

Item 3 of the agenda of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring

**Resolution No. .... /2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to appoint Chairperson of the Extraordinary Shareholder Meeting of PKP  
CARGO S.A.**

**§ 1**

Pursuant to § 10 Section 1 of the PKP CARGO S.A. in restructuring Articles of Association in conjunction with Article 409 § 1 of the Commercial Company Code, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring hereby appoints Mr./Ms. .... as Chairperson of the Extraordinary Shareholder Meeting of PKP CARGO S.A. convened for 7 October 2024.

**§ 2**

This Resolution shall come into force on the date of its adoption.

Item 5 of the agenda of the Extraordinary Shareholder Meeting of PKP CARGO S.A.

**Resolution No. ....../2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A.  
of ..... 2024**

**to accept the agenda for the PKP CARGO S.A. in restructuring  
Extraordinary Shareholder Meeting**

**§ 1**

The following agenda is hereby adopted for the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring convened for 7 October 2024 ("Extraordinary Shareholder Meeting"):

1. Open the Extraordinary Shareholder Meeting.
2. Prepare an attendance record.
3. Adopt a resolution to appoint Chairperson of the Extraordinary Shareholder Meeting.
4. Assert that the Extraordinary Shareholder Meeting has been convened correctly and is capable of adopting resolutions.
5. Adopt the meeting agenda.
6. Adopt a resolution to amend the Articles of Association of PKP CARGO S.A. in restructuring
7. Adopt a resolution to amend the composition of the Supervisory Board of PKP CARGO S.A. in restructuring.
8. Adopt to resolution to selection of an audit firm to certify the Company's sustainable development reporting for 2024 and 2025
9. Other business.
10. Adjourn the meeting.

**§ 2**

This Resolution shall come into force on the date of its adoption.

Item 6 of the agenda of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring

**Resolution No. .... /2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to amend § 14 section 1 of the Company's Articles of Association**

Pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 sec. 1 of the Articles of Association, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring hereby resolves as follows:

**§ 1**

In § 14 section 1 of the Articles of Association reading as follows:

*"1. The Management Board consists of one to five members, including the President of the Management Board, appointed for a joint term of office lasting three full financial years. The Supervisory Board may entrust a member of the Management Board with the function of Vice-President of the Management Board."*

shall read as follows:

*"1. The Management Board shall consist of one to six members, including the President of the Management Board, appointed for a joint term of office lasting three full financial years. The Supervisory Board may entrust a member of the Management Board with the function of Vice-President of the Management Board."*

**§ 2**

This Resolution shall come into force on the date of its adoption.

**Justification:**

The Management Board assesses that in connection with the scale of challenges facing PKP CARGO S.A. in restructuring (hereinafter also referred to as the "Company" or "PKP CARGO S.A."), also taking into account the size of the Company itself and the PKP CARGO S.A. Capital Group, in the coming years it is necessary to strengthen the competences of the management body in the Company and increase the number of Management Board members to 6 people. In the opinion of the Management Board, increasing the number of Management Board members will help to operate in an efficient and professional manner and to conduct the Company in the most optimal manner in the near future.

Item 6 of the agenda of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring

**Resolution No. .... /2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to amend § 14 section 5, section 6 and § 25 section 3 pt 4  
of the Company's Articles of Association**

Pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 sec. 1 of the Articles of Association, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring hereby resolves as follows:

**§ 1**

In § 14 section 5 of the Articles of Association reading as follows:

*"5. The Supervisory Board selects one member of the Management Board from among candidates presented by the Company's employees. The candidate should have higher education, at least 5 years of work experience in the PKP capital group and not have a criminal record. Failure to appoint an employee representative to the Management Board shall not prevent the appointment of the Management Board and its effective adoption of resolutions. The Company's employees were granted the right referred to in the first sentence above in connection with Art. 4 sec. 4 of the Act on the commercialization and restructuring of PKP and the provisions of the Employee Guarantee Pact."*

is erased, therefore shall read as follows:

*„5. (erased).”*

**§ 2**

In § 14 section 6 of the Articles of Association reading as follows:

*"6. The appointment of members of the Management Board (including the President of the Management Board and the member of the Management Board referred to in paragraph 5 above) shall be made in accordance with the following principles:*

