

Appendix no. 4 to Minutes no. 3/2023 of ACTION S.A. Supervisory Board's meeting of 24 April 2023

Report of the Supervisory Board of ACTION S.A. on remuneration for 2022.

The Supervisory Board of ACTION S.A. with its registered office in Zamienie conducted a comprehensive review of the remuneration of individual members of the Management Board and the Supervisory Board in accordance with the Remuneration Policy adopted by the Ordinary General Meeting of the Company pursuant to Resolution No. 12 of 30.06.2020. (hereinafter: "Remuneration Policy") and in accordance with the contents of Article 90 g. Act of 29.07.2005 on public offerings and conditions for the introduction of financial instruments to the organised trading system and on public companies (hereinafter: "Act on Offer"), submits this remuneration report (hereinafter: "the Report").

I. Introduction

The Supervisory Board is preparing the Report for the next period – 2022. The previous Remuneration Reports of the Supervisory Board of ACTION S.A. included: a) (in accordance with section 36.2 of the Act of 16.10.2019 amending the Act on public offer and conditions of introduction of financial instruments to the organised trading system and on public companies and some other acts) data for 2019 and 2020 in total; b) data for 2021.

The current reporting period coincides with the Company's implementation of the agreement concluded with its creditors in the remedial proceedings conducted against the Company pursuant to the Act of 15.05.2015. Restructuring Law in the period from 1.08.2016. (opening of proceedings) until 15.12.2020. (termination of the proceedings). The specifics of the remedial proceedings and the subsequent period of implementation of the agreement and its conditions determined the economic processes in the Company, aimed at further increasing its profitability and reducing operating costs.

As a consequence of these assumptions, also the execution of the Remuneration Policy took into account the fact of the implementation of the agreement with a simultaneous increase in the Company's financial parameters, published in subsequent periodic reports concerning 2022. Indeed, it should be emphasised that the Company's restructuring process was successful, not only in the dimension of its completion with a validly approved agreement with creditors, but also in terms of permanent, positive modifications to business models. This is because, despite the losses incurred by the Company in 2016-2018, the reporting period and the three years preceding it (2019–2021) were a time when the Company achieved a positive financial result. In 2019 in the amount of PLN 2,308 thousand, in 2020 in the amount of PLN 185,890 thousand, in 2021 in the amount of PLN 100,982 thousand, and in 2022 in the amount of PLN 49,491 thousand.

No changes were made to the Remuneration Policy during the reporting period. However, the Supervisory Board detailed the criteria of the Remuneration Policy to the extent set out in section 7 of Article 90d of the Act on offer and item 12 of the Remuneration Policy with regard to monetary benefits in 2022 on: a) 30.03.2022; b) 30.11.2022 detailed the criteria of the Remuneration Policy to the extent set out in section 7 of Article 90d of the Act on offer and item 12 of the Remuneration Policy with regard to non-monetary benefits in 2022.

The remuneration report for: a) the years 2019–2020 was the object of an opinion resolution of the General Meeting of the Company (Resolution No. 9 of the Ordinary General Meeting of ACTION S.A. of 27.05.2021); b) the year 2021 was the object of an opinion resolution of the General Meeting of the Company (Resolution No. 9 of the Ordinary General Meeting of ACTION S.A. of 22.06.2022) – pursuant to the provisions of Art. 90g. section 6 of the Act on Offer. In accordance with the content of the above resolutions, the Ordinary General Meeting of ACTION S.A. expressed a positive opinion on the Supervisory Board's Remuneration Report for 2019 and 2020 and for 2021. The aforementioned advisory resolutions of the General Meeting did not contain objections to the previous Remuneration Reports (for 2019–2020 and 2021, respectively), suggestions for changes to the remuneration system in force in the Company, as well as motions to modify the Remuneration Policy. In this connection, the Supervisory Board of the Company, pursuant to art. 90 g. section 8 of the Act on Offer, explains that, taking into account the position of the General Meeting contained in the

above-mentioned resolutions, it considers that the above elements of the Issuer's remuneration model function properly, which allows to continue decision-making and verification activities in the discussed scope based on them.

During the reporting period, the Company's governing bodies and supervisory bodies comprised:

Management Board:

Piotr Bieliński – President of the Management Board,
Sławomir Harazin – Vice-President of the Management Board.

