

NOTICE

of the Annual General Meeting

of CARLSON INVESTMENTS European Company with its registered office in Warsaw

to be held on 24 November 2026

I. Date, time and venue of the General Meeting and detailed agenda

I.1. Date, time and venue of the General Meeting

Pursuant to Article 395 § 1 and § 2, Article 399 § 1, and Articles 402¹ and 402² of the Commercial Companies Code (the "CCC"), the Management Board of CARLSON INVESTMENTS SE, with its registered office in Warsaw, entered in the register of entrepreneurs maintained by the District Court for the Capital City of Warsaw in Warsaw, 13th Commercial Division of the National Court Register, under KRS number 0000965148 (the "Company"), convenes the Annual General Meeting for 24 November 2026 at 11:00 a.m., to be held in Warsaw at the Notarial Office of Piotr Pelczyński, Notary, Al. Niepodległości 217, unit 7, 02-087 Warsaw.

I.2. Detailed agenda:

1. Opening of the Annual General Meeting and election of the Chair.
2. Confirmation that the General Meeting has been duly convened and is able to adopt resolutions.
3. Adoption of the agenda.
4. Consideration of the Management Board's Report on the Company's activities for the financial year from 1 January 2025 to 31 December 2025.
5. Presentation and consideration of the Company's Separate Financial Statements for the financial year from 1 January 2025 to 31 December 2025, together with the Independent Auditor's Report containing a disclaimer of opinion.
6. Adoption of resolutions on:
 - 1) approval of the Management Board's Report on the Company's activities for 2025;
 - 2) granting discharge to members of the Management Board in respect of the performance of their duties in 2025;
 - 3) granting discharge to individual members of the Supervisory Board in respect of the performance of their duties in 2025;
 - 4) the Company's continued existence;
 - 5) determining the number of members of the Supervisory Board;
 - 6) changes to the composition of the Supervisory Board;
 - 7) amendment of § 16(1) of the Company's Articles of Association;
 - 8) adoption of the Rules of Procedure of the Company's Supervisory Board;
 - 9) adoption of the Rules of Procedure of the Company's General Meeting.
7. Closing of the Meeting.

Current wording of § 16(1) of the Company's Articles of Association:

"The Supervisory Board shall consist of at least five members. Each member of the Supervisory Board shall serve an individual term of office of three years, independent of the terms of office of the other members. The number of members shall be determined by a resolution of the General Meeting."

Proposed wording of § 16(1) of the Company's Articles of Association:

"The Supervisory Board shall consist of at least five and no more than ten members. Each member of the Supervisory Board shall serve an individual term of office of three years, independent of the terms of office of the other members."

II. Procedures for participation in the General Meeting

II.1. Shareholders' right to request the inclusion of specific matters on the agenda

A shareholder or shareholders representing at least 1/20 of the share capital may request the inclusion of specific matters on the agenda of the next General Meeting. Pursuant to Article 401 § 1 of the CCC, the request must be submitted to the Company's Management Board no later than twenty-one days before the scheduled date of the Meeting, i.e. by 3 November 2026, and must include a justification or a draft resolution concerning the proposed agenda item. The request may be submitted electronically to office@carlsonvc.com. Appropriate documents confirming the entitlement of the shareholder or shareholders (i.e. representation of at least 1/20 of the share capital) must be attached in PDF format, together with a current extract from the relevant register if the applicant is not a natural person. Changes to the agenda made at the request of a shareholder or shareholders will be announced no later than eighteen days before the General Meeting, in the manner applicable to convening the General Meeting.

II.2. Shareholders' right to submit draft resolutions concerning matters included or to be included on the agenda before the General Meeting

Before the General Meeting, a shareholder or shareholders representing at least one twentieth of the share capital may submit to the Company, in writing or by electronic communication to office@carlsonvc.com, draft resolutions concerning matters included or to be included on the agenda. The Company shall promptly publish these drafts on its website.