- 1) the appointment of members of the Management Board (including the President of the Management Board and the member of the Management Board referred to in section 5 above) shall take place after conducting a qualification procedure, the principles and procedure of which are specified in this Articles of Association and the regulations adopted by the Supervisory Board (**the "Regulations for the Appointment of Members of the Management Board"**), subject to the provisions of the Act on the principles of managing state property; the Regulations for the Appointment of Members of the Management Board specify in particular the qualifications subject to assessment when selecting candidates for individual positions in the Management Board; amending the Regulations for the Appointment of Members of the Management Board requires the consent of*

at least one member of the Supervisory Board who meets the criterion of independence and is appointed pursuant to the principles specified in § 20 and 21 below;

- 2) the nomination committee participates in the procedure for appointing members of the Management Board;
- 3) unless the Supervisory Board decides otherwise, the qualification procedure for the position of a member of the Management Board shall be prepared, organised and conducted by a professional personnel consulting company ("**Recruitment Consultant**") selected by a resolution of the Supervisory Board under the principles set out in the Regulations for the Appointment of Members of the Management Board;
- 4) the Recruitment Advisor participating in the qualification procedure shall prepare a written opinion containing at least an indication of meeting the required criteria and a recommendation regarding individual candidates; if none of the candidates meet the required criteria for the position of a member of the Management Board, the qualification procedure shall be terminated without a decision and the Supervisory Board shall initiate a new qualification procedure;
- 5) the appointment of a member of the Management Board shall be made exclusively from among the candidates participating in the qualification procedure. The nomination committee shall present to the Supervisory Board a recommendation concerning the candidates, taking into account the information obtained during the qualification procedure.
- 6) the nomination committee adopts the minutes of the conducted qualification procedure; the Company makes the content of the minutes of the qualification procedure publicly available within 7 days from the date of adoption in the form and on the principles specified in the Regulations for the Appointment of Members of the Management Board, including in the form of a current report and by publishing it on the Company's website;
- 7) after each change to the Regulations for the Appointment of Management Board Members, the nomination committee prepares a written report containing information on the changes introduced;
- 8) the Company covers the costs of the qualification procedure, including the remuneration of the Recruitment Advisor;"

shall read as follows:

"6. The appointment of members of the Management Board (including the President of the Management Board) and the provisions of the Act on the principles of state property management:

- 1) the Supervisory Board appoints members of the Management Board after conducting a qualification procedure aimed at verifying and assessing the qualifications of the candidates;
- 2) the qualification procedure is conducted on the basis of the regulations for appointing members of the Management Board adopted by the Supervisory Board, with the reservation that the Supervisory Board, when initiating the qualification procedure for the position of a member of the Management Board, may specify different rules for the qualification procedure;
- 3) the nomination committee participates in the procedure for appointing members of the Management Board;

- 4) *the announcement of the qualification procedure is published on the Company's website;*
- 5) *a candidate for a member of the Management Board may be a person who meets the requirements specified in the applicable mandatory provisions of law."*

### **§ 3**

In § 25 section 3 pt 4 of the Articles of Association reading as follows:

*"4) appointing and dismissing the President of the Management Board on the principles set out in § 14 sec. 4 and sec. 6 and a member of the Management Board from among candidates presented by employees on the principles set out in § 14 sec. 5 and sec. 6;"*

shall read as follows:

"4) appointing and dismissing the President of the Management Board on the principles specified in § 14 sec. 4 and sec. 6;"

### **§ 4**

This Resolution shall come into force on the date of its adoption.

#### **Justification:**

The proposed change to the wording of § 14 section 5 consists in removing its temporary content, which will result in the fact that employees of PKP CARGO S.A. in restructuring will no longer have the privilege of electing one Member of the Management Board. The Management Board assesses that such a change in this difficult period for the Company will strengthen the competences of the Management Board and will ultimately facilitate guiding the Company through the difficulties of the coming years.

The proposed new wording of § 14 sec. 6 introduces unifying changes in connection with the proposed deletion of § 14 sec. 5 and aimed at making the matters included in the Company's Articles of Association more flexible and concerning the organization of the process of selecting Members of the Management Board of PKP CARGO S.A. in restructuring as well as adjusting the content of the Company's Articles of Association to applicable legal regulations and market standards. It should be noted that as of January 1, 2019, the Regulation of the Council of Ministers of March 18, 2003 on conducting the qualification procedure for the position of a member of the management board in certain commercial companies, which established a number of conditions and guidelines concerning the qualification procedure for the position of a member of the management board, was repealed, and as a result, the legislator himself considered that this issue should be deformed and greater room for freedom should be left to the obliged companies. The Supervisory Board, as a collegial body, is responsible for selecting members of the Management Board, so it seems appropriate to give it greater competences and authority in this respect. The Supervisory Board makes its decisions by majority voting and this principle provides sufficient protection for the interests of the Company and, consequently, the shareholders in terms of the correctness and effectiveness of the conducted qualification procedures.