Supervisory Board:

Iwona Bocianowska – Chairperson of the Supervisory Board,
Piotr Chajderowski – Vice-Chairperson of the Supervisory Board,
Adam Świtalski – Independent Member of the Supervisory Board,
Krzysztof Kaczmarczyk – Independent Member of the Supervisory Board,
Marek Jakubowski – Member of the Supervisory Board (Secretary of the Supervisory Board),

Piotr Chajderowski, Adam Świtalski and Krzysztof Kaczmarczyk are also members of the Company's **Audit Committee**.

II. The amount of total remuneration and remuneration from entities belonging to the same capital group of Management Board and Supervisory Board members, broken down into components and mutual proportions between these remuneration components

Information on total remuneration for the reporting period (2022) is presented below with comparative data from the previous year (2021), including supplementary information on remuneration paid in the reporting period for earlier periods (under "Extraordinary items"). The total remuneration data also includes remuneration values from entities belonging to the same capital group, reported under item VI. Reports.

Total remuneration (in PLN)

First and last name, function		Fixed remuneration			Variable remuneration		Extraordinary items	Pension costs	Total remuneration	Proportion of fixed / variable remuneration
		Basic remuneration	Fees	Additional benefits	Annual	Multiannual				
PIOTR BIELIŃSKI, PRESIDENT OF THE MANAGEMENT BOARD	2022	424,028.53	0	96,134.62	600,000.00**	0.00	500,000.00*****	3,906.78	1,624,069.93	32.27%/67.73%
	2021	420,600.00	0.00	84,247.62	1,400,000.00***	0.00	750,000.00****	3,572.16	2,658,419.00	19.12%/80.88%
SŁAWOMIR HARAZIN, VICE PRESIDENT OF THE MANAGEMENT BOARD	2022	422,557.17	0.00	75,030.38	600,000.00**	0.00	500,000.00*****	3,763.17	1,601,350.72	31.31%/68.69%
	2021	418,500.00	0.00	62,344.22	1,400,000.00***	0.00	750,000.00****	3,367.20	2,634,211.42	18.38%/81.62%
EDWARD WOJTYŚIAK, FORMER VICE PRESIDENT OF THE MANAGEMENT BOARD*	2022	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%/0%
	2021	0.00	0.00	0.00	0.00	0.00	312,000.00****	0.00	312,000.00	0%/100%
BOCIANOWSKA IWONA, CHAIRPERSON OF THE SUPERVISORY BOARD	2022	34,600.00	0	0	0	0	0	3,376.96	37,976.96	100%/0%
	2021	28,600.00	0.00	0.00	0.00	0.00	0.00	2,063.60	30,663.60	100%/0%
CHAJDEROWSKI PIOTR, MEMBER OF THE SUPERVISORY BOARD	2022	31,000.00	0	0	0	0	0	2,732.80	33,732.80	100%/0%
	2021	25,000.00	0.00	0.00	0.00	0.00	0.00	1,750.44	26,750.44	100%/0%

JAKUBOWSKI MAREK, MEMBER OF THE SUPERVISORY BOARD	2022	31,000.00	0	0	0	0	0	3,025.60	34,025.60	100%/0%
	2021	25,000.00	0.00	0.00	0.00	0.00	0.00	2,440.00	27,440.00	100%/0%
KACZMARCZYK KRZYSZTOF, MEMBER OF THE SUPERVISORY BOARD	2022	31,000.00	0	0	0	0	0	2,000.80	33,000.80	100%/0%
	2021	25,000.00	0.00	0.00	0.00	0.00	0.00	876.20	25,876.20	100%/0%
ŚWITALSKI ADAM, MEMBER OF THE SUPERVISORY BOARD	2022	31,000.00	0	465	0	0	0	3,025.60	34,490.60	100%/0%
	2021	25,000.00	0.00	375.00	0.00	0.00	0.00	2,440.00	27,815.00	100%/0%

* A member of the body did not hold office during the reporting period or the previous financial year.

** Variable remuneration paid in 2022 for quarters Q1, Q2 and Q3 of 2022. Due to the existence of financial and non-financial criteria in the determination of variable remuneration and adjustments related to the Company's implementation of the agreement, the amount of remuneration for the last quarter of 2022 cannot be determined and remuneration for these periods can be determined as due. These remunerations granted on the basis of Resolutions No. 1 and 2 of the Supervisory Board dated 9.12.2022. The amount of the aforementioned gross additional remuneration was: Piotr Bieliński PLN 600 thousand; Sławomir Harazin PLN 600 thousand. Remuneration awarded on the basis of sections 4.1. and 4.2. of the Remuneration Policy and the Specification of the "Remuneration Policy" to the extent defined in Article 90d section 7 of the Act on Offer and section 12 of the Remuneration Policy adopted on the basis of Resolution No. 10 of the Supervisory Board of 30.03.2022.

