

# 2025

## Consolidated Financial Statements

of PKP CARGO  
under restructuring  
Capital Group

for the financial year ended  
31 December 2025 prepared  
in accordance with IFRS EU



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**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**

	2025	2024	
Revenues from contracts with customers	3,785.9	4,460.4	<i>Note 2.1</i>
Consumption of electricity and traction fuel	(562.5)	(611.9)	<i>Note 2.2</i>
Infrastructure access services	(384.4)	(409.1)	
Transport services	(209.1)	(227.0)	
Other services	(403.1)	(401.9)	<i>Note 2.2</i>
Employee benefits	(1,565.0)	(1,799.6)	<i>Note 2.2</i>
Other expenses	(271.4)	(308.2)	<i>Note 2.2</i>
Other operating revenue (and expenses)	19.3	(403.0)	<i>Note 2.3</i>
<b>Operating profit before depreciation and amortization (EBITDA)</b>	<b>409.7</b>	<b>299.7</b>	
Depreciation, amortization and impairment losses	(236.4)	(2,991.1)	<i>Note 2.2</i>
<b>Profit / (loss) on operating activities (EBIT)</b>	<b>173.3</b>	<b>(2,691.4)</b>	
Financial revenue (and expenses)	(118.8)	(176.8)	<i>Note 2.4</i>
Share in the profit / (loss) of entities accounted for under the equity method	7.2	(16.3)	<i>Note 5.4</i>
<b>Profit / (loss) before tax</b>	<b>61.7</b>	<b>(2,884.5)</b>	
Income tax	(22.3)	471.9	<i>Note 3.1</i>
<b>NET PROFIT / (LOSS)</b>	<b>39.4</b>	<b>(2,412.6)</b>	
<b>OTHER COMPREHENSIVE INCOME</b>			
Measurement of hedging instruments	4.4	6.2	<i>Note 6.1</i>
Income tax	(0.8)	(1.1)	<i>Note 3.1</i>
Exchange differences resulting from conversion of financial statements of foreign operations	18.1	(23.1)	
<b>Other comprehensive income subject to reclassification to profit or loss, total</b>	<b>21.7</b>	<b>(18.0)</b>	
Actuarial gains / (losses) on employee benefits	(50.2)	(31.7)	<i>Note 5.10</i>
Income tax	9.5	6.0	<i>Note 3.1</i>
Measurement of equity instruments at fair value	9.9	-	<i>Note 6.1</i>
<b>Other comprehensive income not subject to reclassification to profit or loss, total</b>	<b>(30.8)</b>	<b>(25.7)</b>	
<b>Total other comprehensive income</b>	<b>(9.1)</b>	<b>(43.7)</b>	
<b>TOTAL COMPREHENSIVE INCOME</b>	<b>30.3</b>	<b>(2,456.3)</b>	
<b>Net profit / (loss) attributable:</b>			
Net profit / (loss) attributable to shareholders of the parent company	39.4	(2,412.6)	
<b>Total other comprehensive income attributable to shareholders of the parent company</b>	<b>30.3</b>	<b>(2,456.3)</b>	
<b>Earnings / (losses) per share (PLN per share)</b>			
Weighted average number of ordinary shares	44,786,917	44,786,917	
Earnings / (losses) per share	<b>0.88</b>	<b>(53.87)</b>	
Diluted earnings / (losses) per share	<b>0.88</b>	<b>(53.87)</b>	

In the periods covered by these Consolidated Financial Statements, there was no non-controlling interest.

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

	31 December 2025	31 December 2024	
<b>ASSETS</b>			
Rolling stock	2,313.2	2,138.8	<i>Note 5.1</i>
Other property, plant and equipment	611.1	733.5	<i>Note 5.1</i>
Right-of-use assets	1,257.9	1,371.3	<i>Note 5.2</i>
Investments in entities accounted for under the equity method	21.6	18.5	<i>Note 5.4</i>
Trade receivables	1.9	0.2	<i>Note 5.6</i>
Lease receivables	8.7	11.3	
Other assets	49.0	46.1	<i>Note 5.7</i>
Deferred tax assets	648.6	676.6	<i>Note 3.1</i>
<b>Total non-current assets</b>	<b>4,912.0</b>	<b>4,996.3</b>	
Inventories	144.4	157.7	<i>Note 5.5</i>
Trade receivables	518.9	558.3	<i>Note 5.6</i>
Lease receivables	1.5	1.0	
Other assets	131.4	136.9	<i>Note 5.7</i>
Cash and cash equivalents	430.1	589.1	<i>Note 4.3</i>
<b>Total current assets</b>	<b>1,226.3</b>	<b>1,443.0</b>	
Non-current assets classified as held for sale	113.9	0.3	<i>Note 5.3</i>
<b>TOTAL ASSETS</b>	<b>6,252.2</b>	<b>6,439.6</b>	
<b>EQUITY AND LIABILITIES</b>			
Share capital	44.8	2,239.3	<i>Note 4.2</i>
Supplementary capital	633.0	874.1	
Other items of equity	(158.9)	(131.7)	
Exchange differences resulting from conversion of financial statements of foreign operations	104.6	86.5	
Retained earnings / (Accumulated losses)	153.0	(2,322.0)	
<b>Total equity</b>	<b>776.5</b>	<b>746.2</b>	
Debt liabilities	1,356.6	1,791.5	<i>Note 4.1</i>
Trade payables	1.6	2.1	<i>Note 5.8</i>
Investment commitments	6.9	2.8	<i>Note 5.9</i>
Provisions for employee benefits	484.2	485.1	<i>Note 5.10</i>
Other provisions	12.9	15.0	<i>Note 5.11</i>
Deferred tax liability	53.1	82.0	<i>Note 3.1</i>
Other liabilities	0.8	0.2	<i>Note 5.12</i>
<b>Total non-current liabilities</b>	<b>1,916.1</b>	<b>2,378.7</b>	
Debt liabilities	1,354.7	1,041.1	<i>Note 4.1</i>
Trade payables	1,216.6	1,220.0	<i>Note 5.8</i>
Investment commitments	142.0	142.9	<i>Note 5.9</i>
Provisions for employee benefits	122.7	115.0	<i>Note 5.10</i>
Other provisions	28.4	42.7	<i>Note 5.11</i>
Other liabilities	695.2	753.0	<i>Note 5.12</i>
<b>Total current liabilities</b>	<b>3,559.6</b>	<b>3,314.7</b>	
<b>Total liabilities</b>	<b>5,475.7</b>	<b>5,693.4</b>	
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>6,252.2</b>	<b>6,439.6</b>	

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Share capital	Supplementary capital	Other items of equity			FX differences resulting from translation of financial statements of foreign operations	Retained earnings / (accumulated losses)	Total equity
			Gains / (losses) on measurement of equity instruments at fair value	Actuarial gains / (losses) on employee benefits	Measurement of hedging instruments			
<b>1 January 2025</b>	<b>2,239.3</b>	<b>874.1</b>	<b>(9.1)</b>	<b>(135.0)</b>	<b>12.4</b>	<b>86.5</b>	<b>(2,322.0)</b>	<b>746.2</b>
Net result for the financial year	-	-	-	-	-	-	39.4	39.4
Other comprehensive income for the financial year (net)	-	-	9.9	(40.7)	3.6	18.1	-	(9.1)
<b>Total comprehensive income</b>	-	-	9.9	(40.7)	3.6	18.1	39.4	<b>30.3</b>
Decrease of share capital	(2,194.5)	-	-	-	-	-	2,194.5	-
Other changes for the financial year	-	(241.1)	-	-	-	-	241.1	- <i>Note 4.2</i>
<b>31 December 2025</b>	<b>44.8</b>	<b>633.0</b>	<b>0.8</b>	<b>(175.7)</b>	<b>16.0</b>	<b>104.6</b>	<b>153.0</b>	<b>776.5</b>
<b>1 January 2024</b>	<b>2,239.3</b>	<b>797.1</b>	<b>(9.1)</b>	<b>(109.3)</b>	<b>7.3</b>	<b>109.6</b>	<b>167.6</b>	<b>3,202.5</b>
Net result for the financial year	-	-	-	-	-	-	(2,412.6)	(2,412.6)
Other comprehensive income for the financial year (net)	-	-	-	(25.7)	5.1	(23.1)	-	(43.7)
<b>Total comprehensive income</b>	-	-	-	(25.7)	5.1	(23.1)	(2,412.6)	<b>(2,456.3)</b>
Decrease of share capital	-	-	-	-	-	-	-	-
Other changes for the financial year	-	77.0	-	-	-	-	(77.0)	-
<b>31 December 2024</b>	<b>2,239.3</b>	<b>874.1</b>	<b>(9.1)</b>	<b>(135.0)</b>	<b>12.4</b>	<b>86.5</b>	<b>(2,322.0)</b>	<b>746.2</b>

**CONSOLIDATED STATEMENT OF CASH FLOWS**

	2025	2024
<b>Cash flows from operating activities</b>		
<b>Profit / (loss) before tax</b>	<b>61.7</b>	<b>(2,884.5)</b>
<b>Adjustments</b>		
Depreciation, amortization and impairment losses	236.4	2,991.1 <i>Note 2.2</i>
(Profit) / loss on the sale and liquidation of non-financial non-current assets	(43.0)	(10.7)
Foreign exchange (gains)/losses	1.8	(0.9)
(Profits) / losses on interest, dividends	84.2	142.3
Interest received / (paid)	0.8	2.0
Income tax received / (paid)	(12.4)	(23.1)
Movement in working capital	(3.6)	837.3 <i>Note 4.4</i>
Other adjustments	(43.7)	(21.6) <i>Note 4.4</i>
<b>Net cash from operating activities</b>	<b>282.2</b>	<b>1,031.9</b>
<b>Cash flows from investing activities</b>		
Expenditures on the acquisition of non-financial non-current assets	(372.1)	(452.4)
Proceeds from the sale of non-financial non-current assets	136.7	14.7
Proceeds from dividends received	4.6	7.6
Other proceeds from investing activities	15.2	9.4
<b>Net cash from investing activities</b>	<b>(215.6)</b>	<b>(420.7)</b>
<b>Cash flows from financing activities</b>		
Expenditures on leases	(168.5)	(161.1) <i>Note 4.1</i>
Proceeds from drawn down loans / credit facilities	-	84.0 <i>Note 4.1</i>
Receipt of funds from the Guaranteed Employee Benefits Fund	10.2	71.6 <i>Note 4.1</i>
Repayment of loans and funds received from the Guaranteed Employee Benefits Fund	(34.2)	(201.0) <i>Note 4.1</i>
Interest paid on leases and loans and funds received from the Guaranteed Employee Benefits Fund	(65.1)	(112.4) <i>Note 4.1</i>
Subsidies received	30.5	37.3
Other proceeds / (expenditures) concerning financing activities	(0.2)	0.1
<b>Net cash from financing activities</b>	<b>(227.3)</b>	<b>(281.5)</b>
Net increase / (decrease) in cash and cash equivalents	(160.7)	329.7
Cash and cash equivalents at the beginning of the reporting period	589.1	263.7 <i>Note 4.3</i>
Impact of FX rate movements on the cash balance in foreign currencies	1.7	(4.3)
<b>Cash and cash equivalents at the end of the reporting period, including:</b>	<b>430.1</b>	<b>589.1</b> <i>Note 4.3</i>
<i>restricted cash</i>	<i>30.3</i>	<i>29.4</i> <i>Note 4.3</i>



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

### 1. General information

#### 1.1 Key information about the Group's business

##### Information about the Parent Company

PKP CARGO S.A. ("Company", "Parent Company") was established pursuant to a Notary Deed of 29 June 2001 (Rep. A No. 1287/2001). Key information about the Parent Company is presented in the table below.

Key information about the Parent Company	
Name	PKP CARGO S.A. under restructuring
Registered office	Poland
Address of the Parent Company's registered office	ul. Grójecka 17, 02-021 Warsaw
KRS	0000027702 – District Court for the Capital City of Warsaw, XII Commercial Division of the National Court Register, Poland
REGON	277586360
NIP	954-23-81-960

On 25 July 2024 the District Court for the Capital City of Warsaw in Warsaw, XVIII Commercial Division issued a decision to open remedial proceedings towards PKP CARGO S.A. Pursuant to Article 66 sec. 2 of the Restructuring Law, after a court has issued a decision to open restructuring proceedings, a trader operates on the market under its previous business name with the addition of the words "under restructuring" (in restructuring). Therefore, as of 25 July 2024, the full name of the company is: PKP CARGO S.A. under restructuring.

In 2025, the Parent Company did not change its name or other identification details.

The financial year of the Parent Company and the companies from the PKP CARGO S.A. under restructuring Group (hereinafter referred to as the "Group") is a calendar year.

The composition of the Parent Company's management and supervisory bodies and the Parent Company's shareholding structure as at 31 December 2025 were presented in the Management Board Report on the Activity of PKP CARGO S.A. under restructuring and the PKP CARGO S.A. under restructuring Group for 2025 in [Sections 9.12, 9.13](#) and [9.4](#), respectively.

##### Information about the Group

The Group's core business is rail freight transport. In addition to rail freight transport services, the Group also provides additional services:

- intermodal services,
- freight forwarding (domestic and international),
- terminal services,
- siding and traction services,
- repairs and periodic inspections of rolling stock,
- land reclamation services.

As at the balance sheet date, the PKP CARGO S.A. under restructuring Group consisted of PKP CARGO S.A. under restructuring as its parent company and 20 subsidiaries. In addition, the Group held stakes in 2 associated entities and 1 joint venture.

The term of the activities of the individual Group companies is not limited, with the exception of PKP CARGOTABOR USŁUGI Sp. z o.o. under liquidation, which went into liquidation as of 25 April 2024. PKP CARGOTABOR USŁUGI Sp. z o.o. under liquidation does not carry out any significant business activities.

**1.1 Key information about the Group's business (cont'd)**

Detailed information about members of the Group as at 31 December 2025 and 31 December 2024 is as follows:

Name	Type	Registered office	% of shares held	
			31 December 2025	31 December 2024
Centralny Terminal Multimodalny Sp. z o.o.	other subsidiary	Warsaw	100%	100%
PKP CARGO SERVICE Sp. z o.o.	subsidiary – consolidated by the full method	Katowice	100%	100%
PKP CARGO TERMINALE Sp. z o.o.	subsidiary – consolidated by the full method	Żurawica	100%	100%
PKP CARGOTABOR Sp. z o.o. w restrukturyzacji	subsidiary – consolidated by the full method	Warsaw	100%	100%
CARGOTOR Sp. z o.o. <sup>1)</sup>	subsidiary – consolidated by the full method	Warsaw	100%	100%
PKP CARGOTABOR USŁUGI Sp. z o.o. w likwidacji	subsidiary – consolidated by the full method	Warsaw	100%	100%
PKP Linia Chełmska Szerokotorowa Sp. z o.o.	other subsidiary	Warsaw	100%	100%
ONECARGO CONNECT Sp. z o.o.	other subsidiary	Warsaw	100%	100%
COSCO Shipping Lines (POLAND) Sp. z o.o.	associate	Gdynia	20%	20%
PKP CARGO CONNECT Sp. z o.o.	subsidiary – consolidated by the full method	Warsaw	100%	100%
Transgaz S.A.	other subsidiary	Zalesie near Małaszewicze	64%	64%
Cargosped Terminal Braniewo Sp. z o.o.	subsidiary – consolidated by the full method	Braniewo	100%	100%
PKP CARGO CONNECT GmbH	other subsidiary	Hamburg	100%	100%
Terminale Przeładunkowe Sławków Medyka Sp. z o.o. <sup>2)</sup>	interests in joint ventures	Sławków	50%	50%
PKP CARGO INTERNATIONAL a.s.	subsidiary – consolidated by the full method	Ostrava	100%	100%
PKP CARGO INTERNATIONAL HU Zrt.	subsidiary – consolidated by the full method	Budapest	100%	100%
AWT ROSCO a.s.	subsidiary – consolidated by the full method	Ostrava	100%	100%
AWT CFT a.s.	subsidiary – consolidated by the full method	Ostrava	100%	100%
AWT Rekultivace a.s.	subsidiary – consolidated by the full method	Petřvald	100%	100%
DEPOS Horni Sucha a.s.	associate	Horní Suchá	20.6%	20.6%
PKP CARGO INTERNATIONAL SK s.r.o. <sup>3)</sup>	other subsidiary	Bratislava	100%	100%
AWT DLT s.r.o.	other subsidiary	Kladno	100%	100%
PKP CARGO INTERNATIONAL SI d.o.o.	other subsidiary	Grčarevec	80%	80%

<sup>1)</sup> On 16 January 2026 PKP CARGO S.A. under restructuring signed a sale purchase agreement with PKP Polskie Linie Kolejowe S.A. for the sale of 100% shares in CARGOTOR Sp. z o.o. for the price of PLN 28.8 million. The signing of the Share Purchase Agreement follows from the signing of the Investment Agreement on 31 December 2025 setting out the terms and conditions for the sale of shares in CARGOTOR Sp. z o.o. The agreement was signed after the specified conditions were satisfied.

<sup>2)</sup> On 2 April 2026, PKP CARGO CONNECT Sp. z o.o. entered into the agreement with Euroterminal Sławków Sp. z o.o to sell all 21,407 shares in Terminale Przeładunkowe Sławków-Medyka Sp. z o.o.

<sup>3)</sup> Effective as of 5 April 2025, the legal form of PKP CARGO INTERNATIONAL SK a.s., previously operating as a joint stock company. After a transformation, it became a limited company operating under the name of PKP CARGO INTERNATIONAL SK s.r.o.

Other subsidiaries are not consolidated by the full method due to the materiality criterion adopted by the Group. The companies are valued using the equity method, which is presented in [Note 5.4](#) to these Consolidated Financial Statements or presented as other assets.

## 1.2 Basis for drawing up the Consolidated Financial Statements

These Consolidated Financial Statements have been prepared in accordance with International Financial Reporting Standards and related interpretations adopted by the European Union ("EU IFRS"), published and in effect in 2025.

These Consolidated Financial Statements have been prepared based on the assumption of the Company's being a going concern in the foreseeable future, which is described in greater detail in [Note 1.3](#) to these Consolidated Financial Statements.

These Consolidated Financial Statements have been prepared in accordance with the historic cost principle, except investments in equity instruments measured at fair value.

These Consolidated Financial Statements have been prepared in Polish zloty (PLN). The data in the financial statements are presented in millions of PLN.

These Consolidated Financial Statements have not been audited by a statutory auditor.

**Group's accounting principles described in individual notes were applied in a continuous manner to all presented periods. The material estimates and judgments for the key items of the consolidated financial statements were presented in individual notes to these Consolidated Financial Statements.**

Note	Title	Amount recognized in the Consolidated Financial Statements		Accounting Policy	Material estimates and judgments
		2025	2024		
<a href="#">2.1</a>	Revenues from contracts with customers	3,785.9	4,460.4	X	X
<a href="#">2.2</a>	Operating expenses	(3,631.9)	(6,748.8)		
<a href="#">2.3</a>	Other operating revenue (and expenses)	19.3	(403.0)		
<a href="#">2.4</a>	Financial revenue (and expenses)	(118.8)	(176.8)		
<a href="#">3.1</a>	Income tax	(22.3)	471.9	X	X
<a href="#">5.1</a>	Rolling stock	2,313.2	2,138.8	X	X
<a href="#">5.1</a>	Other property, plant and equipment	611.1	733.5	X	X
<a href="#">5.2</a>	Right-of-use assets	1,257.9	1,371.3	X	X
<a href="#">5.4</a>	Investments in entities accounted for under the equity method	21.6	18.5	X	
<a href="#">3.1</a>	Deferred tax assets	648.6	676.6	X	X
<a href="#">5.5</a>	Inventories	144.4	157.7	X	
<a href="#">5.6</a>	Trade receivables	520.8	558.5	X	X
	Lease receivables	10.2	12.3		
<a href="#">5.7</a>	Other assets	180.4	183.0	X	X
<a href="#">4.3</a>	Cash and cash equivalents	430.1	589.1	X	
<a href="#">5.3</a>	Non-current assets classified as held for sale	113.9	0.3	X	
<a href="#">4.2</a>	Equity	776.5	746.2	X	
<a href="#">4.1</a>	Debt liabilities	2,711.3	2,832.6	X	X
<a href="#">5.8</a>	Trade payables	1,218.2	1,222.1	X	X
<a href="#">5.9</a>	Investment commitments	148.9	145.7	X	X
<a href="#">5.10</a>	Provisions for employee benefits	606.9	600.1	X	X
<a href="#">5.11</a>	Other provisions	41.3	57.7		X
<a href="#">5.12</a>	Other liabilities	696.0	753.2	X	
<a href="#">3.1</a>	Deferred tax liability	53.1	82.0	X	X
<a href="#">7.3</a>	Contingent liabilities	473.3	286.5	X	X

## 1.2 Basis for drawing up the Consolidated Financial Statements (cont'd)

### Consolidation rules

The Consolidated Financial Statements comprise the standalone financial statements of the Parent Company and its controlled entities (subsidiaries) for the financial year ended on 31 December 2025 and 31 December 2024. The financial statements of the subsidiaries, after taking into consideration adjustments introduced to make them compliant with EU IFRS, are prepared for the same reporting period as the statements of the Parent Company, based on uniform accounting principles applied for transactions and similar economic events.

Revenues and costs of subsidiaries are taken into account in the consolidated statement of profit or loss and other comprehensive income as of the actual date of acquisition of the given entity to the date of its effective disposal. All transactions effected within the Group, negative balances and revenues and costs of operations effected between the Group companies have been fully eliminated from the consolidation. Some of the companies are not consolidated on the basis of materiality.

Transactions in foreign currencies are translated to the functional currency at the exchange rate from the date of the transaction or measurement when the items are restated. As at the balance sheet date, cash assets and liabilities denominated in foreign currencies are restated according to the average NBP exchange rate binding on that date. Foreign exchange gains and losses obtained as a result of settlements of those transactions and balance sheet valuation of assets and liabilities denominated in foreign currencies are recorded in the result, provided they are not deferred in other comprehensive income when they are eligible for recognition as security for cash flows. Non-cash items carried at historical cost expressed in a foreign currency are translated using the exchange rate from the transaction date.

The financial data of foreign entities have been translated into the Polish currency for consolidation purposes in the following manner:

- a) assets and liabilities items at the exchange rate at the end of the reporting period,
- b) items of the statement of profit or loss and other comprehensive income and of the statement of cash flows at the average exchange rate in the reporting period calculated as the arithmetic mean of the exchange rates prevailing on the last day of each month in a given period.

FX differences from the above translations are presented in the equity as FX differences from translation of financial statements of foreign operations.

