POLISH FINANCIAL SUPERVISION AUTHORITY

Current Report No.	**41**	**/**	**2025**	

Date: 9 June 2025

Abbreviated issuer name:

GRENEVIA S.A.

Subject:

Resolutions passed by the Annual General Meeting of GRENEVIA S.A. on 9 June 2025

Legal basis:

Art. 56.1.2 of the Public Offering Act – Current and periodic information

Text of the report:

The Management Board of GRENEVIA S.A. of Katowice (the "Company") publishes, attached hereto, the resolutions passed by the Annual General Meeting of the Company on 9 June 2025.

Legal basis:
Section 19.1.6 and 19.1.9 of the Minister of Finance's Regulation of 29 March 2018 on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state.

Appendices:

File:	**Description**
Treść uchwał ZWZ GRENEVIA 9 czerwca 2025.pdf	Resolutions passed by the GRENEVIA Annual General Meeting on 9 June 2025

GRENEVIA Spółka Akcyjna
(full issuer name)

GRENEVIA S.A. (abbreviated issuer name) | Electromechanical (ele) (sector according to the WSE)

40-202 (postal code) | Katowice (city/town)

Al. Roździeńskiego (street) | 1a (number)

+48 32 359 63 00 (phone) | +48 32 359 66 77 (fax)

sekretariat@grenevia.com (email) | www.grenevia.com (www)

634-012-62-46 (Tax Identification Number – NIP) | 270641528 (Industry Identification Number – REGON)

SIGNATURES OF AUTHORISED REPRESENTATIVES

Date	Full name	Position	Signature
9 June 2025	Beata Zawiszowska	President of the Management Board	

RESOLUTIONS PASSED BY THE ANNUAL GENERAL MEETING ON 9 JUNE 2025

RESOLUTION NO. 1

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to appoint Chair of the Annual General Meeting ----------

Section 1

Pursuant to Art. 409.1 of the Commercial Companies Code, the Annual General Meeting of **GRENEVIA S.A**. of Katowice hereby resolves to appoint Karolina **Blacha-Cieślik** as Chair of the General Meeting.----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in a secret ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 546,156,565 valid votes were cast in favour of the resolution, which represented 100% of the total number of valid votes cast as there were no votes against the resolution or abstentions. Therefore, the resolution was passed unanimously. ----------

RESOLUTION NO. 2

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

not to appoint a Ballot Counting Committee.----------

Section 1

The Annual General Meeting of **GRENEVIA S.A.** of Katowice resolves not to appoint a Ballot Counting Committee. ----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in an open ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 545,982,746 valid votes were cast in favour of the resolution, which represented 99.97% of the total number of valid votes cast as there were no votes against the resolution and 173,819 abstentions. The Chair declared the resolution was passed by the required majority. -----

RESOLUTION NO. 3

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to approve the Company's financial statements for 2024----------

Section 1

Pursuant to Art. 395.2.1 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice hereby approves the financial statements for the financial year 2024, comprising: ----------

– the statement of financial position as at 31 December 2024, showing total assets and total equity and liabilities of PLN 2,990 million; ----------

– the statement of profit or loss for the financial year from 1 January to 31 December 2024, showing a net profit of PLN 335 million;----------

– the statement of comprehensive income for the period from 1 January to 31 December 2024, showing total comprehensive income of PLN 336 million; ----------

– the statement of changes in equity for the financial year from 1 January to 31 December 2024, showing an increase in equity of PLN 336 million; ----------

– the statement of cash flows for the financial year from 1 January to 31 December 2024, showing a net increase in cash of PLN 315 million; ----------

– notes, including a summary of the applied accounting policies and other explanatory notes.