The change in § 25 section 3 item 4 is a technical change resulting from the change covered by § 1 of the draft Resolution.

Item 6 of the agenda of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring

**Resolution No. ....../2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to amend § 16 section 4 of the Company's Articles of Association**

Pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 sec. 1 of the Articles of Association, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring hereby resolves as follows:

**§ 1**

In § 16 section 4 of the Articles of Association reading as follows:

*"4. Resolutions of the Management Board are passed by an absolute majority of votes. In the event of an equal number of votes "for" and "against" together with abstentions, the vote of the President of the Management Board shall be decisive."*

shall read as follows:

*"4. Resolutions of the Management Board are passed by a simple majority of votes. In the event of an equal number of votes "for" and "against", the vote of the President of the Management Board cast in the vote shall be decisive."*

**§ 2**

This Resolution shall come into force on the date of its adoption.

**Justification:**

The Commercial Companies Code allows for changes in this respect. The provision of Article 371 § 2 sentence 1 in fine of the Commercial Companies Code is dispositive in nature - it provides that the statute may specify differently the majority of votes required for a valid adoption of a resolution by the management board. It should be recognized that the requirement provided for in Article 371 § 2 sentence 1 of the Commercial Companies Code may be strengthened, for example, by introducing another qualified majority, or even unanimity, and it may also be weakened by introducing the requirement of a simple majority of votes (see: "Commercial Companies Code. Commentary" ed. Zbigniew Jara, year: 2022 edition: 4, and "Commercial Companies Code. Commentary" Jacek Bieniak et al., year: 2022, edition: 8).

Taking into account the interests of the Company, it seems justified to make the matter of decision-making by the Management Board more flexible and to introduce, as a rule, a simple majority of votes necessary for the adoption of a resolution by the Management Board.

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**Resolution No. ....../2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to amend § 19 section 1 and section 3 of the Company's Articles of Association**

Pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 sec. 1 of the Articles of Association, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring hereby resolves as follows:

**§ 1**

In § 19 section 1 of the Articles of Association reading as follows:

*"1. Subject to section 8 and 10 below and § 22, the Supervisory Board shall consist of seven to nine members, including the Chairman and Vice-Chairman of the Supervisory Board, appointed for a joint term of office. Subject to the provisions of sec. 2 and 3 below, members of the Supervisory Board shall be appointed and dismissed by the Ordinary Shareholder Meeting."*

shall read as follows:

*"1. Subject to section 8 and 10 below and § 22, the Supervisory Board shall consist of eleven to thirteen members, including the Chairman and Vice-Chairman of the Supervisory Board, appointed for a joint term of office. Subject to the provisions of paragraphs 2 and 3 below, members of the Supervisory Board are appointed and dismissed by the Ordinary Shareholder Meeting."*

**§ 2**

In § 16 of the Articles of Association reading as follows:

*"3. Employees of the Company have the right to appoint and dismiss three of their representatives to the Supervisory Board. The Supervisory Board shall adopt the regulations for conducting elections of employee representatives to the Supervisory Board. Failure to elect members of the Supervisory Board representing employees shall not prevent the appointment of the Supervisory Board and its effective adoption of resolutions."*

shall read as follows:

*"3. Employees of the Company have the right to appoint and dismiss one representative to the Supervisory Board. The Supervisory Board shall adopt the regulations for conducting elections of the employee representative to the Supervisory Board. Failure to elect a member of the Supervisory Board representing employees shall not prevent the appointment of the Supervisory Board and its effective adoption of resolutions."*



### § 3

This Resolution shall come into force on the date of its adoption.

#### **Justification:**

The proposed change concerns a general reduction in the number of Supervisory Board members, including a restriction of the right of the Company's employees to have representatives on the Supervisory Board. Currently, PKP CARGO S.A. employees are entitled to have 3 of their representatives on the Supervisory Board, and with this resolution, the Management Board proposes to reduce this number to 1 employee representative on the Supervisory Board. In connection with the above, the Management Board considers that reducing the number of Supervisory Board members to a maximum of 9 members in the current situation is justified. In the opinion of the Management Board, after many years of the Company's operation as a public company, the participation of employees on the Supervisory Board should be retained as valuable, but in a reduced size - to one representative. As a public company, the Company is subject to the highest information and transparency rigors, hence the participation of employee representatives on the Supervisory Board in the number of 3 seems disproportionately large and excessive.