The submission must be accompanied by documents confirming the entitlement of the shareholder or shareholders and the authority of persons acting on their behalf. Written submissions may be delivered to the Company's registered office at Rondo ONZ 1, level 10, 00-124 Warsaw; documents sent electronically must be attached in PDF format. The Company shall take proportionate steps to identify the persons making the submission and verify the documents.

II.3. Shareholders' right to submit draft resolutions concerning matters on the agenda during the General Meeting

During the General Meeting, each shareholder may submit draft resolutions concerning matters included on the agenda.

II.4. Voting by proxy, including information on forms used for voting by proxy and electronic notification of the Company of the appointment of a proxy

II.4.1. A shareholder who is a natural person may attend the General Meeting and exercise voting rights in person or by proxy. A proxy form and forms containing draft resolutions and instructions for voting by proxy are available on the Company's website at <https://carlsonvc.com/>. A shareholder may also use their own duly granted proxy authorisation.

II.4.2. A shareholder who is not a natural person may attend the General Meeting and exercise voting rights through a person authorised to make declarations of intent on its behalf or through a proxy. Representatives of such entities should present current register extracts identifying the persons authorised to represent those entities.

II.4.3. Proxy authorisation must be granted in writing or electronically. Proxy authorisation granted electronically does not require a qualified electronic signature.

II.4.4. Notification of the granting or revocation of electronic proxy authorisation must be sent promptly to office@carlsonvc.com, allowing the Company time to verify it before the proxy exercises any rights. Earlier submission will facilitate verification. Failure to give the recommended advance notice alone shall not justify refusal of participation if authority and identity can be effectively verified. The notification must specify the scope of authorisation, the number of shares covered, the details of the principal and the proxy, and include a copy of the proxy authorisation or its text.

II.4.5. To verify proxy authorisation granted electronically, the Company may take proportionate steps to identify the shareholder and the proxy, in particular by sending a follow-up enquiry or making telephone contact. The Company shall assess the validity of the authorisation on the basis of the available documents and information. Any refusal to admit a proxy requires an actual inability to verify identity or authority after proportionate steps have been taken.

II.4.6. On arrival at the General Meeting, before signing the attendance list, the proxy should present the proxy authorisation document or a copy of the authorisation granted electronically (a printout of the electronic message containing the authorisation), together with a document establishing the proxy's identity. If the principal is not a natural person, a current extract concerning the principal from the relevant register must also be presented.

II.4.7. A proxy shall exercise all the shareholder's rights at the General Meeting unless the proxy authorisation provides otherwise. A proxy may appoint a further proxy if authorised to do so. A proxy

may represent more than one shareholder and vote differently in respect of each shareholder's shares.

II.4.8. A shareholder holding shares recorded in more than one securities account may appoint separate proxies to exercise the rights attached to the shares recorded in each account.

II.4.9. If the proxy is a person referred to in Article 412² § 3 of the CCC, including a member of the Management Board or Supervisory Board or an employee of the Company, the authorisation shall cover representation at one General Meeting only. The proxy shall disclose to the shareholder any circumstances indicating an actual or potential conflict of interest, may not appoint further proxies and shall vote in accordance with the shareholder's instructions. A shareholder may not exercise their own voting rights on matters concerning their liability, including their own discharge, even through a proxy; the specific exception under Article 413 § 2 of the CCC concerns voting in a public company as another shareholder's proxy, subject to the conditions of Article 412² § 3–4 of the CCC.

II.5. Possibility and manner of attending the General Meeting by electronic communication and speaking during the General Meeting by electronic communication

The Company does not provide for participation in or speaking during the General Meeting by electronic communication.

II.6. Possibility and manner of exercising voting rights by correspondence or electronic communication

The Company does not provide for voting during the General Meeting by electronic communication or by correspondence.

II.7. Shareholders' right to ask questions concerning matters on the agenda of the General Meeting

During the General Meeting, a shareholder has the right to ask questions concerning matters on its agenda. Under Article 428 of the CCC, the Management Board must, at a shareholder's request, provide information concerning the Company if justified for the assessment of an agenda item. The Management Board shall refuse to provide information if doing so could harm the Company, an associated company or a subsidiary, in particular through disclosure of technical, commercial or organisational business secrets. A Management Board member may also refuse to provide information if its disclosure could give rise to their criminal, civil or administrative liability. An answer shall be deemed to have been provided if the relevant information is available on the Company's website at www.carlsonvc.com.

