

Remuneration Policy of the Members of the Management Board and the Supervisory Board ACTION S.A.

1. Legal basis: Aims and objectives of the Policy

- 1.1. This Remuneration Policy for the members of the Management Board and the Supervisory Board has been introduced at ACTION S.A., with registered office in Zamienie, ul. Dawidowska 10, 05-500 Piaseczno, entered into the Register of Entrepreneurs of the National Court Register by the District Court for the Capital City of Warsaw in Warsaw, 14th Commercial Division of the National Court Register under number 0000214038, with share capital of PLN 1,873,700.00.
- 1.2. The remuneration policy for the members of the Management Board and the Supervisory Board of ACTION S.A. was prepared on the basis of Article 90 d. of the Act of 29 July 2005 on public offerings and the terms for introducing financial instruments to an organised trading system and on public companies.
- 1.3. The remuneration policy for members of the Management Board and Supervisory Board of ACTION S.A. was introduced in order to ensure greater corporate transparency, implementation of the business strategy, long-term interests and stability of the Company, as well as supervision by Shareholders of the remuneration of members of the Management Board and Supervisory Board and their effective influence on the remuneration policy.
- 1.4. The objectives set out in point 1.3 above and the promotion of Shareholder engagement in relation to the issue of remuneration of members of the Management Board and Supervisory Board are carried out through the implementation of solutions which set out a framework regulating the remuneration of the Management Board and Supervisory Board and enabling Shareholders to assess and express their views on the remuneration of members of the Management Board and Supervisory Board.
- 1.5. The remuneration policy for the members of the Management Board and the Supervisory Board of ACTION S.A. and its amendments must be adopted by the General Meeting by means of a resolution.

- 1.6. The members of the Management Board of ACTION S.A. are responsible for the information present in the remuneration policy for the members of the Management and Supervisory Boards of ACTION S.A..

2. Basic Terms Used in the Policy

Whenever the Remuneration Policy for Members of the Management Board and Supervisory Board of ACTION S.A. refers to:

- 2.1. **Policy or Remuneration Policy** – means this Remuneration Policy for the members of the Management Board and Supervisory Board of ACTION S.A.
- 2.2. **Supervisory Board** – means the Supervisory Board of ACTION S.A.
- 2.3. **Company** – means ACTION S.A.
- 2.4. **Act** – means the Act of 29 July 2005 on public offerings and the terms for introducing financial instruments to an organised trading system and on public companies.
- 2.5. **General Meeting** – means the General Meeting of ACTION S.A.
- 2.6. **Management Board** – means the Management Board of ACTION S.A.

3. Scope of the Policy

- 3.1. The remuneration policy includes in particular:
 - 3.1.1. a description of the fixed and variable components of remuneration, as well as bonuses and other monetary and non-monetary benefits which may be awarded to members of the Management Board and Supervisory Board;
 - 3.1.2. specifying of the mutual proportions of the components of remuneration referred to in point 3.1.1;
 - 3.1.3. an explanation of how the working and pay conditions of the Company's employees other than members of the Management Board and Supervisory Board have been taken into account in the establishment of the Remuneration Policy;
 - 3.1.4. indication of the duration of employment contracts, mandate contracts, contracts for specific work or other contracts of a similar nature with members of the Management Board and Supervisory Board, as well as indication of the periods and conditions for termination of these contracts, and if no contract was concluded with a member of the Management Board or Supervisory Board - indication of the type and duration of the legal relationship linking the member of the Management Board or Supervisory Board to the Company, as well as the period and conditions for termination of this legal relationship;
 - 3.1.5. a description of the main features of supplementary pension and early retirement schemes;

