

Ząbki, 30 June 2021

To: Management Board of J.W. Construction Holding S.A. with registered office in Ząbki, 326 Radzyńska 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 a register under KRS number: 0000028142 ("Company")

From: Józef Wojciechowski, Katarzyna Szajnwald, EHT S.A. with registered office in Luxembourg,

A REQUEST TO CONVENE AN EXTRAORDINARY GENERAL MEETING OF THE COMPANY AND TO PUT ON THE AGENDA A RESOLUTION TO WITHDRAW THE COMPANY'S SHARES FROM TRADING ON THE REGULATED MARKET

Acting as shareholders of J.W. Construction Holding S.A., holding a total of 88,859,443 (say: eighty eight million eight hundred fifty nine thousand four hundred forty-three) shares, constituting 100 (say: one hundred) % of the share capital of the Company, entitling to 88,859,443 (say: eighty-eight million, eight hundred and fifty-nine thousand, four hundred and forty-three) votes, representing 100 (say: one hundred) percent of all votes in the Company, pursuant to Article 400 § 1 of the Code of Commercial Partnerships and Companies, we hereby submit a request to convene the Extraordinary General Meeting of the Company ("Request") with the following agenda:

1. Opening of the General Meeting.
2. Election of the Chairman of the General Meeting.
3. Confirmation of the legitimacy of the General Meeting and its ability to adopt resolutions.
4. Adoption of a resolution on the agenda.
5. Adoption of a resolution on withdrawal of the Company's shares from trading on the regulated market operated by the Warsaw Stock Exchange S.A.
6. Adoption of a resolution concerning retention of the Company's shares in a securities depository within the meaning of Article 3(21) of the Act of 29 July 2005 on trading in financial instruments.
7. Adoption of a resolution on bearing the costs of convening and holding the Extraordinary General Meeting.
8. Closing of the General Meeting.

The proposed draft resolutions are attached as Appendix 1 to this Request.

JUSTIFICATION

In the performance of the obligation arising from Article 91, paragraph 4 of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (Journal of Laws No. 184, item 1539, as amended, "Act on Public Offering") all

shareholders of the Company, jointly holding the Company's shares representing 100% of the share capital and 100% of the total number of votes at the General Meeting of the Company, under the exercise of powers arising from Article 400 § 1 of the Code of Commercial Companies, unanimously decided to submit a motion to include in the agenda of the Extraordinary General Meeting a resolution on withdrawal of the Company's shares from trading on the regulated market.

In addition, taking into consideration the content of art. 400 § 4 of the Commercial Companies Code, all shareholders of the Company, holding jointly the Company's shares representing 100% of the share capital and 100% of the total number of votes at the General Meeting of the Company, request the Extraordinary General Meeting to adopt a resolution on bearing the costs of convening and holding the EGM.

Finally, we inform of the occurrence of the premise indicated in Article 91, section 10 of the Act on Public Offering, i.e. the request to place on the agenda of the General Meeting of Shareholders the adoption of the resolution referred to in Article 91, section 3 of the Act on Public Offering by all shareholders, which excludes the obligation to announce a call referred to in Article 91, section 5 of the Act on Public Offering.

on behalf of Józef Wojciechowski

on behalf of Katarzyna Szajnwald

on behalf of EHT S.A.
Józef Wojciechowski
Proxy

on behalf of Wielopole 19/21 sp. z o.o.

on behalf of J.W. Construction Holding S.A.

Appendices:

1) draft resolutions.

Appendix 1 to the Request to convene an Extraordinary General Meeting

Resolution No. [...]
of the Extraordinary General Meeting of
J.W. Construction Holding S.A.
of [...] 2021
on the selection of the Chairman of the Extraordinary General Meeting

§ 1

The Extraordinary General Meeting of the Company decides to elect [...] as Chairman of the Extraordinary General Meeting.

§ 2

The resolution comes into force upon its adoption.

Resolution No. [...]
of the Extraordinary General Meeting of
J.W. Construction Holding S.A.
of [...] 2021
on the adoption of the agenda of the General Meeting

§ 1

The EGM of the Company hereby adopts the following agenda for the General Meeting:

1. Opening of the General Meeting.
2. Election of the Chairman of the General Meeting.
3. Confirmation of the legitimacy of the General Meeting and its ability to adopt resolutions.
4. Adoption of a resolution on the agenda.
5. Adoption of a resolution on withdrawal of the Company's shares from trading on the regulated market operated by the Warsaw Stock Exchange S.A.
6. Adoption of a resolution concerning retention of the Company's shares in a securities depository within the meaning of Article 3(21) of the Act of 29 July 2005 on trading in financial instruments.
7. Adoption of a resolution on bearing the costs of convening and holding the Extraordinary General Meeting.
8. Closing of the General Meeting.