As at 31 December 2025 and 31 December 2024, for the needs of valuation of financial statements of foreign operations subject to consolidation, the adopted the following exchange rates:

Currency	Items of the statement of financial position		Items of the statement of comprehensive income and the statement of cash flows	
	31 December 2025	31 December 2024	2025	2024
EUR	4.2267	4.2730	4.2372	4.3042
CZK	0.1746	0.1699	0.1719	0.1712

These Consolidated Financial Statements were approved for publication by the Administrator of PKP CARGO S.A. under restructuring (hereinafter referred to as the "Administrator", "Parent Company's Administrator") on 28 April 2026.

## 1.3 Going concern assumption, restructuring measures

The financial position of the PKP CARGO S.A. under restructuring Group is closely linked to that of the Parent Company. The Parent Company individually accounts for the predominant share of revenue generation across the entire Group, as well as the predominant share of the Group's total assets. In addition, the functional connections arising from the services provided by the individual companies within the Group indicate that the parent company's ability to continue as a going concern is fundamentally important for the ability of the PKP CARGO S.A. under restructuring Group to continue as a going concern. The relative differences in the scale of operations conducted by the Parent Company and any of the subsidiaries suggest that there are no risks factors for the Group's ability to continue as a going concern on a consolidated basis other than those relating directly to the Parent Company, in particular the course and ultimate outcome of the restructuring proceedings currently under way in respect of the Parent Company.

The Parent Company believes that, as at 31 December 2025, the standalone position of none of the subsidiaries was material to the assessment of the Group's ability to continue as a going concern as a whole, and the description of the restructuring proceedings of PKP CARGOTABOR Sp. z o.o. under restructuring and the position of other subsidiaries presented in this Note is provided for information purposes only.

### Going concern risk of the Parent Company

These Consolidated Financial Statements for 2025 have been prepared based on the going concern assumption and accordingly do not include adjustments for differences in the measurement and classification of assets and liabilities that would be required if the Parent Company's going concern assumption proved to be invalid. This assessment was carried out with consideration for its current financial position, the pending restructuring process and identifiable risk factors. Further down in this Note, we presented the risk factors that may indicate material uncertainty as to the Parent Company's ability to continue as a going concern.

### 1.3 Going concern assumption, restructuring measures (cont'd)

In 2024, demand for the Parent Company's services decreased significantly, which affected financial position and liquidity of the Parent Company and PKP CARGO S.A. under restructuring Group and its ability to pay its current liabilities. The deterioration of its position was caused by:

- activities of the Parent Company in 2022-2023 focused on moving coal from seaports to energy industry customers, which limited its ability to compete in the most profitable freight categories and resulted in the loss of some customers;
- impacts of the ongoing war in Ukraine and the energy crisis in Europe (including increased energy prices), which had a significant impact on businesses and results in relatively low freight volumes;
- high inflation that persisted in 2023 caused an increase in prices for purchased commodities, materials and services, while putting strong upward pressure on raising employee wages;
- expansionary investment policy, mainly for rolling stock.

The deterioration of the financial standing led to the violation of the covenants specified in loan agreements.

As the Parent Company's Management Board identified and analyzed the above risks, on 27 June 2024 it decided to file a petition with the court to open the remedial proceedings. On 25 July 2024, the Parent Company received from the District Court for the Capital City of Warsaw in Warsaw a "Notice of Decision to Open Restructuring Proceedings".

In the opinion of the Parent Company's Management Board, the purpose of opening the restructuring proceedings is to improve the Parent Company's financial and liquidity position.

The following key actions were carried out as part of the restructuring proceedings up to 31 December 2025:

- on 7 November 2024, the Council of Creditors was established in the remedial proceedings;
- by decision of 2 January 2025, the Judge-Commissioner gave his consent to the sale of the perpetual usufruct right to a plot of land and the ownership right to the building and structures situated on the land, for which the District Court Szczecin-Prawobrzeże and Zachód in Szczecin, X Land and Mortgage Register Division, keeps the Land and Mortgage Register No. SZ1S/00218438/2. The sale of the property was executed in 2025 for a price of PLN 0.9 million.
- on 28 February 2025, the Parent Company's Administrator presented a list of creditors to the District Court for the Capital City of Warsaw;
- on 28 February 2025, the list of the Company's assets was also prepared. However, due to reasons beyond the Administrator's control, in particular due to system limitations of the National Register of Debtors, which made it impossible to generate a complete list of assets on 28 February 2025, the process of its submission in the system had to be carried out in stages. After the system functionality was unlocked, the Administrator began to enter the list of assets gradually, commencing on 20 March 2025 and concluding on 27 May 2025. Ultimately, the main list of assets and 32 supplementary lists of assets were submitted to the case file;
- by its decision of 31 May 2025, the Judge-Commissioner gave its consent to the sale of the perpetual usufruct right to a land property with an area of 5.4793 ha, together with the ownership right to buildings, structures, and devices constituting a separate object of ownership from the land, for which rights the District Court for Warsaw-Mokotów in Warsaw, IX Land and Mortgage Register Division, keeps Land and Mortgage Register No. WA3M/00488366/5, and the perpetual usufruct right to a land property with an area of 0.1699 ha, for which the District Court for Warsaw-Mokotów in Warsaw, IX Land and Mortgage Register Division, keeps Land and Mortgage Register No. WA3M/00488367/2.
- on 30 June 2025, the Parent Company's Administrator presented a Restructuring Plan to the District Court for the Capital City of Warsaw; on its basis the Parent Company submitted preliminary Composition Proposals for Creditors (hereinafter: "Composition Proposals").
- by order of 1 July 2025, the Judge-Commissioner called upon and obligated the Council of Creditors to submit an opinion regarding the Company's Restructuring Plan submitted to the case file, including the private creditor test, and regarding the Composition Proposals submitted to the case file, by the deadline of 15 September 2025, otherwise deeming that the Council of Creditors has no objections or comments regarding these documents;
- by decision of 4 July 2025, the Judge-Commissioner gave its consent to the sale of 10,360 freight cars. Ultimately, following a review of the technical condition of these freight cars by the Parent Company, 7,801 cars were designated for sale. On 9 September 2025, based on the results of an electronic auction conducted as part of an organized sales procedure, the Parent Company's Management Board decided to sell 6,696 freight cars for the total net price of PLN 123.3 million. The sale agreement for the freight cars was concluded on 16 September 2025. On the sale of the aforementioned assets, the Parent Company realized a profit of approximately PLN 28 million;
- by decisions of 8 July 2025, the Judge-Commissioner gave its consent to the sale of:
  - ♦ the perpetual usufruct right to a land property with an area of 8.1527 ha, together with the ownership right to buildings, structures, and devices situated on the land constituting a separate object of ownership from the land, for which rights the District Court in Świdnica, V Land and Mortgage Register Division, keeps Land and Mortgage Register No. SW1S/00052963/3;
  - ♦ the perpetual usufruct right to a land property with an area of 0.4497 ha, together with the ownership right to buildings, structures, and devices situated on the land constituting a separate object of ownership from the land, for which rights the District Court for Wrocław – Krzyki in Wrocław, IV Land and Mortgage Register Division, maintains Land and Mortgage Register No. WR1K/00258649/4, and the perpetual usufruct right of a property with an area of 7.5739 ha together with the ownership right to buildings, structures, and devices situated on the land constituting a separate object of ownership from the land, for which rights the District Court for Wrocław-Krzyki in Wrocław, IV Land and Mortgage Register Division, keeps Land and Mortgage Register No. WR1K/00280934/2;

### 1.3 Going concern assumption, restructuring measures (cont'd)

- ♦ a complex of real estate consisting of the perpetual usufruct right to a land property with a total area of 0.3271 ha, for which the District Court Szczecin-Prawobrzeże and Zachód in Szczecin, X Land and Mortgage Register Division, keeps Land and Mortgage Register No. SZ1S/00203556/7, the perpetual usufruct right to a land property with a total area of 24.1306 ha, together with the ownership right to buildings, structures, and devices situated on the land, constituting a separate object of ownership from the land, for which rights the District Court Szczecin-Prawobrzeże and Zachód in Szczecin, X Land and Mortgage Register Division, keeps Land and Mortgage Register No. SZ1S/00203557/4, a 235015/255275 share in the perpetual usufruct right of the registration plot No. 3/8, with an area of 0.2450 ha, for which the District Court Szczecin-Prawobrzeże and Zachód in Szczecin, X Land and Mortgage Register Division, keeps Land and Mortgage Register No. SZ1S/00203558/1;  
As at 31 December 2025 the aforementioned properties are presented as Non-current assets held for sale and their total carrying amount is PLN 74.6 million;
- by decisions of 28 August 2025, the Judge-Commissioner gave its consent to the sale of:
  - ♦ 2972 wheel sets intended for refurbishment or repair,
  - ♦ UBB-112 wheel lathe,
  - ♦ 16,323 unserviceable buffers intended for refurbishment or repair;
- by order of 5 September 2025, due to a motion from the Council of Creditors the Judge-Commissioner gave his consent to and extended the deadline for the Council of Creditors to express its opinion on the Restructuring Plan and Composition Proposals until 15 November 2025;
- on 18 September 2025, the Administrator informed the Judge-Commissioner of the intention to carry out mass layoffs following the procedure of Article 317 of the Restructuring Law, covering not more than 500 employees in 2025, based on the provisions of the Act of 13 March 2003 on the detailed principles of terminating employment for reasons not attributable to employees. By order of 19 September 2025, the Judge-Commissioner asserted that there were no grounds to prohibit the Administrator from taking actions and measures regarding the aforementioned mass layoffs and that the Administrator may proceed with their implementation;
- on 27 September 2025, the Judge-Commissioner accepted an objection by one of the creditors, as a result of which the amount of the claim included in the list of claims submitted in the (remedial) proceedings of the Parent Company increased additionally by about PLN 0.6 million;
- on 1 October 2025, the Council of Creditors established in the remedial proceedings adopted a resolution requesting the restructuring court to change the administrator appointed in the remedial proceedings of PKP CARGO S.A. w restrukturyzacji by dismissing Ms. Izabela Skonieczna-Powałka from the function of administrator and appointing Mr. Jerzy Sławek (qualified restructuring advisor, license no. 2) to perform the administrator's function; the decision of the Council of Creditors was protested by the Parent Company;
- on 17 October 2025, the Judge-Commissioner accepted an objection raised by one of the creditors, as a result of which the amount of the claim included in the list of claims submitted in the Parent Company's remedial proceedings increased additionally by about PLN 30 million (claim for interest);
- on 28 October 2025, the District Court for the Capital City of Warsaw in Warsaw, XVIII Commercial Division, issued a Decision amending the Judge-Commissioner's Decision of 19 April 2025, in such a way that it dismissed the Administrator's request. In the Decision of 19 April 2025, the Judge-Commissioner had given his consent to the Restructuring Administrator withdrawing from the mutual agreement terminated by the Company on 11 June 2024, i.e. the Agreement on Mutual Obligations of the Parties to the Collective Bargaining Agreement for Employees of the Parent Company's Units entered into on 14 February 2005 ("Valentine's Day Agreement") with effect from the date of commencement of the Parent Company's remedial proceedings, that is from 25 July 2024;
- on 14 November 2025, the Council of Creditors submitted a motion to the Judge-Commissioner to extend the deadlines for the Council of Creditors to express an opinion on the Restructuring Plan and Composition Proposals, indicating the date of 31 January 2026 as the deadline by which the members of the Council of Creditors would be able to analyze thoroughly the documents presented by the Company and the Administrator and thereby formulate a final and substantiated opinion on the Restructuring Plan and Composition Proposals;
- on 18 November 2025, Ms. Izabela Skonieczna-Powałka submitted to the National Register of Debtors, addressed to the District Court for the Capital City of Warsaw in Warsaw, a resignation from the function of administrator, along with a motion to change the Administrator of PKP CARGO S.A. under restructuring;
- on 1 December 2025, the Judge-Commissioner issued an order giving consent to the extension of the deadlines for the Council of Creditors of PKP CARGO S.A. under restructuring to express its opinion on the Restructuring Plan and Composition Proposals, setting the new deadline for their submission as 2 February 2026.  
At the same time, given the circumstances of the case, the Judge-Commissioner obligated the Parent Company and the Administrator to cooperate with the Council of Creditors regarding the Restructuring Plan and Composition Proposals, and set a deadline for submitting the final content of the Composition Proposals to be voted on by 27 February 2026.  
In the order, the Judge-Commissioner emphasized that the above deadlines are, in principle, final, and their extension will be possible only to a limited extent and due to exceptional circumstances different from those raised previously, solely upon a written and substantiated motion from the Council of Creditors or the Administrator; the Judge-Commissioner simultaneously stated that the composition voting procedure will be carried out without undue delay, immediately after obtaining the documents mentioned above;
- The District Court for the Capital City of Warsaw in Warsaw, the 18th Commercial Division, by decision of 8 December 2025 changed the case administrator after the remedial proceedings of the debtor, i.e. PKP CARGO Spółka Akcyjna, was opened in such a way that it dismissed the administrator Ms Izabela Skonieczna-Powałka, license number 772 and appointed a new administrator, Mr. Paweł Andrzej Głodek, license number 657;

### 1.3 Going concern assumption, restructuring measures (cont'd)

- by decisions of 18 December 2025, the Judge-Commissioner gave its consent to the sale of the following assets to the Administrator: 1) a total of 2,831 rail cars, 2) the perpetual usufruct right to a land property consisting of a plot no. 750 with an area of 8.1527 ha, together with the ownership right to buildings, structures, and devices situated on the land constituting a separate object of ownership from the land, for which rights the District Court in Świdnica, V Land and Mortgage Register Division, keeps Land and Mortgage Register No. SW1S/00052963/3, for a price lower than that specified in the prior decision;
- By decision of 22 December 2025, the Judge-Commissioner determined that the State Treasury – the Minister of National Defence is entitled to the right of pre-emption to purchase the debtor's assets used for conducting activities in the field of national defense and state security, in the form of the perpetual usufruct right to a land property together with the ownership right to buildings and structures, located in Warsaw at ul. Przyce and ul. Gniewkowska, covering land parcels nos. 21/13, 21/14, 21/15 and 21/35 with a total area of 1.4198 ha, for which land and mortgage register no. WA4M/00421519/3 is maintained by the District Court for Warsaw-Mokotów in Warsaw, 10th Land and Mortgage Register Division, and that the Treasury of the State – the Minister of National Defence effectively exercised the right of pre-emption to purchase the debtor's aforementioned asset within the prescribed period by submitting the statement referred to in Art. 323 subsections 2 and 2a of the Restructuring Law, and furthermore permitted evidence, at the expense of the State Treasury, in the form of court expert opinion in order to prepare the description and valuation of that asset.

Other events occurring as part of the restructuring proceedings conducted after the balance sheet date are described in [Note 7.7](#) to these Consolidated Financial Statements.

The Restructuring Plan provides for the implementation of restructuring measures aimed at restoring the Parent Company's profitability, ensuring its long-term development and recovery of full capacity to pay its liabilities. The Plan provides in particular for:

- stabilizing the financial situation in the short term through measures aimed at optimizing cash flows, renegotiating financial liabilities, reducing costs and increasing revenues, among others through the development of cooperation with key customers,
- implementing comprehensive restructuring measures covering the period up to 2031,
- further development of core activities, that is rail transport, while reducing its presence in declining markets, including through the gradual phasing out of operations in the coal transport segment,
- focusing on the intermodal and specialized transport segments, which feature higher margins and lower sensitivity to economic fluctuations.

The Restructuring Plan has been designed to achieve savings and stabilization on the one hand, and development on the other. The restructuring measures outlined in the Plan revolve around stabilizing the liquidity, boosting operational efficiency, and creating conditions for future investment financing, which should enable the objectives of the proceedings to be achieved.

In the medium term, the Parent Company plans to transform its business model – both the revenue and cost sides of its operations. The key assumptions include:

- withdrawing from declining business areas, in particular the gradual phasing out of the coal transport segment,
- focusing development on intermodal and specialized transport segments, which offer higher margins, more stable demand, and greater resilience to business cycles,
- expanding sales capabilities, which includes strengthening the sales team and introducing tools for active management of customer relationships,
- improving operational processes, which includes optimization of management of the transport process through more efficient planning in order to boost efficiency,
- consolidating and centralizing support functions to reduce overhead costs and increase management transparency.

In the longer time horizon, the Parent Company plans to further develop its core business, i.e. rail freight transport, as the foundation of its future operations. The strategic directions for further growth include:

- continuing the existing line of business in the rail freight transport sector, with an emphasis on increasing sales volumes and strengthening its market position,
- effective optimization of transport processes, including a restructuring of the organizational framework and the resulting adjustment of the cost structure, which will translate into improved operating profitability,
- implementation, in cooperation with creditors, of a financial restructuring program aimed at reducing the Parent Company's indebtedness and improving its liquidity position.

Key restructuring measures aimed at improving the Parent Company's economic and financial position, implemented by the date of approval of these Consolidated Financial Statements:

- reduction of employment – carrying out mass layoffs in 2024 and 2025,
- change of organizational structure, including in particular the reorganization of the transport division, reorganization of the commercial division and implementation of the single employer concept,
- continuation of actions aimed at improving quality in the management and execution of transport services,
- sale of 100% shares in CARGOTOR Sp. z o.o.,
- sale of a 50% stake held by PKP CARGO CONNECT Sp. z o.o in Terminale Przeładunkowe Sławków-Medyka Sp. z o.o.,

### 1.3 Going concern assumption, restructuring measures (cont'd)

- optimization of real property used for current operational activities, including e.g. withdrawal from agreements generating unnecessary costs,
- optimization of rolling stock – sale of part of non-operational rolling stock and optimization actions in the area of rolling stock maintenance – including in particular: limitation of Rolling Stock Maintenance Points within the Parent Company's structures, reorganization of maintenance structures, optimization of costs related to the downtime of non-utilized rolling stock,
- reduction of capital expenditures and alignment with transportation needs.

The measures planned for subsequent periods include restructuring initiatives in the following areas:

- business processes – focused on processes with a direct impact on the profitability of services provided, in particular through the reduction of unit operating costs, optimization of employment structures, and improvement of labor productivity;
- assets – assuming the sale of surplus rolling stock and real properties not used in operating activities, in order to free up capital and improve the balance sheet structure;
- organizational structure – involving a redefinition of the allocation of powers and responsibilities between the Group companies, with an emphasis on eliminating redundancy of functions and on increasing managerial transparency;
- IT area – assuming the digitalization and automation of operational processes, the implementation of new IT systems, and the integration of IT systems within the Group;
- sales function – aimed at building a market-leading, integrated sales team responsible for developing relationships with key clients, effectively managing the contract portfolio, and increasing market share.

The key initiatives include:

- Stimulation of sales – aimed at increasing revenue and margins on transport services, including:
  - ♦ improving sales efficiency – in order to improve the effectiveness of client acquisition, the Parent Company will take steps to automate sales processes using AI tools, introduce a market-based remuneration and bonus system, and implement performance metrics for the sales force, assessing both their performance and operating efficiency;
  - ♦ increasing sales volumes – the sales stimulation efforts will focus on improving service for key clients, regaining former clients, and developing a long-term sales strategy;
  - ♦ improving client retention – the Parent Company will take steps to strengthen customer loyalty and improve relationships through customer satisfaction monitoring and the introduction of high-quality after-sales service;
  - ♦ improving contract pricing – the Parent Company will take steps to optimize commercial terms and contract profitability management. Key actions include an improvement of the pricing model and analysis of unprofitable contracts;
  - ♦ adapting the organization to market and sales needs;
  - ♦ improving organizational efficiency in supporting sales activities;
- International expansion – aimed at developing freight sales in foreign markets;
- Improvement of operational efficiency – aimed at improving operational efficiency through OPEX/CAPEX optimization;
- Information management – aimed at integrating IT systems in the Group and implementing tools that enable scalability of operations without increasing headcount in selected areas;
- Asset optimization – aimed at obtaining additional funds by reducing fixed assets, including real properties and rolling stock, to the minimum level necessary to conduct operations;
- Optimization of employment in the operating area – in order to adjust the Parent Company's headcount to the market level appropriate to the volume of freight services provided;
- Structuring of the Group – to organize business competencies within the PKP CARGO S.A. under restructuring Group.

The preparation of the Restructuring Plan made it possible to develop preliminary Composition Proposals based on classification of creditors into groups corresponding to specific categories of interests, in accordance with Article 161 sec. 1 of the Restructuring Law. The criteria for dividing creditors into groups are both the nature of the claims and the legal and economic position of the creditors, so as to ensure equal treatment of entities in comparable situations. The Parent Company presents separate proposals for restructuring liabilities for each of the identified groups of creditors.

The proposals have been prepared taking into account:

- the Parent Company's current and projected financial capacity,
- need to restore its long-term ability to settle its liabilities,
- need to maintain operational continuity and carry out its core business activities,
- the principle of equal treatment of creditors within each group.

The purpose of the proposed division into groups is to allow a more flexible approach to different categories of liabilities - in terms of repayment schedules as well as possible partial debt forgiveness or installment arrangements - which increases the likelihood of approval and successful implementation of the composition agreement.

### 1.3 Going concern assumption, restructuring measures (cont'd)

Below we present the division of creditors into groups in accordance with Article 161(1) and the restructuring principles under Article 156(1)-(2) of the Restructuring Law, together with a description of the proposed Composition Proposals:

Group I – The State Treasury with claims arising from taxes constituting state budget revenue, as well as other public law creditors, excluding the Social Insurance Institution (ZUS) – the proposal entails repayment of 100% of the principal and any interest accrued up to the commencement date of the remedial proceedings. Interest accrued after that date until the completion of the composition proceedings will be fully written off. The reduction applies to all types of interest, irrespective of its legal nature;

Group II – Banks and financial institutions with claims arising from loans and borrowings and other financial liabilities of a similar nature – the proposal entails repayment of 100% of the principal. Interest accrued from the commencement date of the remedial proceedings will be fully written off. Also, no interest or ancillary charges arising from these claims will accrue during the entire period of performance of the composition agreement;

Group III – Key suppliers with claims arising from all commercial agreements and transactions, in particular trade liabilities and investment-related obligations – the proposal entails repayment of 100% of the principal. Interest accrued from the commencement date of the remedial proceedings will be fully written off. In addition, no interest or ancillary charges arising from these claims will accrue during the entire implementation period of the composition proceedings.

Group IV – Creditors with commercial claims arising from all agreements and transactions, in particular trade liabilities and investment-related obligations, whose total claims exceed PLN 50,000 – the proposal entails repayment of 100% of the principal. Interest accrued from the commencement date of the remedial proceedings will be fully written off. In addition, no interest or ancillary charges arising from these claims will accrue during the entire implementation period of the composition proceedings.