- 3.1.6.a description of the decision-making process followed to establish, implement and review the Remuneration Policy;
 - 3.1.7.a description of the measures taken to avoid or manage conflicts of interest relating to the Remuneration Policy;
 - 3.1.8.an indication of how the Remuneration Policy contributes to the objectives in terms of business strategy, long-term interests and sustainability of the Company.
- 3.2. The Remuneration Policy shall also contain a description of any significant changes introduced in relation to the previously applicable Remuneration Policy and a description of how the contents of the resolution referred to in Article 90g, section 6 of the Act or the results of the discussion referred to in Article 90g, section 7 of the Act have been incorporated into it.
- 3.3. The Remuneration Policy also sets out the rationale and procedure for temporary deviation from the Policy and the elements from which the Policy may be deviated from if this is necessary to pursue the long-term interests and financial stability of the Company or to guarantee its viability.
- 3.4. The Remuneration Policy also defines the scope of the General Meeting's authorisation for the Supervisory Board to detail the elements of the Policy set out in Article 90 d, section 3, point 1, section 4, point 1 and 4 as well as section 5 of the Act.

4. Principles of Remuneration of Members of the Management Board

- 4.1. **Description of the components of remuneration of members of the Management Board**
- 4.1.1.The Company calculates the remuneration of the members of the Management Board based on fixed and variable components.
 - 4.1.2. When appointing a member of the Management Board, the Supervisory Board shall specify the amount of fixed and variable remuneration and the rules for the dependence of variable remuneration on the achievement of management objectives in terms of financial and non-financial performance in the resolution appointing the member to the Management Board or in a separate resolution.
 - 4.1.2.1.The fixed components of remuneration include the basic salary. The fixed components of remuneration are paid monthly in a lump sum, independent of other remuneration components. Members of the Company's Management Board are also entitled to a severance payment in the event of removal from the Management Board amounting to 12 months' remuneration paid during the 12 months preceding the removal from the Management Board (without taking into account remuneration awarded as additional remuneration), payable in two instalments (the first within 7 days of the date of removal from the Management Board and the second within 7 days after the expiry of 6 months from the date of removal from the Management Board, provided that during these first 6 months the removed

Management Board Member did not carry out any activities competitive to the Company.

4.1.2.2. Variable remuneration components are paid for quarterly and annual periods. The amount of the variable remuneration components depends on financial and non-financial performance, formulated on the basis of transparent rules and criteria and in a manner that ensures effective implementation of the Remuneration Policy. The Company documents the process of determining remuneration amounts, setting management objectives and assessing the degree of achievement of such objectives.

4.1.2.3. The basis for determining the amount of variable remuneration for a given period is the assessment of the effects of achieving management objectives (in particular based on financial indicators such as: EBIDTA, revenue, profit, various forms of margin, the acquisition of specific customers or the value of partnerships with them, a specific financial purpose other than the previous one taking into account the current business strategy and the long-term interests and stability of the Company – in accordance with the specification of these criteria by the Supervisory Board), the Company's contribution to environmental protection, the consideration of social interests, taking measures aimed at preventing and eliminating the negative social effects of the Company's activities (in particular based on non-financial indicators such as: maintaining appropriate quality, environmental, consumer safety, information, supply chain, product management systems; programmes to reduce utility consumption and waste generation; promoting ethical, pro-social behaviour including those aimed at increasing the sense of community among the Company's employees, protection against discrimination (including in the case of reporting violations and maintaining a system of reporting them), maintaining safe and hygienic conditions of the Company's operations, conducting information, charitable, assistance campaigns and by other non-financial purposes or activities than the previous ones taking into account the current business strategy and the long-term interests and stability of the Company – in accordance with the specification of these criteria by the Supervisory Board). The period of service to be assessed may not be longer than the period of service in the position covered by the Policy.

4.1.2.4. The criteria adopted in the Policy, relating to financial and non-financial performance, for the award of variable components of remuneration contribute to the purpose of achieving the current business strategy, the sustainability strategy as well as the long-term interests and stability of the Company, as they are linked to factors directed to the growth of the Company's financial ratios and the continuation and development of the Company's policy on non-financial assumptions. The variable remuneration criteria shaped in this way link the motivation of the members of the Management Board to the interests of the Company.

