

Dear Madam, Dear Sir,

The Board of Directors of ABS Jets, a.s. registered office at K Letisti 549 – Hangar C, Prague 6 Ruzyne, 161 00, ID Number: 271 63 628, entered in the Commercial Register kept by the Municipal Court in Prague, Section B9421

takes the liberty of sending you this

INVITATION

TO THE ORDINARY GENERAL MEETING OF THE COMPANY ABS JETS, a.s.

to be held on

Friday, June 14, 2019 at 13:00 pm

in the meeting room at the address of the company registered office

AGENDA OF THE GENERAL MEETING:

- 1. Opening, ascertainment of a quorum;
- 2. Election of a chairperson of the General meeting, the minutes verifier, the scrutiniser and the minutes clerk;
- 3. Presentation of the Annual report for 2018, incl. a Management report on company business activities and on the state of its assets for 2018, ordinary Annual financial statements for 2018, including its verification by the statutory auditor, and proposal on profit distribution for 2018;
- **4.** Supervisory Board report on controlling activities in 2018, including its comments on the ordinary Annual financial statements for 2018 and proposal on profit distribution for 2018;
- 5. Discussion of the Annual report for 2018, incl. a Management report on company business activities and on the state of its assets for 2018, ordinary Annual financial statements for 2018, including its verification by the statutory auditor, and proposal on profit distribution for 2018;
- 6. Designation of the statutory auditor of the company for the 2019 accounting period;
- 7. Decision on calcelation of the Audit Committee;
- 8. Miscellaneous:
- 9. Conclusion of the general meeting.

In accordance with Section 407(1)(f) of Act No. 90/2012 Coll., on commercial companies and cooperatives (hereinafter the "ACC"), the company Board of Directors submits the drafts of the individual decisions and their justification, and its statement according to Section 407(2) of the ACC where applicable:

DRAFT DECISION ON POINT 2

The General meeting elects Mrs. Eva Stoklásková as the chairperson of the General meeting, the scrutineer and the minutes verifier and Mr. Jan Králík as the minutes clerk.

Justification: According to valid legal regulations, the general meeting is obliged to elect its bodies, in accordance with Section 422 of the ACC overlapping of functions is possible.

DRAFT DECISION ON POINT 3

No decision adopted on this point.

Justification: This point of the agenda is informative only and no decision is adopted on it. A decision will be adopted in point 5 of the agenda after when the General meeting is familiarised with the opinion of the ABS Jets' Supervisory Board on the submitted materials.





DRAFT DECISION ON POINT 4

The General meeting takes into account the Supervisory Board report on controlling activities in 2018, including its comments on the ordinary Annual financial statements for 2018 and proposal for profit distribution for 2018.

Justification: According to Section 449(1) of the ACC, the members of the Supervisory Board are obliged to familiarise the General Meeting with the results of their controlling activity; the Supervisory Board is obliged to review the financial statements, proposal for profit distribution or cover the loss and submits its opinions to the General meeting.

DRAFT DECISION ON POINT 5

The General meeting takes into account the Management report on the company business activities and on state of its assets for 2018 in the wording submitted by the Board of Directors and published on the company's website. This Management report is part of the company's Annual report for 2018.

The General meeting approves the ordinary Annual financial statements for 2018 compiled according to Czech accounting standards, including the proposal for profit distribution in 2018 in the amount of CZK 50 thousand,— whereas the whole amount will be used as retained profit.

The said amounts will be reported in the company's accounting without rounding off.

Justification: In accordance with the company's articles of association and the valid legal regulations, the Annual report for 2018 and the Management report on the company business activities and on state of its assets for 2018, which in the view of the Board of Directors provides a truthful depiction of the company business activities and balance of its assets in 2018, is submitted to the General meeting. In accordance with the company's articles of association and Section 421 of the ACC, the competences of the General meeting also include the approval of the ordinary Annual financial statement and proposal for profit distribution.

DRAFT DECISION ON POINT 6

The General meeting decides on designation of KPMG Česká republika Audit, s.r.o. as the company's statutory auditor for 2019 accounting period.