Group V – Creditors with commercial claims arising from all agreements and transactions, in particular for supplies, services, and investment-related obligations, whose total claims do not exceed PLN 50,000 – the proposal entails repayment of 100% of the principal within 6 months from the date on which the court decision approving the composition agreement becomes final. Interest accrued from the commencement date of the remedial proceedings will be fully written off. Also, no interest or ancillary charges arising from these claims will accrue during the entire period of performance of the composition agreement;

Group VI – Creditors who are, as at 30 June 2025, companies within the PKP CARGO S.A. under restructuring Group, including all trade receivables and receivables under the cash pooling system – the proposal entails repayment of 5% of the principal. Interest accrued from the commencement date of the remedial proceedings will be fully written off. Also, no interest or ancillary charges arising from these claims will accrue during the entire period of performance of the composition agreement;

Group VII – Creditors holding claims mentioned in Article 151(2) of the Restructuring Law, i.e. claims not covered by the composition agreement by operation of law – claims secured by a mortgage, pledge, or registered pledge, to the extent covered by the collateral value – the proposal entails repayment of 100% of the principal. Interest accrued from the commencement date of the remedial proceedings will be fully written off. Also, no interest or ancillary charges arising from these claims will accrue during the entire period of performance of the composition agreement;

Group VIII – The Social Insurance Institution (ZUS) – the proposal entails repayment of 100% of the principal and ancillary amounts, in particular interest, the amounts accrued before and also after the commencement date of the remedial proceedings;

Group IX – Creditors (other than those in Groups I, VI and VIII) who declare their willingness to convert part or all of their claims into new issue shares of PKP CARGO S.A. under restructuring – the proposal entails taking up newly issued shares of PKP CARGO S.A. under restructuring, at a value equal to the nominal value of the converted debt.

The preliminary Composition Proposals presented above were filed with the Court on 30 June 2025. The Company was obligated by the Judge-Commissioner's decision to file the final settlement proposals by 30 April 2026; however, on 23 April 2026, the Company and the Administrator submitted applications to the Judge-Commissioner requesting that this deadline be extended to 30 June 2026, as described in [Note 7.7](#) to these Consolidated Financial Statements.

According to the Composition Proposals, the projected repayment schedules for each of the Parent Company's creditor groups are as follows:

	2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035	2036	Total
Group I	0	0	0	0	6	6	6	6	6	6	6	172	<b>214</b>
Group II	0	0	0	0	36	36	37	36	36	36	36	1,050	<b>1,305</b>
Group III	0	0	0	0	21	21	21	21	21	21	21	603	<b>750</b>
Group IV	0	0	6	6	5	5	5	5	5	5	5	189	<b>235</b>
Group V	0	0	5	5	0	0	0	0	0	0	0	0	<b>10</b>
Group VI	0	0	0	15	0	0	0	0	0	0	0	0	<b>15</b>
Group VII	0	0	0	0	2	2	2	2	2	2	2	47	<b>58</b>
Group VIII	0	0	30	30	0	0	0	0	0	0	0	0	<b>60</b>
<b>Total</b>	<b>0</b>	<b>0</b>	<b>41</b>	<b>56</b>	<b>70</b>	<b>70</b>	<b>70</b>	<b>70</b>	<b>70</b>	<b>70</b>	<b>70</b>	<b>2,061</b>	<b>2,647</b>

The financial model prepared for the purpose of the Restructuring Plan includes the projected cash flows in the period until 31 December 2031. When preparing the above financial projections, the Parent Company used the services of an external financial advisor employed in connection with the pending remedial proceedings and the preparation of the Restructuring Plan and Composition Proposals.

### 1.3 Going concern assumption, restructuring measures (cont'd)

The key source of financing included in the Restructuring Plan will be revenues from the Parent Company's current operations. It should be noted that, in the opinion of the Parent Company's Management Board, it will take time and the progressive implementation of corrective measures to return to sustainable profitability and generate positive cash flows from core operations, and that full operational and financial stabilization will not be achieved in the short term. This will require consistent implementation of cost optimization, improvement of operating margins, and maximization of asset utilization in a manner that generates added value for the Parent Company's stakeholders. Accordingly, additional financing sources will be required, which may be divided into two main categories:

1. proceeds from the sale of assets (sale of non-operationally-used assets, mainly real property and rolling stock),
2. additional funds generated through effective implementation of restructuring initiatives.

In preparing the Consolidated Financial Statements for 2025, the Parent Company, for the purpose of assessing its ability to continue as a going concern over the next 12 months, prepared a forecast of future cash flows for the period from March 2026 to April 2027. The Parent Company used a liquidity model developed by an external advisor for this purpose. The data used to prepare the model include, among others:

- the current cash balance,
- the current base of sales and purchase invoices,
- monthly revenue, cost and capital expenditure plans based on the Restructuring Strategy,
- projected remuneration amounts together with related charges, such as social security contributions (ZUS) and personal income tax (PIT),
- leasing payment schedules,
- information on planned inflows from the sale of non-operational assets,
- information on other one-off events.

The sales invoice base included in the model covers approximately 5% of the planned inflows over the forecast period.

Key assumptions adopted in the financial projections for the period of 12 months from the balance sheet date include:

- proceeds from the sale of non-operational assets in the amount of PLN 432 million,
- average monthly capital expenditures at approximately PLN 50 million,
- average monthly expenditures on employee benefits (including charges) at approximately PLN 80 million,
- timely payment of current trade payables and investment liabilities,
- repayment of the Guaranteed Employee Benefits Fund loan in the amount of approximately PLN 72 million in Q4 2026,
- no repayment of liabilities subject to composition proceedings.

Current cash flow projections indicate that the Parent Company will generate sufficient cash to cover current liabilities falling due within the next 12 months (without the liabilities included in the composition proceedings).

The financial forecasts are subject to uncertainty risk arising from the Parent Company's operations in the volatile and difficult-to-predict market for rail freight transport in Poland. The ability to achieve the adopted assumptions is influenced in particular by macroeconomic factors, volatility in demand for transport services, fluctuations in bulk cargo volumes, levels of energy and traction fuel cost, as well as cost pressures related to inflation. Additional important factors include regulatory conditions, the state of the railway network infrastructure, competition from road transport, and external factors, including the geopolitical situation. Consequently, the presented forecasts are based on currently available data and assumptions, which may change with the development of the Parent Company's market and operational situation.

In connection with the uncertainty described above regarding the realization of future cash flows, the Parent Company conducted a scenario analysis for its main cash flow components, i.e.:

- operational inflows in connection with a possible decline in freight volume,
- operational expenditures resulting from a decline in variable costs linked to a lower freight volume,
- capital expenditures in connection with a lower level of periodic repairs as a consequence of reduced demand for operational rolling stock.

The conducted scenario analysis, assuming a decline in operational revenue, a proportional decline in operational expenditures due to lower variable costs, and a decline in capital expenditures adjusted to lower freight volumes, did not show any liquidity gap emerging during the forecast period. The adoption of such assumptions is operationally feasible.

At the same time, if negative deviations from the current cash flow projections occur, the Parent Company will implement additional controls on operating expenses and will reduce or defer capital expenditures to later accounting periods, mainly in respect to rolling stock repairs.

The above cash flow projections are based on the assumption that the remedial proceedings currently pending against the Parent Company will not be legally concluded within 12 months after the end of the relevant reporting period. The Parent Company believes this assumption reasonable, based on publicly available data on the typical duration of restructuring proceedings from the date of initiation to final legal completion. At the same time, the Parent Company assumes that if the remedial proceedings are legally concluded, this will result from the adoption of a composition agreement with the creditors on terms aligned with its currently assumed Composition Proposals covered by the Restructuring Plan.

### 1.3 Going concern assumption, restructuring measures (cont'd)

The Parent Company considers a threat to the going concern assumption to arise from any circumstances that might prevent the implementation of the Restructuring Plan. The key risks related to the going concern assumption include:

- the risk of non-approval of the composition proceedings – as at the date of approval of these Consolidated Financial Statements, final composition proposals have not been submitted to the court; the lack of a final agreement with creditors on repayment terms may result in the future in a refusal by creditors to accept the proposed solutions and, consequently, non-approval of the composition by the court; as at 31 December 2025, the Parent Company assesses the above risks as low. By decision of 18 March 2026, the Judge-Commissioner approved the Restructuring Plan submitted by the Administrator on 30 June 2025, and therefore the risk of non-approval of the Plan did not materialize. The Parent Company has the ability to cover the costs of the proceedings and liabilities arising after its commencement, as well as liabilities that cannot be covered by the composition agreement. The Parent Company pays its current liabilities related to its operating activity in the course of remedial proceedings, with the exception of the portion of the liabilities described in [Note 1.4](#) to these Consolidated Financial Statements. Liabilities to business partners providing services and materials necessary for the operation of rail transport are paid on an ongoing basis, employees receive current remuneration on time; public institutions also receive due benefits on a timely basis. In the Parent Company's opinion, based on an assessment of its current financial and asset position, creditor satisfaction under the remedial proceedings on the terms and conditions defined in Composition Proposals should be higher than in the enforcement scenario (due to the Parent Company's lack of insolvency capacity) in which the formal initiation of mass enforcement actions should be assumed. Therefore, it believes that the assumption that the composition will be adopted on terms consistent with the Parent Company's current financial projections is reasonable;
- risks related to the implementation of restructuring and development initiatives, in particular:
  - ◆ constraints in available financial resources and the need to incur significant capital expenditures;
  - ◆ dependence of implementation effectiveness on market conditions and the level of demand for transport services;
  - ◆ risk of failure to achieve the assumed operational and sales effects;
  - ◆ delays in the implementation of key solutions, including IT systems and organizational changes;
  - ◆ organizational resistance and risk of lack of full engagement from Group units, as well as tensions with the trade unions;
  - ◆ difficulties in coordinating actions between Group entities and risks related to integration processes, including dispersion of authority and misalignment of systems;
  - ◆ risk of incomplete implementation of optimization actions, including in terms of operational efficiency, assets and employment;
  - ◆ limited availability of qualified resources and difficulties in obtaining reliable data for monitoring the progress of implementation work;
- Operational risks inherent in the conducted business activity, including:
  - ◆ increasing competition in the rail freight market and strong pressure from road transport, which may limit the ability to achieve projected profitability;
  - ◆ infrastructure limitations, including reduced capacity of rail lines and extended transit times, adversely affecting competitiveness and operational efficiency;
  - ◆ high cost pressure, particularly regarding energy costs, coupled with the necessity to incur capital expenditures for the modernization of rolling stock and the ensuring compliance of operations with regulatory requirements;
  - ◆ structural changes in the economy, including the gradual decline in the significance of sectors such as coal-based power generation and metallurgy, which are an important customer base for the Parent Company.

Risk factors associated with the implementation of restructuring and growth initiatives, as well as risks related to ongoing operations, are both short-term and long-term in nature, and their accumulation may adversely affect the Parent Company's revenue levels, profitability, and financial liquidity.

At the same time, the Parent Company is taking steps to mitigate the impact of the aforementioned risks, in particular by implementing a restructuring process.

The Parent Company believes that deferring the repayment of liabilities incurred before the commencement of the restructuring proceedings, combined with the actions it has taken, will allow it to maintain liquidity at a level sufficient to pay its current liabilities for at least the next 12 months from the balance sheet date, thereby minimizing the risk to its going concern status.

#### Going concern risk of the subsidiary PKP CARGOTABOR Sp. z o.o. under restructuring

The deterioration of the financial and liquidity position of the Parent Company has had a significant impact on the operations of its subsidiary, PKP CARGOTABOR Sp. z o.o. (hereinafter referred to as "PKP CARGOTABOR"). Due to the strong business ties between the Parent Company and PKP CARGOTABOR, the significant reduction in capital expenditures by the Parent Company since Q2 2024 surpassed PKP CARGOTABOR's ability to adapt the scale of its operations to the Parent Company's current needs, which caused a deterioration of PKP CARGOTABOR's liquidity position. On 26 July 2024, the Management Board of PKP CARGOTABOR filed a petition with the court to open remedial proceedings and a petition to open bankruptcy proceedings.

### 1.3 Going concern assumption, restructuring measures (cont'd)

In a letter to the court dated 28 August 2024, the Management Board upheld its petition to open remedial proceedings. On 2 September 2024, the subsidiary received a "Notice of Decision to Open Restructuring Proceedings" from the District Court for the Capital City of Warsaw in Warsaw.

In connection with the restructuring measures, the company's production activity was reduced from 16 to 12 Unit locations. As the field units were liquidated, mass layoffs were carried out before the end of 2024, and the subsidiary's organizational structure was changed as of 1 January 2025.

On 6 December 2024, the Administrator of PKP CARGOTABOR presented the list of assets and the list of creditors' claims to the District Court for the Capital City of Warsaw. On 14 March 2025, the subsidiary PKP CARGOTABOR filed a Restructuring Plan with the District Court for the Capital City of Warsaw in Warsaw, which was then approved by the Judge-Commissioner on 11 June 2025. The Restructuring Plan assumes comprehensive activities in four critical areas: management, staffing, operations and finance. The aim is to tidy up the critical processes and to create a solid basis for further growth of the company.

The company's restructuring strategy set out in the Restructuring Plan includes two alternative scenarios: (i) sale of the enterprise (in its entirety or partially) and satisfaction of the creditors using the proceeds from the sale, or (ii) continuation of operations while gradually satisfying creditors using current and future operating revenue. Since there are no binding acquisition offers for the enterprise, PKP CARGOTABOR has focused on the implementation of the latter of these scenarios.

In 2025, PKP CARGOTABOR received cash from the Guaranteed Employee Benefits Fund in the amount of PLN 10.2 million in order to finance part of the unpaid employee benefits in accordance with the provisions of the Act of 13 July 2006 on the protection of employees' claims in the event of the employer's insolvency. In accordance with the schedule approved by the Director of the Voivodeship Labour Office in Warsaw, the liability will be fully repaid in ten installments by 20 August 2026.

The next stage of the restructuring process consisted of the presentation of Composition Proposal to creditors, which took place on 24 March 2026. Under the Composition Proposals, which set out the manner of restructuring liabilities and cover all of the Company's creditors, creditors were divided into six Groups, reflecting the relevant categories of interest. As at 24 March 2026, the total amount of claims included in the list of claims of PKP CARGOTABOR filed with the court amounted to PLN 243.0 million.

The division into Groups, together with the repayment schedule, is as follows:

Group I – Social Insurance Institution: repayment of 100% of the principal claim, together with ancillary claims due, including interest, both for the period before and after the opening of the restructuring proceedings, in 40 quarterly installments, calculated based on the amount of the claim covered by the composition;

Group II – creditors whose claims arise from lease agreements: repayment of 100% of the principal claim, payable in a single installment by the last day of the first full calendar quarter following the calendar quarter in which the finality of the decision approving the composition is announced, but not earlier than 31 December 2026; full write-off of ancillary claims;

Group III – creditors whose claims are equal to or less than PLN 10,000 and who do not qualify for any other Group: repayment of 100% of the principal claim, payable in a single installment by the last day of the first full calendar quarter following the calendar quarter in which the finality of the decision approving the composition is announced, but not earlier than 31 December 2026; full write-off of ancillary claims;

Group IV – creditors whose claims are equal to or greater than PLN 10,000.01 but not greater than PLN 70,000.00, and who do not qualify for any other Group: repayment of 75.8% of the principal claim, payable in a single installment by the last day of the first full calendar quarter following the calendar quarter in which the finality of the decision approving the composition is announced, but not earlier than 31 December 2026; write-off of the remaining principal amount and full write-off of ancillary claims;

Group V – creditors whose claims are equal to or greater than PLN 70,000.01 and who do not qualify for any other Group: repayment of 75.8% of the principal claim in 40 installments; write-off of the remaining principal amount and full write-off of ancillary claims. Creditors in this Group may receive additional satisfaction under the cash sweep mechanism and an additional independent mechanism, which entails the allocation to them of funds obtained by PKP CARGOTABOR in performance of the composition concluded by PKP CARGO S.A. under restructuring. The cash sweep mechanism covering the financial years 2027-2036 is conditional upon PKP CARGOTABOR generating net profit in excess of PLN 12.0 million. The excess of net profit above this amount will be allocated to additional creditor satisfaction, subject to a maximum amount of PLN 4.0 million in any given financial year;

Group VI – creditors having close relationships with the Company within the meaning of Article 116 of the Restructuring Law: repayment of 5% of the principal claim, payable in a single installment by the last day of the forty-first full calendar quarter following the calendar quarter in which the finality of the decision approving the composition is announced, and not earlier than after repayment of creditors in all other Groups; write-off of the remaining principal amount and full write-off of ancillary claims.

### 1.3 Going concern assumption, restructuring measures (cont'd)

The total amount of the first payment (installment) for creditors from Groups I–V will amount to PLN 30.0 million and will be allocated as follows:

- a) creditors from Group II, Group III and Group IV will receive the portion allocated for one-off repayment,
- b) the remaining portion will be allocated to creditors from Group I and Group V and distributed proportionately to the amount of claims covered by the composition attributable to individual creditors in those Groups relative to the total amount of claims of those Groups,
- c) for creditors from Group I and Group V, further performance of the composition will be made in equal installments, starting with the second installment and continuing until the last installment.

A composition supervisor is to be appointed for the composition performance period and the Administrator will be appointed to perform this function.

The submission of Composition Proposals constitutes an important stage in the restructuring proceedings of PKP CARGOTABOR, aimed at concluding a composition with creditors and stabilizing its financial position.

#### Risk to going concern of other subsidiaries

The opening of restructuring proceedings of the Parent Company, together with the prolonged duration of the war in Ukraine, has also adversely affected the financial position of the subsidiaries PKP CARGO TERMINALE Sp. z o.o. and Cargosped Terminal Braniewo Sp. z o.o. However, in the opinion of the Parent Company's Management Board, the individual position of these companies is not material to the assessment of the ability of the PKP CARGO S.A. under restructuring Group to continue as a going concern.

### 1.4 Liquidity position of the Group and liquidity risk management

#### Liquidity position of the Group

The opening of the restructuring proceedings has protected the Parent Company from the possibility of terminating major contracts with customers, suppliers and financial institutions, and all liabilities incurred before the opening date of the restructuring proceedings on the terms and conditions set forth in the restructuring law, will be covered by the composition. The Parent Company expects these liabilities to be repaid in future periods under a composition agreement with creditors in accordance with the principles of the Restructuring Law.

Liabilities incurred after the start of the restructuring proceedings are paid on an ongoing basis by the Parent Company, with the exception of a portion of trade payables and lease liabilities, mainly to PKP Group entities, liabilities to the Company Social Benefits Fund and liabilities that the Parent Company considers to be in dispute. In addition, some liabilities of the Parent Company are not being repaid because of talks on their payment terms held with business partners (including with respect to the cash received from the Guaranteed Employee Benefits Fund). In 2025 and 2024, some employee benefits, such as retirement severance pay and jubilee awards, were not paid when due. On 8 October 2025 the Parent Company paid out the final past due employee benefits in the total amount of PLN 57.7 million. These benefits were paid at the principal amount, without interest.

Below we present the liabilities of the Parent Company and PKP CARGOTABOR that arose before the opening dates of the relevant restructuring proceedings under the initial lists of creditors' claims of both companies presented to the Court, also including the creditors' claims against the companies covered by these Consolidated Financial Statements, which are eliminated as part of consolidation adjustments. During the remedial proceedings, the amount of claims included in the list of creditors' claims may be subject to change, in particular as a result of the recognition of objections raised by creditors, the removal of claims pursuant to Article 99 of the Restructuring Law, or the disclosure of new claims that will be included in supplementary lists of claims, which is described in [Note 1.3](#) of these Consolidated Financial Statements.

Creditors' claims against the Parent Company and PKP CARGOTABOR included in the composition as at the date of submitting the lists of creditors' claims

2025	Parent Company	PKP CARGOTABOR	Total before consolidation adjustments	Consolidation adjustments	Total after consolidation adjustments
Debt liabilities	1,344.7	42.9	<b>1,387.6</b>	-	<b>1,387.6</b>
Trade payables and investment commitments	1,142.7	102.3	<b>1,245.0</b>	(197.5)	<b>1,047.5</b>
Other financial liabilities	111.0	-	<b>111.0</b>	(96.7)	<b>14.3</b>
Other liabilities	303.1	47.6	<b>350.7</b>	(0.2)	<b>350.5</b>
Bank guarantees and sureties	24.6	50.0	<b>74.6</b>	(50.0)	<b>24.6</b>
<b>Total</b>	<b>2,926.1</b>	<b>242.8</b>	<b>3,168.9</b>	<b>(344.4)</b>	<b>2,824.5</b>

As at 31 December 2025, the total number of the Parent Company's composition claims included in the list of creditors' claims prepared during the remedial proceedings and recognized as a result of the examination of objections, amounts to PLN 2,963.0 million, and in the case of PKP CARGOTABOR it amounts to PLN 243.0 million.

The maturities of the Group's financial liabilities are presented below. The presented data do not include liabilities incurred before the commencement of the restructuring proceedings of the Parent Company and PKP CARGOTABOR, as these are subject to the composition and cannot be repaid until the court approves the composition with creditors pursuant to Article 252 of the Restructuring Law.

#### 1.4 Liquidity position of the Group and liquidity risk management (cont'd)

The financial liabilities presented below do not include liabilities arising from cash received by the Parent Company from the Guaranteed Employee Benefits Fund in the amount of PLN 79.3 million, because the Company is currently determining the rules for their reimbursement.

Maturity of the Group's financial liabilities as at the balance sheet date by maturity date based on contractual undiscounted payments (together with interest payable in the future):

31 December 2025	Contractual maturities from the end of the reporting period				Total (no discount)	Carrying amount
	less than 3 months	from 3 to 12 months	from 1 year to 5 years	over 5 years		
Debt liabilities, including:	135.3	208.1	913.9	250.1	<b>1,507.4</b>	<b>1,275.6</b>
<i>Bank loans and borrowings</i>	8.2	22.4	42.3	-	<b>72.9</b>	<b>67.3</b>
<i>Leases</i>	124.3	180.8	871.6	250.1	<b>1,426.8</b>	<b>1,200.6</b>
<i>Liabilities under funds received     from FGŚP</i>	2.8	4.9	-	-	<b>7.7</b>	<b>7.7</b>
Trade payables	272.2	2.8	1.4	0.2	<b>276.6</b>	<b>276.6</b>
Investment commitments	13.6	1.0	5.5	1.4	<b>21.5</b>	<b>21.5</b>
<b>Total</b>	<b>421.1</b>	<b>211.9</b>	<b>920.8</b>	<b>251.7</b>	<b>1,805.5</b>	<b>1,573.7</b>

31 December 2024	Contractual maturities from the end of the reporting period				Total (no discount)	Carrying amount
	less than 3 months	from 3 to 12 months	from 1 year to 5 years	over 5 years		
Debt liabilities, including:	99.3	220.6	960.2	465.0	<b>1,745.1</b>	<b>1,426.2</b>
<i>Bank loans and borrowings</i>	11.0	25.9	75.2	-	<b>112.1</b>	<b>98.7</b>
<i>Leases</i>	88.3	194.7	885.0	465.0	<b>1,633.0</b>	<b>1,327.5</b>
Trade payables	261.6	1.3	1.9	0.2	<b>265.0</b>	<b>265.0</b>
Investment commitments	16.9	-	-	-	<b>16.9</b>	<b>16.9</b>
<b>Total</b>	<b>377.8</b>	<b>221.9</b>	<b>962.1</b>	<b>465.2</b>	<b>2,027.0</b>	<b>1,708.1</b>

The table below presents the age structure of trade payables, investment commitments and lease liabilities, as well as trade receivables. The age structure of liabilities does not include liabilities incurred before the commencement of the restructuring proceedings of the Parent Company and PKP CARGOTABOR, as these cannot be currently paid.