- 4.1.2.5. In assessing individual performance and the fulfilment of financial and non-financial criteria for determining variable remuneration, the degree to which the management objectives set are achieved is taken into account. The assessment of the degree of achievement of management objectives is adjusted by a risk factor determined on the basis of the current market situation, which means that partial achievement of a given objective or criterion may be the basis for the award of variable remuneration at a reduced amount, appropriate to achievements. The fulfilment of individual criteria is assessed on the basis of data present in the Company's periodic reports, as well as on the basis of the Company's own analyses of the Supervisory Board and the Audit Committee of the Company.
- 4.1.2.6. The annual variable remuneration components (including any advances thereof) are paid after the end of the financial year for which the remuneration is accrued. Payment of variable remuneration is made after the period for which it is due, based on data from the Company's periodic report, including in particular the financial statements (with regard to financial criteria) and the declaration on non-financial information (with regard to non-financial criteria), confirmed by the statutory auditor's report. The Supervisory Board may determine the right to advance part of the variable remuneration subject to the determination of the members of the Management Board's achievement of management objectives and the determination of the amount of the payment due, provided that the amount of the advance may not exceed 50% of its maximum value provided for the financial year in question, if any.
- 4.1.2.7. Quarterly variable remuneration components are paid after the end of the quarter for which such remuneration is accrued and paid on the basis of data from the periodic report relating to the quarter published in accordance with the requirements applicable to public companies. The Supervisory Board may determine the right to advance a portion of the quarterly variable remuneration subject to the determination of the members of the Management Board's achievement of management objectives and the determination of the amount of the payment due, provided that the amount of the advance may not exceed 10% of its maximum value provided for the financial year, if any.
- 4.1.2.8. Variable remuneration components dependent on the achievement of management purposes: a) may be assigned or paid only if their assignment or payment does not affect the financial stability of the Company and does not threaten the continuity or stability of the Company's business, including the settlement of other obligations. In the event of a threat to the stability of the Company's business, payment of variable remuneration may be deferred for the duration of the above condition. b) are refundable if it is determined that they were not due in the amount paid, were paid during the deferral period in accordance with the Policy

- 4.1.3. The Supervisory Board may also grant members of the Management Board the right to bonuses and other non-monetary benefits, including those also available to other employees of the Company, in particular:
- 4.1.3.1. The right to use certain Company assets (in particular, company car, communication and IT equipment, credit card);
 - 4.1.3.2. the right to additional insurance (in particular personal and third-party liability);
 - 4.1.3.3. the right to benefit from additional non-wage benefits launched for those employed by the Company and permanently cooperating with the Company (private medical care, sports packages, diet);
 - 4.1.3.4. the right to participate in training to improve skills;
 - 4.1.3.5. the right to participate on a general basis in the Company's pension schemes (including PPK).
- 4.1.4. Members of the Management Board may also receive additional remuneration under Service Agreements, provided that these services do not overlap or interfere with the tasks performed as part of their appointment as a member of the Management Board of the Company. Service contracts contain a notice period of no more than 3 months.
- 4.1.5. The Company may grant remuneration to Management Board members in the form of financial instruments. Remuneration in the form of financial instruments may be granted during the term of office of a Management Board member and it is possible to acquire entitlement to remuneration in this form during this period. With regard to financial instruments granted as a form of remuneration, temporary restrictions on their disposal may be introduced, not exceeding 2 years. The granting of remuneration in the form of financial instruments contributes to the purpose of achieving the current business strategy and the long-term interests and stability of the Company as it increases the degree to which the interests of the Management Board members and, at the same time, the Company's shareholders are aligned with the interests of the Company.

4.2. **Salary Proportions**

- 4.2.1. The total annual value of variable remuneration components paid in addition to the basic remuneration is up to 10 times the total annual value of the basic remuneration payable to Management Board members.
- 4.2.2. The total annual value of bonuses and other non-monetary benefits awarded in addition to the basic remuneration is up to 2 times the total annual value of the basic remuneration due to Management Board members.
- 4.2.3. The total annual value of remuneration in the form of financial instruments granted in addition to basic remuneration amounts to up to 10 times the total annual value of basic remuneration due to Management Board members.

