

Convening the Annual General Meeting for June 30, 2026

The Management Board of XTPL S.A., with its registered office in Wrocław (the “**Company**” or the “**Issuer**”), hereby announces the convening of the Annual General Meeting of the Issuer for June 30, 2026, which will commence at 12:00 p.m. at the Company’s registered office at ul. Legnicka 48E, 54-202 Wrocław, Poland (the “**Annual General Meeting**” or the “**General Meeting**”).

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, and preparing the attendance list.
4. Adopting the agenda of the General Meeting.
5. Consideration of the Management Board’s report on XTPL S.A. and XTPL Group activities for the financial year 2025.
6. Consideration of the financial statements of XTPL S.A. for the financial year 2025, taking into account the report of the independent auditor on the audit of the financial statements.
7. Consideration of the consolidated financial statements of the XTPL Group for the financial year 2025, 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 2025
9. Consideration of the report on the activities of the Supervisory Board of XTPL S.A. for the financial year 2025, 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 2025.
10. Adopting a resolution on the approval of the report on the activities of the Supervisory Board of XTPL S.A. for the financial year 2025.
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 2025.
12. Adoption of a resolution on the approval of the standalone financial statements of XTPL S.A. for the financial year 2025.
13. Adoption of a resolution on the approval of the consolidated financial statements of XTPL Group for the financial year 2025.
14. Adoption of a resolution on the coverage of XTPL S.A.’s loss for the financial year 2025.
15. Adoption of resolutions on granting the members of the Management Board of XTPL S.A. discharge for the performance of their duties in 2025.

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 2025.
17. Discussion of the report on remuneration of Management Board and Supervisory Board Members.
18. Adopting a resolution on amendments to the Articles of Association of XTPL S.A.
19. Adopting a resolution on adoption of the consolidated text of the Articles of Association of XTPL S.A.
20. Adopting a resolution on determining the number of Supervisory Board Members for a new term of office.
21. Adopting resolutions on appointing Supervisory Board Members for a new term of office.
22. Adopting a resolution on determining the remuneration of Supervisory Board Members.
23. Closing the General Meeting.

The full text of the notice convening the Annual General Meeting of the Company, as well as the draft resolutions to be adopted at the Issuer's Annual General Meeting, including the document setting out amendments to the Company's Articles of Association, are attached to this 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.

Appendices:

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

Filip Granek
Management Board President

Jacek Olszański
Management Board Member