Age structure of trade payables, investment commitments and lease liabilities

31 December 2025	Liabilities			Total
	trade payables	investment commitments	lease liabilities	
Not past due	254.5	16.6	1,153.0	<b>1,424.1</b>
Past due				
up to 30 days	12.4	4.9	8.5	<b>25.8</b>
31 - 90 days	2.2	-	19.8	<b>22.0</b>
91 - 180 days	1.6	-	17.4	<b>19.0</b>
181 - 365 days	3.2	-	1.9	<b>5.1</b>
over 365 days	2.7	-	-	<b>2.7</b>
<b>Total</b>	<b>276.6</b>	<b>21.5</b>	<b>1,200.6</b>	<b>1,498.7</b>

31 December 2024	Liabilities			Total
	trade payables	investment commitments	lease liabilities	
Not past due	250.7	16.8	1,323.4	<b>1,590.9</b>
Past due				
up to 30 days	6.3	0.1	0.1	<b>6.5</b>
31 - 90 days	2.8	-	0.9	<b>3.7</b>
91 - 180 days	2.7	-	2.5	<b>5.2</b>
181 - 365 days	1.8	-	0.6	<b>2.4</b>
over 365 days	0.7	-	-	<b>0.7</b>
<b>Total</b>	<b>265.0</b>	<b>16.9</b>	<b>1,327.5</b>	<b>1,609.4</b>

1.4 Liquidity position of the Group and liquidity risk management (cont'd)

## Age structure of trade receivables

	31 December 2025			31 December 2024		
	Gross	Expected credit losses	Net	Gross	Expected credit losses	Net
Not past due	444.3	-	444.3	492.0	(1.0)	491.0
Past due						
up to 30 days	45.5	(0.7)	44.8	34.5	(1.3)	33.2
31 - 90 days	12.6	(1.0)	11.6	17.0	(3.4)	13.6
91 - 180 days	2.9	(1.1)	1.8	13.9	(2.5)	11.4
181 - 365 days	4.4	(1.9)	2.5	4.8	(2.1)	2.7
over 365 days	151.0	(135.2)	15.8	137.6	(131.0)	6.6
<b>Total</b>	<b>660.7</b>	<b>(139.9)</b>	<b>520.8</b>	<b>699.8</b>	<b>(141.3)</b>	<b>558.5</b>

### 1.5 Applied International Financial Reporting Standards platform

#### Standards and interpretations adopted by the IASB and EU which have entered into effect

Approving the Consolidated Financial Statements the Group applied the following amendments of the standards and interpretations issued by the International Accounting Standards Board for application by the EU:

Standard / Interpretation	Effective date
Amendment to IAS 21 "The Effects of Changes in Foreign Exchange Rates" – Lack of Exchangeability	1 January 2025

The Parent Company's Management Board believes that the above standards and interpretations had no material impact on the Group's financial statements.

#### Standards and Interpretations adopted by the IASB and EU which have not yet entered into effect

The Management Board of the Parent Company believes that the standards and interpretations mentioned below will not result in any major changes to the Group's financial statements in the successive reporting periods, except for the changes arising from IFRS 18 "Presentation and Disclosure in Financial Statements". As at the date of approval of these Consolidated Financial Statements, the Group was still analyzing the changes arising from IFRS 18 and therefore the impact of this standard on the financial statements cannot be assessed.

Standard / Interpretation	Effective date
Amendments to IFRS 9 "Financial Instruments" and IFRS 7 "Financial Instruments: Disclosures" - Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to IFRS 9 "Financial Instruments" and IFRS 7 "Financial Instruments: Disclosures" - Contracts Referencing Nature-dependent Electricity	1 January 2026
Annual Improvements to IFRSs – vol. 11	1 January 2026
IFRS 18 "Presentation and Disclosure in Financial Statements"	1 January 2027

#### Standards and interpretations adopted by the IASB and not endorsed by the EU

IFRS as approved by the EU do not currently differ materially from the regulations adopted by the International Accounting Standards Board (IASB), with the exception of the following standards, their amendments and interpretations, which have not yet been approved by the EU and have not entered into effect. The Management Board of the Parent Company believes that the approval of the standards mentioned below by the EU will not result in any major changes to the Group's financial statements in the successive reporting periods:

Standard / Interpretation	Effective date
IFRS 19 "Subsidiaries without Public Accountability": Disclosure	1 January 2027
Amendments to IFRS 19 "Subsidiaries without Public Accountability": Disclosure	1 January 2027
Amendments to IAS 21 "The Effects of Changes in Foreign Exchange Rates" – Translation to a Hyperinflationary Presentation Currency	1 January 2027

## 2. Notes to the statement of profit or loss and other comprehensive income

### 2.1 Revenues from contracts with customers

#### Accounting policy applied

The Group recognizes revenue from contracts with customers in such a manner as to reflect the transfer of promised goods or services to the customer in the amount corresponding to the remuneration expected to be payable to the Group in return. Revenues from contracts with customers is disclosed at fair value of the payment received or due less VAT, refunds, rebates and discounts.

Revenues are recognized upon (or during) fulfillment of the obligation to make the performance through the provision of the promised good or service (i.e. asset) to the customer.

Revenue from sales of services is recognized in the statement of profit or loss and other comprehensive income over time, because the customer receives and at the same time benefits from the performance provided by the Group as it is being provided. The Group is of the opinion that this condition is fulfilled, because the work performed by it to date would not have to be substantially re-performed by another entity if it were to complete the remaining portion of the obligation toward the customer.

Revenue from sales of materials, goods and finished products is recognized in the statement of profit or loss and other comprehensive income when the customer obtains control over the asset in question. The moment of the transfer of control is the same as the moment when the significant risk and benefits resulting from their ownership were transferred.

For most commercial contracts, the Group does not use payment terms beyond 12 months. For a small number of contracts, the Group applies longer terms of payment, however these contracts contain no significant financing component.

#### Variable remuneration

Commercial contracts contain a variable remuneration element resulting from the following:

- the possibility of imposing penalties on the client in connection with its failure to meet the contractual provisions pertaining to transportation of a specified freight volume,
- the possibility of imposing fines on the Group by the client in the event of failure to transport the ordered freight volume.

The Group estimates the value of variable remuneration resulting from penalties based on the degree of performance of a given contract in the agreed settlement period. Facts and circumstances determining the probability of the occurrence of each scenario are reviewed at least at the end of each reporting period.

#### Assets from contracts with customers

The Group recognizes in its statement of financial position a contract asset constituting the Group's right to remuneration in return for goods or services that the Group has provided to the customer if this right is dependent on a condition other than the passage of time. Assets arising from contracts with customers are presented under the trade receivables item and include predominantly assets that have not yet been invoiced but reflect services that have been completed or are in the process of being provided.



#### MATERIAL VALUES BASED ON PROFESSIONAL JUDGMENT AND ESTIMATES

Material estimates of revenues from contracts with customers relate to recognized but not invoiced revenues resulting from the following:

- from the degree of progress of transport services, which are measured based on the estimated level of freight volume the transportation of which has not been completed as at the balance sheet date and the average obtainable price,
- from the freight volume that has already been delivered to the destination but has not yet been collected by the customer. The measurement takes into account the actual freight volume and the average obtainable price,
- from rents for wagons owned by the Group which are used by foreign rail transport companies in the course of transport services rendered outside Poland. This item is measured based on the quantity of rail cars outside Poland (data obtained from IT systems) and prices resulting from agreements and contracts with foreign rail freight companies,
- from reclamation and construction works that are currently in the process of acceptance by the client or, in accordance with the contract, the stage of works that would enable invoicing has not yet been achieved. The Group measures revenue based on the scope of work performed as at the balance sheet date and the rates resulting from contracts/orders.

The value of recognized revenue estimates as at the balance sheet date is presented in **Note 5.6** to these Consolidated Financial Statements in the table on movement in assets arising from contracts with customers.

### 2.1 Revenues from contracts with customers (cont'd)

## Structure of revenues from contracts with customers

The Group conducts its business within one segment only, i.e. domestic and international cargo freight and provision of comprehensive logistics services related to rail freight.

The Parent Company's Management Board does not evaluate the Group's performance and does not make decisions concerning allocation of resources to groups of services provided account being taken of the structure of revenues from contracts with customers, as presented below. Therefore, the specific service groups may not be treated as the Group's operating segments.

2025	PKP Group related parties	State Treasury related parties	Others	Total
Revenue from rail transportation and freight forwarding services	2.1	861.4	2,096.9	<b>2,960.4</b>
Revenue from other transportation activity	-	-	104.1	<b>104.1</b>
Revenue from siding and traction services	16.6	176.8	161.0	<b>354.4</b>
Revenue from transshipment services	-	2.5	113.9	<b>116.4</b>
Revenue from reclamation services	6.4	-	67.6	<b>74.0</b>
Revenue from sales of goods and materials	-	0.3	26.2	<b>26.5</b>
Other revenues	14.7	14.4	121.0	<b>150.1</b>
<b>Total</b>	<b>39.8</b>	<b>1,055.4</b>	<b>2,690.7</b>	<b>3,785.9</b>
<b>Revenue recognition date</b>				
At a specific time	1.7	0.3	27.6	<b>29.6</b>
Over a period	38.1	1,055.1	2,663.1	<b>3,756.3</b>
<b>Total</b>	<b>39.8</b>	<b>1,055.4</b>	<b>2,690.7</b>	<b>3,785.9</b>

2024	PKP Group related parties	State Treasury related parties	Others	Total
Revenue from rail transportation and freight forwarding services	4.4	1,127.0	2,475.5	<b>3,606.9</b>
Revenue from other transportation activity	-	-	104.6	<b>104.6</b>
Revenue from siding and traction services	13.9	176.5	165.5	<b>355.9</b>
Revenue from transshipment services	-	7.5	119.4	<b>126.9</b>
Revenue from reclamation services	4.7	-	46.8	<b>51.5</b>
Revenue from sales of goods and materials	-	-	57.6	<b>57.6</b>
Other revenues	20.2	12.7	124.1	<b>157.0</b>
<b>Total</b>	<b>43.2</b>	<b>1,323.7</b>	<b>3,093.5</b>	<b>4,460.4</b>
<b>Revenue recognition date</b>				
At a specific time	1.5	-	59.4	<b>60.9</b>
Over a period	41.7	1,323.7	3,034.1	<b>4,399.5</b>
<b>Total</b>	<b>43.2</b>	<b>1,323.7</b>	<b>3,093.5</b>	<b>4,460.4</b>

## Geography

The Group defines the geographical territory of business as the location of the registered office of the service recipient, and not as the country of the service provision. Poland is the key geographic area of the Group's activity. Revenues from contracts with customers of the Group generated on external customers and broken down based on their country of incorporation is presented below:

	2025	2024
Poland	2,721.5	3,244.3
Czech Republic	493.7	464.1
Germany	204.7	317.3
Italy	65.3	69.5
Denmark	38.7	42.5
Slovakia	34.6	54.4
Other countries	227.4	268.3
<b>Total</b>	<b>3,785.9</b>	<b>4,460.4</b>

## 2.1 Revenues from contracts with customers (cont'd)

Non-current assets net of financial instruments and deferred tax assets, by location

	2025	2024
Poland	3,779.4	3,704.0
Czech Republic	444.4	583.5
Other countries	9.6	11.2
<b>Total</b>	<b>4,233.4</b>	<b>4,298.7</b>

### Information on key customers

In the financial year ended 31 December 2025 and 31 December 2024, the Group's revenue from any single client did not exceed 6% of the total revenues from contracts with customers.

## 2.2 Operating expenses

### Consumption of electricity and traction fuel

	2025	2024
Consumption of traction fuel	(90.5)	(110.1)
Consumption of traction energy	(472.0)	(501.8)
<b>Total</b>	<b>(562.5)</b>	<b>(611.9)</b>

### Other services

	2025	2024
Renovation and maintenance services for non-current assets	(86.5)	(92.2)
Rent and fees for the use of property and rolling stock	(70.8)	(85.3)
Telecommunications services	(6.1)	(6.4)
Legal, consulting and similar services	(15.8)	(12.6)
IT services	(60.2)	(59.8)
Transshipment services	(21.2)	(32.0)
Land reclamation services	(46.2)	(28.4)
Shunting, traction and inspection services	(44.5)	(44.4)
Other services	(51.8)	(40.8)
<b>Total</b>	<b>(403.1)</b>	<b>(401.9)</b>

### Employee benefits

	2025	2024
Salary	(1,219.6)	(1,452.0)
Social security costs	(256.9)	(307.6)
Expenses for contributions to the Company Social Benefits Fund	(34.9)	(40.3)
Other employee benefits during employment	(34.6)	(82.7)
Post-employment benefits	(6.8)	(7.8)
Movement in provisions for employee benefits	(12.2)	90.8
<b>Total</b>	<b>(1,565.0)</b>	<b>(1,799.6)</b>

### Other expenses

	2025	2024
Consumption of non-traction fuel	(21.7)	(24.8)
Consumption of electricity, gas and water	(48.3)	(57.7)
Consumption of materials	(78.8)	(82.4)
Taxes and charges	(41.7)	(43.2)
Cost of goods and materials sold	(19.5)	(37.6)
Business trips	(28.3)	(32.2)
Other	(33.1)	(30.3)
<b>Total</b>	<b>(271.4)</b>	<b>(308.2)</b>

## 2.2 Operating expenses (cont'd)

### Depreciation, amortization and impairment losses

	2025	2024
Depreciation of rolling stock	(222.5)	(650.9)
Depreciation of other property, plant and equipment	(45.9)	(59.9)
Depreciation of right-of-use assets	(128.0)	(137.2)
Amortization of intangible assets	(7.4)	(8.7)
(Recognized) / reversed impairment losses:		
Rolling stock <sup>1)</sup>	177.5	(2,016.7)
Other property, plant and equipment <sup>1)</sup>	(9.0)	(105.8)
Right-of-use assets <sup>1)</sup>	(8.4)	(11.1)
Non-current assets classified as held for sale	7.7	-
Intangible assets	(0.4)	(0.8)
<b>Total</b>	<b>(236.4)</b>	<b>(2,991.1)</b>

<sup>1)</sup>The items are described in [Note 5.1](#) and [Note 5.2](#) to these Consolidated Financial Statements.

## 2.3 Other operating revenue (and expenses)

### Other operating revenue (and expenses)

	2025	2024
Profit on sales of non-financial non-current assets	40.3	7.7
Reversed impairment losses for trade receivables	5.7	2.0
Reversed impairment losses for VAT settlements	-	4.1
Penalties and compensations	17.3	9.3
Reversal of other provisions	6.6	12.4
Interest on trade and other receivables	4.5	4.5
Net result on foreign exchange differences on trade receivables and trade payables	-	0.6
Subsidies	5.9	6.7
Other	8.8	11.6
<b>Total other operating revenue</b>	<b>89.1</b>	<b>58.9</b>
Recognized impairment losses for trade receivables	(6.0)	(17.0)
Impairment losses recognized for VAT settlements	-	(203.1)
Penalties and compensations	(7.1)	(9.4)
Interest on trade and other payables	(13.5)	(67.3)
Restructuring provision recognized	(27.1)	(149.2)
Other provisions established	(4.7)	(6.7)
Costs of liquidation of non-current and current assets	(2.4)	(4.4)
Net result on foreign exchange differences on trade receivables and trade payables	(1.8)	-
Other	(7.2)	(4.8)
<b>Total other operating expenses</b>	<b>(69.8)</b>	<b>(461.9)</b>
<b>Other operating revenue (and expenses)</b>	<b>19.3</b>	<b>(403.0)</b>

## 2.4 Financial revenue (and expenses)

### Financial revenue (and expenses)

	2025	2024
Interest income	14.2	10.9
Dividend income	0.1	0.1
Other	0.1	0.1
<b>Total financial revenue</b>	<b>14.4</b>	<b>11.1</b>
Interest expenses	(99.0)	(153.0)
Settlement of the discount on provisions for employee benefits	(29.9)	(33.5)
Net result on foreign exchange differences	(3.6)	(0.5)
Recognized impairment losses on the value of shares	(0.1)	-
Other	(0.6)	(0.9)
<b>Total financial expenses</b>	<b>(133.2)</b>	<b>(187.9)</b>
<b>Financial revenue (and expenses)</b>	<b>(118.8)</b>	<b>(176.8)</b>

## 3. Notes on taxation

### 3.1 Income tax

#### Accounting policy applied

The income tax of the reporting period includes current and deferred income tax. The current tax burden is calculated on the basis of the tax result for the given reporting period. The tax result differs from the accounting pre-tax result due to exclusion of revenue which temporarily is not subject to taxation and expenses which are temporarily not tax deductible, as well as the expenses and revenues that will never be subject to taxation. Tax burden is calculated based on the tax rates applicable in the given financial year.

Deferred income tax is recognized with respect to temporary differences between the tax base of an asset or liability and the corresponding carrying amount. Deferred tax liabilities are recognized with respect to taxable temporary differences. Deferred tax assets are captured with reference to deductible temporary differences up to the amount of the Group's likely future taxable income sufficient to settle such temporary differences. The value of the deferred tax assets is reviewed at each balance sheet date in terms of prospects of generation of future taxable profits required to settle it.

Deferred tax assets and liabilities are subject to offsetting if there is an enforceable legal title to set off current income tax assets and liabilities and if the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority if there is an intention to settle the accounts in net amounts.

#### MATERIAL VALUES BASED ON PROFESSIONAL JUDGMENT AND ESTIMATES



The Group recognizes a deferred tax asset based on the assumption that taxable income would be recorded in the future, allowing the Group to use the asset.

As at 31 December 2025, the Group recognized a deferred tax asset of PLN 144.4 million concerning primarily the tax losses achieved by the Parent Company in 2024-2025. Additionally, as at 31 December 2025, the Parent Company recognized deferred tax assets in relation to non-deductible borrowing costs subject to restrictions in recognition as tax-deductible costs pursuant to Art. 15c of the CIT Act, in the amount of PLN 23.4 million.

Current financial projections of the Parent Company indicate that, in the coming years, it will generate taxable profit at the level sufficient to utilize the tax losses and the outstanding limits of borrowing costs.

As at 31 December 2025, the Group reduced the value of deferred tax assets on tax losses of PKP CARGO TERMINALE Sp. z o.o. and Cargosped Terminal Braniewo Sp. z o.o. in the total amount of PLN 3.3 million.

**3.1 Income tax (cont'd)**

## Income tax recognized in profit / loss

	2025	2024
<b>Current income tax</b>		
Current tax liability	(16.5)	(15.5)
Adjustments posted in the current year relating to tax from previous years	(0.3)	(0.8)
<b>Deferred tax</b>		
Deferred income tax of the reporting period	(5.5)	488.2
<b>Income tax recognized in profit / loss</b>	<b>(22.3)</b>	<b>471.9</b>

According to the legal provisions in effect, no differentiation of rates is expected in the future periods. Frequent differences of opinions as to legal interpretation of the tax regulations, both within the State bodies, and between the State bodies and enterprises, entail lack of certainty and give rise to conflicts. Therefore, the tax risk in Poland is much higher than usually observed in the countries with better developed tax systems. Tax returns may be subject to an inspection for a period of five years, starting from the end of the year of the tax payment. As a result of future inspections, the Group's tax settlements may be increased by additional tax liabilities.

## Deferred income tax captured in other comprehensive income

	2025	2024
Deferred tax on the measurement of hedging instruments	(0.8)	(1.1)
Deferred tax on actuarial gains / (losses) on employee benefits	9.5	6.0
FX differences from translation of deferred tax balance recognized in other comprehensive income <sup>1)</sup>	(2.3)	3.2
<b>Deferred income tax captured in other comprehensive income</b>	<b>6.4</b>	<b>8.1</b>

<sup>1)</sup> This item is presented in equity as FX differences from translation of financial statements of foreign operations.

## Reconciliation of the effective tax rate

	2025	2024
<b>Profit / (loss) before tax</b>	<b>61.7</b>	<b>(2,884.5)</b>
Income tax expense at 19%	(11.7)	548.1
<b>Tax effect of revenue which does not constitute revenue within the meaning of tax regulations, including:</b>		
Reversal of non-tax provisions and impairment loss allowances	2.1	1.2
Valuation under the equity method	(0.3)	(0.1)
Other	2.3	1.6
<b>Tax effect of non-deductible expenses arising from tax regulations, including:</b>		
PFRON disability fund	(4.8)	(5.3)
Recognition of non-tax provisions and impairment losses	(1.1)	(3.1)
Permanent differences in expenses related with property, plant and equipment	(0.5)	(0.5)
Representation expenses	(0.5)	(0.3)
Penalties and compensations	(0.9)	(1.2)
Value added tax and other public law liabilities	(2.8)	(39.1)
Other	(1.2)	(4.6)
<b>Effect of the establishment/(reversal) of a deferred tax asset charge on tax losses</b>	<b>(3.3)</b>	<b>(26.2)</b>
<b>Effect of application of various tax rates</b>	<b>2.5</b>	<b>2.0</b>
<b>Adjustments posted in the current year relating to tax from previous years</b>	<b>(0.6)</b>	<b>(0.6)</b>
<b>Other</b>	<b>(1.5)</b>	<b>-</b>
<b>Income tax recognized in profit / loss</b>	<b>(22.3)</b>	<b>471.9</b>
<b>Effective tax rate</b>	<b>36.1%</b>	<b>16.4%</b>

The corporate income tax rates in effect in the PKP CARGO S.A. under restructuring Group in the years 2024-2025 were: 19% in Poland, 21% in the Czech Republic and 9% in Hungary.

