

**Polskie Koleje Państwowe S.A.**  
Head Office  
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**PKP S.A. Management Board**  
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Warsaw, 5 June 2024

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PKP CARGO S.A. Management Board  
ul. Grójecka 17  
02-021 Warsaw

**REQUEST TO PLACE A MATTER ON THE AGENDA OF THE  
ORDINARY SHAREHOLDER MEETING OF PKP CARGO S.A.  
WITH ITS REGISTERED OFFICE IN WARSAW CONVENED FOR 27  
JUNE 2024**

In connection with the publication, on 28 May 2024, of Current Report No. 21/2024 by PKP CARGO S.A. with its registered office in Warsaw (KRS: 0000027702, hereinafter referred to as the "**Company**") on convening the Company's Ordinary Shareholder Meeting for 27 June 2024 (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 ordinary bearer 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, **we hereby request, pursuant to Article 401 § 1 of the Commercial Company Code, that the following items be placed on the agenda of the Shareholder Meeting:**

- Adopt resolutions on granting a discharge to the PKP CARGO S.A. Management Board members on the performance of their duties in the financial year 2015.
- Adopt resolutions on granting a discharge to the PKP CARGO S.A. Supervisory Board members on the performance of their duties in the financial year 2015.
- Adopt resolutions on granting a discharge to the PKP CARGO S.A. Management Board members on the performance of their duties in the financial year 2016.

At the same time, attached hereto, we provide the pertinent draft resolutions of the Ordinary Shareholder Meeting of PKP CARGO S.A.

CZŁONEK ZARZĄDU

*Pawel Lisiewicz*  
Pawel Lisiewicz

CZŁONEK ZARZĄDU

*Andrzej Butczyński*  
Andrzej Butczyński

Draft resolutions of the Ordinary Shareholder Meeting of PKP CARGO S.A. with justification:

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to the President of the PKP CARGO S.A. Management Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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. Adam Purwin, President of the PKP CARGO S.A. Management Board, on the performance of his duties in the period from 1 January 2015 to 14 December 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2015 to 14 December 2015, during which Mr. Adam Purwin served as President of the PKP CARGO S.A. Management Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the President of the Management Board in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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. Wojciech Derda, Member of the PKP CARGO S.A. Management Board, on the performance of his duties in the period from 1 January 2015 to 31 December 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2015 to 31 December 2015, during which Mr. Wojciech Derda served as Member of the PKP CARGO S.A. Management Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on

the performance of duties by the Management Board Member in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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 Neska, Member of the PKP CARGO S.A. Management Board, on the performance of his duties in the period from 1 January 2015 to 31 December 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2015 to 31 December 2015, during which Mr. Jacek Neska served as Member of the PKP CARGO S.A. Management Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Management Board Member in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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. Łukasz Hadyś, Member of the PKP CARGO S.A. Management Board, on the performance of his duties in the period from 1 January 2015 to 31 December 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2015 to 31 December 2015, during which Mr. Łukasz Hadyś served as Member of the PKP CARGO S.A. Management Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the

performance of duties by the Management Board Member in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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 Browarek, Member of the PKP CARGO S.A. Management Board, on the performance of his duties in the period from 1 January 2015 to 31 December 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2015 to 31 December 2015, during which Mr. Dariusz Browarek served as Member of the PKP CARGO S.A. Management Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Management Board Member in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_ 2024**

**to grant a discharge to the Chairman of the PKP CARGO S.A. Supervisory Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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. Jakub Karnowski, Chairman of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 1 January 2015 to 17 December 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2015 to 17 December 2015, during which Mr. Jakub Karnowski served as Chairman of the PKP CARGO S.A. Supervisory Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant

a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Supervisory Board Chairman in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to the Vice-Chairman of the PKP CARGO S.A. Supervisory Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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. Piotr Ciżkowicz, Vice-Chairman of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 1 January 2015 to 17 December 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2015 to 17 December 2015, during which Mr. Piotr Ciżkowicz served as Vice-Chairman of the PKP CARGO S.A. Supervisory Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Supervisory Board Chairman in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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. Konrad Anuszkiewicz, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 1 January 2015 to 17 December 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2015 to 17 December 2015, during which Mr. Konrad Anuszkiewicz served as Member of the PKP CARGO S.A. Supervisory Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Supervisory Board Chairman in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_ /2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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 Pawłowski, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 1 January 2015 to 18 February 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2015 to 18 February 2015, during which Mr. Jarosław Pawłowski served as Member of the PKP CARGO S.A. Supervisory Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Supervisory Board Chairman in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_ /2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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 Leonkiewicz, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 1 January 2015 to 17 December 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of