*** Variable remuneration paid in 2021 for Q1 and Q2 2021. Remuneration granted on the basis of Resolutions No. 2 and 3 of the Supervisory Board of 27.09.2021 and Resolutions No. 2 and 3 of the Supervisory Board of 21.12.2021. The gross amount of the aforementioned additional remuneration totalled: Piotr Bieliński PLN 1,400 thousand; Sławomir Harazin PLN 1,400 thousand. Remuneration awarded on the basis of sections 4.1. and 4.2. of the Remuneration Policy and the Specification of the "Remuneration Policy" to the extent defined in Article 90d section 7 of the Act on Offer and section 12 of the Remuneration Policy adopted pursuant to Resolution No. 2 of the Supervisory Board of 28.04.2021. Due to the existence of financial and non-financial criteria in the determination of variable remuneration and adjustments related to the Company's implementation of the agreement, the amount of remuneration for the remaining quarters of 2021 could not be determined in 2021 and the remuneration for these periods could be determined as due. Remuneration for the remaining periods of 2021 was paid in 2022 and included in the data for that period, as described to item ***** below. These remunerations granted on the basis of Resolutions No. 2 and 3 of the Supervisory Board dated 19.05.2022. The amount of the aforementioned gross additional remuneration was: Piotr Bieliński PLN 500 thousand; Sławomir Harazin: PLN 500 thousand. Remuneration awarded on the basis of sections 4.1. and 4.2. of the Remuneration Policy and the Specification of the "Remuneration Policy" to the extent defined in Article 90d section 7 of the Act on Offer and section 12 of the Remuneration Policy adopted on the basis of Resolution No. 2 of the Supervisory Board of 28.04.2021.

**** In 2021, members of the Management Board and a former member of the Management Board were paid: a) additional remuneration for 2016, granted on the basis of Resolutions No. 2–4 of the Management Board of 15.12.2016, amended by Resolutions No. 1–3 of the Supervisory Board of 10.02.2021. The amount of the aforementioned gross additional remuneration amounted to: Piotr Bieliński PLN 250 thousand; Sławomir Harazin PLN 250 thousand; Edward Wojtysiak PLN 42 thousand. The Remuneration Policy provided for the payment of these remunerations in section 4.1.2.8: "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 remedial proceedings against the Company."; b) additional remuneration additional remuneration for 2020, granted on the basis of Resolutions Nos. 3 and 4 of the Supervisory Board of 28.04.2021. The gross amount of the aforementioned additional remuneration was: Piotr Bieliński PLN 500 thousand; Sławomir Harazin: PLN 500 thousand. Remuneration awarded on the basis of sections 4.1. and 4.2. of the Remuneration Policy and the Specification of the "Remuneration

Policy" to the extent defined in Article 90d section 7 of the Act on Offer and section 12 of the Remuneration Policy adopted on the basis of Resolution No. 2 of the Supervisory Board of 28.04.2021; c) a severance payment for a former Management Board member in connection with their dismissal from their function on 12.10.2017 in the gross amount of PLN 270 thousand. The entitlement to the severance payment results from Resolution No. 2 item 2 of the ACTION Supervisory Board of 18.07.2016 and section 4.1.2.1 of the Remuneration Policy. The amount of the severance payment was determined by the settlement agreement and prior payment of the severance payment was not possible due to the ongoing remedial proceedings of the Company.

***** In 2022, members of the Management Board were paid additional remuneration for the third and fourth quarters of 2021, granted on the basis of Resolutions No. 2 and 3 of the Management Board dated 19.05.2022. Piotr Bieliński PLN 500 thousand; Sławomir Harazin: PLN 500 thousand. Remuneration awarded on the basis of sections 4.1. and 4.2. of the Remuneration Policy and the Specification of the "Remuneration Policy" to the extent defined in Article 90d section 7 of the Act on Offer and section 12 of the Remuneration Policy adopted on the basis of Resolution No. 2 of the Supervisory Board of 28.04.2021.