### 3.1 Income tax (cont'd)

#### Balance of deferred tax assets and liabilities

Deferred tax assets and liabilities are offset at the level of the financial statements of each Group company. Accordingly, the following values are presented in these Consolidated Financial Statements:

	31 December 2025	31 December 2024
Deferred tax assets	648.6	676.6
Deferred tax liabilities	(53.1)	(82.0)
<b>Total</b>	<b>595.5</b>	<b>594.6</b>

#### Table of movements in deferred tax before the set-off

2025	1 January 2025	Recognized in profit or loss	Recognized in other comprehensive income	FX differences from translation of deferred tax balance	31 December 2025
<b>Temporary differences relating to deferred tax (liabilities) / assets:</b>					
Non-financial non-current assets	329.2	(61.3)	-	(2.4)	265.5
Right-of-use assets and lease liabilities	(5.1)	(14.2)	-	-	(19.3)
Other provisions and liabilities	66.7	(9.0)	-	-	57.7
Inventories	(5.2)	1.5	-	-	(3.7)
Lease receivables	(2.3)	-	-	-	(2.3)
Trade receivables	3.1	(2.2)	-	-	0.9
Provisions for employee benefits	114.2	(8.3)	9.5	0.1	115.5
Other	30.2	7.4	(0.8)	-	36.8
Unused tax losses	63.8	80.6	-	-	144.4
<b>Total</b>	<b>594.6</b>	<b>(5.5)</b>	<b>8.7</b>	<b>(2.3)</b>	<b>595.5</b>

2024	1 January 2024	Recognized in profit or loss	Recognized in other comprehensive income	FX differences from translation of deferred tax balance	31 December 2024
<b>Temporary differences relating to deferred tax (liabilities) / assets:</b>					
Non-financial non-current assets	(89.7)	415.6	-	3.3	329.2
Right-of-use assets and lease liabilities	(2.0)	(3.1)	-	-	(5.1)
Other provisions and liabilities	25.0	41.7	-	-	66.7
Inventories	(7.5)	2.3	-	-	(5.2)
Lease receivables	(1.9)	(0.4)	-	-	(2.3)
Trade receivables	(1.1)	4.2	-	-	3.1
Provisions for employee benefits	142.6	(34.3)	6.0	(0.1)	114.2
Other	8.4	22.9	(1.1)	-	30.2
Unused tax losses	24.5	39.3	-	-	63.8
<b>Total</b>	<b>98.3</b>	<b>488.2</b>	<b>4.9</b>	<b>3.2</b>	<b>594.6</b>

#### Maturity analysis of deferred tax assets from tax losses and borrowing costs

Expiration dates of the tax losses and borrowing costs, to which deferred tax assets were applied as at 31 December 2025

Year	2027	2028	2029	2030	Total
Unused tax losses	5.7	159.9	372.1	222.2	759.9
Borrowing costs	-	33.8	89.1	-	122.9
<b>Total</b>	<b>5.7</b>	<b>193.7</b>	<b>461.2</b>	<b>222.2</b>	<b>882.8</b>

Expiration dates of the tax losses and borrowing costs, to which deferred tax assets were applied as at 31 December 2024

Year	2027	2028	2029	Total
Unused tax losses	5.7	167.8	162.1	335.6
Borrowing costs	-	33.8	89.1	122.9
<b>Total</b>	<b>5.7</b>	<b>201.6</b>	<b>251.2</b>	<b>458.5</b>

### 3.1 Income tax (cont'd)

#### Tax loss and borrowing costs not captured in calculation of deferred tax assets

The amount of tax losses not included in the calculation of deferred tax asset results from tax losses generated by the following companies:

	31 December 2025	31 December 2024
PKP CARGO S.A. w restrukturyzacji	115.5	115.5
PKP CARGO TERMINALE Sp. z o.o.	26.9	11.3
AWT CFT a.s.	3.7	3.7
PKP CARGOTABOR USŁUGI Sp. z o.o. w likwidacji	3.7	3.6
Cargosped Terminal Braniewo Sp. z o.o.	1.5	-
PKP CARGO INTERNATIONAL HU Zrt.	0.1	0.1
<b>Total</b>	<b>151.4</b>	<b>134.2</b>

Expiration dates of the tax losses and borrowing costs, to which deferred tax assets were not applied as at 31 December 2025

Year	2025	2026	2027	2028	2029	2030	Total
Unused tax losses	72.7	46.5	1.6	2.6	21.6	6.4	151.4
Borrowing costs	-	10.5	-	-	-	-	10.5
<b>Total</b>	<b>72.7</b>	<b>57.0</b>	<b>1.6</b>	<b>2.6</b>	<b>21.6</b>	<b>6.4</b>	<b>161.9</b>

Expiration dates of the tax losses and borrowing costs, to which deferred tax assets were not applied as at 31 December 2024

Year	2025	2026	2027	2028	2029	Total
Unused tax losses	72.7	46.5	1.6	7.5	5.9	134.2
Borrowing costs	-	10.5	-	-	-	10.5
<b>Total</b>	<b>72.7</b>	<b>57.0</b>	<b>1.6</b>	<b>7.5</b>	<b>5.9</b>	<b>144.7</b>

## 4. Notes on debt and equity management

### 4.1 Reconciliation of debt liabilities

Accounting policy applied
<p>Bank loans and borrowings are initially captured at fair value minus the incurred transaction costs. After initial recognition, loans and borrowings are shown according to amortized cost using the effective interest rate method.</p> <p>A lease liability is measured at the present value of the lease payments that are not paid on such date, which include:</p> <ul style="list-style-type: none"> <li>▪ fixed lease payments, including in-substance fixed payments;</li> <li>▪ variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date,</li> <li>▪ amounts expected to be payable by the lessee under residual value guarantees;</li> <li>▪ the exercise price of a purchase option if the lessee is reasonably certain to exercise that option;</li> <li>▪ cash penalties for lease termination if the lessee is reasonably certain not to exercise the early termination option.</li> </ul> <p>The current value of future lease payments is calculated using the interest rate applicable to the lease. If the interest rate applicable to a lease cannot be determined easily, the Group applies the lessee's incremental borrowing rate for the lease in question.</p> <p>After the initial recognition, the Group measures the lease liability by:</p> <ul style="list-style-type: none"> <li>▪ increasing the carrying amount to reflect interest on the lease liability;</li> <li>▪ reducing the carrying amount to reflect the lease payments made; and</li> <li>▪ remeasuring the carrying amount to reflect any reassessment or lease modifications.</li> </ul> <p>The Group takes advantage of an exemption and does not apply the requirements for measurement of lease liabilities and right-of-use assets in respect of:</p> <ul style="list-style-type: none"> <li>▪ short-term leases, i.e. leases where the term of the agreement is no longer than 12 months and which do not include a purchase option;</li> <li>▪ leases for which the underlying asset is of low value. The Group defines assets of low value as those whose value, when new, does not exceed PLN 25 thousand.</li> </ul> <p>In cases where the exemptions referred to above are applied, the Group recognizes lease payments as an expense falling under the straight-line method over the lease term or under another method that provides a better reflection of the benefits obtained by the Group.</p>

**4.1 Reconciliation of debt liabilities (cont'd)**

**MATERIAL VALUES BASED ON PROFESSIONAL JUDGMENT AND ESTIMATES**

Material estimates in respect to lease liabilities concern the model for determining:

a) the discount rate

The Group discounts lease payments using the interest rate implicit in the lease, if that rate can be readily determined; otherwise it uses the incremental borrowing rate. The incremental borrowing rate is calculated on the basis of the following two components:

- a reference rate appropriate for the currency in question; and
- credit risk premium, which is based on the banks' credit margins and takes into account the contract term and the financial situation of each company in which leases have been identified.

b) lease term

As regards lease periods, including in particular for leases entered into for an indefinite term, the Group takes into account all relevant facts and circumstances that create an economic incentive for the lessee to exercise the option to extend the lease or not to exercise the option to terminate the lease, such as:

- the importance of the asset to the Group's operations, considering whether the asset is a specialized asset, the location of the asset and the availability of suitable alternatives,
- material leasehold improvements undertaken (or expected to be undertaken) over the term of the contract,
- contractual terms and conditions for the optional periods compared with market rates,
- circumstances related to the exercise of the option to extend the contract.

For contracts executed for a specific term without an extension option, the Group uses the term of the contract as the lease period.

At each balance sheet date, the Group measures the amount of interest due from its counterparty related to late payment of its liabilities. In such cases, the Group assesses the probability of cash outflows and decides to recognize these liabilities on this basis.

The Group's debt liabilities consist of the following two main categories: bank loans and borrowings and leases. Loan agreements were signed mainly in PLN and EUR to finance current activity, finance and refinance the investment plan and acquisitions.

Lease agreements are signed in PLN, CZK and EUR and pertain mainly to property and rolling stock.

In its debt liabilities line item, the Group also presents the funds received from the Guaranteed Employee Benefits Fund designated for the payment of severance pays and other benefits for employees affected by mass layoffs.

The Parent Company has a registered pledge on wagons securing the repayment of liabilities under a bank loan with an outstanding liabilities of PLN 59.9 million as at 31 December 2025. Liabilities under this loan are repaid on a regular basis. Liabilities under the remaining bank loans concluded by the Parent Company and PKP CARGOTABOR are not secured on assets and cannot be currently repaid by the Company, as they are included in the composition. Liabilities under bank loans concluded by other Group companies are repaid on an ongoing basis. The total carrying amount of the Group's liabilities on account of bank loans subject to repayment was PLN 67.3 million as at 31 December 2025.

In addition to liabilities incurred before the commencement of the restructuring proceedings, as these are subject to the composition and cannot be repaid pursuant to Article 252 of the Restructuring Law, the Group does not have any other material liabilities under loans, for which it failed to make payments as at 31 December 2025 and 31 December 2024.

**Items in foreign currencies**

31 December 2025	In the functional currency – PLN	In foreign currency			Total
		EUR	CZK	HUF	
Bank loans and borrowings	923.6	439.5	-	-	<b>1,363.1</b>
Liabilities under funds received from the Guaranteed Employee Benefits Fund	87.0	-	-	-	<b>87.0</b>
Leases	1,227.6	16.7	16.7	0.2	<b>1,261.2</b>
<b>Total</b>	<b>2,238.2</b>	<b>456.2</b>	<b>16.7</b>	<b>0.2</b>	<b>2,711.3</b>

31 December 2024	In the functional currency – PLN	In foreign currency			Total
		EUR	CZK	HUF	
Bank loans and borrowings	934.6	446.0	-	-	<b>1,380.6</b>
Liabilities under funds received from the Guaranteed Employee Benefits Fund	71.8	-	-	-	<b>71.8</b>
Leases	1,319.2	38.2	22.5	0.3	<b>1,380.2</b>
<b>Total</b>	<b>2,325.6</b>	<b>484.2</b>	<b>22.5</b>	<b>0.3</b>	<b>2,832.6</b>

**4.1 Reconciliation of debt liabilities (cont'd)**

## Reconciliation of debt liabilities

2025	Bank loans and borrowings	Liabilities under funds received from FGŚP	Leases	Total
<b>1 January 2025</b>	<b>1,380.6</b>	<b>71.8</b>	<b>1,380.2</b>	<b>2,832.6</b>
New liabilities contracted	-	10.2	15.7	<b>25.9</b>
Modifications of existing agreements	-	-	44.8	<b>44.8</b>
Accrual of interest	23.8	8.8	66.2	<b>98.8</b>
Payments under debt, including:				
Repayments of the principal	(30.8)	(3.5)	(168.5)	<b>(202.8)</b>
Interest paid	(5.7)	(0.3)	(59.1)	<b>(65.1)</b>
Set off	-	-	(2.0)	<b>(2.0)</b>
Other	(0.1)	-	(17.9)	<b>(18.0)</b>
FX differences recognized in profit or loss and other comprehensive income	(4.6)	-	0.4	<b>(4.2)</b>
FX translation differences	(0.1)	-	1.4	<b>1.3</b>
<b>31 December 2025</b>	<b>1,363.1</b>	<b>87.0</b>	<b>1,261.2</b>	<b>2,711.3</b>
Non-current	410.5	-	946.1	<b>1,356.6</b>
Current	952.6	87.0	315.1	<b>1,354.7</b>
<b>Total</b>	<b>1,363.1</b>	<b>87.0</b>	<b>1,261.2</b>	<b>2,711.3</b>

2024	Bank loans and borrowings	Liabilities under funds received from FGŚP	Leases	Total
<b>1 January 2024</b>	<b>1,480.3</b>	-	<b>1,413.5</b>	<b>2,893.8</b>
New liabilities contracted	84.0	71.6	87.5	<b>243.1</b>
Modifications of existing agreements	-	-	66.7	<b>66.7</b>
Sale and leaseback	-	-	6.2	<b>6.2</b>
Transaction costs	0.5	-	-	<b>0.5</b>
Accrual of interest	71.0	0.2	81.3	<b>152.5</b>
Payments under debt, including:				
Repayments of the principal	(201.0)	-	(161.1)	<b>(362.1)</b>
Interest paid	(46.6)	-	(65.8)	<b>(112.4)</b>
Transaction costs	(0.5)	-	-	<b>(0.5)</b>
Other	1.0	-	(46.5)	<b>(45.5)</b>
FX differences recognized in profit or loss and other comprehensive income	(7.8)	-	0.3	<b>(7.5)</b>
FX translation differences	(0.3)	-	(1.9)	<b>(2.2)</b>
<b>31 December 2024</b>	<b>1,380.6</b>	<b>71.8</b>	<b>1,380.2</b>	<b>2,832.6</b>
Non-current	678.7	-	1,112.8	<b>1,791.5</b>
Current	701.9	71.8	267.4	<b>1,041.1</b>
<b>Total</b>	<b>1,380.6</b>	<b>71.8</b>	<b>1,380.2</b>	<b>2,832.6</b>

Other amounts under leases recognized in the statement of profit or loss and other comprehensive income:

Presentation in the statement of profit or loss and other comprehensive income		2025	2024
Revenues from operating leases	Revenues from contracts with customers	45.0	57.1
Costs of short-term leases	Other services	(53.6)	(39.2)

#### 4.1 Reconciliation of debt liabilities (cont'd)

##### Terms and conditions of loan agreements

Contracts signed with banks impose legal and financial obligations on the Group that are standard in such transactions. The key ratios measured in such obligations set forth in loan agreements signed by the Group include: the Net Debt/EBITDA ratio and the total debt ratio.

The above ratios are calculated on the basis of data contained in both the Consolidated Financial Statements of the PKP CARGO S.A. under restructuring Group and the PKP CARGO INTERNATIONAL Group.

According to the provisions of the agreements signed by the Group, compliance with the terms and conditions of loan agreements is reviewed on a quarterly basis, on a semi-annual basis and at the end of each financial year.

The Net Debt/EBITDA is the level of financial debt less cash to the generated EBITDA and is calculated excluding the impact of IFRS 16. The maximum permitted level of the Net Debt/EBITDA ratio, depending on the contract, is set within the range of 2.25-4.5. For selected agreements, there is also an obligation to satisfy the Net Debt/EBITDA ratio and total debt ratio calculated on the basis of forecast figures.

The total debt ratio is defined in loan agreements as the ratio of total liabilities (excluding the impact of IFRS 16) to total balance sheet amount (excluding the impact of IFRS 16) and its level cannot exceed 60%.

As at 31 December 2025, the covenants in the loan agreements concluded by the Parent Company and PKP CARGOTABOR were not satisfied. As a result of the opening of remedial proceedings against the Parent Company and PKP CARGOTABOR, the failure to meet these financial covenants does not result in the termination of the relevant loan agreements.

##### Unused credit and lease facilities

Type of loan	Bank Name	Period of availability	Currency of the contract	31 December 2025	31 December 2024
Overdraft	ING Bank N.V.	22.11.2028	EUR	12.7	12.8
<b>Total</b>				<b>12.7</b>	<b>12.8</b>

#### 4.2 Equity and equity management

Accounting policy applied
Share capital in the consolidated financial statements is carried in the amount stated in the Articles of Association of the Parent Company.
Supplementary capital includes a share premium account (agio), profit of previous years transferred to supplementary capital and the reserve capital created from the retirement of shares.
Other items of equity include actuarial gains / (losses) on employee benefits, the effect of measurement of equity instruments at fair value and the effective portion of gains and losses on hedging instruments in hedge accounting applied by the Group.
Retained earnings / (Accumulated losses) include the financial result of the current year undistributed earnings and uncovered losses from previous years, as well as the differences attributable to transition to EU IFRS.
Exchange differences resulting from conversion of financial statements of foreign operations arise as a result of translation of financial data of such operations to the Polish currency based on the following principles:
a) assets and liabilities items at the exchange rate at the end of the reporting period,
b) items of the statement of profit or loss and other comprehensive income and of the statement of cash flows at the average exchange rate in the reporting period calculated as the arithmetic mean of the exchange rates prevailing on the last day of each month in a given period.

##### Share capital

	31 December 2025	31 December 2024
The share capital consists of:		
Ordinary shares – fully paid up and registered	44.8	2,239.3

PKP S.A. is the parent company of PKP CARGO S.A. under restructuring. Pursuant to articles of association of the Parent Company, PKP S.A. holds special personal rights to appoint and dismiss Supervisory Board Members in a number equal to half the composition of the Supervisory Board plus one. PKP S.A. has a personal right to appoint the Supervisory Board Chairperson and to determine the number of Supervisory Board Members.

Additionally, in the event that PKP S.A.'s share in the Company's share capital is 50% or less, PKP S.A. will have an exclusive personal right to propose candidates for the President of the Parent Company's Management Board. The personal rights of PKP S.A. shall be vested always when PKP S.A. holds at least 25% of the Parent Company's share capital.

As at 31 December 2025, the Parent Company's share capital consisted of ordinary shares with a par value of PLN 1 each, and as at 31 December 2024, it consisted of ordinary shares with a par value of PLN 50 each. Fully paid up ordinary shares are equivalent to one vote at the shareholder meeting and carry the right to a dividend.

#### 4.2 Equity and equity management (cont'd)

By a resolution of the Extraordinary Shareholder Meeting of PKP CARGO S.A. under restructuring of 29 December 2025, the Parent Company's share capital was reduced by PLN 2,194.5 million to PLN 44.8 million. The share capital of PKP CARGO S.A. under restructuring was reduced by decreasing the par value of each share in the Parent Company by PLN 49 while maintaining the unchanged number of all shares in each series. The amount obtained from the reduction of the share capital of PKP CARGO S.A. under restructuring was allocated to cover the loss for 2024.

##### Movement in supplementary capital and retained earnings

As a result of the share capital reduction referred to above, the loss recognized in the Standalone Financial Statements of PKP CARGO S.A. under restructuring for 2024 was reduced to PLN 218.2 million. On 29 December 2025, the Extraordinary Shareholder Meeting of PKP CARGO S.A. under restructuring adopted a resolution to cover the net loss incurred in 2024 in the amount of PLN 218.2 million from the supplementary capital.

In 2025, changes in the Group's supplementary capital resulted also from a resolution of 30 June 2025 adopted by the Ordinary Shareholder Meeting of PKP CARGO SERVICE Sp. z o.o. in the matter of a partial allocation of the net profit generated in 2024 to supplementary capital, and a resolution of 30 June 2025 adopted by the Ordinary Shareholder Meeting of Cargosped Terminal Braniewo Sp. z o.o., resolution of 30 July 2025 adopted by the Ordinary Shareholder Meeting of CARGOTOR sp. z o.o. and the resolution of 30 July 2025 adopted by the Ordinary Shareholder Meeting of PKP CARGO CONNECT sp. z o.o. on partial or full coverage of the loss incurred in 2024 from supplementary capital.

The Management Board of the Parent Company recommends to allocate the entire net profit for the year 2025 reported in the Standalone Financial Statements to increase the supplementary capital.

##### Equity management

The main objective of equity management in the Parent Company after the opening of restructuring proceedings is to maintain its ability to continue and develop operations in order to create value for shareholders and benefits for other stakeholders.

#### 4.3 Cash and cash equivalents

##### Accounting policy applied

Cash and cash equivalents include cash on hand, cash in bank accounts, bank deposits payable on demand, other short-term investments with high liquidity and with the original maturity date of up to three months.

##### Structure of cash and cash equivalents

	31 December 2025	31 December 2024
Cash on hand and on bank accounts	147.6	151.9
Bank deposits up to 3 months	282.5	433.7
Other cash	-	3.5
<b>Total</b>	<b>430.1</b>	<b>589.1</b>
<i>including restricted cash</i>	<i>30.3</i>	<i>29.4</i>

Restricted cash included mostly cash accumulated on VAT accounts and bank accounts kept for tender deposits and guarantees.

#### 4.4 Notes to the statement of cash flows

##### Movement in working capital

2025	Change in the balance from the statement of financial position	Net cash flow from investing activities	Other	Net cash flow from operating activities (movement in working capital)
Inventories	13.3	(4.0)	-	9.3
Trade receivables	37.7	(3.4)	(0.6)	33.7
Lease receivables	2.1	(1.9)	-	0.2
Other assets	(2.0)	(3.1)	-	(5.1)
Provisions	(9.6)	2.0	-	(7.6)
Trade payables	(3.9)	19.4	-	15.5
Investment commitments	3.2	4.3	-	7.5
Other liabilities	(57.2)	-	0.1	(57.1)
<b>Total working capital</b>	<b>(16.4)</b>	<b>13.3</b>	<b>(0.5)</b>	<b>(3.6)</b>

#### 4.4 Notes to the statement of cash flows (cont'd)

2024	Change in the balance from the statement of financial position	Net cash flow from investing activities	Other	Net cash flow from operating activities (movement in working capital)
Inventories	42.5	(0.4)	-	42.1
Trade receivables	111.0	(0.7)	0.2	110.5
Lease receivables	(2.5)	2.7	-	0.2
Other assets	25.4	(18.5)	-	6.9
Provisions	(112.6)	-	-	(112.6)
Trade payables	374.2	-	-	374.2
Investment commitments	(11.2)	17.7	-	6.5
Other liabilities	397.6	0.7	11.2	409.5
<b>Total working capital</b>	<b>824.4</b>	<b>1.5</b>	<b>11.4</b>	<b>837.3</b>

#### Other adjustments

	2025	2024
Actuarial gains / (losses) on employee benefits recognized in other comprehensive income	(50.2)	(31.7)
Measurement of equity instruments at fair value	9.9	-
Impairment loss recognized / (reversed) on investments in entities accounted for under the equity method	(6.1)	15.4
Exchange differences resulting from conversion of financial statements of foreign operations	2.8	(1.7)
Other	(0.1)	(3.6)
<b>Other adjustments in the statement of cash flows</b>	<b>(43.7)</b>	<b>(21.6)</b>

#### Non-financial transactions

In the financial years ended 31 December 2025 and 31 December 2024, major non-financial transactions concerning investing and financial activity which were not reflected in the statement of cash flows were as follows:

- Setting off mutual settlements

In 2025, the Group set off trade receivables with lease liabilities in the amount of PLN 2.0 million and trade receivables with liabilities arising from the purchase of non-financial non-current assets in the amount of PLN 1.4 million; the total value of set-offs in 2024 was PLN 0.7 million.

- Change in the classification of rolling stock

When a decision is made to derecognize a rolling stock asset, its residual value is recognized in inventories. In 2025, the Group changed the classification of rolling stock assets in the total amount of PLN 5.2 million, while in 2024 the residual value of rolling stock recognized as inventories amounted to PLN 0.4 million.

