

Announcement of an Ordinary (Annual) General Meeting of Mercator Medical S.A.

I. Date, time and place of the Ordinary General Meeting

The Management Board of Mercator Medical S.A. with its registered office in Krakow, address: ul. H. Modrzejewskiej 30, 31-327 Krakow, entered into the register of entrepreneurs under the KRS number: 0000036244, whose registration files are being kept by District Court for Krakow – Śródmieście in Krakow, 11th Commercial Division of the National Court Register, acting under Article 399(1), Article 402¹ and 402² of the Commercial Companies Code and § 11 of the Company's Statutes, convenes an Ordinary General Meeting of Mercator Medical S.A., to be held in Krakow at PREMIER Hotel Krakow, address: ul. Opolska 14a, on 20 April 2021 at 10:00 a.m.

II. Agenda of the meeting

The agenda of the Ordinary General Meeting of Mercator Medical S.A. to be held on 20 April 2021 is as follows:

- 1) Opening of the General Meeting and election of a Chairperson.
- 2) Confirmation of the proper convening of the General Meeting and of its ability to adopt resolutions.
- 3) Approval of the agenda of the General Meeting.
- 4) Presentation of the Management Board's Report on the operations of Mercator Medical S.A. and the Mercator Medical S.A. Capital Group for the year 2020 and The Financial Statement of Mercator Medical S.A. and the Consolidated Financial Statement of the Mercator Medical S.A. Capital Group for 2020, as well as the Management Board's proposal on the distribution of profit for the financial year 2020.
- 5) Presentation of the Report of the Company's Supervisory Board for the year 2020 and the Assessment of the Supervisory Board of Mercator Medical S.A. concerning the Management Board's Report on the operations of Mercator Medical S.A. and the Mercator Medical S.A. Capital Group and the Financial Statement of Mercator Medical S.A. and the Consolidated Financial Statement of the Mercator Medical S.A. Capital Group for 2020.
- 6) Consideration of the issues and adoption of the resolutions as follows:
 - a. approval of the Financial Statement of Mercator Medical S.A. for the year 2020;

- b. approval of the Consolidated Financial Statement of the Mercator Medical S.A. Capital Group for the year 2020;
 - c. approval of the Management Board's Report on the operations of Mercator Medical S.A. and the Mercator Medical S.A. Capital Group for the year 2020;
 - d. distribution of profit for the financial year 2020;
 - e. approval of the performance by the members of the Management Board of their duties for the financial year 2020;
 - f. approval of the performance by the members of the Supervisory Board of their duties for the financial year 2020.
- 7) Adoption of the resolution on the authorisation of the Company's Management Board to purchase its own shares for the purpose of their redemption and to create a reserve capital for the purchase of its own shares for the purpose of their redemption.
 - 8) Presentation of the Report of the Company's Supervisory Board on remuneration together with the statutory auditor's assessment.
 - 9) Adoption of the resolution on expressing of the opinion concerning the Report of the Supervisory Board on remuneration.
 - 10) Closing of the Meeting.

III. Registration date for participation in the General Meeting

The registration date for participation in the Ordinary General Meeting of Mercator Medical S.A. is 4 April 2021 ("Registration Date").

IV. Information on the right to participate in the General Meeting

Only the persons who are shareholders of Mercator Medical S.A. on the Registration Date have the right to participate in the Ordinary General Meeting of Mercator Medical S.A. The Registration Date shall be the same for the persons holding bearer shares and registered shares.

Pledges and users entitled to vote shall have the right to participate in the General Meeting of Mercator Medical S.A. if the establishment of a limited right in rem for their benefit is registered in the securities account on the Registration Date of the participation in the General Meeting.

Any shareholder who intends to participate in the Ordinary General Meeting, as well as a pledgee or user entitled to vote, should request the operator of the securities account to issue a registered certificate of the right to participate in the General Meeting. The request referred to in the preceding sentence should be sent to the securities account operator not earlier than after the General Meeting is announced and not later than on the first working day after the Registration Date, i.e. no later than on 6 April 2021.

The list of persons entitled under shares to participate in the Ordinary General Meeting shall be established by the Company on the basis of the list made by the Central Securities Depository of Poland. The Central Securities Depository of Poland shall draw up the list referred to in the preceding sentence on the basis of lists transmitted not later than twelve days before the General Meeting by entities authorised under the Act of 29 July 2005 on the trading in financial instruments. The lists provided to the Central Securities Depository of Poland shall be made on the basis of the issued registered certificates of the right to participate in the General Meeting.

The list of shareholders authorised to participate in the General Meeting shall be exhibited at the registered office of Mercator Medical S.A., address: ul. H. Modrzejewskiej 30, 31-327 Krakow, from 8.00 a.m. to 4.00 p.m. for 3 working days preceding the General Meeting, i.e. on 15, 16 and 19 April 2021.

A shareholder may request that the list of shareholders authorised to participate in the General Meeting be sent to them free-of-charge by e-mail to their own e-mail address indicated by them. The request should be filed in writing or electronically to the following e-mail address: wza@pl.mercatormedical.eu.