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in an open ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 546,155,914 valid votes were cast in favour of the resolution, which

represented 99.99% of the total number of valid votes cast as there were no votes against the resolution and 651 abstentions. The Chair declared the resolution was passed by the required majority.----------

RESOLUTION NO. 4

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to approve the Directors' Report on the Company's and the Group's operations in 2024-

Section 1

Pursuant to Art. 395.2.1 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice hereby approves the Directors' Report on the Company's and the Group's operations in 2024.--

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in an open ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 546,155,914 valid votes were cast in favour of the resolution, which represented 99.99% of the total number of valid votes cast as there were no votes against the resolution and 651 abstentions. The Chair declared the resolution was passed by the required majority.

RESOLUTION NO. 5

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to allocate the Company's net profit for the financial year 2024 ----------

Section 1

Pursuant to Art. 395.2.2 of the Commercial Companies Code and pursuant to Art. 19.1 of the Articles of Association of GRENEVIA S.A. (the "Company"), the Annual General Meeting of the Company hereby resolves to allocate the Company's total net profit of PLN 334,939,780.19 for the financial year ended 31 December 2024 to the Company's statutory reserve funds. ----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in an open ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 468,618,679 valid votes were cast in favour of the resolution, which represented 85.80% of the total number of valid votes cast as there were 65,305,785 votes against the resolution and 12,232,101 abstentions. The Chair declared the resolution was passed by the required majority.

RESOLUTION NO. 6

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to approve the consolidated financial statements for 2024 ----------

Section 1

Pursuant to Art. 395.2.1 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice hereby approves the consolidated financial statements for the financial year 2024, comprising: -

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– the consolidated statement of financial position as at 31 December 2024, showing total assets and total equity and liabilities of PLN 3,848 million; ----------

– the consolidated statement of profit or loss for the financial year from 1 January to 31 December 2024, showing a net profit of PLN 247 million; ----------

– the consolidated statement of comprehensive income for the period from 1 January to 31 December 2024, showing total comprehensive income of PLN 257 million; ----------

– the consolidated statement of changes in equity for the financial year from 1 January to 31 December 2024, showing an increase in equity of PLN 80 million; ----------

– the consolidated statement of cash flows for the financial year from 1 January to 31 December 2024, showing a net increase in cash of PLN 321 million; ----------

– notes, including a summary of the applied accounting policies and other explanatory notes.

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in an open ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 546,156,565 valid votes were cast in favour of the resolution, which represented 100% of the total number of valid votes cast as there were no votes against the resolution or abstentions. Therefore, the resolution was passed unanimously. ----------

RESOLUTION NO. 7

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to grant discharge from liability to member of the Management Board ----------

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice discharges Beata Zawiszowska from liability for her activities as President of the Management Board in the period from 1 January to 31 December 2024. ----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in a secret ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 533,924,464 valid votes were cast in favour of the resolution, which represented 97.76% of the total number of valid votes cast as there were no votes against the resolution and 12,232,101 abstentions. The Chair declared the resolution was passed by the required majority. ----------

RESOLUTION NO. 8

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to grant discharge from liability to member of the Supervisory Board ----------

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice discharges Tomasz Domogała from liability for his activities as Chair of the Supervisory Board in the period from 1 January to 31 December 2024.----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in a secret ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 533,924,464 valid votes were cast in favour of the resolution, which represented 97.76% of the total number of valid votes cast as there were no votes against the resolution and 12,232,101 abstentions. The Chair declared the resolution was passed by the required majority.----------

RESOLUTION NO. 9

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to grant discharge from liability to member of the Supervisory Board ----------

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice hereby discharges Jacek Leonkiewicz from liability for his activities as Member of the Supervisory Board in the period from 1 January to 31 December 2024. ----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in a secret ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 533,924,464 valid votes were cast in favour of the resolution, which represented 97.76% of the total number of valid votes cast as there were no votes against the resolution and 12,232,101 abstentions. The Chair declared the resolution was passed by the required majority.----------

RESOLUTION NO. 10

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to grant discharge from liability to member of the Supervisory Board ----------