The Management Board may also provide information in writing outside the General Meeting if there are valid reasons to do so. It must provide the information no later than two weeks after the request was made during the General Meeting. If a shareholder requests information concerning the Company outside the General Meeting, the Management Board may provide it in writing, subject to the restrictions under Article 428 § 2 of the CCC. In the documentation submitted to the next General Meeting, the Management Board shall disclose in writing the information provided to a shareholder outside the General Meeting, stating the date of disclosure and the recipient. Information submitted to the next General Meeting need not include information made public or provided during the General Meeting. Under Article 429 of the CCC, a shareholder who was refused the requested information during the General Meeting and had an objection recorded in the minutes may apply to the registry court for an order requiring the Management Board to provide it. The application must be filed within one week of the end of the General Meeting at which the information was refused. A shareholder may also apply to the registry court for an order requiring the Company to publish information provided to another shareholder outside the General Meeting.

III. Record date, right to attend the General Meeting and list of shareholders

III.1. Under Article 406¹ § 1 of the CCC, persons who are shareholders of the Company sixteen days before the General Meeting (the record date for participation), i.e. on 8 November 2026, are entitled to attend. Pledgees and usufructuaries holding voting rights may attend the Company's General Meeting if recorded in the securities account on the record date for participation. The same record date applies to holders of bearer shares and registered shares.

III.2. Under Article 406³ § 1 of the CCC, to ensure participation in the General Meeting, a holder of dematerialised shares should request a personal certificate of entitlement to attend the General Meeting from the entity maintaining their securities account, no earlier than after publication of the notice convening the General Meeting and no later than the first business day after the record date for participation (i.e. 9 November 2026).

The certificate must contain all the information specified in Article 406³ § 1 of the CCC, namely:

- 1) the business name (name), registered office, address and stamp of the issuer, and the certificate number;
- 2) the number of shares;
- 3) the separate designation of the shares referred to in Article 55 of the Act of 29 July 2005 on Trading in Financial Instruments;
- 4) the business name (name), registered office and address of the public company that issued the shares;
- 5) the nominal value of the shares;
- 6) the full name or business name (name) of the shareholder, pledgee or usufructuary;
- 7) the registered office (place of residence) and address of the shareholder, pledgee or usufructuary;
- 8) the purpose for which the certificate is issued;
- 9) an indication of who holds the voting rights attached to the shares;
- 10) the date and place of issue of the certificate;
- 11) the signature of the person authorised to issue the certificate.

III.3. Under Article 407 § 1 of the CCC, the list of shareholders entitled to attend the General Meeting will be available for inspection on the three business days preceding the General Meeting, from 9:00 a.m. to 5:00 p.m., at the Company's Management Board Office at Rondo ONZ 1, level 10, 00-124 Warsaw. Materials concerning agenda items will also be available there to shareholders within the time limits and on the terms set out in the Commercial Companies Code. A shareholder may request that the list of shareholders entitled to attend the General Meeting be sent free of charge by email, specifying the email address to which it should be sent. This request may be sent electronically to the Company at office@carlsonvc.com. A shareholder may request a copy of motions concerning agenda items within the week preceding the General Meeting. If voting rights attached to shares are held by a pledgee or usufructuary, this shall be noted in the list of shareholders at the entitled person's request.

IV. Availability of documentation and information

IV.1. The full text of the documentation to be presented to the Annual General Meeting, together with draft resolutions, will be available on the Company's website. Any comments by the Company's Management Board or Supervisory Board on matters included on the agenda of the Annual General Meeting or matters to be included on the agenda before the Annual General Meeting will be available on the Company's website promptly after they have been prepared.

IV.2. Information concerning the Annual General Meeting of CARLSON INVESTMENTS SE is available on www.carlsonvc.com in the Investors section.