V. Description of the procedures of participation in the General Meeting and of exercising voting rights

1) General Information

If an authorised person decides, in accordance with the following provisions, to contact the Company using electronic means of communication, the correspondence should be sent to: wza@pl.mercatormedical.eu.

The person making a request should send to the Company PDF scans of a signed request and required attachments as well as documents which pursuant to applicable regulations confirm identity and rights of the person making the request. Furthermore, the person making the request should also indicate their the correspondence address, e-mail address and phone number.

If the request is made in writing, it should be sent to the address of the Company's registered office: ul. H. Modrzejewskiej 30, 31-327 Krakow. If the request is made in writing the person making the request should submit to the Company a written request and the required attachments and documents which pursuant to applicable regulations confirm identity and rights of the person making the request (the said documents should be original or should be confirmed by the person making the request to be true copies of the original). Furthermore, the person making the request should also indicate their the correspondence address, e-mail address and phone number.

For the purpose of their identification (both if the request is made in writing or by electronic means of communication), a natural person making the request should attach, respectively, a scan or copy (confirmed to be a true copy of the original by the person making the request) of their ID card or any other document allowing to identify the person making the request, whilst a legal person or a non-corporate body making the request should attach, respectively, a scan or copy (confirmed to be a true copy of the original by the entity making the request) of entry in the register in which the entity is registered as well as documents which evidence who is authorised to represent the entity.

The Company may take relevant steps to identify the shareholder and shareholder's representatives as well as their rights. The verification may have the form, in particular, of a verification inquiry made by e-mail or phone to the shareholder or their representative in order to confirm that they have made the request or granted the power of attorney as well as to inquire about the scope of the power of attorney.

All requests and documents provided to the company, including those sent by e-mail, should be drawn up in Polish or translated into Polish by a sworn translator.

All documents provided to the Company in an electronic form should be sent in a PDF format.

2) Shareholder's right to make a request for introducing specific issues into the agenda of the General Meeting

A shareholder or shareholders representing at least one twentieth of the share capital of Mercator Medical S.A. may demand that a General Meeting be convened and specific matters be included in the agenda of such Meeting. The request should be submitted to the Management Board of Mercator Medical S.A. not later than twenty one days before the due date of the General Meeting, i.e. by 30 March 2021. The request

should provide a justification or a draft resolution regarding the issue to be included in the agenda. The request may be made in writing and submitted in the Company's registered office in Krakow, address: ul. H. Modrzejewskiej 30, 31-327 Krakow, or may be sent electronically to: wza@pl.mercatormedical.eu.

A shareholder or shareholders requesting that specific matters be included in the agenda of the General Meeting should provide evidence that as on the date of making the request they hold the relevant number of shares by attaching to the request a certificate issued by the operator keeping the securities account in which the shares are recorded.

For the purposes of determination whether the deadline has been met, the date of receipt of the request referred to above shall be the date of its service at the address of the registered office of Mercator Medical S.A.: ul. H. Modrzejewskiej 30, 31-327 Krakow. If the request has been sent electronically, for the purposes of determination whether the deadline has been met, the date of the request reaching the electronic mail system of Mercator Medical S.A. shall be considered (the date of receipt at the incoming mail server).

The Management Board of Mercator Medical S.A. shall, without delay, but no later than eighteen days before the date the date of the General Meeting, i.e. by 2 April 2021, announce amendments to the agenda made at the request of shareholders. The announcement shall be published in a manner appropriate for the convocation of the General Meeting.

The risks associated with the selection and use by the shareholder of electronic mail transmission equipment shall not encumber Mercator Medical S.A.

3) Shareholder's right to propose draft resolutions

A shareholder or shareholders representing at least one twentieth of the share capital of Mercator Medical S.A. may submit, before the date of the General Meeting, in the registered office of the company in Krakow, address: ul. H. Modrzejewskiej 30, 31-327 Krakow, or electronically to the e-mail address: wza@pl.mercatormedical.eu, proposed draft resolutions regarding the issues which have been or are to be covered by the agenda of the Ordinary General Meeting. A shareholder or shareholders proposing draft resolutions before the date of the General Meeting should provide evidence that as on the date of making the request they hold the relevant number of shares by attaching to the request a certificate issued by the operator keeping the securities account in which the shares are recorded.

For the purposes of determination whether the deadline has been met, the date of receipt of the request referred to above shall be the date of its service at the address of the registered office of Mercator Medical S.A.: ul. H. Modrzejewskiej 30, 31-327 Krakow. If the request has been sent electronically, for the purposes of determination whether the deadline has been met, the date of the request reaching the electronic mail system of Mercator Medical S.A. shall be considered (the date of receipt at the incoming mail server).

Mercator Medical S.A. shall immediately announce on the website the draft resolutions referred to above.

The risks associated with the selection and use by the shareholder of electronic mail transmission equipment shall not encumber Mercator Medical S.A.

Furthermore, every shareholder may submit draft resolutions regarding the issues covered by the agenda during the General Meeting. Shareholders shall have the right to propose changes and additions to draft resolutions included in the agenda of the Ordinary General Meeting until the Chairperson of the Meeting closes the discussion on the agenda item concerning the relevant draft resolution. Proposals, together with a brief justification, should be submitted in writing, separately for each draft resolution, stating the first and last name (company name) of the shareholder, to the hands of the Chairperson of the Meeting. The Chairperson may allow the proposal to be presented orally.

4) Exercising of a voting right through a proxy

A shareholder may participate in the General Meeting of Mercator Medical S.A. and exercise their voting right either in person or through their proxy. A shareholder who is not a natural person may participate in the General Meeting of Mercator Medical S.A. and exercise their voting right through a person authorised to make statements of intent on behalf of such shareholder or through the agency of such shareholder's proxy.

A proxy exercises all the shareholder's rights in the General Meeting, unless the power of attorney provides otherwise. If permitted to do so pursuant to the power of attorney, the proxy may grant a further power of attorney. A proxy may represent more than one shareholder and cast different votes per every shareholder's share. A shareholder holding shares registered in a consolidated security account may appoint separate proxies for exercising the rights attached to the shares registered in that account. A shareholder holding

shares registered in more than one security account may appoint separate proxies for exercising the rights attached to the shares registered in each of the accounts. Regulations pertaining to exercising the voting right through an proxy shall apply to exercising the voting right through another representative.

The power of attorney should be granted in writing or in an electronic form. The power of attorney template is available on the following website: <http://pl.mercatormedical.eu/inwestorzy/walne-zgromadzenie>. A shareholder should inform the Company of granting an electronic power of attorney by sending a signed power of attorney in a PDF format to: wza@pl.mercatormedical.eu.

A shareholder should make every effort to ensure that verification of the validity of the power of attorney is possible. The power of attorney should clearly indicate the proxy and the principal (including their first names, surnames, addresses, phone numbers and e-mail addresses). The power of attorney should also specify the scope of authorisation, that is it should indicate the number of shares from which the right to vote will be exercised, limitations and instructions (if any have been given) and the date and name of the General Meeting in which such rights will be exercised. The Company may take relevant steps to confirm identity of the shareholder and their proxy and to verify validity of the power of attorney granted in an electronic form. The verification may have the form, in particular, of a verification inquiry made by e-mail or phone to the shareholder and/or their proxy in order to confirm that the power of attorney has been granted and to confirm the extent of authorisation under such power of attorney. The Company stipulates that failure to answer the questions asked during verification may be considered as impossibility to verify the granting of the power of attorney and may form the basis for refusing the proxy participation in the General Meeting.

In the event that the documents supporting the power to represent the shareholder were not drawn up in Polish, it is necessary to provide a sworn translation of such documents. Copies of the above documents are allowed, provided that they have been confirmed as true to the original by a notary.

At the General Meeting the proxy should present the original of the power of attorney granted to them in writing or a printout of the power of attorney granted to them in an electronic form, and present their ID card.

If a Mercator Medical S.A.'s Management Board member, Supervisory Board member, an employee or a member of the bodies of or an employee of a subsidiary of Mercator Medical S.A. is a proxy in the General Meeting, the power of attorney may authorise such person to act as a proxy during only one general meeting, the proxy is obliged to disclose to the shareholder any circumstances that may indicate the existing or possible conflict of interest and the proxy shall vote in accordance with shareholder's instructions. In such a case granting of a subsequent power of attorney is not permitted.

5) Participation in the General Meeting by electronic means of communication

Participation in the General Meeting by electronic means of communication shall be excluded.

6) Speaking at the General Meeting using electronic means of communication

Speaking at the General Meeting using electronic means of communication shall be excluded.

7) Exercising voting rights by mail or by means of electronic means of communication

Exercising voting rights by mail or by means of electronic means of communication shall be excluded.

8) Shareholder's right to ask questions concerning specific issues included in the agenda of the General Meeting

During the General Meeting, a shareholder has the right to ask questions concerning specific issues included in the agenda. The Management Board shall be required to provide information as specified in Article 428 of the Commercial Companies Code.

VI. Access of the persons authorised to participate in the General Meeting to documentation

The documentation which is to be presented to the Ordinary General Meeting of Mercator Medical S.A. together with draft resolutions shall be published on the website of Mercator Medical S.A. as of the date of convention of the General Meeting, in accordance with Article 402³ § 1 of the Commercial Companies Code.

The content of draft resolutions and documents to be discussed at the General Meeting relevant to the resolutions to be adopted, which have not yet been made public, shall be communicated in the form of a current report and shall be published on the website of Mercator Medical S.A. immediately after they have been formulated.

Any comments of the Management Board or Supervisory Board of Mercator Medical S.A. on the matters introduced into the agenda of the Ordinary General Meeting or the matters which are to be introduced into the agenda before the date of the Ordinary General Meeting shall be published on the website of Mercator Medical S.A. immediately after they have been formulated.

The information on the Ordinary General Meeting of Mercator Medical S.A. and the related documents shall be published on the website of Mercator Medical S.A., i.e.: <http://pl.mercatormedical.eu/inwestorzy/walne-zgromadzenie>.

Any correspondence related to the General Meeting should be sent to: wza@pl.mercatormedical.eu.