- Modification of lease contracts and incurrence of new liabilities

Information on changes in lease contracts in 2025 and 2024 resulting from the incurrence of new lease liabilities or the modification of existing lease liabilities is presented in [Note 4.1](#) and [Note 5.2](#) to these Consolidated Financial Statements.

## 5. Notes to the statement of financial position

### 5.1 Rolling stock and other property, plant and equipment

#### Accounting policy applied

Rolling stock and other property, plant and equipment (hereinafter referred to as: property, plant and equipment) are measured at purchase price or production cost reduced by depreciation and impairment loss allowances. The initial value of a property, plant and equipment item consists of its acquisition cost or cost of production, along with any import duties, non-refundable purchase taxes included in the price. It is also reduced by any rebates, discounts and subsidies and increased by any costs directly attributable to preparation of the asset for its intended use and, if applicable, external borrowing costs.

Government grants are recognized as reduction of the assets' value at the moment when it is reasonably certain that they will be obtained and that all the necessary conditions will be met. In accordance with the co-financing agreements concluded, the Group is obliged to maintain the durability of the project within the meaning of Article 71(1) of Regulation (EU) No 1303/2013 of the European Parliament and of the Council of 17 December 2013 for a specified period (usually 5 years from the date of receipt of the final co-financing payment). During the project durability period, no material modifications may be introduced that could lead to a change in the original nature or implementation conditions of the operation, or result in obtaining undue advantages, or arise from the cessation of activities or disposal of infrastructure elements. A breach of the above rules could result in an obligation to return all or part of the co-financing received. The previous inspections carried out in the Group so far by external entities have not revealed any irregularities that would require repayment of co-financing received for projects, and the Group does not identify any such circumstances.

The Group presents perpetual usufruct rights that are exempted from payments as property, plant and equipment. Fixed assets under construction are presented in the statement of financial position at the production cost reduced by recognized impairment losses.

An item of property, plant and equipment is removed from the statement of financial position at the moment of sale or when no economic benefits are expected from its use. When it is decided to derecognize an item of property, plant and equipment, its carrying amount is recognized in the profit or loss of the period in which the decision was taken. Items of rolling stock are an exception – their residual value is recognized in the inventory item when the decision is made to liquidate them.

Within rolling stock items, the Group identifies and separates all the material elements, or components, making up the given asset with different economic useful lives. The material components of freight cars and commercial locomotives distinguished by the Group comprise the main part of the rolling stock item and the repair/periodic inspection part. In addition, the residual value (scrap value) is established for the rolling stock items.

#### Residual value of rolling stock

The residual value of rolling stock is measured based on prices of scrap of specific classes, less cost to sell. The residual value of rolling stock is not depreciated but is subject to periodic verification at the end of each financial year. The Group changes the residual value if it has a material impact on the Group's financial statements.

#### Repairs and periodic inspections of rolling stock

Rolling stock undergoes planned maintenance operations at five levels, the extent of which is based on the rules set forth in the Regulation of the Minister of Infrastructure dated 12 October 2005 on general technical conditions for the operation of railroad vehicles (Journal of Laws of 2016, Item 226, as amended). Detailed requirements for these operations are given in the Maintenance System Documentation (DSU), which is mandatory for each of the operated railroad vehicles. Rolling stock is subject to planned maintenance operations according to repair cycles defined in the Maintenance System Documentation (DSU), depending on the permissible time and/or course of the vehicle's operation.

Upon completion of a level 4 and 5 modernization or repair, reinstatements to operation are issued indicating the period of possible operation of the rolling stock component until the next P4 or P5 level repair indicated in the repair cycle specified in the Maintenance System Documentation (DSU). An asset may be operated over the entire period provided also that a P3 inspection is carried out halfway through the cycle. If no repair / inspection at levels P3, P4 and P5 is carried out, the rolling stock asset loses its operational capacity and cannot be used in rail transport. The Group considers repairs and periodic inspections at levels P3, P4 and P5 as the condition for continuous use of rolling stock asset item and at the moment of performing such a repair, if the criteria for its recognition are satisfied, the costs of the repair is recognized in the carrying amount of the rolling stock asset and are depreciated in the period specified in the reinstatement.

Other costs of ongoing maintenance and repairs for property, plant and equipment and costs of ongoing overhauls (which are not costs of P3, P4 or P5 periodic inspections and repairs) are treated on general terms as costs of the period in which they were carried out.

#### Depreciation of property, plant and equipment

The Group applies straight-line depreciation. The value of property, plant and equipment subject to depreciation is distributed equally over the useful life. The initial value of an asset subject to depreciation is determined after deducting its residual value. Freehold land and rights of perpetual usufruct of land exempt from fees are not depreciated.

### 5.1 Rolling stock and other property, plant and equipment (cont'd)

#### Accounting policy applied

The estimated useful lives, residual values and depreciation methods are verified at the end of each reporting period, including prospective application of any changes to estimates.

To calculate depreciation, the Group applies the following economic useful lives for particular groups of non-current assets:

Real properties, including:

Land and perpetual usufruct rights to land are not depreciated

Buildings, premises and civil and water engineering facilities

from 5 to 75 years

Technical machinery and equipment

from 2 to 40 years

Rolling stock, including:

Freight cars:

- main part of a wagon

from 36 to 48 years

- periodic repairs of wagons

from 4 to 6 years

- periodic inspections of wagons

from 2 to 3 years

Electric locomotives:

- main part of a locomotive,

from 24 to 45 years

- periodic repairs of locomotives

from 4 to 8 years

- periodic inspections of locomotives

from 2 to 4 years

Other means of transport

from 2 to 25 years

Other fixed assets

from 2 to 25 years

#### Impairment of property, plant and equipment

At each balance sheet date, the Group performs an analysis of carrying amounts of owned non-current assets to determine if there are any indications of their impairment. If such indications of impairment are identified, the recoverable amount of the cash-generating units or individual assets is estimated to determine a potential related allowance.

Recoverable amount is determined as the higher of: fair value less cost to sell, or value in use. The value in use is defined as the present value of estimated future cash flows discounted using a discount rate before tax. If the recoverable amount of a cash-generating unit or individual asset is lower than its carrying amount, the latter is reduced to the recoverable amount. An impairment allowance is recognized in the line item "depreciation, amortization and impairment losses".

Where an impairment allowance is reversed, the net value of the asset is increased to the revised estimate of the recoverable amount, which, however, does not exceed the carrying amount of the asset that would have been determined had an impairment allowance not been recognized in previous years. The reversal of an impairment allowance is recognized in the line item "depreciation, amortization and impairment losses".

#### MATERIAL VALUES BASED ON PROFESSIONAL JUDGMENT AND ESTIMATES



##### Economic useful lives of fixed assets

The Group estimates the economic useful lives and consequently the depreciation rates for individual property, plant and equipment items. The estimates are based on the expected economic useful lives of the assets. Depreciation rates may change in the event of circumstances causing a change in the expected useful life, which in turn affects the value of the depreciation charges and the net carrying amount of specific items of property, plant and equipment in future periods. The verification of the useful lives of property, plant and equipment conducted as at 31 December 2025 and 31 December 2024 did not reveal the need to make material changes to previous periods.

##### Residual value of the rolling stock

As at 31 December 2025, the Parent Company verified the residual value of its rolling stock. In connection with the evolution of scrap metal prices achieved by the Parent Company compared to prices in the previous year, the Parent Company decided to increase the residual value of rolling stock as at 31 December 2025.

##### Impairment of non-current assets

In accordance with IAS 36, the Group assesses at the end of each reporting period whether there is any objective evidence of impairment of non-current assets. If such grounds exist then the Group is required to determine the recoverable amount of the assets showing signs of impairment.

As at 31 December 2025, the Group analyzed the indications and identified the factors that could have materially contributed to a change in the value of its non-current assets; accordingly, as at 31 December 2025, the Group carried out impairment tests for cash-generating units defined at the level of assets of the Parent Company, PKP CARGOTABOR Sp. z o.o. under restructuring, PKP CARGO TERMINALE Sp. z o.o. and the PKP CARGO INTERNATIONAL Group, PKP CARGO CONNECT Sp. z o.o., PKP CARGO SERVICE Sp. z o.o. and Cargosped Terminal Braniewo Sp. z o.o.. The recoverable amount of the respective cash-generating units was determined on the basis of their estimated value in use, using the discounted cash flow method.

### 5.1 Rolling stock and other property, plant and equipment (cont'd)

The key indications pointing to the necessity of conducting impairment tests for the Group's assets as at 31 December 2025 included:

- ongoing remedial proceedings against the Parent Company and PKP CARGOTABOR, as well as the lack of approval by creditors and the court of the submitted composition proposals,
- an update of long-term financial forecasts of the tested companies,
- an update of the weighted average cost of capital (WACC) reflecting changes in internal and external factors,
- lower than expected financial performance achieved in H2 2025 by the selected companies.

Additionally, in the case of PKP CARGO TERMINALE sp. z o.o. and Cargosped Terminal Braniewo Sp. z o.o., the important indication was the deterioration of the financial standing of these companies, including operating losses.

On 9 December 2025, the Management Board of the Parent Company adopted a document titled "Restructuring Strategy of the PKP CARGO Group for 2025-2031" ("Restructuring Strategy"). The document was developed by an independent financial consultant based on the Restructuring Plan of PKP CARGO S.A. under restructuring.

The tests were carried out by an independent financial consultant and prepared in line with the assumptions presented in the Restructuring Strategy and the Composition Proposals of the Parent Company for creditors filed with the Court on 30 June 2025, and also on the Business Plans ("PDG") of subsidiaries prepared on the basis of the financial projections included in the Restructuring Strategy.

#### Weighted average cost of capital

For the purpose of the impairment testing, the PKP CARGO S.A. under restructuring Group has applied the WACC path that takes into account current market parameters and characteristics (including higher market interest rates), based on the full business cycle and fundamental economic relationships.

In the process of estimating value in use the relevant key risks were identified (including, among others, risks related to: the restructuring and remedial process; achievement of the assumed financial forecasts; the macroeconomic situation; and market risks); they were then taken into account to calculate the WACC discount rate, through the adoption of specific risk premiums.

The WACC discount rate used to measure assets owned by PKP CARGO S.A. under restructuring was 13.6% in nominal terms.

For PKP CARGOTABOR Sp. z o.o. under restructuring, WACC discount rate of 14.0% in nominal terms were set to reflect the increased specific risk in connection with the pending restructuring proceedings. For the companies that are not being restructured, the WACC discount rate in nominal terms was set at 12.9% for PKP CARGO Terminale Sp. z o.o., at 12.8% for PKP CARGO CONNECT Sp. z o.o., at 10.4% for PKP CARGO SERVICE Sp. z o.o., and at 9.5% for the PKP CARGO INTERNATIONAL Group and 21.9% for Cargosped Terminal Braniewo Sp. z o.o.

#### Climate issues

The future of the Polish market for the transportation of materials such as coal is determined by the EU climate policy and will be influenced by the European Green Deal ("EGD"), which aims to achieve climate neutrality in the EU by 2050.

The environment in which the Group operates is volatile and dependent on macroeconomic, market and regulatory conditions, and any change in this area can have a material impact on the financial standing and performance of the PKP CARGO S.A. under restructuring Group. Therefore, the above assumptions and other assumptions used to estimate the value in use of assets are subject to periodic analysis and review.

#### PKP CARGO S.A. w restrukturyzacji

Presented below are the key assumptions affecting the estimate of the value in use of the tested cash-generating units:

- a) discounted cash flows were calculated on the basis of a detailed financial projection for the period from 1 January 2026 to 31 December 2031; the plan contains financial forecasts until 2031, which reflect the effect of planned restructuring measures. In the impairment test, the time horizon of the detailed forecast was assumed to be consistent with the Restructuring Plan;
- b) A WACC rate with a higher specific risk premium was applied compared with the previous period, reflecting historical deviations in the delivery of financial forecasts;
- c) in the detailed projection period of 2026-2031, the compound annual growth rate (CAGR) of operating revenue will be at 7.2% in nominal terms;
- d) in the whole period covered by the detailed projection, CAPEX will reach the level of 19.2% of annual operating revenue in nominal terms;
- e) after the detailed projection period, the growth of future cash flows was assumed at 2.5% in nominal terms.

As at 31 December 2025, following an impairment test, the Group reversed an impairment loss of assets owned by the Parent Company in the amount of PLN 131.8 million, thus increasing the total value of impairment loss allowances reversed during 2025 resulting from the completed tests up to PLN 272.3 million.

**5.1 Rolling stock and other property, plant and equipment (cont'd)**

Below we present the impact of changes in key assumptions, with "all other things being equal", on the impairment loss of assets as at 31 December 2025:

Parameter	Effect on impairment losses (PLN million)	
	-0.3 p.p.	+0.3 p.p.
Change in WACC	(117.3)	110.8
Change in unit price <sup>1)</sup>	83.4	(83.4)

<sup>1)</sup> For the purposes of the sensitivity analysis presented in these Consolidated Financial Statements in **Note 5.1**, the term unit price is understood as an analytical parameter reflecting the average level of prices achieved in a given reporting period, expressed per unit of mass or unit of service rendered. This parameter relates to aggregate sales revenue, without distinction between individual products or services.

Additionally, as at 31 December 2025, the Parent Company reversed an impairment loss on rolling stock components not used in operating activities in the amount of PLN 27.7 million due to an increase in residual value.

Other changes in the amount of impairment losses on assets owned by the Parent Company presented in the statement of movements in property, plant and equipment arise from changes recognized as at 30 June 2025 and include the following:

- recognition of an impairment loss for the rolling stock items not used in operating activities in the total amount of PLN 19.5 million,
- reversal of an impairment loss of PLN 16.1 million for rail cars in connection with the concluded rail car sale agreement, for which the sale price was greater than the carrying amount.

**PKP CARGOTABOR Sp. z o.o. w restrukturyzacji**

Presented below are the key assumptions affecting the estimate of the value in use of the tested cash-generating units:

- a) discounted cash flows were developed on the basis of detailed financial projections for the period from 1 January 2026 to 31 December 2030,
- b) in the detailed projection period of 2026-2030, the compound annual growth rate (CAGR) of operating revenue will be at 10.2% in nominal terms,
- c) in the whole period covered by the detailed projection, CAPEX will reach the level of 4.0% of annual net revenue in nominal terms,
- d) after the detailed projection period, the growth of future cash flows was assumed at 2.5% in nominal terms.

Since the recoverable amount determined as a result of the test exceeded the carrying amount of the tested assets owned by PKP CARGOTABOR Sp. z o.o., as at 31 December 2025 the Group recognized no impairment charge for assets owned by PKP CARGOTABOR Sp. z o.o. w restrukturyzacji in the amount of PLN 3.0 million (out of which PLN 1.9 million pertains to the Right-of-use asset item).

Below we present the impact of changes in key assumptions, with "all other things being equal", on the impairment loss of assets as at 31 December 2025:

Parameter	Effect on impairment losses (PLN million)	
	-0.3 p.p.	+0.3 p.p.
Change in WACC	(2.1)	2.0
Change in unit price	4.0	(4.0)

**PKP CARGO INTERNATIONAL GROUP**

Presented below are the key assumptions affecting the estimate of the value in use of the tested cash-generating units:

- a) the cash-generating unit was considered to be all owned by the PKP CARGO INTERNATIONAL Group, used mainly to service customers on the Czech rail market;
- b) discounted cash flows were developed on the basis of detailed financial projections for the period from 1 January 2026 to 31 December 2035; in the opinion of the subsidiary's Management Board, it is reasonable to adopt financial projections for more than five years because the property, plant and equipment used by PKP CARGO INTERNATIONAL a.s. have considerably longer useful lives;
- c) in the detailed projection period of 2026-2035, the compound annual growth rate (CAGR) of net revenue will be at 4.9% in nominal terms;
- d) in the whole period covered by the detailed projection, CAPEX will reach the level of 5.8% of annual operating revenue in nominal terms,
- e) after the detailed projection period, the growth of future cash flows was assumed at 2.0% in nominal terms.

**5.1 Rolling stock and other property, plant and equipment (cont'd)**

As a result of the test carried out as at 31 December 2025, the determined recoverable amount was lower than the carrying amount of the tested assets owned by PKP CARGO INTERNATIONAL Group, and therefore, as at 31 December 2025 the Group recognized an impairment loss on the assets of PKP CARGO INTERNATIONAL Group in the amount of PLN 61.9 million.

Additionally, as at 31 December 2025, the Company recognized an impairment loss on rail cars owned by the PKP CARGO INTERNATIONAL Group not used in operating activities in the amount of PLN 59.9 million due to an increase in residual value.

Below we present the impact of changes in key assumptions, with "all other things being equal", on the impairment loss of assets as at 31 December 2025:

Parameter	Effect on impairment losses (PLN million)	
	-0.3 p.p.	+0.3 p.p.
Change in WACC	(20.5)	19.0
Change in unit price	27.7	(28.0)

**PKP CARGO CONNECT Sp. z o.o.**

Presented below are the key assumptions affecting the estimate of the value in use of the tested cash-generating units:

- discounted cash flows were developed on the basis of detailed financial projections for the period from 1 January 2026 to 31 December 2030;
- in the detailed projection period of 2026-2030, the compound annual growth rate (CAGR) of net revenue will be at 6.2% in nominal terms;
- in the whole period covered by the detailed projection, CAPEX will reach the level of 3.3% of annual net revenue in nominal terms;
- after the detailed projection period, the growth of future cash flows was assumed at 2.5% in nominal terms.

As at 31 December 2025, following an impairment test, the Group reversed an impairment loss for tangible assets owned by the PKP CARGO CONNECT sp. z o.o. (recognized as at 30 June 2025) in the amount of PLN 31.5 million (out of which PLN 3.5 million concerns the Right-of-use asset item).

Below we present the impact of changes in key assumptions, with "all other things being equal", on the impairment loss of assets as at 31 December 2025:

Parameter	Effect on impairment losses (PLN million)	
	-0.3 p.p.	+0.3 p.p.
Change in WACC	No impairment losses	4.0
Change in unit price	14.0	No impairment losses

**PKP CARGO SERVICE Sp. z o.o.**

Presented below are the key assumptions affecting the estimate of the value in use of the tested cash-generating units:

- discounted cash flows were developed on the basis of detailed financial projections for the period from 1 January 2026 to 31 December 2030;
- in the detailed projection period of 2026-2030, the compound annual growth rate (CAGR) of net revenue will be negative at (0.8)% in nominal terms; the key drivers of the steeper downward trend of revenues in 2026 include: the gradual reduction of work on sidings in coal mines, and the expected decrease in coal transports between coal mines and power plants and co-generation plants, and a limitation of contracts;
- in the whole period covered by the detailed projection, CAPEX will reach the level of 8.7% of annual net revenue in nominal terms;
- after the detailed projection period, the growth of future cash flows was assumed at 1.8% in nominal terms.

Since the recoverable amount determined as a result of the test exceeded the carrying amount of the tested assets owned by PKP CARGO SERVICE Sp. z o.o., as at 31 December 2025 the Group recognized no impairment charge for assets owned by PKP CARGO SERVICE Sp. z o.o.

The sensitivity analysis was conducted for key assumptions of the impairment test model such as WACC and unit price. A WACC change by +/- 0.3 p.p. and a unit price change by +/- 0.3 p.p. does not cause the need to recognize an impairment loss allowance for assets owned by PKP CARGO SERVICE Sp. z o.o.

### 5.1 Rolling stock and other property, plant and equipment (cont'd)

#### PKP CARGO TERMINALE Sp. z o.o.

Presented below are the key assumptions affecting the estimate of the value in use of the tested cash-generating units:

- discounted cash flows were developed on the basis of detailed financial projections for the period from 1 January 2026 to 31 December 2035, with a 10-year forecast horizon adopted due to the long-term nature of the investment carried out by PKP CARGO TERMINALE Sp. z o.o. and the resulting need to reflect the process of the terminal reaching its target operational scale.
- in the detailed projection period of 2026-2035, the compound annual growth rate (CAGR) of net revenue will be at 9.9% in nominal terms,
- in the whole period covered by the detailed projection, CAPEX will reach the level of 9.4% of annual operating revenue in nominal terms,
- after the detailed projection period, the growth of future cash flows was assumed at 2.5% in nominal terms.

As a result of the test carried out as at 31 December 2025, the determined recoverable amount was lower than the carrying amount of the tested assets owned by PKP CARGO TERMINALE Sp. z o.o., and therefore, as at 31 December 2025 the Group recognized an impairment loss on the assets of PKP CARGO TERMINALE Sp. z o.o. in the amount of PLN 13.8 million (of which PLN 9.9 million was captured as Right-of-use assets).

Below we present the impact of changes in key assumptions, with "all other things being equal", on the impairment loss of assets as at 31 December 2025:

Parameter	Effect on impairment losses (PLN million)	
	-0.3 p.p.	+0.3 p.p.
Change in WACC	(3.8)	3.6
Change in unit price	2.2	(2.2)

#### Cargosped Terminal Braniewo Sp. z o.o.

Presented below are the key assumptions affecting the estimate of the value in use of the tested cash-generating units:

- discounted cash flows were developed on the basis of detailed financial projections for the period from 1 January 2026 to 31 December 2030,
- in the detailed projection period of 2026-2030, the compound annual growth rate (CAGR) of operating revenue will be at 14.7% in nominal terms;
- due to its liquidity problems, the company does not anticipate to incur any capital expenditures in the projection period beyond 2026 and 2027;
- after the detailed projection period, the growth of future cash flows was assumed at 2.5% in nominal terms.

As a result of the test carried out as at 31 December 2025, the determined recoverable amount was lower than the carrying amount of the tested assets owned by PKP Cargosped Terminal Braniewo Sp. z o.o., and therefore, as at 31 December 2025 the Group recognized an impairment loss on the assets of Cargosped Terminal Braniewo Sp. z o.o. in the amount of PLN 5.8 million (of which PLN 0.5 million was captured as Right-of-use assets).

The sensitivity analysis was conducted for key assumptions of the impairment test model such as WACC and unit price. A WACC change by +/- 0.3 p.p. and a unit price change by +/- 0.3 p.p. does not cause the need to recognize a decrease or increase an impairment loss allowance for assets owned by Cargosped Terminal Braniewo Sp. z o.o.