4.3. **Legal Position of Remuneration of Members of the Management Board**

4.3.1. The members of the Management Board of the current term of office perform their functions and receive their remuneration on the basis of the resolutions of the Supervisory Board on their appointment to the Management Board of the Company and on the award of their remuneration. The duration of the legal relationship between the members of the Management Board and the Company, resulting from the aforementioned resolutions of the Supervisory Board, is linked to the duration of their function on the Management Board. The principle term of office in the Board is 4 years. Following the election of the Management Board for a further term of office, this term of office will expire on 31 December 2028. The conditions for the termination of the legal relationship between the members of the Management Board of the current term of office are set out in the Commercial Companies Code (resolution of the Supervisory Board or the General Meeting to dismiss a member of the Management Board, resignation from office, expiry of term of office).

4.3.2. Persons appointed as members of the Management Board may perform their management functions on the basis of:

- 4.3.2.1. employment relationship exercised under an employment contract;
- 4.3.2.2. an assignment of Company management services (management contract) entered into for the duration of the Management Board member's term of office;

4.3.2.3. appointed by a resolution of the Company's governing body to serve as a member of the Management Board for the duration of the term of office.

4.3.3. The removal of members of the Management Board from their positions is determined by the Commercial Companies Code.

4.3.4. Members of the Executive Board may, in justified cases, request the Supervisory Board to change the legal basis of the established legal relationship and the remuneration principles, including changes to the fixed remuneration, variable remuneration and the value of non-monetary benefits.

5. Remuneration Principles for Members of the Supervisory Board

5.1. **Description of the components of remuneration for members of the Supervisory Board**

5.1.1. The Company calculates the remuneration of the Supervisory Board members based on fixed components. Subject to paragraphs 5.1.3. – 5.1.5. the remuneration of the members of the Supervisory Board shall be equal.

5.1.2. The Chairman of the Supervisory Board is entitled to a base salary 15-20% higher than that of the other members of the Supervisory Board.

- 5.1.3. Members of the Supervisory Board who are also members of the Audit Committee receive monthly additional remuneration in the form of a fixed monthly lump sum, as determined by resolution of the General Meeting.
- 5.1.4. The Chairman of the Audit Committee is entitled to a basic remuneration that is 15-20% higher than the basic remuneration of the other members of the Audit Committee as referred to in paragraph 5.1.3.
- 5.1.5. The General Meeting may also grant members of the Supervisory Board the right to bonuses and other non-monetary benefits also available to other employees of the Company, in particular:
 - 5.1.5.1. the right to use certain assets of the Company;
 - 5.1.5.2. the right to additional insurance (in particular third-party liability);
 - 5.1.5.3. the right to benefit from additional non-wage benefits launched for those employed by the Company and permanently cooperating with the Company (private medical care, sports packages);
 - 5.1.5.4. the right to participate in training to improve skills;
 - 5.1.5.5. the right to participate on a general basis in the Company's pension schemes (including PPK).
- 5.1.6. The Company does not allow for the possibility of additional remuneration of independent members of the Supervisory Board and members of the Audit Committee under Service Agreements, even if these services do not overlap or conflict with the tasks performed as part of the appointment as a member of the Supervisory Board of the Company.
- 5.1.7. The Company does not grant remuneration in the form of financial instruments to members of the Supervisory Board.

5.2. **Salary Proportions**

- 5.2.1. The Supervisory Board performs control functions and therefore the remuneration of the members of the Supervisory Board includes only fixed components, representing 100% of the remuneration, which are not dependent on the results obtained in the business areas it controls.

5.3. **Legal Basis for Remuneration of Members of the Supervisory Board**

- 5.3.1. The members of the Supervisory Board of the current term of office perform their control functions and receive remuneration on the basis of the resolutions of the General Meeting on their appointment to the Supervisory Board of the Company and the award of remuneration. The duration of the legal relationship between the members of the Supervisory Board and the Company, resulting from the aforementioned resolutions of the General Meeting, is linked to the duration of their term of office on the Supervisory Board. The principle term of office on the Supervisory Board is 3 years. The current term of office expires on 31 December 2025. The conditions for the termination of the legal relationship between the members of the Supervisory Board of the

current term are set out in the Commercial Companies Code, resolution of the General Meeting to dismiss a member of the Supervisory Board, resignation from office, expiry of term of office.

