

Conclusion of a tripartite letter of intent with the Lubuskie Province – commencement of negotiations concerning the sale of an organized part of the PKP CARGOTABOR enterprise in the form of the Locomotive Repair Section in Czerwieńsk.

Current report No. 74/2025 dated August 11, 2025

General legal basis (selected in ESPI):

Article 17(1) MAR – inside information

The Management Board of PKP CARGO S.A. under restructuring (the “Company”, “PKP CARGO”) announces that, together with its subsidiary PKP CARGOTABOR Sp. z o.o. under restructuring (“PKP CARGOTABOR”), on August 11, 2025, it entered into an agreement with the Lubuskie Province with its seat in Zielona Góra (“Lubuskie Province”), hereinafter collectively referred to as the “Parties,” for the sale of shares in PKP CARGOTABOR. 2025, it entered into a letter of intent (the “Letter of Intent”) with the Lubuskie Province with its registered office in Zielona Góra (the “Lubuskie Provicen”), hereinafter collectively referred to as the “Paties.”

The purpose of the Letter of Intent is to commence negotiations regarding the potential acquisition by the Lubuskie Province of an organized part of the PKP CARGOTABOR enterprise in the form of the Locomotive Repair Section in Czerwieńsk (“ZCP”)

The condition of concluding the purchase agreement will be, in particular:

- 1) prior waiver by the State Treasury of its right to purchase PKP CARGOTABOR assets included in the ZCP and used for activities in the field of national defense and security, pursuant to Article 323 of the Act of May 15, 2015 – Restructuring Law,
- 2) prior consent of the Judge-Commissioner in the restructuring proceeding of PKP CARGOTABOR or the PKP CARGOTABOR Creditors’ Council, if such consent is required by applicable law.

The Parties declared their readiness to cooperate and develop a solution enabling the continuation of technical support activities and the provision of services related to the maintenance and repair of rolling stock. The planned transaction is one of the measures being implemented as part of the restructuring measures at PKP CARGOTABOR.

The Letter of Intent is binding on the Parties until December 31, 2026, is not binding in nature, but constitutes an important step towards further arrangements and possible cooperation between the Parties. The Parties reserve the right to shorten or extend the term of the Letter of Intent by mutual agreement.

In accordance with the Letter of Intent, the Lubuskie Province, as a shareholder of Polregio Sp. z o.o., has declared that it will provide services related to the maintenance of rolling stock for both Polregio and PKP CARGO, which is consistent with Company’s expectations of uninterrupted use of the maintenance and repair facilities and repair facilities included in the above-mentioned Locomotive Repair Section in Czerwieńsk.