Resolutions adopted by the Ordinary Shareholder Meeting of PKP CARGO S.A. on 29 June 2023

In reference to item 5 of the agenda: The Chairman put to a vote the following draft Resolution No. 18/2023:

Resolution No. 18/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to <u>adopt the agenda of the meeting</u>

§ 1

The following agenda of the Ordinary Shareholder Meeting of PKP CARGO S.A. convened for 29 June 2023 ("**Ordinary Shareholder Meeting**") is hereby adopted:

- 1. Open the Ordinary Shareholder Meeting.
- 2. Prepare the attendance record.
- 3. Adopt a resolution to appoint the Chairperson of the Ordinary Shareholder Meeting.
- 4. Assert that the Ordinary Shareholder Meeting has been convened correctly and is capable of adopting resolutions.
- 5. Adopt the agenda of the meeting.
- 6. Review and approve (by way of a resolution) the Activity report of the PKP CARGO S.A. Supervisory Board as the Company's corporate body and assessment of the Company's standing, taking into account the assessment of the internal control, risk management and compliance systems and the internal audit function for the year ended 31 December 2022.
- 7. Review and approve (by way of a resolution) the Standalone Financial Statements of PKP CARGO S.A. for the financial year ended 31 December 2022 prepared in accordance with EU IFRS.
- 8. Review and approve (by way of a resolution) the Consolidated Financial Statements of the PKP CARGO Group for the financial year ended 31 December 2022 prepared in accordance with EU IFRS.
- 9. Review and approve (by way of a resolution) the Management Board Report on the activity of the PKP CARGO Group for 2022.
- 10. Review and approve (by way of a resolution) the Sustainability Report of the PKP CARGO Group for 2022.
- 11. Adopt a resolution to distribute the profit presented in the Standalone Financial Statements of PKP CARGO S.A. for the financial year ended 31 December 2022 prepared in accordance with EU IFRS.
- 12. Adopt resolutions to grant a discharge to the PKP CARGO S.A. Management Board Members on the performance of their duties in the financial year 2022.
- 13. Adopt resolutions to grant a discharge to the PKP CARGO S.A. Supervisory Board Members on the performance of their duties in the financial year 2022.
- 14. Adopt a resolution to issue an opinion on the "Report on compensation disbursed to Members of the PKP CARGO S.A. Management Board and Supervisory Board in 2022".
- 15. Adopt resolutions to amend the Articles of Association of PKP CARGO S.A.

- 16. Adopt a resolution to set the rules and amounts for remunerating the PKP CARGO S.A. Supervisory Board members.
- 17. Other business.
- 18. Adjourn the meeting.

§ 2

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

As a result of the open ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 26,131,890 votes were cast in favor of the Resolution, 0 votes were cast against the Resolution, 0 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

In reference to item 6 of the agenda: The Chairman put to a vote the following draft Resolution No. 19/2023:

Resolution No. 19/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023

to approve the Activity Report of the PKP CARGO S.A. Supervisory Board as the Company's corporate body and assessment of the Company's standing, taking into account the assessment of the internal control, risk management and compliance systems and the internal audit function for the year ended 31 December 2022

Pursuant to Article 382(3)(3) and Article 395(5) of the Commercial Company Code in conjunction with §12(1) of the PKP CARGO S.A. Articles of Association, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§ 1

The Activity Report of the PKP CARGO S.A. Supervisory Board as the Company's corporate body and assessment of the Company's standing, taking into account the assessment of the internal control, risk management and compliance systems and the internal audit function for the year ended 31 December 2022 is hereby approved following its examination.