In addition, the Chairperson of the Supervisory Board provides services to the Company as part of her business activities. As the remuneration on this account is not related to the performance of functions on the basis of an appointment to the Supervisory Board, but is due for other types of services provided on the basis of a separate legal relationship, it is not included in the remuneration presented in the table above. The amount of this remuneration was therefore taken into account separately and amounted in 2022 to PLN 161,130.00 gross (that is, including value added tax). As the Chairperson of the Supervisory Board does not act as an independent member of the Supervisory Board, the Remuneration Policy provides for the payment of the benefits described above in section 5.1.6, stating: "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."

III. Explanation of how total remuneration is consistent with the Remuneration Policy, including how it contributes to the Company's long-term performance

The total remuneration of the Management Board and Supervisory Board members is in accordance with the Remuneration Policy. In accordance with its provisions, the rule is that the Company calculates remuneration: a) for Management Board members based on fixed and variable components (section 4.1.1. of the Remuneration Policy); b) for Supervisory Board members based on fixed components (section 5.1.1. of the Remuneration Policy).

In addition, pursuant to sections 4.1.3. and 5.1.5. of the Remuneration Policy, Management Board and Supervisory Board members may be entitled to bonuses and other non-monetary benefits, including those also available to other employees of the Company, in particular: the right to use certain Company assets (in particular a company car, communication and IT devices, a credit card); the right to additional insurance (in particular personal and third-party liability insurance); the right to use additional non-wage benefits launched for persons employed by the Company and permanently cooperating with the Company (private medical care, sports packages, allowance); the right to participate in training for the purpose of improving qualifications; the right to participate, on general rules, in the pension schemes operating in the Company (including Employee Capital Plan). 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 (section 4.1.4. of the Remuneration Policy). In the case of the Supervisory Board, this rule does not apply to independent members of the Supervisory Board as well as to members of the Audit Committee (section 5.1.6. of the Remuneration Policy).

During the reporting period (year 2022), remuneration was paid to the members of the Management Board and the Supervisory Board in the form of fixed remuneration, basic remuneration and rights to non-monetary benefits.

In addition, variable remuneration was paid and awarded to Management Board members. In accordance with section 4.1.2.2 of the Remuneration Policy, 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. 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, the taking of 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 and reporting), 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. (section 4.1.2.3 of the Remuneration Policy). 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 (sections 4.1.2.6.–4.1.2.7. of the Remuneration Policy).

The aforementioned assumptions of the Remuneration Policy were further clarified in the "Remuneration Policy" Specification adopted by the Supervisory Board within the scope set out in Article 90d section 7 of the Act on Offer and section 12 of the Remuneration Policy (on the basis of Resolution No. 2 of the Supervisory Board of 30.03.2022 with regard to monetary benefits and Resolution No. 2 of the Supervisory Board of 30.11.2022 with regard to non-monetary benefits). The rules formulated in these documents are presented in item IV. Reports.

No remuneration in the form of financial instruments was paid or awarded in 2022.

The values of remuneration paid during the reporting period were also in accordance with the Remuneration Policy. Based on sections 4.2.1.–4.2.3. of the Remuneration Policy, the following remuneration proportions for Management Board members apply in the Company:

- 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;
- 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;
- 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.

With regard to the Supervisory Board, the above is regulated by section 5.2.1. of the Remuneration Policy, stipulating that 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.

The types and amounts of remuneration presented above corresponded to the economic situation of the Company in 2022. Further increases in the main financial indicators and the fulfilment of non-financial criteria allowed for the granting of additional remuneration to Management Board members. At the same time, the Management Board of the Company is mindful of the need to meet the agreement liabilities as stated in the agreement with the creditors. For these reasons,

the variable remunerations awarded and paid to Management Board members in 2022 have been adjusted downwards at the request of those entitled to them. These assumptions are in line with the Remuneration Policy. Pursuant to section 4.1.2.8. of the Remuneration Policy, variable remuneration components dependent on the achievement of management purposes may be assigned or paid only if their assignment or payment does not affect their financial stability of the Company and does not threaten the continuity or stability of the Company's business, including the settlement of other obligations.