Justification: In accordance with Section 17 of Act on auditors, as amended, the General meeting designates the auditor for mandatory audits. Based on experience from previous years, the Board of Directors has deemed that the best solution is to maintain the current auditor, which holds a certificate from the Chamber of Auditors of the Czech Republic on authorisation of auditing activities.

DRAFT DECISION ON POINT 7

The General meeting decides to cancel the Audit Committee with effect as from June 14, 2019.

Justification: In connection with the bond issue in 2011, ABS Jets became a public interest entity within the meaning of Act No. 93/2009 Coll., On Auditors (hereinafter referred to as the "Auditors Act") and was required to set up an audit committee as another of the authorities.

Bonds were refinanced with a loan in 2016 and ABS Jets thus ceased to be a public interest entity in the 2016 accounting period.

Chairman of the Audit Committee Ing. Jakub Kovář at the last joint meeting of the Supervisory Board and Audit Committee held on 6 March 2019, proposed that the agenda of this General Meeting should include a proposal to cancel the Audit Committee, as because ABS Jets no longer plans a new bond issue and financial statements are no longer prepared under IFRS but under Czech accounting regulations, then the existence of the Audit Committee is not necessary. At present, the Audit Committee only fulfills all its legal obligations voluntarily.





DRAFT DECISION ON POINT 8

Statement of the Board of Directors:

In accordance with Section 408(3) of the ACC applies that matters which were not included in the proposed agenda of the General meeting may be decided only with the participation and consent of all company shareholders.

DRAFT DECISION ON POINTS 9

No decisions are adopted on these points.

ORGANIZATIONAL INFORMATION:

Registration of shareholders in the attendance list starts at 12:30 pm.

Shareholders attend the General meeting in person or through its representative(s).

Shareholders are considered present at the General meeting also if they attend the General meeting using appropriate technical devices enabling direct remote transfer of the General meeting via video and audio or direct two-way communication between the General meeting and shareholder. The condition for such voting is possibility to verify the identity of persons authorised to execute voting rights and to determinate the shares associated with voting rights.

Correspondence voting, i.e. such voting when shareholder(s) vote in writing before the General meeting is held, shall also be considered as voting with using appropriate technical devices. In such case the shareholder's signature(s) must be officially verified.

Otherwise the votes placed in this manner and/or participation of such voting shareholders shall be disregarded.

All those attending the general meeting in person will prove their identity using a valid ID card.

The <u>statutory body</u> is authorised to act on behalf of the shareholder – a legal entity without further authorisation, by submitting a current extract from the commercial register.

In case the shareholder – a legal entity is represented by the <u>proxy</u>, validity of representation also requires:

- written power of attorney, which must indicate if it was granted for representation at one or more General meetings;
- <u>current extract from the commercial register or other respective records,</u> which must indicate who is authorise to grant power of attorney to the proxy.

KEY DATA FROM THE FINANCIAL STATEMENTS COMPILED ACCORDING TO CZECH ACCOUNTING STANDARDS FOR THE FISCAL YEAR OF 2018 (CZK '000):

Turnover	1,587,824
Operating profit	16,728
Profit before tax	1,073
Profit after tax	50
Equity	245,789
Registered Capital	74,000





Document stored at the company's registered office and published on the company's website

- Annual report for 2018, incl. Management report on the company business activities and on the state of its assets for 2018;
- Ordinary Annual financial statement for 2018, its verification by the statutory auditor and a proposal for the profit distribution for 2018.

Please confirm the reception of this invitation together with your participation.

Prague, on May 10, 2019

Marcel Dostal Chairman of the Board of Directors Andrea Brdiarová
Member of the Board of Directors

ABS JETS @

ABS Jets, a.s.

K Letišti 549 - Hangár C

161 00 Praha 6 Ruzyně

Česká republika DIČ: CZ27163628

Distribution list:

Shareholders:

J&T PRIVATE EQUITY GROUP LIMITED Klimentos, 41-43 KLIMENTOS TOWER 2nd floor, flat/office 22 Nicosia 1061 Cyprus

BRIDGEHILL LIMITED Spyrou Kyprianou, 18 Flat/Office 301 P.C. 1075 Nicosia Cyprus

- Board of Directors
- Supervisory Board
- Audit Committee
- Representative of the statutory auditor for 2018