§ 2

The resolution comes into force upon its adoption.

Resolution No. [...]
of the Extraordinary General Meeting of
J.W. Construction Holding S.A.
of [...] 2021
on withdrawal of the Company's shares from trading on the regulated market operated by
Warsaw Stock Exchange S.A.

Extraordinary General Meeting of the Company, pursuant to Article 91, section 3 of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies ("Act on Offering"), due to the fact that on 30 June 2021 pursuant to art. 400 § 1 of the Commercial Companies Code, art. 91 section 4 of the Public Offering Act and art. 91 section 10 of the Public Offering Act, all shareholders of the Company, i.e. Józef Wojciechowski, Katarzyna Szajnwald, EHT S.A. with registered office in Luxembourg, Wielopole 19/21 sp. z o.o. with registered office in Ząbki, J.W. Construction Holding S.A. with registered office in Ząbki (jointly: "Shareholders"), holding jointly the Company's shares representing 100% of the share capital and 100% of the total number of votes at the Company's General Meeting, submitted a request to convene an Extraordinary General Meeting of the Company and to include in its agenda a resolution on withdrawal of the Company's shares from trading in the regulated market operated by the Warsaw Stock Exchange S.A. ("WSE"), hereby resolves as follows:

§ 1

Extraordinary General Meeting of the Company resolves to withdraw from trading on the regulated market maintained by the WSE all shares of the Company, i.e. in total 88,859,443 (say: eighty eight million eight hundred fifty nine thousand four hundred forty-three) A, B and C series ordinary bearer shares of nominal value of PLN 0.20 (say: twenty groszy) and the total nominal value of PLN 1,771,888.60 PLN (say: seventeen million seven hundred seventy one thousand eight hundred eighty-eight zloty and sixty groszy) marked by the National Depository for Securities (KDPW) with ISIN code PLJWC0000019 ("Shares").

§ 2

The Extraordinary General Meeting of the Company authorises and obliges the Management Board of the Company to:

- 1) to submit a motion to the Polish Financial Supervision Authority ("PFSA"), pursuant to Article 91.1 of the Act on Public Offering, for permission to withdraw the Shares from trading on the regulated market maintained by the WSE;
- 2) to take all factual and legal actions necessary to withdraw the Shares from trading on the regulated market maintained by the WSE, including in particular to take all factual and legal actions necessary in this respect before the Polish Financial Supervision Authority, the WSE and the National Depository for Securities.

§ 3

The resolution comes into force upon its adoption, with the reservation that withdrawal of the Shares from trading on the regulated market will take place on the date indicated in the decision of the Financial Supervision Authority permitting withdrawal of the Shares from trading on the regulated market maintained by the WSE, issued pursuant to Article 91 Section 1 of the Act on Public Offering.

Resolution No. [...]

of the Extraordinary General Meeting of

J.W. Construction Holding S.A.

of [...] 2021

on retaining the Company's shares in the securities depository

in the meaning of Art. 3 Item 21 of the Act on Trading in Financial Instruments of July 29, 2005

Due to the withdrawal of the Company's shares from trading on the regulated market, pursuant to the disposition of Article 32811 § 1 of the Commercial Companies Code, the Extraordinary General Meeting of the Company decides what follows:

§ 1

§ 2

The Extraordinary General Meeting of the Company authorises the Management Board of the Company to perform all legal and factual acts necessary for the proper execution of this Resolution.

§ 3

The resolution comes into force on the date indicated in the decision of the Financial Supervision Authority authorising the withdrawal of the Company's shares from trading on the regulated market maintained by the

Resolution No. [...]
of the Extraordinary General Meeting of
J.W. Construction Holding S.A.
of [...] 2021

on bearing the costs of convening and holding the Extraordinary General Meeting

§ 1

Pursuant to article 400 § 4 of the Code of Commercial Companies, the Extraordinary General Meeting of the Company decides that the costs of convening and holding this Extraordinary General Meeting shall be borne by the Company.

§ 2

The resolution comes into force upon its adoption.