§ 2

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

As a result of the open ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 26,012,584 votes were cast in favor of the Resolution, 0 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

In reference to item 7 of the agenda: The Chairman put to a vote the following draft Resolution No. 20/2023:

Resolution No. 20/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 <u>to approve the Standalone Financial Statements of PKP CARGO S.A. for the financial year</u> <u>ended 31 December 2022 prepared according to EU IFRS.</u>

Pursuant to Article 393 Item 1 and Article 395 § 2 Item 1 of the Commercial Company Code in conjunction with § 12 Section 1 of the PKP CARGO S.A. Articles of Association, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§ 1

The Standalone Financial Statements of PKP CARGO S.A. for the financial year ended 31 December 2022 prepared according to EU IFRS are hereby approved following their examination; the statements include:

- statement of profit or loss and other comprehensive income for the period from 1 January 2022 to 31 December 2022, showing a net profit of PLN 102.7 million (one hundred two million seven hundred thousand Polish zloty) and positive comprehensive income of PLN 110.6 million (one hundred ten million six hundred thousand Polish zloty);
- 2) statement of financial position prepared as at 31 December 2022, showing total assets and total liabilities and equity of PLN 6,748.1 million (six billion seven hundred forty-eight million one hundred thousand Polish zloty);
- 3) statement of changes in equity for the period from 1 January 2022 to 31 December 2022, showing an increase in equity by PLN 110.6 million (one hundred ten million six hundred thousand Polish zloty);
- 4) cash flow statement for the period from 1 January 2022 to 31 December 2022, showing a decrease in cash by PLN 85.8 million (eighty-five million eight hundred thousand Polish zloty);
- 5) notes including significant accounting principles and other explanatory notes to the Standalone Financial Statements of PKP CARGO S.A. for the financial year ended 31 December 2022, prepared in accordance with EU IFRS.

§ 2

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

As a result of the open ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 26,012,584 votes were cast in favor of the Resolution, 0 votes were cast against the Resolution, 119,306 votes abstained.

In reference to item 8 of the agenda: The Chairman put to a vote the following draft Resolution No. 21/2023:

Resolution No. 21/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to approve the Consolidated Financial Statements of the PKP CARGO Group for the financial

year ended 31 December 2022, prepared according to EU IFRS

Pursuant to Article 393(1), Article 395(2)(1) and Article 395(5) of the Commercial Company Code in conjunction with §12(1) of the PKP CARGO S.A. Articles of Association, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

The Consolidated Financial Statements of the PKP CARGO S.A. Group for the financial year ended 31 December 2022 prepared according to EU IFRS are hereby approved following their examination; the statements include:

- consolidated statement of profit or loss and other comprehensive income for the period from 1 January 2022 to 31 December 2022, showing a net profit of PLN 148.0 million (one hundred fortyeight million Polish zloty) and positive comprehensive income of PLN 192.3 million (one hundred ninety-two million three hundred thousand Polish zloty);
- 2) the consolidated statement of financial position prepared as at 31 December 2022, showing total assets and total liabilities and equity of PLN 7,660.2 million (seven billion six hundred sixty million two hundred thousand Polish zloty);
- 3) consolidated statement of changes in equity for the period from 1 January 2022 to 31 December 2022, showing an increase in equity by PLN 192.3 million (one hundred ninety-two million three hundred thousand Polish zloty);
- 4) the consolidated cash flow statement for the period from 1 January 2022 to 31 December 2022, showing a decrease in cash by PLN 74.0 million (seventy-four million Polish zloty);
- 5) the notes containing significant accounting principles and other explanatory notes to the Consolidated Financial Statements of the PKP CARGO Group for the financial year ended 31 December 2022, prepared in accordance with EU IFRS.

§ 2

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

As a result of the open ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 26,012,584 votes were cast in favor of the Resolution, 0 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

In reference to item 9 of the agenda: The Chairman put to a vote the following draft Resolution No. 22/2023:

Resolution No. 22/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to approve the Management Board Report on the Activity of the PKP CARGO Group for 2022

Pursuant to Article 393(1), Article 395(2)(1) and Article 395(5) of the Commercial Company Code in conjunction with §12(1) of the PKP CARGO S.A. Articles of Association, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§ 1

The Management Board Report on the activity of the PKP CARGO Group in 2022 is hereby approved following its examination.

