

Calling the AGM on June 27, 2025

The Management Board of XTPL S.A. (the “**Company**”, “**Issuer**”) hereby advises that an Annual General Meeting of the Company is to take place on June 27, 2025. The General Meeting will start at noon at the Issuer’s registered office at ul. Legnicka 48E, 54-202 Wrocław.

Detailed agenda of the Annual Meeting:

1. Opening the General Meeting.
2. Electing the Chair of the General Meeting.
3. Confirming that the General Meeting has been duly convened and has the capacity to adopt resolutions.
4. Adopting the agenda.
5. Consideration of the Management Board’s report on XTPL S.A. and XTPL Group activities for the financial year 2024.
6. Consideration of the standalone financial statements of XTPL S.A. for the financial year 2024, taking into account the report of the independent auditor on the audit of the standalone financial statements.
7. Consideration of the consolidated financial statements of the XTPL group for the financial year 2024, including the independent auditor’s report on the audit of the consolidated financial statements.
8. Consideration of the Management Board’s proposal regarding the covering of the loss of XTPL S.A. for the financial year 2024
9. Consideration of the report on the activities of the Supervisory Board of XTPL S.A. for the financial year 2024, as well as the results of the evaluation conducted by the Supervisory Board of the financial statements and the Management Board’s report on operations for the financial year 2024.
10. Adopting a resolution on the report on the activities of the Supervisory Board of XTPL S.A. for the financial year 2024.
11. Adoption of a resolution on the approval of the Management Board’s report on the activities of XTPL S.A. and XTPL group for the financial year 2024.
12. Adoption of a resolution on the approval of the standalone financial statements of XTPL S.A. for the financial year 2024.
13. Adoption of a resolution on the approval of the consolidated financial statements of XTPL group for the financial year 2024.
14. Adoption of a resolution on the coverage of XTPL S.A.’s loss for the financial year 2024.
15. Adoption of resolutions on granting the members of the Management Board of XTPL S.A. discharge for the performance of their duties in 2024.

XTPL S.A., a joint stock company with its registered office in Wrocław

Legal basis:
Article 56(1)(2) of the Act on Public Offering – current and financial reports

16. Adoption of resolutions on granting the members of the Supervisory Board of XTPL S.A. discharge for the performance of their duties in 2024.

17. Discussion of the remuneration report.

18. Closing the General Meeting.

The full text of the notice of the Annual General Meeting of the Company and the contents of the draft resolutions to be adopted are given in appendices to the report.

In addition, pursuant to Article 402(3) of the Commercial Companies Code, the full text of the notice of the Annual General Meeting, together with appendices, including the proxy vote forms, has been published at <https://ir.xtpl.com/general-meeting/>.

Detailed legal basis: Articles 402(1) and 402(2) of the Commercial Companies Code and § 19(1) (1) and (2) of the Finance Minister's Ordinance on current and financial information.

Appendices:

1. Notice of the General Meeting;
2. Draft resolutions with a rationale;
3. Management Board's proposal to cover the loss;
4. Report on the activities of the Supervisory Board;
5. Report on remuneration of Management Board and Supervisory Board Members;
6. Report of the Independent Auditor on the Performance of the Engagement to Assess the Remuneration Report;
7. Template of a power of proxy for a shareholder;
8. Proxy vote form;
9. Information on the number of shares and votes

Jacek Olszański

Management Board Member