

Registration of amendments to PKP CARGO S.A.'s Articles of Association

Current Report No. 29/2023 of 10 August 2023

Legal basis (selected in ESPI):

Article 56(1)(2) of the Act on Offerings – current and periodic information.

With reference to Current Report No. 23/2023 of 29 June 2023, the Management Board of PKP CARGO S.A. (“Company”) hereby reports that the Company received information that the District Court for the Capital City of Warsaw, 12th Commercial Division of the National Court Register, today registered the amendments to the Company’s Articles of Association adopted by Resolutions Nos. 51/2023, 56/2023, 57/2023 and 60/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. held on 29 June 2023.

The Court registered the following amendments to the Company’s Articles of Association:

1) The amendment was adopted by Resolution No. 51/2023 of the Ordinary Shareholder Meeting. The amendment changed the wording of §5(4) of the Company’s Articles of Association, which currently reads as follows:

“4. The Company performs tasks related to the universal duty of defense and civil defense arising from the provisions of common law. The coordination of tasks performed by the Company in respect to the universal duty of defense is subordinated to the President of the Management Board of PKP S.A. The tasks performed by the Company under the universal duty of defense are executed and financed on the terms and conditions described in separate regulations.”.

2) The amendment was adopted by Resolution No. 56/2023 of the Ordinary Shareholder Meeting. The amendment changed the wording of §16(10) of the Company’s Articles of Association, which currently reads as follows:

“10. Special powers of the President of the Management Board include the performance of defense tasks in the Company arising from the provisions of the common law.”

3) The amendment was adopted by Resolution No. 57/2023 of the Ordinary Shareholder Meeting. The amendment changed the wording of §17(1) of the Company’s Articles of Association, which currently reads as follows:

“1. The Management Board is required to submit to the Supervisory Board, at least on a quarterly basis, the information and reports referred to in Article 380¹ § 1 and 2 of the Commercial Company Code, within the dates specified by the Supervisory Board in the pertinent resolution.”.

4) The amendment was adopted by Resolution No. 60/2023 of the Ordinary Shareholder Meeting. The amendment changed the wording of §26(3) of the Company’s Articles of Association, which currently reads as follows:

“3. The Supervisory Board appoints the nominations committee, which consists of at least three Supervisory Board members, including at least one Supervisory Board Member meeting the independence criteria and appointed in the manner specified in § 20 and 21 above, who serves as the chairperson.”.