5.3.2. Persons appointed as members of the Supervisory Board may exercise their control functions on the basis of the resolution appointing them to the Board.

5.3.3. Members of the Supervisory Board may be removed from their office by a resolution of the General Meeting or the expiry of their term of office.

5.3.4. Members of the Supervisory Board may, in justified cases, request the Company to change its remuneration principles, including changes to the fixed remuneration and the value of non-monetary benefits.

6. Consideration of the Working and Pay conditions of the Company's Employees other than Members of the Management Board and Supervisory Board

6.1.1. The remuneration policy has been established taking into account the situation on the labour market, the commitment, experience and achievements of the members of the Management Board and Supervisory Board and the working and pay conditions of the Company's employees other than the members of the Management Board and Supervisory Board.

6.1.2. The pay and working conditions of the Company's employees other than the members of the Management Board and Supervisory Board were taken into account by analysing the components and amounts of these conditions and comparing them with the remuneration principles for the members of the Management Board and Supervisory Board, the specific nature of the role performed in the Company by the members of the Management Board, Supervisory Board, including the responsibility borne by them.

6.1.3. The Company also applies a system of variable remuneration and the granting of non-cash benefits to employees other than members of the Management Board and Supervisory Board.

7. Description of the Main Features of Supplementary Pension and Early Retirement Schemes

7.1. The Company allows members of the Management Board and members of the Supervisory Board, as well as employees of the Company other than members of the Management Board and the Supervisory Board, to participate in Employee Capital

Plans (PPK) on the same basis. The decision to participate in the Employee Capital Plans is made on an individual basis by the eligible person.

- 7.2. The Company does not offer early retirement schemes to members of the Management Board and Supervisory Board, or to employees of the Company other than members of the Management Board and Supervisory Board.

8. Description of Measures Taken to Avoid or Manage Conflicts of Interest Relating to the Remuneration Policy

- 8.1. In order to avoid or manage conflicts of interest of the members of the Management Board related to the Remuneration Policy, this Policy and the remuneration of the members of the Management Board, in accordance with Article 378 of the Commercial Companies Code, are determined by the members of the Supervisory Board based on the market level of executive remuneration.
- 8.2. Members of the Management Board may also receive additional remuneration under Service Agreements, provided that these services do not overlap or interfere with the tasks performed as part of their appointment as a member of the Management Board of the Company.
- 8.3. In order to avoid or manage conflicts of interest of the Supervisory Board members related to the Remuneration Policy, the amount of remuneration of the Supervisory Board members, in accordance with Article 392 of the Commercial Companies Code, is determined by the General Meeting of Shareholders of the Company based on the market level of remuneration of the controlling personnel. The Company does not allow for the possibility of additional remuneration of independent members of the Supervisory Board and members of the Audit Committee under Service Agreements, even if these services do not overlap or conflict with the tasks performed as part of the appointment as a member of the Supervisory Board of the Company.
- 8.4. The Supervisory Board, in its annual report referred to in point 14, analyses the risk of potential conflicts of interest. In the event that a conflict of interest is detected, the Supervisory Board informs the General Meeting of its occurrence in a report, and recommends that the conflict be resolved.

9. Description of the Decision-making Process Undertaken to Establish, Implement and Review the Remuneration Policy.

- 9.1. The Company pays remuneration to the members of the Management Board and the Supervisory Board only in accordance with the principles set out in the Remuneration Policy.
- 9.2. The Remuneration Policy for members of the Management Board and Supervisory Board of ACTION S.A. is accepted by the General Meeting by means of a

resolution. The draft Policy, prepared by the Management Board, is reviewed by the Supervisory Board. The Supervisory Board signals comments on the content of the Policy to the Management Board and expresses its position as part of its opinions on draft resolutions of the General Meeting.

