

BS TS a.s.  
Board of Directors  
Kubánské náměstí 1391/11  
100 00 Praha 10

**Matter: Request of the qualified shareholder pursuant to Section 369 of Act No. 90/2012 Coll., the Business Corporations Act**

Pursuant to Section 365 (2) of Act No. 90/2012 Coll., the Business Corporations, GREENWAY METROPOL s.r.o., id. no. 064 37 133, with its registered office at Kubánské náměstí 1391/11, Vršovice, 100 00 Praha 10, registered in the Commercial Register maintained by the Municipal Court in Prague, file no. C 282155 ("**Qualified Shareholder**"), as a qualified shareholder of BS TS a.s., with its registered office at Kubánské náměstí 1391/11, Vršovice, 100 00 Prague 10, Company ID No.: 055 91 287, registered in the Commercial Register maintained by the Municipal Court in Prague, File No.: B 22029 ("**Company**"), requested the Board of Directors to convene the general meeting. The Qualified Shareholder possesses shares with a nominal value exceeding 5 per cent of the Company's registered capital. On 14 September 2025, the Qualified Shareholder received an invitation to the general meeting of the Company where the originally proposed agenda has been extended compared to their original proposal.

In accordance with Section 369 of Act No. 90/2012 Coll., the Business Corporations Act, the Qualified Shareholder hereby requests points 8 and 9 of the agenda being replaced by the following matters in this order:

- 1) **Opening**
- 2) **Election of the bodies of the regular general meeting**
- 3) **Approval of the rules of procedure and voting of the general meeting**
- 4) **Amendment of the Articles of Association of the Company**
- 5) **Recall and appointment of Members of the Board of Directors**

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4) **Amendment of the Articles of Association of the Company**

**I. Justification of Proposed Amendments**

The proposed amendments to the Articles of Association relate primarily to the composition, operation, and decision-making of the Company's Board of Directors. The objective of the proposed changes is to strengthen the oversight of both qualified shareholders over the management of the Company by introducing the "four-eyes principle".

Given the interconnected nature of the proposed amendments, the qualified shareholder proposes that the general meeting resolve on all such amendments collectively, under a single agenda item.

**II. Proposed Resolution on the Amendments of the Articles of Association**

It is proposed that the general meeting of the Company adopt the following resolution on the amendment of the Articles of Association. The amendments shall take effect on the date of adoption of the resolution.

**Draft Resolution**

Article 10, paragraph 10.1. The existing provision shall be entirely deleted and replaced with the following: „Board of Directors shall consist of four members elected (appointed) and removed by the General Meeting.“

Article 10, paragraph 10.3. The existing provision shall be entirely deleted and replaced with the following: „President of the Board of Directors and Vice President of the Board of Directors shall be elected by the General Meeting.“

Article 11. paragraph 11.1. The existing provision shall be entirely deleted and replaced with the following: „The Board of Directors is duly convened by a written invitation of the President of the Board of Directors or the Vice President of the Board of Directors, delivered to the members of the Board of Directors in person, by mail or electronically at least three (3) business days before the scheduled meeting. The Board of Directors may be duly convened otherwise, if all members of the Board of Directors have reached agreement on that. The consent of the Board of Directors shall be in writing and may be given in advance for all or only some future meetings of the Management Board.“

Article 11. paragraph 11.2. The existing provision shall be entirely deleted and replaced with the following: „The Board of Directors may make a valid decision if at least three quarters (3/4) of its members are present. All decisions adopted by the Board of Directors shall be binding on both the President and the Vice President of the Board of Directors and shall be signed and implemented by both of them.“

Article 11. paragraph 11.3. The existing provision shall be entirely deleted and replaced with the following: „The Board of Directors decides by a simple majority of the members present.“

Article 12. paragraph 12.1. The existing provision shall be entirely deleted and replaced with the following: “The President of the Board of Directors and Vice President of the Board of Directors shall jointly represent the Company and sign on its behalf in all matters.”

## **B. Recall and appointment of Members of the Board of Directors**

### **I. Proposed Resolution of the General Meeting**

It is proposed that the general meeting of the Company adopt the following resolutions on recall of members of the Board of Directors.

#### **Draft Resolution**

*“The general meeting of the company hereby recalls Ms. Tereza Dolanská, date of birth: 4 November 1978, residing at Chodovecké náměstí 353/6, Chodov, 141 00 Praha 4, from the position of the member of the Board of Directors of the company with immediate effect.”*

*“The general meeting of the company hereby appoints Elvir Brkić and Halid Čenanović, to the Board of Directors of the company with immediate effect.”*

*“The general meeting of the company hereby appoints Nerma Šečić Haračić as President of Board of Directors and Mirza Varatanović as Vice President of Board of Directors of the company with immediate effect.”*

In the event the amendment of the Articles of Association of the Company as proposed by the qualified shareholder (point 8 if the agenda, now proposed as point 4) will not be adopted, it is proposed that the general meeting of the Company adopt the following resolution:

*"The general meeting of the company hereby recalls all members of the Board of Directors of the company with immediate effect."*

*"The general meeting of the company hereby appoints Mirza Varatanović, Nerma Šečić Haračić and Halid Čenanović to the Board of Directors of the company with immediate effect."*

Sincerely,



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**GREENWAY METROPOL s.r.o.**

Mirza Varatanovic, executive director