

PKP S.A. Management Board

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Warsaw, 4 November 2020

UNP: 2020-0456361

Management Board

PKP CARGO S.A.

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02-021 Warsaw

**SUBMISSION OF DRAFT RESOLUTIONS ON MATTERS INCLUDED IN THE AGENDA OF
THE EXTRAORDINARY SHAREHOLDER MEETING OF PKP CARGO S.A. WITH ITS
REGISTERED OFFICE IN WARSAW CONVENED
FOR 16 NOVEMBER 2020**

In connection with the publication, on 21 October 2020, of Current Report No. 34/2020 by PKP CARGO S.A. with its registered office in Warsaw (KRS: 0000027702, hereinafter referred to as the “**Company**”) on convening the Company’s Extraordinary Shareholder Meeting for 16 November 2020 (hereinafter referred to as the “**Shareholder Meeting**”), acting in our capacity as authorized representatives of Polskie Koleje Państwowe S.A. with its registered office in Warsaw, Al. Jerozolimskie 142A (02-305 Warsaw), entered in the Register of Commercial Undertakings of the National Court Register kept by the District Court for the Capital City of Warsaw in Warsaw, 12th Commercial Division of the National Court Register, under file no. 0000019193, REGON 000126801, NIP 5250000251, with the share capital of PLN 10,150,715,600.00, paid up in full, a shareholder of the Company, holding directly, as at the date of this submission, 14,784,194 shares in the Company carrying the right to 14,784,194 votes at the Company’s Shareholder Meeting, representing 33.01% of the Company’s share capital and 33.01% of the total number of votes in the Company,

pursuant to Article 401 § 4 of the Commercial Company Code, we hereby submit draft resolutions pertaining to amendment of § 14 and § 26 of the Company’s Articles of Association, covered by item 8 of the Shareholder Meeting agenda: