

**INVITATION TO TENDER
FOR THE ACQUISITION OF NON-CURRENT ASSETS IN THE FORM OF MACHINERY
AND EQUIPMENT**

Polanex sp. z o.o. with its registered office in Gniezno at 40 Słoneczna Street, 62-200 Gniezno, entered into the Register of Entrepreneurs of the National Court Register kept by the District Court in Poznań - Nowe Miasto and Wilda, IX Commercial Division of the National Court Register under KRS number: 0000138397, NIP number: 7840010501 and REGON number: 630144079, with the share capital of PLN 21.733.150.00 paid in full, invites to submit offers for **the purchase of fixed assets specified in Appendix No. 1 to the Invitation.**

The sale of machinery and equipment indicated in Appendix No. 1 will take place in accordance with the provisions of § 1 section 1 letter c) Resolution No. 5 of the Extraordinary Shareholders' Meeting of 30.07.2024 in connection with § 7 point 11) of Resolution No. 13/2021 of the Ordinary Shareholders' Meeting of 08.07.2021 as amended. on the rules for the disposal of the Company's non-current assets after three auctions that took place on: 07.08.2024, 28.08.2024 and 13.09.2024.

1. The proceedings will be conducted in the form of negotiations (hereinafter: "Negotiations" or "Proceedings").

2. ORGANIZER AND SUBJECT OF THE PROCEDURE

2.1. The organizer is a company under the business name: **Polanex sp. z o.o. with its registered office in Gniezno** at 40 Słoneczna Street, 62-200 Gniezno, entered into the register of entrepreneurs of the National Court Register kept by the District Court in Poznań - Nowe Miasto and Wilda, IX Commercial Division of the National Court Register under KRS number: 0000138397, NIP number: 7840010501 and REGON: 630144079, with the share capital of PLN 21.733.150.00 paid in full.

2.2. **The list of non-current assets is indicated in Appendix No. 1 together with the initial net prices representing not less than ½ (50%) of the net value of each of the non-current assets separately.**

3. REQUIREMENTS FOR BIDDERS:

3.1. Bids may be submitted by:

3.1.1. Individuals

3.1.2. legal persons,

www.polanex.com.pl

Email: sekretariat@polanex.com.pl

phone: +48 61 426 57 91

POLANEX sp. z o.o.

Słoneczna 40, 62-200 Gniezno

Branch 6/8 Szparagowa Street, 91-211

Łódź

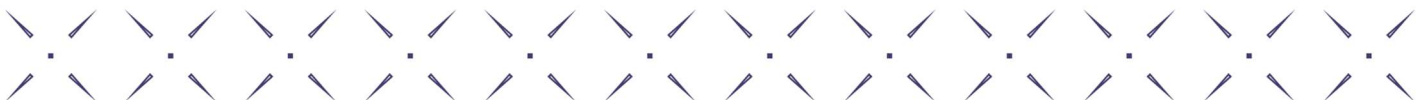
NIP: 784-00-10-501

VAT EU: PL 7840010501

REGON: 630144079

The company is registered in SR Poznań-Nowe Miasto and Wilda in Poznań, IX Commercial Division of the National Court Register No. 0000138397, Share capital:

PLN 21.733.150



- 3.1.3. organizational units without legal personality, which are granted legal capacity by law.
- 3.2. They cannot participate as bidders:
 - 3.2.1. Members of the Management Board and Supervisory Board, Proxies and proxies of the Company,
 - 3.2.2. persons entrusted with the performance of activities related to the conduct of the proceedings,
 - 3.2.3. spouse, children, parents and siblings of the persons listed in points 3.2.1 and 3.2.2.,
 - 3.2.4. persons who are in such a legal or factual relationship with Polanex sp. z o.o. that it may raise justified doubts as to the impartiality of Polanex sp. z o.o.