the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2015 to 17 December 2015, during which Mr. Jacek Leonkiewicz served as Member of the PKP CARGO S.A. Supervisory Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Supervisory Board Chairman in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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. Sławomir Baniak, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 1 January 2015 to 17 December 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2015 to 17 December 2015, during which Mr. Sławomir Baniak served as Member of the PKP CARGO S.A. Supervisory Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Supervisory Board Chairman in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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. Zbigniew Klepacki, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 19 February 2015 to 9 June 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of

the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 19 February 2015 to 9 June 2015, during which Mr. Zbigniew Klepacki served as Member of the PKP CARGO S.A. Supervisory Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Supervisory Board Chairman in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_ /2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Supervisory Board on the  
performance of his duties in 2015**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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 Bator, Member of the PKP CARGO S.A. Supervisory Board, on the performance of his duties in the period from 15 September 2015 to 17 December 2015.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 15 September 2015 to 17 December 2015, during which Mr. Jarosław Bator served as Member of the PKP CARGO S.A. Supervisory Board. On 11 May 2016, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Supervisory Board Chairman in the financial year 2015. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_ /2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the  
performance of his duties in 2016**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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. Wojciech Derda, Member of the PKP CARGO S.A. Management Board, on the performance of his duties in the period from 1 January 2016 to 24 February 2016.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the



company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2016 to 24 February 2016, during which Mr. Wojciech Derda served as Member of the PKP CARGO S.A. Management Board. On 30 May 2017, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Management Board Member in the financial year 2016. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the  
performance of his duties in 2016**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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 Neska, Member of the PKP CARGO S.A. Management Board, on the performance of his duties in the period from 1 January 2016 to 24 February 2016.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2016 to 24 February 2016, during which Mr. Jacek Neska served as Member of the PKP CARGO S.A. Management Board. On 30 May 2017, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Management Board Member in the financial year 2016. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the  
performance of his duties in 2016**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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. Łukasz Hadyś, Member of the PKP CARGO S.A. Management Board, on the performance of his duties in the period from 1 January 2016 to 24 February 2016.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of

the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2016 to 24 February 2016, during which Mr. Łukasz Hadyś served as Member of the PKP CARGO S.A. Management Board. On 30 May 2017, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Management Board Member in the financial year 2016. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.

**Resolution No. \_\_\_\_/2024  
of the Ordinary Shareholder Meeting of PKP CARGO S.A.  
of \_\_\_\_\_ 2024**

**to grant a discharge to a Member of the PKP CARGO S.A. Management Board on the  
performance of his duties in 2016**

Pursuant to Article 393(1) in conjunction with Article 395(2)(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 Browarek, Member of the PKP CARGO S.A. Management Board, on the performance of his duties in the period from 1 January 2016 to 11 May 2016.

**§2**

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

**Justification:**

In accordance with Article 393(1) *in fine* of the Commercial Company Code, among the powers vested in the Shareholder Meeting is the granting, by way of a resolution, of a discharge to members of the company's governing bodies on the performance of their duties. In accordance with Article 395(2)(3) of the Commercial Company Code, the Ordinary Shareholder Meeting grants a discharge to members of the company's governing bodies on the performance of their duties.

The granting of a discharge concerns the period from 1 January 2016 to 11 May 2016, during which Mr. Dariusz Browarek served as Member of the PKP CARGO S.A. Management Board. On 30 May 2017, the Ordinary Shareholder Meeting of PKP CARGO S.A. did not adopt a resolution to grant a discharge in this regard. The adoption of this resolution is an expression of a favorable opinion on the performance of duties by the Management Board Member in the financial year 2016. Accordingly, a draft of this resolution is presented for consideration by the Ordinary Shareholder Meeting.