The rules described above for the attribution and payment of total remuneration to Management Board and Supervisory Board members and the purposes of such remuneration during the reporting period undoubtedly contributed to the Company's long-term performance. At present, the Company's primary purpose is to implement the agreement and to continuously improve the financial ratios, to realise the current business strategy and the long-term interests and stability of the Company, and to continue and develop the Company's policy on non-financial assumptions. The Company's financial results for 2022 indicated in item I. above confirm that the effectiveness of the remuneration system is linked to the described long-term performance of the Company. In connection with the return (after completion of the remedial proceedings) to typical business conditions and the need to achieve the above-mentioned long-term purposes, there is a greater impact of linking the motivation elements of Management Board members to the Company's interests when formulating remuneration rules.

IV. Information on the manner in which the performance criteria were applied

As stated in items II. and III. above, remuneration was paid in 2022 based on performance criteria. These criteria in the Company's remuneration system refer to variable remuneration. The Remuneration Policy provides for the above criteria related to the various facets of the Company's operation and its market environment – as indicated in item III. Report (section 4.1.2.3. of the Remuneration Policy). The fulfilment of the performance criteria is a necessary condition for the award of additional variable remuneration.

The Supervisory Board has drawn up a Specification of the "Remuneration Policy" within the scope set out in Article 90d section 7 of the Act on offer and section 12 of the Remuneration Policy, adopted on the basis of Resolution No. 10 of the Supervisory Board of 30.03.2022 with regard to monetary benefits. According to this document, additional variable remuneration is based on financial and non-financial criteria. Additional remuneration may be determined and paid when the Company shows a net profit in a settlement period. In such case, the additional remuneration is calculated for each Management Board member on net profit (taking into account the limits set out in item 4.2. of the Remuneration Policy) according to the following criteria: 1) financial: a) achievement of the assumed revenue plan of not less than 80%; b) gross margin on sales may not have a negative deviation of more than 1.5 p.p. in relation to the levels of the revenue plan for a given settlement period; c) net profit taken into account for the calculations is cleared of one-off events; 2) non-financial ones assessed in terms of impact on the Company's operations, taking into account the current business strategy and the Company's long-term interests and stability in terms of: a) assessment of environmental activities; b) maintenance of management systems: quality, safety, information; c) conducting responsible communication: internal, external; d) maintenance and improvement of working conditions. The achievement of the financial purposes allow for up to 62.5% of additional remuneration and the non-financial purposes up to 37.5% of additional remuneration.

Moreover, the Supervisory Board has drawn up a Specification of the "Remuneration Policy" within the scope set out in Article 90d section 7 of the Act on offer and section 12 of the Remuneration Policy, adopted on the basis of Resolution No. 2 of the Supervisory Board of 30.11.2022 with regard to monetary benefits. In accordance with the solution adopted in this respect, the scope of non-monetary remuneration of the Members of the Management Board of the Company includes, for the duration of their functions on the Management Board of the Company, the following permanent rights: a) the right to use certain assets of the Company, in particular – a company car (together with the payment of the costs of: compulsory and voluntary vehicle insurance, fuel, road and motorway tolls, car wash, vehicle consumables and repairs); – communication devices (mobile phone with coverage of calls, data downloads, Internet) and IT, credit card for business expenses; b) the right to additional insurance (in particular, personal and third-party liability insurance); c) the right to enjoy additional non-wage benefits (private medical care, sports packages, business travel allowance); d) the

right to participate in training courses for the purpose of improving qualifications; e) the right to participate, on general principles, in the pension schemes operating in the Company (including Employee Capital Plan). At the same time, the Supervisory Board determined that the total annual value of non-monetary benefits granted to members of the Management Board of the Company in addition to the basic remuneration is up to 50% of the total annual value of the basic remuneration due to members of the Management Board.

The criteria adopted in the Remuneration Policy, relating to financial and non-financial performance, for the award of variable components of cash remuneration contribute to the purpose of achieving the current business strategy and 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 (including the determination of the scope and amount of non-monetary benefits) result in linking the motivation of Management Board members to the interests of the Company. These criteria are clarified in the Determination of the "Remuneration Policy" to the extent specified in Article 90d section 7 of the Act on offer and section 12 of the Remuneration Policy. Based on these assumptions, the Supervisory Board applies the performance criteria. The purposes of the financial and non-financial criteria are presented by the Management Board and require the approval of the Supervisory Board.