4. CONDITIONS FOR SUBMITTING AN OFFER

- 4.1. Submission of an offer is possible in person at the secretariat of the Branch of Polanex sp. z o.o. in Łódź, 18 Kaczeńcowa Street, 91-214 Łódź in a closed envelope, or by mail to the following address: 18 Kaczeńcowa Street, 91-214 Łódź as well as in electronic form to the e-mail address: office@teofilow.com.pl or sekretariat@polanex.com.pl.
- 4.2. The offer should contain the following information:
 - 4.2.1. Specification of the full name or the name and surname of the Bidder;
 - 4.2.2. His address or place of residence;
 - 4.2.3. E-mail address and phone number for further communication,
 - 4.2.4. Fixed asset(s) to which the offer relates together with the net price offer and currency indication.
- 4.3. The offer requires the signature of the Bidder or a person authorized by him to be valid.
- 4.4. The following documents should be attached to the offer:
 - 4.4.1. an up-to-date printout of information from the relevant commercial register (*if the Bidder is a legal person or a natural person conducting business activity*),
 - 4.4.2. original power of attorney or notarized power of attorney to represent the Tenderer (*if the Tenderer acts through an attorney*),
 - 4.4.3. other documents confirming the identity of the Tenderer or his representative,
 - 4.4.4. a signed statement of familiarization with the factual and legal status of the subject of the proceedings and its terms and conditions - according to the template attached to this announcement (Appendix No. 2),
 - 4.4.5. a signed statement of no personal or capital ties - according to the template attached to this announcement (Appendix No. 3),
 - 4.4.6. a signed declaration by natural persons on having read the "Information clause for Bidders in connection with the processing of personal data" - according to the template attached to this announcement (Appendix No. 4).
- 4.5. In the event of formal deficiencies of the offers, the Bidder is obliged to supplement them within the deadline indicated by the Organizer, no later than before concluding the sales agreement.
- 4.6. Fixed assets can be viewed at the Branch of Polanex sp. z o.o. in Łódź, 6/8 Szparagowa Street, 91-211 Łódź on working days from 9:00 a.m. to 3:00 p.m. after prior appointment at the telephone numbers provided in point 5 below.

- 4.7. Upon selection of the offer after negotiations, the buyer is obliged to conclude a sales agreement with Polanex sp. z o.o. The draft sale agreement is attached as Appendix No. 5.
- 4.8. A protocol will be drawn up from the negotiations with the Bidder by the Committee appointed by a resolution of the Company's Management Board. Regardless of the appointed composition of the Committee, Members of the Management Board or Proxies of Polanex sp. z o.o. have the right to participate in the negotiations.
- 4.9. The buyer will be obliged to pay the purchase price to the bank account indicated by Polanex sp. z o.o. no later than within 5 working days from the date of concluding the sale agreement.
- 4.10. The subject of sale will be handed over to the buyer immediately after the purchase price is paid and the sale agreement is concluded, which may also be conditional on Polanex sp. z o.o. obtaining appropriate corporate approvals and consents of the creditors of Polanex sp. z o.o. to release the encumbered items of sale.
- 4.11. Polanex sp. z o.o. does not cover the costs of dismantling machines and their removal from the Branch.
- 4.12. Polanex sp. z.o.o. has the right to close the procedure without selecting the offer and without giving a reason.
- 4.13. Polanex sp. z.o.o. has the right to cancel the sale offer at any time without giving a reason.
- 4.14. Polanex sp. z.o.o. has the right to change or cancel the proceedings.
- 4.15. Due to the failure to select the offer, the closure of the procedure without the selection of the offer or the cancellation of the procedure, the Bidder is not entitled to any claims against Polanex. sp. z o.o.
- 4.16. The Tenderer joining the Procedure implicitly agrees to the terms and conditions of the Procedure set out in this announcement.

5. ADDITIONAL INFORMATION

Additional information on the factual and legal status of the subjects of these Proceedings can be obtained by calling the following number:

1. +48 785 998 834 – Mr. Krzysztof Rutkowski;
2. +48 785 998 847 – Mr. Artur Olszewski;
3. + 48 791 005 240 – Mr. Janusz Kamiński.

On behalf of Polanex sp. z o.o.