- 9.3. If the General Meeting does not accept the Remuneration Policy, the Company shall pay remuneration in accordance with the previous practice or the previous Remuneration Policy. The amended Remuneration Policy is accepted by resolution at the next General Meeting.
- 9.4. A resolution on the Remuneration Policy is adopted at least every four years. A material change to the Remuneration Policy requires its acceptance by resolution by the General Meeting.
- 9.5. The Company shall promptly post the Remuneration Policy and the resolution on the Remuneration Policy, together with the date of its adoption and the results of the vote, on the website www.action.pl. These documents remain available on the website for at least as long as they are applicable.
- 9.6. During the term of the Policy, the Supervisory Board periodically reviews the Policy. The General Meeting, the Supervisory Board and the Management Board may request specific amendments to the Policy.

10. Description of How the Policy Contributes to the Business Strategy Objectives, Long-term Interests and Sustainability of the Company

- 10.1. This Remuneration Policy contributes to the business strategy and sustainability objectives, the long-term interests and the stability of the Company by setting a framework, transparent principles for the remuneration of the members of the Management Board and the Supervisory Board. The establishment of a remuneration framework makes it possible to calculate the remuneration of the members of the Management Board and Supervisory Board in advance and to include them in the Company's budget. In addition, the achievement of the aforementioned objectives is also supported by the possibility of temporarily deviating from the Policy if the Company's current financial situation so requires.

11. Description of Significant Changes from the previous Remuneration Policy

- 11.1. This document is the second version of the remuneration policy implemented in the Company.
- 11.2. In the second edition, references to the implementation of the sustainable development strategy (ESG) and related objectives have been introduced into the Remuneration Policy (sections 4.1.2.3., 4.1.2.4., 10.1.). In addition, in the second

version of the remuneration policy, references to the restructuring proceedings, which were terminated as of the date on which the order approving the arrangement concluded with the creditors became final (15 December 2020 - all additions of "under restructuring" have been removed, as well as the content in paragraph 4.1.2.8: "Payment of variable components of remuneration during the period of the Company's sanation proceedings, unless the financial results indicate the absence of the aforementioned risk and the Administrator has agreed to their payment; (...) As of the effective date of the Policy, the members of the Management Board of the current term of office are entitled to a one-off annual bonus for 2016, the payment of which has been withheld as a result of the opening of the sanitation proceedings against the Company."); the data concerning the current terms of office of the Company's Bodies have also been modified (sections 4.3.1. and 5.3.1.).

12. Authorisation from the General Meeting

12.1. The General Meeting empowers the Supervisory Board to detail the elements of the Policy set out in point. 4 (Principles of Remuneration of Members of the Executive Board), with regard to the determination of: (a) the detailed amount or ratios and bases for determining the fixed and variable components of remuneration (including the elements included in such remuneration), as well as bonuses and other monetary and non-monetary benefits that may be granted to the members of the Management Board and the Supervisory Board on the basis of the Policy, (b) the detailed criteria and their levels in terms of the Company's financial and non-financial performance for granting the variable part of the remuneration of the members of the Management Board, (c) the detailed conditions for granting remuneration to the members of the Management Board in the form of financial instruments, including the periods of entitlement to receive remuneration in this form and the temporal restrictions on their disposal.

13. Rationale and Procedure for Temporary Waiver of the Policy

13.1. If this is necessary for the long-term interests and financial stability of the Company or to guarantee its profitability, the Company's Supervisory Board may decide to temporarily deviate from the Remuneration Policy.

13.2. In particular, the Supervisory Board may depart from application of its provisions in a situation in which the Company's financial stability is threatened and its profitability cannot be guaranteed as a result of: a) failure to execute a material part of the budget assumptions; b) occurrence of force majeure events, including epidemics, threats of epidemics, emergencies; c) current labour market conditions, which could result in the Company's resignation from, or inability to recruit, members of the Management Board or the Supervisory Board; d) pending proceedings which

would result in at least partial restriction of the Management Board's own management.

- 13.3. A waiver of the Policy may not be enacted for more than one financial year at a time. The decision to temporarily waive the Policy is taken by the Supervisory Board. A temporary waiver of the Policy may concern decisions relating to the award, deferral of award or change of remuneration other than basic remuneration.

14. Reporting

- 14.1. The Supervisory Board of the Company prepares a remuneration report annually providing a comprehensive overview of remuneration, including all benefits, in whatever form, received by or due to individual members of the Management Board and Supervisory Board in the last financial year, in accordance with the Remuneration Policy. The members of the Company's Supervisory Board are responsible for the information present in the remuneration report.
- 14.2. The Supervisory Board also analyses the risk of potential conflicts of interest in its annual report. In the event that a conflict of interest is detected, the Supervisory Board informs the General Meeting of its occurrence in a report, and recommends that the conflict be resolved.
- 14.3. The remuneration report for each member of the Management Board and Supervisory Board shall include, in particular:
- 14.3.1. the amount of total remuneration, divided into fixed and variable components, and the proportions between these components;
 - 14.3.2. explanation of how total remuneration is consistent with the Remuneration Policy, including how it contributes to the Company's long-term performance;
 - 14.3.3. information on the manner in which the performance criteria were applied;
 - 14.3.4. information on the change, on an annual basis, of the remuneration, the Company's results and the average remuneration of the employees of this Company who are not members of the Management Board or the Supervisory Board, in the period of at least the last five financial years, in total, in a way that allows for comparison;
 - 14.3.5. remuneration from entities belonging to the same capital group within the meaning of the Accounting Act of 29 September 1994 (Journal of Laws 2019, items 351, 1495, 1571, 1655 and 1680);
 - 14.3.6. the number of financial instruments granted or offered and the main conditions for exercising rights from these instruments, including the price and the date of execution and their changes;
 - 14.3.7. information on the use of the option to claim back variable remuneration components;
 - 14.3.8. information on deviations from the procedure for implementation of the Remuneration Policy and deviations applied

pursuant to section 13.1, including an explanation of the rationale and procedure, and indication of the elements from which deviations have been applied;

14.3.9. information relating to financial years for which the Supervisory Board was not required to prepare a remuneration report may be given on the basis of estimates, where this is expressly indicated in the remuneration report, or omitted.

14.4. The report does not contain personal data of the members of the Management Board and the Supervisory Board as referred to in Article 9, section 1 of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation) (OJ Journal of the EU L 119 of 04.05.2016, p. 1, as amended).

14.5. Where the remuneration of members of the Management Board and Supervisory Board includes pecuniary or non-pecuniary benefits granted to those closest to such persons, the remuneration report shall include information on the value of such benefits.

14.6. The General Meeting passes a resolution giving its opinion on the remuneration report. The resolution is of an advisory nature.

14.7. In a company that is:

- 1) a small entity within the meaning of the Accounting Act of 29 September 1994, or
- 2) a company other than a small entity within the meaning of the Accounting Act of 29 September 1994, which in the financial year for which it draws up its financial statements and in the year preceding that financial year, and in the case of a company commencing operations or keeping its books in the manner prescribed by the Accounting Act of 29 September 1994 - in the financial year in which it commenced operations or keeping its books in the manner prescribed by that Act, did not exceed at least two of the following three quantities:
 - a) PLN 127 500 000 - in the case of total balance sheet assets at the end of the financial year,
 - b) PLN 255,000,000 - in the case of net revenue from the sale of goods and products for the financial year,
 - c) 250 persons - in the case of average annual FTE employment.

- instead of passing the resolution referred to in section 14.6, the General Meeting may discuss the remuneration report.

14.8. The remuneration report shall include an explanation of how the resolution referred to in paragraph 14.6. or the discussion referred to in paragraph 14.7. relating to the previous remuneration report has been taken into account in the report.

14.9. The company shall post the remuneration report on its website and make it available free of charge for at least 10 years after the end of the General Meeting referred to in paragraph 14.6. or paragraph 14.7. If the Company makes the remuneration report available after this period, the report does not include the personal data of the members of the Management Board and Supervisory Board.

14.10. The remuneration report shall be subject to the statutory auditor's assessment as regards the inclusion of the information required under the Act of 29 July 2005 on public offerings and the terms for introducing financial instruments to an organised trading system and on public companies.

15. Final Provisions 20180527~140406

15.1. The remuneration policy enters into force on the date of its adoption by the General Meeting.

15.2. The remuneration policy is subject to posting on the Company's website.

15.3. Any changes to the Policy require a resolution of the General Meeting.