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

As a result of the open ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890 26,012,584 votes were cast in favor of the Resolution, 0 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

In reference to item 10 of the agenda: The Chairman put to a vote the following draft Resolution No. 23/2023:

Resolution No. 23/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to approve the Sustainability Report of the PKP CARGO Group for 2022

Pursuant to, as applicable, Article 393(1), Article 395(2)(1) and Article 395(5) of the Commercial Company Code in conjunction with Article 49b(9) and Article 55(2c) of the Accounting Act and §12(1) of the PKP CARGO S.A. Articles of Association, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

The Sustainability Report of the PKP CARGO Group for 2022 is hereby approved following its examination.

§ 2

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

As a result of the open ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 26,012,584 votes were cast in favor of the Resolution, 0 votes were cast against the Resolution, 119,306 votes abstained.

In reference to item 11 of the agenda: The Chairman put to a vote the following draft Resolution No. 24/2023:

Resolution No. 24/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 <u>to distribute the profit presented in the Standalone Financial Statements of PKP CARGO S.A.</u> for the financial year ended 31 December 2022 prepared in accordance with EU IFRS

Pursuant to Article 395(2)(2) in conjunction with Article 396(1) of the Commercial Company Code and §12(1) of the PKP CARGO S.A. Articles of Association, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

The net profit generated in 2022 in the amount of PLN 102,705,659.46 (one hundred two million seven hundred five thousand six hundred fifty-nine Polish zloty 46/100), as carried in the Standalone Financial Statements of PKP CARGO S.A. for the financial year ended 31 December 2022 prepared in accordance with EU IFRS, will be allocated in full to the Company's supplementary capital.

§ 2

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

As a result of the open ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 26,131,890 votes were cast in favor of the Resolution, 0 votes were cast against the Resolution, 0 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

In reference to item 12 of the agenda: The Chairman put to a vote by secret ballot draft Resolution No. 25/2023 on granting a discharge to the President of the PKP CARGO S.A. Management Board on the performance of his duties (with the wording presented below):

Resolution No. 25/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 <u>on granting a discharge to the President of the PKP CARGO S.A. Management Board on the</u> performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Dariusz Seliga, President of the PKP CARGO S.A. Management Board, on the performance of his duties in the period from 13 April 2022 to 31 December 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 26,012,584 votes were cast in favor of the Resolution, 0 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 26/2023 to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the performance of his duties (with the wording presented below):

Resolution No. 26/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Zenon Kozendra, Member of the PKP CARGO S.A. Management Board, on the performance of his duties in the period from 1 January 2022 to 31 December 2022.

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 26,012,584 votes were cast in favor of the Resolution, 0 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 27/2023 on granting a discharge to a Management Board Member on the performance of his duties (with the wording presented below):

Resolution No. 27/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Maciej Jankiewicz, PKP CARGO S.A. Management Board Member, on the performance of his duties in the period from 25 April 2022 to 31 December 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 26,012,584 votes were cast in favor of the Resolution, 0 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 28/2023 on granting a discharge to a Management Board Member on the performance of his duties (with the wording presented below):

Resolution No. 28/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Marek Olkiewicz, PKP CARGO S.A. Management Board Member, on the performance of his duties in the period from 3 February 2022 to 31 December 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 26,012,584 votes were cast in favor of the Resolution, 0 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 29/2023 on granting a discharge to a Management Board Member on the performance of his duties (with the wording presented below):

Resolution No. 29/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Jacek Rutkowski, PKP CARGO S.A. Management Board Member, on the performance of his duties in the period from 25 April 2022 to 31 December 2022.

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 26,012,584 votes were cast in favor of the Resolution, 0 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

In reference to item 13 of the agenda: The Chairman put to a vote by secret ballot draft Resolution No. 30/2023 on granting a discharge to the Chairman of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 30/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to discharge the Chairman of the PKP CARGO S.A. Supervisory Board on the performance of <u>his duties</u>

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Krzysztof Mamiński, Chairman of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 1 January 2022 to 29 June 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890,

Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 31/2023 on granting a discharge to the Vice-Chairman of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 31/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to discharge the Vice-Chairman of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§ 1

A discharge is hereby granted to Mr. Marcin Kowalczyk, Vice-Chairman of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 1 January 2022 to 29 June 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 32/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 32/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

A discharge is hereby granted to Mr. Krzysztof Czarnota, Chairman of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 1 January 2022 to 29 June 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 33/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 33/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Grzegorz Dostatni, Member of the PKP CARGO S.A. Supervisory Board, on the performance of her duties in the period from 28 July 2022 to 31 December 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 34/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 34/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A.

of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Antoni Duda, Chairman of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 1 January 2022 to 29 June 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 35/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 35/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of her duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Ms. Zofia Dzik, Member of the PKP CARGO S.A. Supervisory Board, on the performance of her duties in the period from 1 January 2022 to 29 June 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained. The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 36/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 36/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§ 1

A discharge is hereby granted to Mr. Dariusz Górski, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 01 January 2022 to 29 June 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 37/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 37/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Henryk Grymel, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 29 June 2022 to 31 December 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58,34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 38/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 38/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Andrzej Leszczyński, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 29 June 2022 to 31 December 2022, including in the period of his service in the capacity of Vice-Chairman of the PKP CARGO S.A. Supervisory Board.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 39/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 39/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Tomasz Pietrek, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 29 June 2022 to 31 December 2022.

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 40/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 40/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§ 1

A discharge is hereby granted to Mr. Marek Ryszka, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 29 June 2022 to 31 December 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman put to a vote by secret ballot draft Resolution No. 41/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 41/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§ 1

A discharge is hereby granted to Mr. Paweł Sosnowski, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 01 January 2022 to 31 December 2022.

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 42/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 42/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Jerzy Sośnierz, Chairman of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 01 January 2022 to 29 June 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 43/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 43/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Tadeusz Stachaczyński, Chairman of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 01 January 2022 to 29 June 2022.

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 44/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 44/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Jarosław Stawiarski, Member of the PKP CARGO S.A. Supervisory Board, on the performance of her duties in the period from 7 July 2022 to 31 December 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 45/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 45/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Władysław Szczepkowski, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 1 January 2022 to 31 December 2022, including in the period of his secondment to temporarily perform the duties of President of the PKP CARGO S.A. Management Board from 1 January 2022 to 12 April 2022 and for the period of his service in the capacity of Chairman of the PKP CARGO S.A. Supervisory Board from 12 July 2022 to 31 December 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman put to a vote by secret ballot draft Resolution No. 46/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 46/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Jarosław Ślepaczuk, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 29 June 2022 to 31 December 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 47/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 47/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Mr. Michał Wnorowski, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 29 June 2022 to 31 December 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58,34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote by secret ballot draft Resolution No. 48/2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of his duties (with the wording presented below):

Resolution No. 48/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the performance of her duties

Pursuant to Article 393 Item 1 in conjunction with Article 395 § 2 Item 3 of the Commercial Company Code, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A discharge is hereby granted to Ms. Izabela Wojtyczka, Member of the PKP CARGO S.A. Supervisory Board, on the performance of her duties in the period from 1 January 2022 to 31 December 2022.

§ 2

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

As a result of the secret ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,979,724 votes were cast in favor of the Resolution, 32,860 votes were cast against the Resolution, 119,306 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

In reference to Item 14 of the agenda.