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**Resolution No. .... /2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to amend § 19 section 7 of the Company's Articles of Association**

Pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 sec. 1 of the Articles of Association, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring hereby resolves as follows:

**§ 1**

In § 19 section 7 of the Articles of Association reading as follows:

*"7. The term of office of members of the Supervisory Board is three years."*

shall read as follows:

*"7. The term of office of members of the Supervisory Board is three full financial years."*

**§ 2**

This Resolution shall come into force on the date of its adoption.

**Justification:**

The proposed change aims to clarify the method of calculating the duration of the term of office of members of the Supervisory Board by adopting wording that is literally consistent with the wording of Article 369 § 1 of the Commercial Companies Code (after the changes made under the Act of 9 February 2022 amending the Act - Commercial Companies Code and certain other acts) in connection with Article 386 of the Commercial Companies Code.

Item 6 of the agenda of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring

**Resolution No. ....../2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to amend § 22 of the Company's Articles of Association**

Pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 sec. 1 of the Articles of Association, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring hereby resolves as follows:

**§ 1**

In § 22 of the Articles of Association reading as follows:

*"The Supervisory Board, which, as a result of the expiry of the mandates of some members of the Supervisory Board (for reasons other than dismissal), consists of fewer members than determined in accordance with § 19 sec. 8 above, but at least five, is capable of adopting valid resolutions."*

shall read as follows:

*„Rada Nadzorcza, w której skład w wyniku wygaśnięcia mandatów niektórych członków Rady Nadzorczej wchodzi mniej członków niż to ustalono zgodnie z § 19 ust. 8 powyżej, jednakże co najmniej pięciu, jest zdolna do podejmowania ważnych uchwał.”.*

**§ 2**

This Resolution shall come into force on the date of its adoption.

**Justification:**

Having regard to the interests of the Company, it seems reasonable to make the functioning of the Supervisory Board more flexible in the event of changes in its composition, consisting in removing the phrase from the Company's Articles of Association, which resulted in the inability of the Supervisory Board to function in the event of the dismissal of its Member and the simultaneous failure to appoint a new Member in his place. In the opinion of the Management Board, such rigor related to the effect of the dismissal of a Member of the Supervisory Board is too far-reaching. Making changes in the composition of the Supervisory Board should not be based on the absolute necessity of immediately appointing a new person to the Supervisory Board, as this may hinder changes in the Supervisory Board related to the availability of candidates with appropriate qualifications.

Item 6 of the agenda of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring

**Resolution No. ....../2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to amend § 25 section 3 pt 23 of the Company's Articles of Association**

Pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 sec. 1 of the Articles of Association, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring hereby resolves as follows:

**§ 1**

In § 25 section 3 pt 23 of the Articles of Association reading as follows:

*"23) selection or change of audit firm to audit the Company's financial statements and to provide additional services."*

shall read as follows:

*"23) selection or change of audit firm to audit the Company's financial statements, to attest or audit sustainable development reporting and to provide additional services."*

**§ 2**

This Resolution shall come into force on the date of its adoption.

**Justification:**

The proposed change involves transferring the authority to select or change an audit firm to attest or audit sustainable development reporting from the General Meeting (an issue regulated in the CSRD Directive ((PEiR Directive 2022/2464 of 14 December 2022)), as well as in the proposed provisions of Polish law implementing the CSRD Directive) to the Supervisory Board. The proposed change will streamline and accelerate the process of selecting or changing an audit firm, which may be of particular importance in cases where it is necessary to change an audit firm as a result of unexpected events, such as: loss of relevant authorizations required by law by the audit firm. The proposed change is in line with the market standard that it is the supervisory board as a body that has the authority to select and change an audit firm to attest or audit sustainable development reporting. At the same time, the proposed change allows for maintaining decision-making consistency at the Company level, in that the Supervisory Board selects the audit firm both for attesting or auditing sustainable development reporting and for auditing financial statements and for providing additional services.

