……………………………….., ……………………..

Form to be used to exercise the right of vote by proxy during Extraordinary General Meeting of Agora S.A. (the "General Meeting of Shareholders") with its registered seat in Warsaw convened for October 15, 2026.

The form comprises draft resolutions to be voted during the General Meeting of Shareholders and enables:

- identification of a shareholder and proxy,
- exercising voting rights,
- placing an objection against a resolution,
- placing voting instruction to each of the resolutions, voted by a proxy.

Shareholder issues to his proxy an instruction as to the manner of voting in respect to each resolution during the General Meeting of Shareholders by ticking the appropriate field in the sections described as "in favour", "against" or "abstained". If, shareholder does not specify the number of shares from which the proxy shall place a vote "in favour", "against", "abstained", it is assumed that proxy is authorized to vote in the manner indicated with all shares held by a shareholder. If the field "other" is ticked – shareholder should specify the way in which proxy is to proceed on his behalf.

Moreover, when a proxy is to cast different votes from portions of shares which belong to the stake he represents during one voting round, he should enter in the appropriate field the number of shares/votes he allocates to a particular kind of votes in the particular voting. A wrongly made form or a form submitted with blank fields that do not clearly show the intention of the voter will not be considered as a valid vote and will not be counted to the final result.

Using this form is dependent on a shareholder's decision and does not constitute a condition precedent for the proxy to vote. Agora S.A. stresses that whenever the shareholder and his proxy choose to use this form, the Company shall not check whether the actual votes really followed the instruction given by a shareholder. What will count is only whether the proxy did or did not cast his vote, even if the proxy's behavior will run counter with the instruction. Therefore, the form with the instruction does not have to be submitted to Agora S.A. or the Chairman of the General Meeting of Shareholders.

However, if the proxy uses the form to cast his vote, he must deliver it to the Chairman of the General Meeting of Shareholders not later than before the voting on the resolution which, according to the shareholder's instruction, is to be voted with the use of the form, is over. The Chairman of the General Meeting of Shareholders informs the General Meeting of Shareholders that the form was in use when voting the resolution involved and on the basis of that votes cast with the form are included in total votes cast on a given resolution.

The form used for voting shall be attached to the book of minutes of the General Meeting of Shareholders. .

For the convenience of shareholders the form comprises also the draft of power of attorney.

………………………., ……………

Form of a Proxy

I (We), undersigned
First and last name, ……………………………………………………………………………………………
Address ………
e-mail ………
Telephone no ……………………………………………………………………………………………………

and

Name and surname ……………………………………………………………………………………………
Address ………
e-mail ………
Telephone no ……………………………………………………………………………………………………

acting on behalf of
……………………………………………………………… *(the Company/name of a shareholder)* with its registered seat in……………………………………… , entered into ……………………(type of register) under the number *(number of the entry)*,…………………………….

we hereby announce that ………………………… *(the Company/name of a shareholder)* is the shareholder of Agora S.A. with its registered seat in Warsaw, eligible to vote from…………..(say:…….) ordinary bearer/registered* shares of Agora S.A. with its registered seat in Warsaw

and hereby authorize:

<u>*choose:*</u>

a) An individual:

Mr./Ms ……………………………………………………………………………………………………… *(First and last name),*
holder of identification card ……………………………………………… *(type and number of identification document),*
address ………
e-mail ……………………………………………………………… Telephone no. ……………………………………………

b) Legal entity

………………………………………………………………………………………………………... *(the Company/name of the entity)*
with its seat in ……………………………………………………………………………………………………
address ………
entered into ……………………………………………………………………………………………………
under the number……………………………… ………………………………………………………………
e-mail ……………………………………………………………… Telephone no. ……………………………………………

to represent shareholder at the General Meeting of Shareholders convened for October 15, 2026, in Agora registered seat in Warsaw, at Czerska Street 8/10, in particular to participate and to take the floor at the General Meeting of Shareholders, to sign the attendance register, to vote on behalf of the shareholder from …………(say:……………………..) shares*/ from all shareholder's shares*/ according to proxy's discretion*.
The proxy may/may not grant further proxies.
*delete as appropriate

……………………………………………………..
(Name and surname)

TO: ____

(the Company/name of the proxy)

Shareholder ____

(the Company of the shareholder)

INSTRUCTION REGARDING EXERCISING VOTING RIGHTS BY A PROXY

The General Meeting of Shareholders convened for October 15, 2026, at 11:00 a.m., in the Company's registered seat in Warsaw at Czerska Street 8/10.

Point 1 of the agenda.
Draft resolution

Resolution no.

on the election of the Chairperson of the General Meeting

Pursuant to Article 409 § 1 of the Commercial Companies' Code and § 6, item 3.1. of the By-laws of the General Meeting, the General Meeting hereby elects Mr/Ms [•] to chair the General Meeting."

Instruction for the proxy:			
◻ In favour Number of shares	◻ Against ◻ Placing objection with the request to put it in the book of protocol Number of shares	◻ Abstained Number of shares	◻ At the proxy's discretion Number of shares ....
Other			

Point 2 of the agenda.
Draft resolution

Resolution no.

on adopting the agenda

Pursuant to § 10 item 2.1. of the By-laws of the General Meeting, the General Meeting hereby adopts the announced agenda."

Instruction for the proxy:

◻ In favour Number of shares	◻ Against ◻ Placing objection with the request to put it in the book of protocol Number of shares	◻ Abstained Number of shares	◻ At the proxy's discretion Number of shares ....
Other			

Point 3 of the agenda.
Draft resolution

Resolution no.

on electing the members of the returning committee

Pursuant to § 8 item 2.2. of the By-laws of the General Meeting, the General Meeting has decided to appoint Mr/Ms [•] to the returning committee."

Instruction for the proxy:			
◻ In favour Number of shares	◻ Against ◻ Placing objection with the request to put it in the book of protocol Number of shares	◻ Abstained Number of shares	◻ At the proxy's discretion Number of shares ....
Other			

Resolution no.

on electing the members of the returning committee

Pursuant to § 8 item 2.2. of the By-laws of the General Meeting, the General Meeting has decided to appoint Mr/Ms [•] to the returning committee."

Instruction for the proxy:			
◻ In favour Number of shares	◻ Against ◻ Placing objection with the request to put it in the book of protocol Number of shares	◻ Abstained Number of shares	◻ At the proxy's discretion Number of shares ....
Other			

Point 4 of the agenda.
Draft resolution

Resolution no.

regarding the approval of the Company voting at the shareholders' meetings of Wyborcza sp. z o.o. with its registered office in Warsaw and Gazeta.pl sp. z o.o. with its registered office in Warsaw in favour of resolutions concerning the merger of such companies

§ 1

1. Pursuant to § 13 section 3(b) of the Company's Statutes, the Extraordinary General Meeting of the Company hereby consents to the Company casting votes at the shareholders' meetings of Wyborcza sp. z o.o. with its registered office in Warsaw and Gazeta.pl sp. z o.o. with its registered office in Warsaw (the "Subsidiaries") in favour of resolutions concerning the merger of the Subsidiaries pursuant to Article 492 § 1 item 1 of the Polish Commercial Companies Code (the "CCC"), i.e. by way of the transfer of all assets and liabilities of Gazeta.pl sp. z o.o., as the company being acquired, to Wyborcza sp. z o.o., as the acquiring company (merger by acquisition).

2. The merger referred to in section 1 above may be carried out under the simplified procedure, without the allotment of shares in the acquiring company, as provided for in Article 516 § 6^1 of the CCC.

§ 2

This Resolution shall enter into force upon its adoption."

Instruction for the proxy:			
□ In favour Number of shares	□ Against □ Placing objection with the request to put it in the book of protocol Number of shares	□ Abstained Number of shares	□ At the proxy's discretion Number of shares ....
Other			

Point 5 of the agenda.
Draft resolution

Resolution no.

on the merger of Agora S.A. with Agora TC sp. z o.o.

Pursuant to Article 492 § 1 item 1 and Article 506 of the Commercial Companies Code (the "CCC"), § 15 section 2(a) of the Statutes of Agora S.A., in conjunction with the second sentence of Article 516 § 1 of the CCC, having reviewed the Merger Plan for the merger of Agora Spółka Akcyjna, as the acquiring company, with Agora TC spółka z ograniczoną odpowiedzialnością, as the acquired company, dated 7 September 2026, together with the appendices thereto (the "Merger Plan"), which was published on the website of Agora S.A. (www.agora.pl) on 7 September 2026 and in Court and Commercial Gazette No. 177(7582) on 11 September 2026, the Extraordinary General Meeting of Agora S.A. hereby resolves as follows:

1. The General Meeting hereby resolves to merge Agora S.A. (the "Acquiring Company") with Agora TC sp. z o.o., with its registered office in Warsaw (00-732), at ul. Czerska 8/10, entered in the register of entrepreneurs of the National Court Register maintained by the District Court for the Capital City of Warsaw in Warsaw, 13th Commercial Division of the National Court Register, under KRS number 0000105451, tax identification number (NIP) 8992445228, with a share capital of PLN 50,000 (the "Acquired Company"), by transferring all assets and liabilities of the Acquired Company to the Acquiring Company, pursuant to Article 492 § 1 item 1 of the CCC.
2. The General Meeting hereby approves the Merger Plan, attached as Appendix No. 1 to this Resolution, agreed between the Acquiring Company and the Acquired Company on 7 September 2026, and approves the merger on the terms and conditions set out therein.
3. Given that the Acquiring Company holds 100% of the shares in the share capital of the Acquired Company, the merger of the Acquiring Company with the Acquired Company shall be effected without an increase in the share capital of the Acquiring Company and without any amendments to the Statutes of the Acquiring Company.
4. The Management Board of the Acquiring Company is hereby authorised to perform all legal and factual acts in connection with the procedure for the merger of the Acquiring Company with the Acquired Company.
5. This Resolution shall enter into force upon its adoption; however, the legal effects of the merger shall arise as of the date on which the merger is registered by the competent registry court."

Instruction for the proxy:			
▫ In favour Number of shares	▫ Against ▫ Placing objection with the request to put it in the book of protocol Number of shares	▫ Abstained Number of shares	▫ At the proxy's discretion Number of shares ....
Other			

Point 6 of the agenda.
Draft resolution

Resolution no.

on the adoption of the "Gender Equality Policy of Agora S.A."

Pursuant to Article 90gd(1) of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, the General Meeting hereby adopts the "Gender Equality Policy of Agora S.A." in the form set out in the appendix to this Resolution.

Instruction for the proxy:

□ In favour Number of shares	□ Against □ Placing objection with the request to put it in the book of protocol Number of shares	□ Abstained Number of shares	□ At the proxy's discretion Number of shares ....
Other			