The Remuneration Policy also provides for a method of assessing the fulfilment of the performance-related criteria, indicating in section 4.1.2.5 that the degree of achievement of the stated management objectives is taken into account when assessing individual performance and the fulfilment of the financial and non-financial criteria determining the variable remuneration. The assessment of the degree of achievement of management objectives is adjusted by a risk factor based on the current market situation, which means that partial achievement of a particular purpose or criterion may be the basis for awarding variable remuneration at a reduced, performance-based amount. The fulfilment of individual criteria is assessed and verified by the Supervisory Board based on the data contained in the Company's periodic reports, as well as on the basis of the Supervisory Board's and the Company's Audit Committee's own analyses.

V. 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

Pursuant to Article 90g section 2 item 4) of the Act on offer, the Report contains information on the annual change in remuneration, the Company's results and the average remuneration of employees of this Company who are not Management Board or Supervisory Board members. This information is included in the table below.

Comparative table of remuneration and performance of the Company over the last 5 reported financial years

Annual change	2017/2018	2018/2019	2019/2020	2020/2021	2021/2022	2022
Remuneration of members of the Management Board and Supervisory Board in PLN '000						
Piotr Bieliński	447/428	428/463	463/497	497/2,658	2,658/	1,624
Sławomir Harazin	594/640	640/613	613/466	466/2,634	2,634/	1,601
Edward Wojtysiak	384 (456)**/0*	0*/0*	0*/0*	0*/312*	312*/0*	0*
Iwona Bocianowska	22/24	24/26	26/26	26/31	31/38	38
Piotr Chajderowski	18/18	18/20	20/20	20/27	27/34	34
Krzysztof Kaczmarczyk	18/18	18/18	18/19	19/26	26/33	33
Adam Świtalski	9(18)**/18	18/20	20/20	20/28	28/34	34
Marek Jakubowski	18/20	20/22	22/22	22/27	27/34	34
Piotr Kosmala	0*/2***	2***/3***	3***/2***	2***/0*	0*/0*	0*
Karol Orzechowski	9(18)**/0*	0*/0*	0*/0*	0*/0*	0*/0*	0*

The Company's results (net profit/loss) in PLN '000						
	-47,871/-35,704	-35,704/2,308	2,308/185,890	185,890/ 100,982	100,982/49,491	49,491
Average remuneration calculated as full-time employees of the Company's employees who are not members of the Management Board or the Supervisory Board in PLN '000.						
	6/7	7/6	6/7	7/7	7.2/8.0	8.0

* A member of the body did not hold office during the financial year.

** Amounts in brackets indicate remuneration on an annual basis for members of the body who commenced or ceased to hold office during the financial year.

*** Remuneration for serving on the supervisory board of a subsidiary.

VI. Remuneration from entities belonging to the same capital group within the meaning of the Accounting Act of 29 September 1994 (Journal of Laws of 2021, item 217, 2105 and 2106 and of 2022, item 1488)

Information on remuneration from entities belonging to the same capital group for the reporting period (2022) is presented below, together with comparative data from the previous year (2021). The total remuneration data reported in item II. Reports, also include the following remuneration values from entities belonging to the same capital group.

First and last name, function		Fixed remuneration			Variable remuneration		Extraordinary items	Pension costs	Total remuneration	Proportion of fixed / variable remuneration
		Basic remuneration	Fees	Additional benefits	Annual	Multiannual				
PIOTR BIELIŃSKI, PRESIDENT OF THE MANAGEMENT BOARD	2022	40,028.53	0.00	0.00	0.00	0.00	0.00	3,906.78	43,935.31	100%/0%
	2021	36,600.00	0.00	0.00	0.00	0.00	0.00	3,572.16	40,172.16	100%/0%
SLAWOMIR HARAZIN, VICE PRESIDENT OF THE MANAGEMENT BOARD	2022	38,557.17	0.00	0.00	0.00	0.00	0.00	3,763.17	42,320.34	100%/0%
	2021	34,500.00	0.00	0.00	0.00	0.00	0.00	3,367.20	37,867.20	100%/0%
BOCIANOWSKA IWONA, CHAIRPERSON OF THE SUPERVISORY BOARD	2022	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%/0%
	2021	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%/0%
CHAJDEROWSKI PIOTR, MEMBER OF THE SUPERVISORY BOARD	2022	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%/0%
	2021	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%/0%
JAKUBOWSKI MAREK, MEMBER OF THE SUPERVISORY BOARD	2022	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%/0%
	2021	0.00*	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%/0%
KACZMARCZYK KRZYSZTOF, MEMBER OF THE SUPERVISORY BOARD	2022	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%/0%
	2021	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0%/0%
ŚWITALSKI ADAM, MEMBER OF THE SUPERVISORY BOARD	2022	0.00	0.00	465.00	0.00	0.00	0.00	0.00	0.00	100%/0%
	2021	0.00	0.00	375.00	0.00	0.00	0.00	0.00	0.00	100%/0%

* In the Remuneration Report for 2021, this item indicated a value of PLN 25,000. After verification of the data, it was found that such a benefit was neither granted nor paid, and the value given was PLN 0.