The Chairman put to a vote the following draft Resolution No. 49/2023:

Resolution No. 49/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to issue an opinion on the "Report on compensation disbursed to Members of the PKP CARGO S.A. Management Board and Supervisory Board in 2022"

Pursuant to Article 395(2¹) of the Commercial Company Code, Article 90g(6) of the Act of 29 July 2005 on Public Offerings and the Terms and Conditions for Introducing Financial Instruments to an Organized Trading System and on Public Companies, and §12(1) of the PKP CARGO S.A. Articles of Association, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

A positive opinion is hereby issued on the "Report on compensation disbursed to Members of the PKP CARGO S.A. Management Board and Supervisory Board in 2022", forming an Attachment to this Resolution.

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

As a result of the open ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 24,955,630 votes were cast in favor of the Resolution, 1,176,260 votes were cast against the Resolution, 0 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

In reference to item 15 of the agenda.

The Chairman put to a vote the following draft Resolution No. 51/2023:

Resolution No. 51/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to amend § 5 section 4 of the Company's Articles of Association

Acting pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 Section 1 of the PKP CARGO S.A. Articles of Association, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

§ 5 section 4 of the PKP CARGO S.A. Articles of Association with the current wording:

"4. The Company performs tasks related to the universal duty of defense and civil defense (Act on Universal Duty to Defend the Republic of Poland (Ustawa o powszechnym obowiązku obrony Rzeczypospolitej Polskiej) of 21 November 1967 – Journal of Laws 2012, item 461, as amended). 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."

shall read 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

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

As a result of the open ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,936,328 votes were cast in favor of the Resolution, 195,562 votes were cast against the Resolution, 0 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote the following draft Resolution No. 56/2023:

Resolution No. 56/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to amend § 16 section 10 of the Company's Articles of Association

Acting pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 Section 1 of the PKP CARGO S.A. Articles of Association, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

§ 16 section 10 of the PKP CARGO S.A. Articles of Association with the current wording:

"10. Special powers of the President of the Management Board include the performance of defense tasks in the Company arising from the regulations on the universal duty of defense."

shall read 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."

§ 2

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

As a result of the open ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 25,192,506 votes were cast in favor of the Resolution, 939,384 votes were cast against the Resolution, 0 votes abstained.

The Chairman stated that the resolution was adopted with the required majority of votes.

The Chairman put to a vote the following draft Resolution No. 57/2023:

Resolution No. 57/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023

to amend § 17 section 1 of the Company's Articles of Association

Acting pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 Section 1 of the PKP CARGO S.A. Articles of Association, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

§ 17 section 1 of the PKP CARGO S.A. Articles of Association with the current wording:

"1. The Management Board is obligated to submit to the Supervisory Board, at least on a quarterly basis, reports on material events in the Company's activity. Each such report will also include a statement on the Company's revenues, costs and financial result."

shall read 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.".

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

As a result of the open ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 21,292,506 votes were cast in favor of the Resolution, 4,839,384 votes were cast against the Resolution, 0 votes abstained.

The Chairman stated that the resolution **was adopted** with the required majority of votes.

The Chairman put to a vote the following draft Resolution No. 60/2023:

Resolution No. 60/2023 of the Ordinary Shareholder Meeting of PKP CARGO S.A. of 29 June 2023 to amend § 26 section 3 of the Company's Articles of Association

Acting pursuant to Article 430 § 1 of the Commercial Company Code in conjunction with § 12 Section 1 of the PKP CARGO S.A. Articles of Association, the Ordinary Shareholder Meeting of PKP CARGO S.A. hereby resolves as follows:

§1

In § 26 section 3 of the PKP CARGO S.A. Articles of Association with the current wording:

"3. The Supervisory Board appoints the nominations committee, which consists of 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."

shall read as follows:

"3. The Supervisory Board appoints the nominations committee, which consists of at least three Supervisory Board members, of which 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.".

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

As a result of the open ballot:

Number of shares from which valid votes were cast: 26,131,890, Percentage of the share capital: 58.34%, Total number of valid votes: 26,131,890, 21,895,462 votes were cast in favor of the Resolution, 4,236,428 votes were cast against the Resolution, 0 votes abstained.