**5.1 Rolling stock and other property, plant and equipment (cont'd)**

Movement in rolling stock and other property, plant and equipment

2025	Rolling stock	Other property, plant and equipment					Total
		Real property	Technical machinery and equipment	Means of transport	Other fixed assets	Fixed assets under construction	
<b>Gross value</b>							
<b>1 January 2025</b>	<b>7,929.0</b>	<b>1,044.1</b>	<b>499.3</b>	<b>122.4</b>	<b>47.1</b>	<b>92.0</b>	<b>1,804.9</b>
<i>Increases / (decreases):</i>							
Periodic repairs of rolling stock	-	-	-	-	-	286.4	<b>286.4</b>
Other acquisitions	-	-	-	-	-	70.1	<b>70.1</b>
Purchase of leased items	-	-	2.2	-	-	-	<b>2.2</b>
Settlement of fixed assets under construction	333.8	14.2	5.9	3.7	1.0	(358.6)	<b>(333.8)</b>
Subsidy for non-current assets	-	-	-	-	-	(26.4)	<b>(26.4)</b>
Sales (including finance lease)	(3.0)	(0.1)	(2.4)	(3.2)	-	-	<b>(5.7)</b>
Liquidation	(196.4)	(1.8)	(9.3)	-	(0.4)	(0.2)	<b>(11.7)</b>
Reclassified to assets held for sale	(458.9)	(90.2)	-	-	-	-	<b>(90.2)</b>
FX translation differences	22.4	4.3	1.4	1.3	-	0.7	<b>7.7</b>
Other	-	-	-	-	-	(1.9)	<b>(1.9)</b>
<b>31 December 2025</b>	<b>7,626.9</b>	<b>970.5</b>	<b>497.1</b>	<b>124.2</b>	<b>47.7</b>	<b>62.1</b>	<b>1,701.6</b>
<b>Accumulated depreciation</b>							
<b>1 January 2025</b>	<b>(3,608.1)</b>	<b>(412.5)</b>	<b>(407.3)</b>	<b>(100.1)</b>	<b>(41.8)</b>	-	<b>(961.7)</b>
<i>Increases / (decreases):</i>							
Depreciation expenses	(222.5)	(26.8)	(13.5)	(5.1)	(0.5)	-	<b>(45.9)</b>
Purchase of leased items	-	-	(1.5)	-	-	-	<b>(1.5)</b>
Sales (including finance lease)	2.3	-	2.4	3.2	-	-	<b>5.6</b>
Liquidation	189.2	1.3	9.2	-	0.4	-	<b>10.9</b>
Reclassified to assets held for sale	327.3	20.9	-	-	-	-	<b>20.9</b>
FX translation differences	(11.1)	(1.5)	(1.0)	(1.0)	-	-	<b>(3.5)</b>
Other	-	(0.5)	(0.8)	(0.2)	(0.2)	-	<b>(1.7)</b>
<b>31 December 2025</b>	<b>(3,322.9)</b>	<b>(419.1)</b>	<b>(412.5)</b>	<b>(103.2)</b>	<b>(42.1)</b>	-	<b>(976.9)</b>
<b>Accumulated impairment</b>							
<b>1 January 2025</b>	<b>(2,182.1)</b>	<b>(58.5)</b>	<b>(41.6)</b>	<b>(3.7)</b>	<b>(3.6)</b>	<b>(2.3)</b>	<b>(109.7)</b>
<i>Increases / (decreases):</i>							
Impairment loss allowance recognized	(168.5)	(8.1)	(1.7)	(0.4)	-	-	<b>(10.2)</b>
Impairment loss allowance reversed	346.0	(1.6)	0.8	-	-	2.0	<b>1.2</b>
Liquidation	5.1	0.3	-	-	-	-	<b>0.3</b>
Reclassified to assets held for sale	9.2	-	-	-	-	-	-
FX translation differences	(0.5)	-	-	-	-	-	-
Other	-	6.7	0.2	(0.1)	-	(2.0)	<b>4.8</b>
<b>31 December 2025</b>	<b>(1,990.8)</b>	<b>(61.2)</b>	<b>(42.3)</b>	<b>(4.2)</b>	<b>(3.6)</b>	<b>(2.3)</b>	<b>(113.6)</b>
<b>Net value</b>							
<b>1 January 2025</b>	<b>2,138.8</b>	<b>573.1</b>	<b>50.4</b>	<b>18.6</b>	<b>1.7</b>	<b>89.7</b>	<b>733.5</b>
<b>31 December 2025</b>	<b>2,313.2</b>	<b>490.2</b>	<b>42.3</b>	<b>16.8</b>	<b>2.0</b>	<b>59.8</b>	<b>611.1</b>

**5.1 Rolling stock and other property, plant and equipment (cont'd)**

2024	Rolling stock	Other property, plant and equipment					Total
		Real property	Technical machinery and equipment	Means of transport	Other fixed assets	Fixed assets under construction	
<b>Gross value</b>							
<b>1 January 2024</b>	<b>7,777.0</b>	<b>1,056.8</b>	<b>504.4</b>	<b>105.8</b>	<b>49.0</b>	<b>66.1</b>	<b>1,782.1</b>
<i>Increases / (decreases):</i>							
Periodic repairs of rolling stock	-	-	-	-	-	396.3	<b>396.3</b>
Other acquisitions	-	-	-	-	-	36.2	<b>36.2</b>
Purchase of leased items	50.2	-	2.9	10.6	-	-	<b>13.5</b>
Settlement of fixed assets under construction	374.5	6.5	16.3	9.6	1.1	(408.0)	<b>(374.5)</b>
Subsidy for non-current assets	(18.7)	-	-	-	-	(8.1)	<b>(8.1)</b>
Sales (including finance lease)	(15.0)	(0.1)	(12.1)	(1.7)	(0.2)	-	<b>(14.1)</b>
Liquidation	(196.8)	(1.0)	(10.4)	(0.3)	(2.8)	(0.1)	<b>(14.6)</b>
Reclassified to assets held for sale	(21.7)	(0.4)	-	-	-	-	<b>(0.4)</b>
FX translation differences	(28.4)	(6.2)	(1.8)	(1.6)	-	(0.4)	<b>(10.0)</b>
Other	7.9	(11.5)	-	-	-	10.0	<b>(1.5)</b>
<b>31 December 2024</b>	<b>7,929.0</b>	<b>1,044.1</b>	<b>499.3</b>	<b>122.4</b>	<b>47.1</b>	<b>92.0</b>	<b>1,804.9</b>
<b>Accumulated depreciation</b>							
<b>1 January 2024</b>	<b>(3,169.6)</b>	<b>(390.0)</b>	<b>(399.3)</b>	<b>(88.3)</b>	<b>(42.7)</b>	-	<b>(920.3)</b>
<i>Increases / (decreases):</i>							
Depreciation expenses	(650.9)	(32.1)	(21.4)	(4.7)	(1.7)	-	<b>(59.9)</b>
Purchase of leased items	(19.8)	-	(1.9)	(10.0)	-	-	<b>(11.9)</b>
Sales (including finance lease)	12.1	0.1	4.8	1.7	0.1	-	<b>6.7</b>
Liquidation	191.7	0.8	10.3	0.3	2.8	-	<b>14.2</b>
Reclassified to assets held for sale	18.8	-	-	-	-	-	-
FX translation differences	11.7	2.1	1.2	1.2	0.1	-	<b>4.6</b>
Other	(2.1)	6.6	(1.0)	(0.3)	(0.4)	-	<b>4.9</b>
<b>31 December 2024</b>	<b>(3,608.1)</b>	<b>(412.5)</b>	<b>(407.3)</b>	<b>(100.1)</b>	<b>(41.8)</b>	-	<b>(961.7)</b>
<b>Accumulated impairment</b>							
<b>1 January 2024</b>	<b>(167.1)</b>	<b>(0.8)</b>	<b>(1.7)</b>	-	-	<b>(1.6)</b>	<b>(4.1)</b>
<i>Increases / (decreases):</i>							
Impairment loss allowance recognized	(2,016.7)	(57.7)	(40.2)	(3.7)	(3.6)	(0.8)	<b>(106.0)</b>
Impairment loss allowance reversed	-	-	0.2	-	-	-	<b>0.2</b>
Impairment loss utilized	-	-	0.1	-	-	-	<b>0.1</b>
Liquidation	-	-	-	-	-	0.1	<b>0.1</b>
FX translation differences	2.2	-	-	-	-	-	-
Other	(0.5)	-	-	-	-	-	-
<b>31 December 2024</b>	<b>(2,182.1)</b>	<b>(58.5)</b>	<b>(41.6)</b>	<b>(3.7)</b>	<b>(3.6)</b>	<b>(2.3)</b>	<b>(109.7)</b>
<b>Net value</b>							
<b>1 January 2024</b>	<b>4,440.3</b>	<b>666.0</b>	<b>103.4</b>	<b>17.5</b>	<b>6.3</b>	<b>64.5</b>	<b>857.7</b>
<b>31 December 2024</b>	<b>2,138.8</b>	<b>573.1</b>	<b>50.4</b>	<b>18.6</b>	<b>1.7</b>	<b>89.7</b>	<b>733.5</b>

## 5.2 Right-of-use assets

### Accounting policy applied

Right-of-use assets are initially measured at cost, which includes the lease liability in the current value of lease payments outstanding at such date, all lease payments paid up until the start date, minus all lease incentives received, all initial direct costs incurred by the Group as the lessee and estimated costs to be incurred in connection with the disassembly and removal of the underlying asset and the renovation of the place in which it was located.

The right-of-use asset item is also used by the Group to present the perpetual usufruct right to land, used by the Group in return for valuable consideration. Perpetual usufruct rights to land for which the Group does not pay any fees due to the exemption applicable to it by operation of law do not fulfill the definition of a lease and thus are presented as part of other property, plant and equipment.

After initial recognition, the Group measures a right-of-use asset at cost less any accumulated depreciation charges and total impairment losses, adjusted for any remeasurement of the lease liability.

In the case of expenditures on repairs and periodic inspections of right-of-use assets, the Group applies IAS 16, i.e. presents assets related to repairs and their periodic inspections in the same item of the statement of financial position, i.e. in the right-of-use assets item.

#### Useful lives of right-of-use assets

The Group applies straight-line depreciation. The value of a right-of-use asset is distributed systematically over its useful life. The useful lives of right-of-use assets were as follows:

Rolling stock	2 to 32 years
Real property	2 to 17 years
Machinery and equipment	2 to 15 years
Other	2 to 15 years

The useful life of perpetual usufruct rights to land is defined by the Group as the period remaining until the date until which these rights have been granted unless the circumstances require the adoption of a longer or shorter period.



### MATERIAL VALUES BASED ON PROFESSIONAL JUDGMENT AND ESTIMATES

#### Useful lives of right-of-use assets

The Group estimates the economic useful lives and consequently the depreciation rates for individual right-of-use assets. If the lease transfers ownership of the underlying asset to the Group before the end of the lease term or if the Group expects to exercise its purchase option, the Group will depreciate the right-of-use asset from the commencement date to the end of the useful life of the asset. Otherwise, the Group depreciates the right-of-use asset until the earlier of: the end of the useful life of the asset or the end of the lease term. Depreciation rates may

change in the event of circumstances causing a change in the expected useful life, which in turn affects the value of the depreciation charges and the carrying amount of specific items of right-of-use assets. The verification of the useful lives of right-of-use assets conducted as at 31 December 2025 and 31 December 2024 did not reveal the need to correct the previously applied depreciation rates.

#### Impairment of non-current assets

As at 31 December 2025, as a result of the impairment test, the Group recognized an impairment loss for assets owned by PKP CARGO TERMINALE Sp. z o.o. and Cargosped Terminal Braniewo Sp. z o.o. and reversed an impairment loss on assets owned by PKP CARGO CONNECT Sp. z o.o and PKP CARGOTABOR Sp. z o.o. under restructuring, which is described in detail in **Note 5.1** to these Consolidated Financial Statements.

## 5.2 Right-of-use assets (cont'd)

## Movement in right-of-use assets

2025	Rolling stock	Real property	Technical machinery and equipment	Means of transport	Other fixed assets	Total
<b>Gross value</b>						
<b>1 January 2025</b>	<b>814.3</b>	<b>909.3</b>	<b>67.9</b>	<b>24.1</b>	<b>2.3</b>	<b>1,817.9</b>
<i>Increases / (decreases):</i>						
New leases	-	12.7	2.4	0.6	-	<b>15.7</b>
Modifications of agreements	-	43.8	0.3	0.1	0.6	<b>44.8</b>
Periodic repairs of rolling stock	4.4	-	-	-	-	<b>4.4</b>
Return of leased items	-	(52.2)	(0.1)	(0.5)	(1.0)	<b>(53.8)</b>
Purchase of leased items	-	-	(2.2)	-	-	<b>(2.2)</b>
Liquidation	(0.4)	-	-	-	-	<b>(0.4)</b>
Reclassified to assets held for sale	-	(5.8)	-	-	-	<b>(5.8)</b>
Other	-	0.4	0.7	(0.7)	-	<b>0.4</b>
FX translation differences	0.6	0.9	0.4	0.2	-	<b>2.1</b>
<b>31 December 2025</b>	<b>818.9</b>	<b>909.1</b>	<b>69.4</b>	<b>23.8</b>	<b>1.9</b>	<b>1,823.1</b>
<b>Accumulated depreciation</b>						
<b>1 January 2025</b>	<b>(84.5)</b>	<b>(319.5)</b>	<b>(20.1)</b>	<b>(9.5)</b>	<b>(1.9)</b>	<b>(435.5)</b>
<i>(Increases) / decreases:</i>						
Depreciation expenses	(44.6)	(70.5)	(9.2)	(3.3)	(0.4)	<b>(128.0)</b>
Return of leased items	-	23.0	-	0.2	1.0	<b>24.2</b>
Purchase of leased items	-	-	1.5	-	-	<b>1.5</b>
Liquidation	0.4	-	-	-	-	<b>0.4</b>
Reclassified to assets held for sale	-	0.5	-	-	-	<b>0.5</b>
Other	-	(3.2)	(0.2)	0.2	-	<b>(3.2)</b>
FX translation differences	(0.2)	(0.5)	(0.1)	(0.1)	-	<b>(0.9)</b>
<b>31 December 2025</b>	<b>(128.9)</b>	<b>(370.2)</b>	<b>(28.1)</b>	<b>(12.5)</b>	<b>(1.3)</b>	<b>(541.0)</b>
<b>Accumulated impairment</b>						
<b>1 January 2025</b>	-	<b>(11.1)</b>	-	-	-	<b>(11.1)</b>
<i>(Increases) / decreases:</i>						
Impairment loss allowance recognized	-	(4.3)	(9.5)	-	-	<b>(13.8)</b>
Impairment loss allowance reversed	-	1.9	3.5	-	-	<b>5.4</b>
Other	-	(4.6)	(0.1)	-	-	<b>(4.7)</b>
<b>31 December 2025</b>	-	<b>(18.1)</b>	<b>(6.1)</b>	-	-	<b>(24.2)</b>
<b>Net value</b>						
<b>1 January 2025</b>	<b>729.8</b>	<b>578.7</b>	<b>47.8</b>	<b>14.6</b>	<b>0.4</b>	<b>1,371.3</b>
<b>31 December 2025</b>	<b>690.0</b>	<b>520.8</b>	<b>35.2</b>	<b>11.3</b>	<b>0.6</b>	<b>1,257.9</b>



**5.2 Right-of-use assets (cont'd)**

2024	Rolling stock	Real property	Technical machinery and equipment	Means of transport	Other fixed assets	Total
<b>Gross value</b>						
<b>1 January 2024</b>	<b>847.0</b>	<b>926.4</b>	<b>72.2</b>	<b>31.3</b>	<b>2.0</b>	<b>1,878.9</b>
<i>Increases / (decreases):</i>						
New leases	71.3	5.8	1.8	8.6	-	<b>87.5</b>
Modifications of agreements	0.1	64.7	1.1	0.4	0.4	<b>66.7</b>
Sale and leaseback	-	-	6.2	-	-	<b>6.2</b>
Periodic repairs of rolling stock	0.6	-	-	-	-	<b>0.6</b>
Return of leased items	(9.1)	(68.4)	-	(2.4)	(0.1)	<b>(80.0)</b>
Purchase of leased items	(50.2)	-	(2.9)	(10.6)	-	<b>(63.7)</b>
Other	0.2	(0.5)	-	(0.2)	-	<b>(0.5)</b>
FX translation differences	(45.6)	(18.7)	(10.5)	(3.0)	-	<b>(77.8)</b>
<b>31 December 2024</b>	<b>814.3</b>	<b>909.3</b>	<b>67.9</b>	<b>24.1</b>	<b>2.3</b>	<b>1,817.9</b>
<b>Accumulated depreciation</b>						
<b>1 January 2024</b>	<b>(112.9)</b>	<b>(284.8)</b>	<b>(22.6)</b>	<b>(20.9)</b>	<b>(1.6)</b>	<b>(442.8)</b>
<i>(Increases) / decreases:</i>						
Depreciation expenses	(44.7)	(79.1)	(9.5)	(3.5)	(0.4)	<b>(137.2)</b>
Return of leased items	9.1	26.5	-	2.4	0.1	<b>38.1</b>
Purchase of leased items	19.8	-	1.9	10.0	-	<b>31.7</b>
Other	0.1	(0.1)	-	(0.2)	-	<b>(0.2)</b>
FX translation differences	44.1	18.0	10.1	2.7	-	<b>74.9</b>
<b>31 December 2024</b>	<b>(84.5)</b>	<b>(319.5)</b>	<b>(20.1)</b>	<b>(9.5)</b>	<b>(1.9)</b>	<b>(435.5)</b>
<b>Accumulated impairment</b>						
<b>1 January 2024</b>	-	-	-	-	-	-
<i>(Increases) / decreases:</i>						
Impairment loss allowance recognized	-	(11.1)	-	-	-	<b>(11.1)</b>
<b>31 December 2024</b>	-	<b>(11.1)</b>	-	-	-	<b>(11.1)</b>
<b>Net value</b>						
<b>1 January 2024</b>	<b>734.1</b>	<b>641.6</b>	<b>49.6</b>	<b>10.4</b>	<b>0.4</b>	<b>1,436.1</b>
<b>31 December 2024</b>	<b>729.8</b>	<b>578.7</b>	<b>47.8</b>	<b>14.6</b>	<b>0.4</b>	<b>1,371.3</b>

**5.3 Non-current assets classified as held for sale**

<b>Accounting policy applied</b>	
The Group classifies non-current assets (or disposal group) as held for sale if the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets and its sale is highly probable. A sale is highly likely if Group company managers of an appropriate level are determined to implement the plan to sell an asset and an active program of finding a buyer and complete the plan has been launched.	
The Group measures a non-current asset classified as held for sale at the lower of: its carrying amount, or the fair value less cost to sell. Any difference between carrying amount and fair value (if lower) is accounted for by the Group as an impairment loss.	

**Movement in non-current assets classified as held for sale**

2025	Rolling stock	Real property	Total
<b>Gross value</b>			
<b>1 January 2025</b>	-	<b>0.3</b>	<b>0.3</b>
<i>Increases / (decreases):</i>			
Reclassification of non-current assets as held for sale	122.4	74.6	<b>197.0</b>
Sales	(93.1)	(0.3)	<b>(93.4)</b>
Reversed impairment losses:	7.7	-	<b>7.7</b>
Other	2.3	-	<b>2.3</b>
<b>31 December 2025</b>	<b>39.3</b>	<b>74.6</b>	<b>113.9</b>

### 5.3 Non-current assets classified as held for sale (cont'd)

2024	Rolling stock	Real property	Total
<b>Gross value</b>			
<b>1 January 2024</b>	-	-	-
<i>Increases / (decreases):</i>			
Reclassification of non-current assets as held for sale	2.9	0.3	<b>3.2</b>
Sales	(2.9)	-	<b>(2.9)</b>
<b>31 December 2024</b>	-	<b>0.3</b>	<b>0.3</b>

In 2025, the changes in Non-current assets classified as held for sale were associated with the events disclosed in [Note 1.3](#) to these Consolidated Financial Statements.

By the date of approval of these Consolidated Financial Statements, the Parent Company had sold all 2,829 rail cars classified as held for sale as at 31 December 2025 for a total net price of PLN 49.5 million.

On 31 December 2025, an investment agreement was concluded between the Parent Company and PKP Polskie Linie Kolejowe S.A., with the participation of CARGOTOR Sp. z o.o., the purpose of which was to define the terms and conditions for the sale of all shares (100%) held by the Parent Company in CARGOTOR Sp. z o.o. Pursuant to the Investment Agreement, the Share Purchase Agreement was to be concluded if all the conditions specified therein, i.e. the closing conditions, were satisfied. The agreement did not constitute a preliminary share purchase agreement within the meaning of Article 389 of the Civil Code and was concluded by the parties solely in order to set out the material terms of the purchase agreement and the terms under which the transaction is to be performed if the closing conditions are met. These closing conditions were material and their satisfaction was partially beyond the control of the Parent Company itself. Until the conditions precedent were met, it was not possible to enter into any purchase agreement and therefore as at 31 December 2025 the assets of CARGOTOR Sp. z o.o. were not available for immediate sale within the meaning of IFRS 5.

The conditions set out in IFRS 5 requiring that an asset be reclassified to non-current assets held for sale were satisfied in January 2026. Following the satisfaction of the conditions precedent on 16 January 2026, the Parent Company signed the share purchase agreement with PKP Polskie Linie Kolejowe S.A. for the sale of 100% shares in CARGOTOR Sp. z o.o. for the price of PLN 28.8 million.

### 5.4 Investments in entities accounted for under the equity method

Detailed information on the entities accounted for under the equity method

	Carrying amount	
	31 December 2025	31 December 2024
COSCO Shipping Lines (POLAND) Sp. z o.o.	1.4	0.5
Terminale Przeładunkowe Sławków - Medyka Sp. z o.o.	9.2	-
Transgaz S.A.	2.1	7.4
PKP CARGO CONNECT GmbH	2.5	3.0
PKP CARGO INTERNATIONAL SK s.r.o.	2.2	2.3
PKP CARGO INTERNATIONAL SI d.o.o.	4.2	4.8
Centralny Terminal Multimodalny Sp. z o.o.	-	0.5
<b>Total</b>	<b>21.6</b>	<b>18.5</b>

Investments in entities accounted for under the equity method

	2025	2024
<b>As at the beginning of the reporting period</b>	<b>18.5</b>	<b>42.7</b>
Share in the profit / (loss) of entities accounted for under the equity method	1.1	(0.9)
Movement in equity on account of dividends	(3.8)	(8.1)
Recognition of an impairment loss for investments in entities accounted for under the equity method <sup>1)</sup>	(3.1)	(15.4)
Reversal of impairment losses for investments in entities accounted for under the equity method <sup>2)</sup>	9.2	-
Exchange differences resulting from conversion of financial statements of foreign operations	(0.3)	0.2
<b>As at the end of the reporting period</b>	<b>21.6</b>	<b>18.5</b>

<sup>1)</sup> As at 31 December 2025, the Group recognized an impairment loss for the investment in Transgaz S.A. in the amount of PLN 3.1 million and, as at 31 December 2024, an impairment loss for the investment in Terminale Przeładunkowe Sławków - Medyka Sp. z o.o. in the amount of PLN 15.4 million.

<sup>2)</sup> As at 31 December 2025, the Group reversed an impairment loss for the investment in Terminale Przeładunkowe Sławków - Medyka Sp. z o.o. in the amount of PLN 9.2 million.

