourg - an entity directly controlled by the Requesting Party 1,
- 2) Wielopole 19/21 Sp. z o.o. with its registered office in Ząbki - an entity indirectly controlled by Requesting Party 1. Requesting Party 1 directly controls EHT S.A., which owns 100% shares in ZAŁUBICE DEVELOPMENT sp. z o.o. with its registered office in Warsaw, which owns 100% shares in Wielopole 19/21 Sp. z o.o. with its registered office in Ząbki.
- 3) J.W. Construction Holding S.A. with its registered office in Ząbki - an entity directly and indirectly controlled through EHT S.A by the Requesting Party 1.

12. The percentage of voting rights from shares and the corresponding number of shares held by

each of the entities referred to in point 11

- 1) EHT S.A., Luxembourg - 47,846,225 (say: forty seven million eight hundred forty six thousand two hundred twenty five) shares, constituting 53.84 (say: fifty three and eighty four hundredths) % of the Company's share capital and entitling to 53.84 (say: fifty three and eighty four hundredths) % of the total number of votes in the Company;
- 2) Wielopole 19/21 sp. z o.o. with its registered office in Ząbki - 1,313,909 (say: one million three hundred and thirteen thousand nine hundred and nine) shares, constituting 1.48 (say: one and forty eight hundredths) % of the share capital of the Company and entitling to 1.48 (say: one and forty eight hundredths) % of the total number of votes in the Company.
- 3) J.W. Construction Holding S.A. with registered office in Ząbki - 1,313,909 (say: one million three hundred and thirteen thousand nine hundred and nine) own shares, constituting 1.48 (say: one and forty eight hundredths) % of the Company's share capital and entitling to 1.48 (say: one and forty eight hundredths) % of the total number of votes in the Company through Wielopole 19/21 sp. z o.o. with registered office in Ząbki.

13. Commencement date of the forced buyout

Forced Buyout commences on 21 May 2021.

14. Redemption date

The Redemption Date has been set at 1 June 2021.

15. Informing that the owners of shares in accordance with the provisions of the Act of 29 July 2005 on trading in financial instruments will be deprived of their rights from the shares by recording, on the redemption date, the shares subject to forced buyout in the securities account of the redeemer

Please note that, in accordance with the Act on Trading in Financial Instruments of 29 July 2005 (i.e. 22 January 2021, Journal of Laws of 2021, item 328, the "Trading Act"), on the Redemption Date, the Minority Shareholders will be deprived of their rights arising from the Shares, which will take place by way of the registration of the Shares subject to the Forced Buyout in the securities account of the Requesting Party 1.

16. Place, date and payment method for the purchased shares

Payment of the Buyout Price for the Shares will be made on the redemption date set out in paragraph 14 above (i.e. 1 June 2021) by way of money transfer to the account of each Minority Shareholder of an amount equal to the product of the number of Shares recorded on the securities account of a given Minority Shareholder and the Buyout Price indicated in item 8 above, i.e. PLN 3.70 (say: three zloty 70/100) per Share. Payment will be made in accordance with the applicable regulations of the NDS.

17. A reference to the submission to the intermediary of certified copies of deposit certificates or share certificates or certificates issued as evidence of depositing shares with a notary, bank or investment firm, certifying that the number of votes attached to the shares entitling to the forced buyout has been reached

Requesting Parties submitted to the Intermediary original deposit certificates for 84,721,754 (say: eighty four million seven hundred and twenty one thousand seven hundred and fifty four) shares of the Company representing 95.34 % (say: ninety five and thirty four hundredths percent) of the total number of votes at the General Meeting of the Company. The above share in the total number of votes in the Company entitles the Company to conduct a Forced Buyout pursuant to Article 82(1) of the Act on Public Offering.

18. A reference to the establishment of the security referred to in Article 82.4 of the Act on Public Offering, for a period not shorter than until the end of the day on which the buyout price is paid, indicating whether payment will be made using this security in accordance with § 5.2 of the Regulation of the Minister of Finance, Funds and Regional Policy of 11 February 2021 on the acquisition of shares of a public company by way of forced buyout

Requesting Seller has provided security in the form of cash in an amount not less than 100% of the value of the Company's shares subject to the Forced Buyout over a period of not less than until the end of the Redemption Date on which the Buyout Price is paid. Payment for the Shares shall be made using the funds provided as security pursuant to Section 5 (2) of the Regulation.

REQUESTING PARTY 1 SIGNATURE



.....
Józef Wojciechowski

REQUESTING PARTY 2 SIGNATURE


.....
Katarzyna Szajhwal

SIGNATURES OF PERSONS ACTING ON BEHALF OF THE INTERMEDIARY



/ Piotr Kozłowski
Biuro Maklerskie Pekao
Head of Brokerage Office



Piotr Cwynar
Biuro Maklerskie Pekao
Head of Institutional Client
Systems