Item 6 of the agenda of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring

**Resolution No. ....../2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to amend § 26 section 2 pt 2 of the Company's Articles of Association**

Pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 sec. 1 of the Articles of Association, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring hereby resolves as follows:

**§ 1**

In § 26 section 2 pt 2 of the Articles of Association reading as follows:

*"2) monitoring the financial reporting process."*

shall read as follows:

*"2) monitoring the financial reporting and sustainability reporting process."*

**§ 2**

This Resolution shall come into force on the date of its adoption.

**Justification:**

The proposed change consists in extending the competences of the Audit Committee of the Supervisory Board of PKP CARGO S.A. in restructuring to include sustainability reporting issues arising from Directive (EU) 2022/2464 of the European Parliament and of the Council of 14 December 2022 amending Regulation (EU) No 537/2014, Directive 2004/109/EC, Directive 2006/43/EC and Directive 2013/34/EU with regard to corporate sustainability reporting, i.e. the so-called CSRD (Corporate Sustainability Reporting Directive).

Item 6 of the agenda of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring

**Resolution No. ....../2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to amend § 26 section 2 pt 6 of the Company's Articles of Association**

Pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 sec. 1 of the Articles of Association, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring hereby resolves as follows:

**§ 1**

In § 26 section 2 pt 6 of the Articles of Association reading as follows:

*"6) presenting the audit firm's recommendations to the Ordinary Shareholder Meeting in accordance with the policies adopted in the Company."*

shall read as follows:

*"6) presenting the audit firm's recommendations to the Supervisory Board in accordance with the policies adopted in the Company."*

**§ 2**

This Resolution shall come into force on the date of its adoption.

**Justification:**

This amendment constitutes an adjustment of the Company's Articles of Association to the amendment introduced by Resolution No. 3/2024 of the Extraordinary Shareholder Meeting of PKP CARGO S.A. of 18 April 2024 regarding: amendments to § 12 section 2 and § 25 section 3 of the Company's Articles of Association, under which the right to select or change the audit firm to audit the Company's financial statements and to provide additional services was transferred from the General Meeting to the Supervisory Board.

Item 7 of the agenda of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring

**Resolution No. .... /2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to dismissal of Mr/Mr ..... from the Supervisory Board of PKP CARGO  
S.A. in restructuring.**

Pursuant to Article 385 § 1 of the Commercial Company Code in conjunction with § 12 sec. 2 pt 2 of the Articles of Association, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring hereby resolves as follows:

**§ 1**

I hereby dismiss Ms./Mr. .... from the Supervisory Board of PKP CARGO S.A. in restructuring.

**§ 2**

This Resolution shall come into force on the date of its adoption.

Item 7 of the agenda of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring

**Resolution No. .... /2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to appointment to the Supervisory Board of PKP CARGO S.A. in the restructuring of the VIII term of office.**

Pursuant to Article 385 § 1 of the Commercial Companies Code and § 19 section 1 of the Articles of Association of PKP CARGO S.A. in connection with § 20 of the Articles of Association, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring resolves as follows:

**§ 1**

I hereby appoint Ms./Mr. .... as a member of the Supervisory Board of PKP CARGO S.A. in restructuring for the period of the joint 8th term of office of the Supervisory Board of PKP CARGO S.A. in restructuring.

**§ 2**

This Resolution shall come into force on the date of its adoption.



Item 8 of the agenda of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring

**Resolution No. ....../2024  
of the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring  
of ..... 2024**

**to selection of an audit firm to attest to the Company's sustainable development reporting for 2024 and 2025.**

Pursuant to the applicable Article 66 section 4 in conjunction with Article 64 section 1 item 3 of the Accounting Act and Article 37 of Directive 2006/43/EC of the European Parliament and of the Council of 17 May 2006 on statutory audits of annual accounts and consolidated accounts, amending Council Directives 78/660/EEC and 83/349/EEC and repealing Council Directive 84/253/EEC, the Extraordinary Shareholder Meeting of PKP CARGO S.A. in restructuring resolves as follows:

**§ 1**

1. Selects the audit firm ..... with its registered office in ..... ul. ...., .....-....., KRS ....., NIP ....., entered on the list of audit firms maintained by the Polish Audit Supervision Agency under the number ....., to attest to the Company's sustainable development reporting for 2024 and 2025.
2. The Recommendation of the Audit Committee of the Supervisory Board of PKP CARGO S.A. in restructuring dated ..... constitutes an Annex to this Resolution.

**§ 2**

This Resolution shall come into force on the date of its adoption.