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice hereby discharges Dorota Wyjadłowska from liability for her activities as Member of the Supervisory Board in the period from 1 January to 31 December 2024. ----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in a secret ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 533,924,464 valid votes were cast in favour of the resolution, which represented 97.76% of the total number of valid votes cast as there were no votes against the resolution and 12,232,101 abstentions. The Chair declared the resolution was passed by the required majority.----------

RESOLUTION NO. 11

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to grant discharge from liability to member of the Supervisory Board ----------

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice hereby discharges Tomasz Kruk from liability for his activities as Member of the Supervisory Board in the period from 1 January to 31 December 2024.----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in a secret ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried

546,156,565 votes. 533,924,464 valid votes were cast in favour of the resolution, which represented 97.76% of the total number of valid votes cast as there were no votes against the resolution and 12,232,101 abstentions. The Chair declared the resolution was passed by the required majority.----------

RESOLUTION NO. 12

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to grant discharge from liability to member of the Supervisory Board ----------

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice hereby discharges Adam Toborek from liability for his activities as Member of the Supervisory Board in the period from 1 January to 31 December 2024.----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in a secret ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 533,924,464 valid votes were cast in favour of the resolution, which represented 97.76% of the total number of valid votes cast as there were no votes against the resolution and 12,232,101 abstentions. The Chair declared the resolution was passed by the required majority.----------

RESOLUTION NO. 13

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to grant discharge from liability to member of the Supervisory Board ----------

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice hereby discharges Robert Rogowski from liability for his activities as Member of the Supervisory Board in the period from 1 January to 31 December 2024. ----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in a secret ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 533,924,464 valid votes were cast in favour of the resolution, which represented 97.76% of the total number of valid votes cast as there were no votes against the resolution and 12,232,101 abstentions. The Chair declared the resolution was passed by the required majority.----------

RESOLUTION NO. 14

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to grant discharge from liability to member of the Supervisory Board ----------

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice hereby discharges Michał Ciszek from liability for his activities as Member of the Supervisory Board in the period from 1 January to 31 December 2024.----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in a secret ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 533,924,464 valid votes were cast in favour of the resolution, which represented 97.76% of the total number of valid votes cast as there were no votes against the resolution and 12,232,101 abstentions. The Chair declared the resolution was passed by the required majority.----------

RESOLUTION NO. 15

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to grant discharge from liability to member of the Supervisory Board ----------

Section 1

Pursuant to Art. 395.2.3 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice hereby discharges Jacek Osowski from liability for his activities as Member of the Supervisory Board in the period from 21 June to 31 December 2024. ----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in a secret ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 533,924,464 valid votes were cast in favour of the resolution, which represented 97.76% of the total number of valid votes cast as there were no votes against the resolution and 12,232,101 abstentions. The Chair declared the resolution was passed by the required majority. ----------

RESOLUTION NO. 16

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to endorse the Supervisory Board's Report on Remuneration of Members of the Management Board and Supervisory Boards of GRENEVIA S.A. for 2024----------

Section 1

Acting pursuant to Art. 395.2(1) of the Commercial Companies Code in conjunction with Art. 90g.6 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, and having considered the auditor's assessment of the Supervisory Board's Report on Remuneration of Members of the Management Board and Supervisory Boards of GRENEVIA S.A. for 2024, the Annual General Meeting of GRENEVIA S.A. of Katowice (the "Company") hereby endorses the Remuneration Report, as attached hereto. ----------

Section 2

The resolution shall take effect upon adoption. ----------

The resolution was voted on in an open ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 524,037,681 valid votes were cast in favour of the resolution, which represented 95.95% of the total number of valid votes cast as there were 9,887,434 votes against the resolution and 12,231,450 abstentions. The Chair declared the resolution was passed by the required majority.----------

RESOLUTION NO. 17

of the Annual General Meeting of GRENEVIA S.A.

