

NOTICE TO CREDITORS, EMPLOYEES AND MEMBERS IN CONNECTION WITH THE PROJECT OF CHANGE OF LEGAL FORM

LOGAREX Smart Metering, s.r.o., a limited liability company with its registered office at Podnikatelská 539, Běchovice, 190 11 Prague 9, ID No.: 241 76 354, registered in the Commercial Register under File No. C 185757 maintained by the Municipal Court in Prague (hereinafter referred to as the "**Company**"),

in connection with the project of change of the Company's legal form from a limited liability company to a joint stock company prepared on 16 April 2025 (hereinafter referred to as the "**Project**", change of the Company's legal form hereinafter referred to as the "**Change of Legal Form**"),

hereby publishes the following notice pursuant to Section 33(1)(b) of Act No. 125/2008 Coll., on Transformations of Business Companies and Cooperatives, as amended (hereinafter referred to as the "**Transformations Act**"):

- 1) notice to creditors of their rights under Sections 35 to 39 of the Transformations Act. According to these provisions, the Company's creditors may require the provision of sufficient security if the Change of Legal Form impairs the recoverability of their outstanding claims arising from obligations arising prior to the publication of the Project in the Commercial Register; this applies mutatis mutandis to future or contingent claims. If no agreement is reached between the creditor and the Company on the manner of securing its claim, the court shall establish sufficient security upon the creditor's application, which shall certify facts indicating that the Change of Legal Form will impair the recoverability of its claim. The court shall grant sufficient security in its sound discretion having regard to the nature and amount of the claim. The effects of the security shall take effect at the earliest on the date on which the registration of the Change of Legal Form in the Commercial Register becomes effective against third parties. The right to sufficient security must be exercised by the creditor before the court within 3 months from the date of publication of the Project in the Commercial Register, otherwise it shall lapse. The filing of the Proposal does not prevent the registration of the Change of Legal Form in the Commercial Register. Creditors who have the right to priority satisfaction of their claims in insolvency proceedings or who are considered secured creditors for the purposes of insolvency proceedings shall not be entitled to the provision of sufficient security.
- 2) notice to members of their rights under section 363b(1) of the Transformations Act in conjunction with section 93 and section 93a of the Transformations Act. Pursuant to these provisions, each member of the Company is entitled to be served with the following documents in connection with the Change of Legal Form at least 2 weeks before the date on which the Change of Legal Form is to be approved:
 - (i) a project to change the legal form,
 - (ii) a report on the change of legal form, if required,
 - (iii) an expert's report for the valuation of the assets, and
 - (iv) ordinary, extraordinary or interim financial statements (as referred to in Section 365 of the Transformations Act) and, if required, auditor's reports on their verification.

The Company shall be entitled to make such documents available on its website in lieu of delivery for a period of not less than 2 weeks prior to the date on which the Change of Legal Form is to be approved, provided that the website allows the members of the Company to download and print such documents throughout that period. If there is a continuous interruption of access to the website for more than 24 hours, the Company must deliver the relevant documents to the members without undue delay, but not later than 2 days before the Company's General Meeting is to be held or the Company's change of legal form is to be approved by the members.

- 3) notice to members of their other rights related to the Change of Legal Form under the relevant provisions of the Transformations Act:
 - (i) the right to waive the rights related to the Change of Legal Form pursuant to Section 7 in conjunction with Section 9 of the Transformations Act, namely:

- a) the right to compensation,
 - b) the right to file a petition for a declaration of invalidity of the Project and a petition for invalidity of the decision on approval of the Change of Legal Form,
 - c) the right to send documents upon a Change of Legal Form, and
 - d) other rights, including those that arise in the future, if the Transformations Act grants them in connection with the Change of Legal Form, unless the Transformations Act provides otherwise.
- (ii) the right to consent to the non-preparation of a report on the Change of Legal Form pursuant to Section 24 of the Transformations Act, in accordance with Section 8 in conjunction with Section 9 of the Transformations Act. The consent must be in writing with a certified signature;
 - (iii) the right to compensation for damages resulting from the breach of obligations during the Change of Legal Form pursuant to Sections 50 and 51 of the Transformations Act. Persons who are members of the statutory body, experts for the Change of Legal Form and experts valuing the assets are jointly and severally liable for damages incurred by the Company's member as a result of the breach of their duties during the Change of Legal Form;
 - (iv) the right to file a petition to determine the invalidity of the Project or to invalidate the decision to approve the Change of Legal Form pursuant to Sections 52 to 58 of the Transformations Act. The motion may be filed within 3 months from the date of approval of the Change of Legal Form;
 - (v) the right to decide on the approval of the Change of Legal Form within the scope of the General Meeting pursuant to Section 17 (1) and (2) of the Transformations Act.
- 4) notice to the members of the obligation to pay the difference in money pursuant to Section 368(1) of the Transformations Act if the Company's equity capital after the change of legal form does not reach the amount of the share capital in the opening balance sheet prepared on the date of registration of the Change of Legal Form in the Commercial Register. The member is obliged to pay the difference in money without undue delay after the registration of the change of legal form in the Commercial Register. In the event that the Company does not prepare an opening balance sheet, the amount of equity resulting from the interim financial statements prepared in accordance with Section 366(1) shall prevail for the purposes of the above obligation.
- 5) a reminder to the Company's employees that the Transformations Act does not provide any special rights for employees in the event of a domestic change of legal form. No special rights and/or entitlements accrue to employees in connection with the Change of Legal Form.

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