

ASTARTA HOLDING PLC

DIVIDEND POLICY

This Dividend Policy is adopted and effective as of 19 April 2023.

Pursuant to Cyprus Companies Law, Cap. 113 (as amended) (the “**Companies Law**”) and the Articles of Association of ASTARTA Holding PLC (the “**Company**”):

1. The profits shall be at the disposal of the General Meeting of Shareholders who may declare dividends, but no dividend shall exceed the amount recommended by the Board of Directors of the Company.
2. Subject to the provisions of the Companies Law and the Memorandum and Articles of Association of the Company (‘M & A’), the Directors may from time to time pay to the members such interim dividends as appear to the Directors to be justified by the profits of the Company.
3. No dividend shall be paid otherwise than out of profits.
4. Dividends shall be payable immediately after they have been declared, unless (i) the General Meeting of Shareholders or (ii) in respect of interim dividends, the Directors, should fix a different date when adopting the relevant resolution.
5. The directors may, set aside out of the profits of the Company such sums as they think proper as a reserve or reserves which shall, at the discretion of the directors, be applicable for any purpose to which the profits of the Company may properly be applied, and pending such application may, at the like discretion, either be employed in the business of the Company or be invested in such investments (other than shares of the Company) as the directors may from time to time think fit. The directors may also without placing the same to the reserve carry forward any profits which they may think prudent not to divide.
6. Subject to the rights of persons, if any, entitled to shares with special rights as to dividend, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but no amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this rule as paid on the share. All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date or in the event that a unanimous resolution of all the members of the Company so resolves, such share shall rank for dividend accordingly.
7. No dividend shall be declared or paid in respect of any shares held by the Company itself.
8. The directors may deduct from any dividend payable to any member all sums of money (if any) presently payable by him to the Company in relation to shares of the Company and may also deduct from such dividend any other sums presently payable by him (the member) to the Company for any purpose.
9. Any general meeting declaring a dividend or bonus may direct payment of such dividend or bonus wholly or partly by the distribution of specific assets of the Company and in particular, but without prejudice to the generality of the above, by the distribution of paid up shares, debentures or debenture stock of any other company or in anyone or more of such ways, and the directors shall give effect to such resolution, and where any difficulty arises in regard to such distribution, the directors may settle the same as they think expedient,

and in particular may issue fractional certificates and fix the value for distribution of such specific assets or any part thereof and may determine that cash payments shall be made to any members upon the footing of the value so fixed in order to adjust the rights of all members, and may vest any such specific assets in trustees as may seem expedient to the directors, and generally make such arrangements for the allotment, acceptance and sale of such specific assets or certificates representing part of a shareholding or fractions of shares, or any part thereof, and otherwise as they see fit.

10. Subject to obtaining the approval of the annual general meeting of the Company, the directors may, in connection with any dividend which is approved or is proposed for approval at such annual general meeting or at any time prior to the next annual general meeting (and provided that a sufficient number of unissued ordinary shares in the Company is in existence for such purpose), decide and announce, prior to or simultaneously with their announcement for the said dividend and any relevant information in connection with the profits of the Company for the corresponding financial period or part thereof, that the members shall have the option to receive, instead of a payment of such dividend (or part thereof) additional ordinary shares in the Company credited as fully paid. In any such case the provisions of Regulation 137 of the Articles of Association shall apply.

11. Without prejudice to the rules set out in this respect by the Polish Central Depository, any dividend, interest or other moneys payable in cash in respect of shares may be paid by electronic transfer to the account or by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the account or registered address of that one of the joint holders who is first named in the Register of Members or to such person and to such account or address as the holder or joint holders may in writing direct. Every such electronic transfer shall be made to, and every such cheque or warrant shall be made payable to the order of the person to whom it is sent. Any one of two or more joint holders may give effectual receipts for any dividends, bonuses, or other moneys payable in respect of the shares held by them as joint holders. Every such electronic transfer shall be made, and every such cheque or warrant shall be sent at the risk of the person entitled to the money represented thereby.

12. All unclaimed dividends may be invested or otherwise made use of by the directors for the benefit of the Company until claimed. No dividend shall bear interest against the Company.

13. Any dividend which has remained unclaimed for a period of ten years from the date of declaration thereof shall, if the directors so resolve, be forfeited, and cease to remain owing by the Company and shall thenceforth belong to the Company absolutely.