dated 9 June 2025

to amend Art. 6 of the Company's Articles of Association ----------

Section 1

1. Acting pursuant to Art. 430.1 of the Commercial Companies Code, the Annual General Meeting of GRENEVIA S.A. of Katowice hereby resolves to amend Art. 6 of the Company's Articles of Association by----------
   a. amending Art. 6.4 to read as follows: ----------
      "4. The Management Board is authorised to increase the Company's share capital by up to PLN 4,310,105.00 (four million, three hundred and ten thousand, one hundred and five złoty), through the issue of new shares with an aggregate par value of up to PLN 4,310,105.00 (four million, three hundred and ten thousand, one hundred and five złoty), by way of one or more share capital increases within the limit specified above (the authorised share capital)", and----------
   b. amending Art. 6.6 to read as follows: ----------
      "6. The Management Board is authorised to increase the share capital within the period of three years from the date of registration by the competent court of the amendment to the Articles of Association authorising the Management Board to increase the share capital within the authorised capital limit of up to PLN 4,310,105.00 (four million, three hundred and ten thousand, one hundred and five złoty) in accordance with the General Meeting Resolution of 9 June 2025."----------

2. Acting pursuant to Article 445.1 of the Commercial Companies Code, the Annual General Meeting of GRENEVIA S.A. hereby presents the primary rationale underlying this resolution: ----------

   The proposed amendment to the Articles of Association, authorising the Management Board to increase the Company's share capital up to the authorised capital limit, aims to enhance the Company's flexibility in obtaining the necessary financial resources for further development and implementation of key investment projects. In particular, it will enable continued expansion in both domestic and international markets and responding effectively to changing market conditions and meeting the Company's financial requirements. The Management Board's authorisation to increase the Company's share capital up to the amount of the authorised capital was initially incorporated into the Company's Articles of Association by the Extraordinary General Meeting Resolution dated 28 September 2009, and subsequently renewed for another three-year period by the Extraordinary General Meeting resolution dated 30 June 2011. The purpose of renewing this authorisation for an additional three-year period is to provide the Management Board with greater flexibility in securing resources to pursue the Company's strategic objectives, especially in situations requiring urgent financing of new investment projects or swift responses to the evolving market environment. This authorisation will enable the Management Board to raise capital more rapidly and efficiently, which is essential under current market conditions to maintain the Company's competitiveness.----------

   Acting within the scope of this authorisation, the Management Board will be able to adjust the timing and scale of share issues to the Company's immediate needs and evolving market circumstances and thereby optimally capitalise on investment opportunities. Such operational flexibility is crucial for the Company's continued expansion and strengthening its market position, which will ultimately lead to increasing shareholder value. In view of the foregoing, extending the Management Board's authorisation to increase share capital up to the authorised capital cap represents a step towards further bolstering the Company, ensuring its financial stability, and facilitating the achievement of its strategic objectives.

Section 2

The resolution shall take effect upon adoption, with the amendments becoming effective as of the date of their registration with the National Court Register. ----------

The resolution was voted on in an open ballot by 17 shareholders holding a total of 546,156,565 shares, which represented 95.04% of the Company's share capital and carried 546,156,565 votes. 456,062,388 valid votes were cast in favour of the resolution, which represented 83.50% of the total number of valid votes cast as there were 90,094,177 votes against the resolution and no abstentions. The Chair declared the resolution was passed by the required majority.----------

Following the announcement of the results of voting on Resolution No. 17:

a) the proxy of the shareholder UNIQA OFE declared that they had voted against Resolution No. 17, raised an objection to it, and requested that the objection be recorded in the minutes; ----------
b) the proxy of the shareholder PZU ZŁOTA JESIEŃ OFE declared that they had voted against Resolution No. 17, raised an objection to it, and requested that the objection be recorded in the minutes;----------
c) the proxy of the shareholder ALLIANZ POLSKA OFE declared that they had voted against Resolution No. 17, raised an objection to it, and requested that the objection be recorded in the minutes.----------