

## ANNOUNCEMENT

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Companies

**MUBEA - HZP s.r.o.,**

Registered office: Rovná 4708, 796 01 Prostějov,

ID No.: 255 28 165,

registered in the Commercial Register maintained by the Regional Court in Brno,

File No.: C 30691

(„**Successor Company**“)

and

**Mubea IT Spring Wire s.r.o.,**

Registered office: Rovná 4708, 796 01 Prostějov,

ID No.: 269 54 664,

registered in the Commercial Register maintained by the Regional Court in Brno,

File No.: C 47425

and

**Mubea Stabilizer Bar Systems s.r.o.,**

Registered office: Rovná 4708, 796 01 Prostějov,

ID No.: 292 83 132,

registered in the Commercial Register maintained by the Regional Court in Brno,

File No.: C 70891

(Mubea IT Spring Wire s.r.o. and Mubea Stabilizer Bar Systems s.r.o. together referred to as the „**Dissolving Companies**“)

(The **Successor Company**, together with the **Dissolving Companies** hereinafter collectively referred to as the "**Participating Companies**")

**hereby**

in accordance with the ongoing process of the merger of the **Dissolving Companies** by acquisition by the **Successor Company** (such process hereinafter referred to as the "**Merger**")

pursuant to the provisions of Section 33(1)(b) of Act No. 125/2008 Coll., on Transformations of Commercial Companies and Cooperatives, as amended (the "**Transformations Act**")

**publish the Merger Draft Terms**  
**by filing it into the Collection of Deeds of the Participating Companies**

**and**

**announce the filing of the Merger Draft Terms  
into the Collection of Deeds of the Participating Companies**

**and**

**notify the creditors, employee representatives, where applicable, employees and the sole shareholder of the Participating Companies of their rights.**

**Filing and Announcement of the Filing of the Merger Draft Terms into the Collection of Deeds of the Participating Companies**

In connection with the planned implementation of the Merger, the Participating Companies have drawn up a Merger Draft Terms, which has been filed into the Collection of Deeds of the Commercial Register for each of the Participating Companies.

**Notice to the Creditors of the Participating Companies of Their Rights**

In connection with the implementation of the Merger and in accordance with the relevant provisions of the Transformations Act, the statutory bodies of the Participating Companies hereby notify their creditors of their rights arising from the provisions of Sections 35 to 38 of the Transformations Act.

Creditors of the Participating Companies may request the provision of adequate security if the recoverability of their existing, outstanding claims arising prior to the publication of the Merger Draft Terms would be impaired as a result of the Merger. This right applies accordingly also to future or conditional claims.

If no agreement is reached between a creditor and any of the Participating Companies regarding the manner of securing a claim, the court shall, upon the creditor's petition, which must substantiate facts indicating that the Merger would impair the recoverability of its claim, order the provision of adequate security. The court shall decide on such security at its reasonable discretion, taking into account the nature and amount of the claim. The right to adequate security must be exercised before court within three months of the publication of the Merger Draft Terms, otherwise it shall lapse. The filing of such petition does not preclude the registration of the Merger in the Commercial Register.

Creditors who hold claims with preferential satisfaction rights in insolvency proceedings, or who are deemed secured creditors for the purposes of insolvency proceedings, are not entitled to request adequate security.

None of the Participating Companies is an issuer of bonds, convertible bonds, preference bonds, or other participating securities or participating book-entered securities other than shares with special rights attached. This notice therefore does not include any rights applicable to holders of bonds, convertible or preference bonds, other participating securities, or participating book-entered securities other than shares, pursuant to Sections 37 and 38 of the Transformations Act.

**Notice to the Sole Shareholder of the Participating Companies of its Rights**

The sole shareholder of the Participating Companies is entitled, upon request, to obtain information concerning the other Participating Companies, provided that such information is important for the purposes of the Merger, as of the date of publication of this notice of the filing of the Merger Draft Terms into the Collection of Deeds.

The Participating Companies shall not provide such information if its disclosure could cause significant harm to the relevant Participating Company or its controlling or controlled entity, if the information constitutes a trade secret, or if it is classified information under applicable legislation on classified information.

The Participating Companies hereby notify their sole shareholder that, as a result of the ongoing Merger, documents specified in Section 93 of the Transformations Act will be sent to the sole shareholder at least two weeks prior to the date of the decision of the sole shareholder on the approval of the Merger, unless the shareholder waives the right to receive such documents.

The sole shareholder of the Participating Companies may consent to the use of electronic means for the provision of information by the Participating Companies. In such case, copies of such documents may be sent to the sole shareholder electronically. This consent may be granted in any form evidencing the sole shareholder's intent.

**Notice to Employee Representatives or, where applicable, Employees of the Participating Companies**

As a result of the Merger, there will be a change solely in the employer of the employees of the Dissolving Companies as of the effective date of the Merger. The content of the employment relationships of the employees shall remain unaffected. The employment relationships entered into with the Dissolving Companies shall continue, with the Successor Company assuming all rights and obligations arising from those employment relationships.

The Merger shall not affect the employees of the Successor Company. All employees of the Successor Company shall remain employees of the Successor Company after the Merger becomes effective, and there will be no change in their employer nor termination of their employment. Thus, the implementation of the Merger shall have no impact on the employees of the Successor Company.

**MUBEA - HZP s.r.o.**  
**Mubea IT Spring Wire s.r.o.**  
**Mubea Stabilizer Bar Systems s.r.o.**

*Pazdera*

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**Ing. Daniel Pazdera**  
Managing Director

*Lebioda*

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**Michael Lebioda**  
Managing Director