VII. 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

According to the information contained in items II. and III. above, no remuneration in the form of financial instruments was paid in 2022. It should be added, however, that the Remuneration Policy provides for the above form of remuneration in respect of Management Board members. Pursuant to section 4.1.5 of the Remuneration Policy, 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.

VIII. Information on the use of the option to claim back variable remuneration components

In 2022, the Company did not make use of the possibility to request the reimbursement of variable remuneration components as there were no prerequisites to formulate remuneration reimbursement requests during the reporting period.

The Remuneration Policy provides for the possibility for the Company to use the possibility to request the return of variable remuneration components. Pursuant to the wording of section 4.1.2.8. b) of the Remuneration Policy, the described remuneration components are subject to remuneration reimbursement in case it is determined that they were not due in the amount paid or were paid during the deferment period pursuant to the Remuneration Policy.

IX. Information on deviations from the procedure for implementation of the Remuneration Policy and deviations applied pursuant to Article 90f of the Act on Offer, including an explanation of the rationale and procedure, and indication of the elements from which deviations have been applied

The Remuneration Policy was adopted by the Annual General Meeting of the Company on the basis of Resolution No. 12 of 30.06.2020. This therefore occurred within the deadline set out in Article 36, section 1 of the Act of 16.10.2019 amending the Act on public offer and conditions for introducing financial instruments into the organised trading system and on public companies and certain other acts.

The Company has published the Remuneration Policy and the resolution on its adoption on its website, at: <https://www.action.pl/pl/inwestor/spolka/polityka-wynagrodzen>, pursuant to Article 90 e. section 5 of the Act on Offer. The Remuneration Policy itself contains all the elements set out in Article 90 d. and Article 90 f. of the Act on Offer as well. The Remuneration Policy is also applied to remuneration relations with members of the Management Board and Supervisory Board.

Accordingly, there were no deviations from the Remuneration Policy implementation procedure during the reporting period.

With regard to deviations from the application of the Remuneration Policy set out in Article 90f of the Act on Offerings (due to the fact that this is necessary to realise the long-term interests and financial stability of the company or to guarantee its profitability), the Supervisory Board has so far not made any decisions on temporary deviations from the application of the Remuneration Policy.

It should be mentioned that pursuant to sections 13.2. and 13.3. of the Remuneration Policy, the Supervisory Board may depart from application of its provisions in a situation where 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. Deviation from the Remuneration Policy may last temporarily (up to one financial year) and concern decisions on remuneration other than basic remuneration.

In addition, the Remuneration Policy introduces fixed assumptions regarding the limitation of the payment of variable remuneration components. Pursuant to section 4.1.2.8 of the Remuneration Policy, payment of these components may be made when their allocation or payment does not affect their financial stability of the Company and does not threaten the continuity or stability of the Company's business, including the regulation of other obligations. During the period of the Company's remedial proceedings, the Administrator's approval for their payment was required.

X. Information on the value of monetary or non-monetary benefits granted for the benefit of the Management Board and Supervisory Board members' immediate family members in the event that the remuneration of the Management Board and Supervisory Board members includes such benefits

In 2022, remuneration of President of the Management Board Piotr Bieliński included non-monetary benefits enabling their use by the persons closest to him in the amount of PLN 14,957.04. The value of these benefits was included in the Management Board member's total remuneration for the period.

With regard to other Management Board and Supervisory Board members, such benefits were not included in their remuneration.

XI. Information given on the basis of estimates concerning financial years for which the Supervisory Board was not required to prepare a remuneration report

The information provided in the Report concerning financial years for which the Supervisory Board was not required to prepare a remuneration report is based on the data contained in the published financial statements of the Company and its Capital Group.

XII. Information on personal data of Management Board and Supervisory Board members

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).

Zamienie, 24 April 2023

Iwona Bocianowska

Piotr Chajderowski

Adam Świtalski

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Krzysztof Kaczmarczyk

.....

Marek Jakubowski

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