#### 5.4 Investments in entities accounted for under the equity method (cont'd)

##### Summary of financial data of entities accounted for under the equity method

	31 December 2025	31 December 2024
Non-current assets	26.3	28.2
Current assets	56.7	47.5
<b>Total assets</b>	<b>83.0</b>	<b>75.7</b>
Non-current liabilities	0.7	0.9
Current liabilities	27.8	19.3
<b>Total liabilities</b>	<b>28.5</b>	<b>20.2</b>
<b>Net assets</b>	<b>54.5</b>	<b>55.5</b>
Group's shares in the net assets of the entities accounted for under the equity method	29.7	32.9
Total revenues	117.1	95.8
Net result for the financial year	5.3	(3.6)
Group's shares in the result of the entities accounted for under the equity method	1.1	(0.8)
Group's shares in the comprehensive income of the entities accounted for under the equity method	0.8	(0.6)

Net assets are calculated as the sum of all net assets of all entities accounted for under the equity method.

#### 5.5 Inventories

##### Accounting policy applied

Inventories are carried at their cost or net realizable value, whichever is lower. Inventories releases are made using the FIFO method. The realizable value is the estimated sale price of inventories less any costs necessary to effect the sale. The Group recognizes impairment loss allowances for inventories if useless or damaged inventories exist or when the net sales price of such inventories is lower than their carrying amount. The amount of the impairment loss allowance for inventories is determined on the basis of usefulness analysis carried out at least at the end of each financial year. Based on this analysis, impairment loss allowances for inventories are recognized for those inventories that are not useful from the Group's point of view.

##### Structure of inventories

	31 December 2025	31 December 2024
Strategic inventories	36.4	34.6
Rolling stock designated for spare parts	2.2	8.0
Other inventories	112.3	119.0
Impairment losses	(6.5)	(3.9)
<b>Net inventories</b>	<b>144.4</b>	<b>157.7</b>

##### List of changes in impairment losses for inventories

	2025	2024
<b>As at the beginning of the reporting period</b>	<b>(3.9)</b>	<b>(3.3)</b>
Recognition	(5.6)	(4.4)
Reversal	0.7	0.1
Utilization	2.3	3.7
<b>As at the end of the reporting period</b>	<b>(6.5)</b>	<b>(3.9)</b>

## 5.6 Trade receivables

### Accounting policy applied

Trade receivables are treated as financial instruments and measured at amortized cost in accordance with the business model applied by the Group, the purpose of which is to obtain contractual cash flows constituting the sole repayment of the nominal value and interest on specific dates.

The Group applies a simplified approach, as permitted by IFRS 9, and measures its impairment loss allowances in the amount equal to credit losses expected throughout the lifetime of trade receivables.

The probability of incurred credit losses was estimated on the basis of the historical analysis of recoverability of the balances of trade receivables in specific aging ranges. For this purpose, the indicators of default by counterparties for each aging range were estimated, in accordance with the table breaking down the aging structure of trade receivables.

Impairment allowances are calculated by taking into account the rates of default and the amount of unpaid receivables as at the balance sheet date for each interval in the aging structure.

Moreover, the Group recognizes impairment losses for an individual basis in cases where an objective proof exists that the Group will be unable to recover the amounts due.



### MATERIAL VALUES BASED ON PROFESSIONAL JUDGMENT AND ESTIMATES

The calculation and measurement of impairment loss allowances for trade receivables and assets arising from contracts with customers is an area that requires estimation. Expected credit losses are calculated on the basis of an individual assessment of the recoverability of a given receivable and taking into account the model applied by the Group to estimate its counterparty default ratio. Impairment loss allowances determined on a case by case basis require judgment of whether the receivable in question will be repaid by the counterparty, taking into account the established security and settlements made, if any. Such judgments are made by debt collection units in Group companies. The model of estimation of the counterparty default ratio applied by the Group is based on a simplified impairment loss allowance matrix for each aging range based on the expected credit losses throughout the lifetime of the receivables. The estimation of the expected credit losses is based on a method that makes use of expected counterparty default ratios calculated on the basis of historical data for the years 2022-2025 obtained from financial and accounting systems. The reconciliation of impairment losses for receivables is presented in the tables below.

### Structure of trade receivables

	31 December 2025	31 December 2024
Trade receivables <sup>1)</sup>	660.7	699.8
Impairment losses for receivables	(139.9)	(141.3)
<b>Total</b>	<b>520.8</b>	<b>558.5</b>
Non-current assets	1.9	0.2
Current assets	518.9	558.3
<b>Total</b>	<b>520.8</b>	<b>558.5</b>

<sup>1)</sup> This item includes customer contract assets in the amount of PLN 24.0 million as at 31 December 2025 and PLN 19.2 million as at 31 December 2024.

### Reconciliation of impairment loss allowances for trade receivables

	Expected credit losses					
	2025			2024		
	without impairment	with impairment	Total	without impairment	with impairment	Total
<b>As at the beginning of the reporting period</b>	<b>(4.8)</b>	<b>(136.5)</b>	<b>(141.3)</b>	<b>(1.4)</b>	<b>(129.3)</b>	<b>(130.7)</b>
Recognition	-	(6.0)	(6.0)	(3.4)	(13.6)	(17.0)
Reversal	2.6	3.1	5.7	-	2.0	2.0
Utilization	-	3.0	3.0	-	1.8	1.8
Balance sheet measurement	-	0.9	0.9	-	(0.2)	(0.2)
Exchange differences resulting from conversion of financial statements of foreign operations	-	(2.2)	(2.2)	-	2.8	2.8
<b>As at the end of the reporting period</b>	<b>(2.2)</b>	<b>(137.7)</b>	<b>(139.9)</b>	<b>(4.8)</b>	<b>(136.5)</b>	<b>(141.3)</b>

## 5.6 Trade receivables (cont'd)

Movement in the carrying amount of gross trade receivables

	2025			2024		
	without impairment	with impairment	Total	without impairment	with impairment	Total
<b>As at the beginning of the reporting period</b>	<b>554.9</b>	<b>144.9</b>	<b>699.8</b>	<b>669.1</b>	<b>131.1</b>	<b>800.2</b>
Added	4,494.5	-	<b>4,494.5</b>	4,811.0	0.1	<b>4,811.1</b>
Interest accrued	3.7	0.5	<b>4.2</b>	4.1	0.2	<b>4.3</b>
Written off	(0.1)	(3.0)	<b>(3.1)</b>	-	(1.9)	<b>(1.9)</b>
Repaid	(4,536.1)	(3.3)	<b>(4,539.4)</b>	(4,904.5)	(2.1)	<b>(4,906.6)</b>
Transferred	(5.5)	5.5	-	(20.1)	20.1	-
Balance sheet measurement	(0.1)	(0.9)	<b>(1.0)</b>	(0.6)	0.2	<b>(0.4)</b>
Exchange differences resulting from conversion of financial statements of foreign operations	3.5	2.2	<b>5.7</b>	(4.1)	(2.8)	<b>(6.9)</b>
<b>As at the end of the reporting period</b>	<b>514.8</b>	<b>145.9</b>	<b>660.7</b>	<b>554.9</b>	<b>144.9</b>	<b>699.8</b>

Assets from contracts with customers

	2025	2024
<b>As at the beginning of the reporting period</b>	<b>19.2</b>	<b>35.7</b>
Recognition of revenue before the sales document is issued	23.9	19.3
Reclassification to receivables	(19.4)	(34.8)
FX translation differences	0.3	(1.0)
<b>As at the end of the reporting period</b>	<b>24.0</b>	<b>19.2</b>

## 5.7 Other assets

### Accounting policy applied

The accounting policy pertaining to financial instruments is described in [Note 6](#) to these Consolidated Financial Statements. As other assets, the Group recognizes predominantly prepaid expenses which are captured in the amount of incurred expenses that relate to future periods and will generate future economic benefits for the Group. Prepaid expenses are written off in line with the passage of time.

Other receivables include predominantly public law receivables measured at the amount due.

Intangible assets are presented at purchase price or production cost less amortization and the total amount of impairment losses for intangible assets. The Group applies straight-line depreciation. For intangible assets, the Company applies useful lives ranging from 2 to 10 years. The period of economic utility and method of amortization are verified at the end of each reporting period, and the results of estimate changes are settled prospectively.



### MATERIAL VALUES BASED ON PROFESSIONAL JUDGMENT AND ESTIMATES

As at the opening date of the remedial proceedings, the Parent Company had outstanding liabilities for which the 90-day period from the due date stated in the invoice/contract or agreed between the parties had elapsed or would elapse. Pursuant to the Restructuring Law, a debtor may not settle liabilities existing on the day preceding the opening date of the remedial proceedings until a composition agreement with creditors is approved by the court.

Due to the inability to pay liabilities existing on the day preceding the opening date of the remedial proceedings, the provisions of the VAT Act apply, according to which, if a liability arising from an invoice documenting the supply of goods or provision of services within the territory of Poland is not settled within 90 days after its due date, the debtor is required to adjust the amount of input VAT deducted on that invoice in the settlement for the period in which the 90th day following the due date has elapsed. Based on these provisions, in 2024 the Parent Company adjusted the amount of input VAT deducted on invoices that remained unpaid as at the day preceding the opening date of the remedial proceedings. Given the high likelihood that the input VAT will not be eligible for deduction again (due to the ongoing remedial proceedings) as at 31 December 2025 and 31 December 2024, an impairment loss allowance was recognized for the input VAT receivables arising from unpaid invoices on the day preceding the opening date of the remedial proceedings.

## 5.7 Other assets (cont'd)

### Structure of other assets

	31 December 2025	31 December 2024
<b>Financial assets</b>		
Shares in unlisted companies	19.4	9.5
<b>Non-financial assets</b>		
Costs settled over time		
Prepayments for purchase of electricity	23.1	23.0
Insurance	8.9	8.8
IT services	5.4	7.7
Purchase of transportation benefits	7.7	5.4
Other costs settled over time	3.1	2.5
Investment property	4.7	5.0
Prepayments for purchase of non-financial non-current assets	3.7	0.6
Other	4.3	4.8
<b>Other receivables</b>		
VAT settlements <sup>1)</sup>	51.1	59.2
Collateral settlements (security deposits, bid deposits, guarantees)	20.3	19.8
Income tax receivables	1.1	5.7
Other	5.3	3.8
<b>Intangible assets</b>		
Licenses	14.4	17.4
Other intangible assets	0.7	0.7
Intangible assets during adjustment	7.2	9.1
<b>Total</b>	<b>180.4</b>	<b>183.0</b>
Non-current assets	49.0	46.1
Current assets	131.4	136.9
<b>Total</b>	<b>180.4</b>	<b>183.0</b>

<sup>1)</sup> As at 31 December 2025 and 31 December 2024, this item includes an impairment loss for VAT receivables in the amount of PLN 199.0 million related to input VAT on invoices not paid as at the date preceding the date of opening the Parent Company's remedial proceedings, in connection with the application of the so-called "VAT bad debt relief" regulation.

## 5.8 Trade payables

### Accounting policy applied

Trade payables are initially measured at fair value adjusted for transaction costs and subsequently at amortized cost. Liabilities with a maturity of up to 1 year are measured in the amount payable, because they do not contain a significant financing component.



### MATERIAL VALUES BASED ON PROFESSIONAL JUDGMENT AND ESTIMATES

At each balance sheet date, the Group measures the amount of interest due from its counterparty related to late payment of its liabilities. At this stage, it also examines cases where the counterparty has the right to charge interest to the Group, but has not yet done so. In such cases, the Group assesses the probability of cash outflows and decides to recognize these liabilities on this basis.

### Structure of trade payables

	31 December 2025	31 December 2024
Trade payables	1,086.9	1,099.5
Interest payable	86.9	91.0
Prepayments and accruals	44.4	31.6
<b>Total</b>	<b>1,218.2</b>	<b>1,222.1</b>
Non-current liabilities	1.6	2.1
Current liabilities	1,216.6	1,220.0
<b>Total</b>	<b>1,218.2</b>	<b>1,222.1</b>

## 5.9 Investment commitments

### Accounting policy applied

Investment commitments include obligations related to the purchase of non-financial non-current assets. Initially, they are carried at fair value adjusted for transaction costs and subsequently at amortized cost. This applies to liabilities with a maturity of over 1 year for which the liability value corresponds to the amount that would be paid in a single cash transaction. The difference between this amount and the total payments is recognized as interest expense over the period of commercial credit. Liabilities with a maturity of up to 1 year are measured in the amount payable, because they do not contain a significant financing component.



### MATERIAL VALUES BASED ON PROFESSIONAL JUDGMENT AND ESTIMATES

At each balance sheet date, the Group measures the amount of interest due from its counterparty related to late payment of its liabilities. In such cases, the Group assesses the probability of cash outflows and decides to recognize these liabilities on this basis.

### Structure of investment commitments

	31 December 2025	31 December 2024
Investment commitments related to rolling stock	126.1	132.7
Investment commitments related to property	12.2	1.4
Other	10.6	11.6
<b>Total</b>	<b>148.9</b>	<b>145.7</b>
Non-current liabilities	6.9	2.8
Current liabilities	142.0	142.9
<b>Total</b>	<b>148.9</b>	<b>145.7</b>

## 5.10 Provisions for employee benefits

### Accounting policy applied

The Group provides its employees with long-term benefits during their employment (jubilee awards) as well as post-employment benefits (retirement and disability severance pays, transportation benefits and benefits from the Company Social Benefits Fund (ZFŚS) for old age and disability pensioners, post-mortem benefits). Jubilee awards are paid out to the employees after working for specified number of years. Retirement and disability severance pays are paid out as lump sum when the employee retires or begins to collect disability benefits. The amount of retirement and disability severance pays and jubilee awards depends on the number of years of service and the employee's average remuneration. Post-mortem benefits are paid out after the employee's death. The Group is establishing provisions for future liabilities arising out of the foregoing virtues to assign the costs to the respective periods. The employees are also vested with the right to receive post-employment benefits in the form of social benefits from the Company Social Benefits Fund and train fare discounts. In its statement of financial position, the Group captures the foregoing benefits at the current value of the liability as at the date ending the reporting period.

The amount of long-term benefits during the employment period and post-employment benefits is calculated by an independent actuarial firm using the projected individual benefits method. The current value of liability on that account is determined through discounting the estimated future cash expenditures – using the interest rates based on market interest rates for government bonds. Current employment cost reflects the increase in the defined benefit obligation resulting from employee service in the current period and is captured in profit and loss as employee benefits, except when it is recognized as the cost of manufacturing an asset. The costs of past employment are captured directly in profit or loss. Net interest cost is calculated by applying a discount rate to the net value of the defined benefit obligation and presented in financial expenses.

Actuarial gains and losses resulting from adjustments of actuarial assumptions ex post and changes to actuarial assumptions are referred to equity through other comprehensive income in the period in which they arose. In case of jubilee awards, they are referred to the costs of the period.

#### 5.10 Provisions for employee benefits (cont'd)



### MATERIAL VALUES BASED ON PROFESSIONAL JUDGMENT AND ESTIMATES

As at 31 December 2025 and 31 December 2024, the actuarial valuation of provisions for employee benefits for the Parent Company was based on the following main assumptions:

	Valuation as at [%]	
	31 December 2025	31 December 2024
Discount rate	5.1	5.8
Assumed average annual growth of the base for calculation of provisions for retirement and disability severance pays and jubilee awards:		
assumed average annual growth of the base for calculation of provisions for retirement and disability severance pays and jubilee awards:		
2026	5.0	2.7
2027	2.7	2.8
2028	2.8	2.9
2029	2.8	3.0
2030	2.8	3.0
from 2031	2.8	2.5
Assumed growth of the price of transportation benefits		
2025	-	1.3
2026	-	2.7
from 2027	2.7-2.8	2.5-3.0
Assumed average annual growth of the base for calculation of provisions on account of charge for the Company Social Benefits Fund	7.4	7.0
Weighted average employee mobility ratio	up to 4.9	up to 4.3

The Parent Company's share in the value of the Group's provisions for employee benefits, as measured using actuarial methods, was approx. 84%.

The value of provisions for employee benefits is materially impacted by the adopted assumptions for discount rate, the assumed salary growth and the change in average employment. The sensitivity analysis for changes in the foregoing assumptions may be found below. The analysis was conducted by changing only one variable while leaving the remaining assumptions unchanged.

#### Sensitivity analysis of provisions for employee benefits

	31 December 2025	Discount rate		Salary growth rate		Employee mobility ratio	
		+0.30 pp.	-0.30 pp.	+0.25 pp.	-0.25 pp.	+0.25 pp.	-0.25 pp.
		Jubilee awards	179.4	(2.6)	2.6	2.1	(2.1)
Retirement and disability severance pays	149.5	(2.0)	2.1	1.7	(1.7)	(1.2)	1.2
Post-mortem benefits	4.3	(0.1)	0.1	0.1	(0.1)	(0.1)	0.1
Company Social Benefits Fund	203.8	(8.0)	8.6	7.1	(6.7)	(0.7)	0.7
Transportation benefits	22.9	(0.7)	0.8	0.6	(0.6)	(0.1)	0.1
<b>Total</b>	<b>559.9</b>	<b>(13.4)</b>	<b>14.2</b>	<b>11.6</b>	<b>(11.2)</b>	<b>(4.1)</b>	<b>4.2</b>

	31 December 2024	Discount rate		Salary growth rate		Employee mobility ratio	
		+0.30 pp.	-0.30 pp.	+0.25 pp.	-0.25 pp.	+0.25 pp.	-0.25 pp.
		Jubilee awards	193.2	(2.7)	2.8	2.4	(2.3)
Retirement and disability severance pays	158.5	(2.1)	2.2	1.8	(1.8)	(1.3)	1.3
Post-mortem benefits	4.5	(0.1)	0.1	0.1	(0.1)	(0.1)	0.1
Company Social Benefits Fund	178.7	(6.6)	7.0	5.7	(5.4)	(0.5)	0.6
Transportation benefits	23.2	(0.7)	0.7	0.6	(0.6)	(0.1)	0.1
<b>Total</b>	<b>558.1</b>	<b>(12.2)</b>	<b>12.8</b>	<b>10.6</b>	<b>(10.2)</b>	<b>(4.2)</b>	<b>4.3</b>

**5.10 Provisions for employee benefits (cont'd)**

## Movement in provisions for employee benefits

	Retirement and disability severance pays	Charges to ZFSS for old-age and disability pensioners	Transportation benefits	Post-mortem benefits	Jubilee awards	Other employee benefits	Total provisions
<b>1 January 2025</b>	<b>158.5</b>	<b>178.7</b>	<b>23.2</b>	<b>4.5</b>	<b>193.2</b>	<b>42.0</b>	<b>600.1</b>
Current employment cost	5.7	2.9	0.3	0.3	9.4	-	18.6
Interest expense	7.8	10.4	1.3	0.3	10.1	-	29.9
Actuarial (gains) and losses recognized in comprehensive income	18.1	32.0	(0.1)	0.2	-	-	50.2
Actuarial (gains) and losses recognized in profit or loss	-	-	-	-	11.1	-	11.1
Cost of past employment	(7.0)	(11.3)	(0.4)	(0.1)	(5.1)	-	(23.9)
Provisions created	-	-	-	-	-	20.2	20.2
Provisions reversed	-	-	-	-	-	(13.8)	(13.8)
Benefits paid out or due	(33.6)	(8.9)	(1.4)	(0.9)	(39.4)	(1.6)	(85.8)
FX translation differences	-	-	-	-	0.1	0.2	0.3
<b>31 December 2025</b>	<b>149.5</b>	<b>203.8</b>	<b>22.9</b>	<b>4.3</b>	<b>179.4</b>	<b>47.0</b>	<b>606.9</b>
Long-term provisions	119.3	195.0	21.6	3.6	144.7	-	484.2
Short-term provisions	30.2	8.8	1.3	0.7	34.7	47.0	122.7
<b>Total</b>	<b>149.5</b>	<b>203.8</b>	<b>22.9</b>	<b>4.3</b>	<b>179.4</b>	<b>47.0</b>	<b>606.9</b>

	Retirement and disability severance pays	Charges to ZFSS for old-age and disability pensioners	Transportation benefits	Post-mortem benefits	Jubilee awards	Other employee benefits	Total provisions
<b>1 January 2024</b>	<b>245.3</b>	<b>150.6</b>	<b>26.6</b>	<b>6.8</b>	<b>271.3</b>	<b>48.5</b>	<b>749.1</b>
Current employment cost	7.5	3.2	0.4	0.4	12.3	-	23.8
Interest expense	10.2	8.8	1.3	0.3	12.9	-	33.5
Actuarial (gains) and losses recognized in comprehensive income	(3.8)	38.4	(1.5)	(1.4)	-	-	31.7
Actuarial (gains) and losses recognized in profit or loss	-	-	-	-	(5.6)	-	(5.6)
Cost of past employment	(46.3)	(14.1)	(2.3)	(0.8)	(40.5)	-	(104.0)
Provisions created	-	-	-	-	-	10.9	10.9
Provisions reversed	-	-	-	-	-	(15.9)	(15.9)
Benefits paid out or due	(54.4)	(8.2)	(1.3)	(0.8)	(57.1)	(1.3)	(123.1)
FX translation differences	-	-	-	-	(0.1)	(0.2)	(0.3)
<b>31 December 2024</b>	<b>158.5</b>	<b>178.7</b>	<b>23.2</b>	<b>4.5</b>	<b>193.2</b>	<b>42.0</b>	<b>600.1</b>
Long-term provisions	129.0	170.2	21.8	3.8	160.3	-	485.1
Short-term provisions	29.5	8.5	1.4	0.7	32.9	42.0	115.0
<b>Total</b>	<b>158.5</b>	<b>178.7</b>	<b>23.2</b>	<b>4.5</b>	<b>193.2</b>	<b>42.0</b>	<b>600.1</b>

## Items captured in the result in reference to employee benefits programs

	31 December 2025	31 December 2024
Employee benefits	(12.2)	90.8
Financial expenses	(29.9)	(33.5)
<b>Total captured in the result before tax</b>	<b>(42.1)</b>	<b>57.3</b>

**5.10 Provisions for employee benefits (cont'd)**

## Actuarial (gains) / losses

2025	Change of demographic assumptions	Change of financial assumptions	Other changes	Total
<b>Actuarial losses / (gains) – post-employment benefits</b>				
Retirement and disability severance pays	(1.7)	6.3	13.5	<b>18.1</b>
Charges to ZFŚS for old-age and disability pensioners	1.1	21.5	9.4	<b>32.0</b>
Transportation benefits	0.1	1.4	(1.6)	<b>(0.1)</b>
Post-mortem benefits	(0.2)	0.2	0.2	<b>0.2</b>
<b>Actuarial losses / (gains) – other long-term benefits</b>				
Jubilee awards	(2.8)	7.9	6.0	<b>11.1</b>
<b>Total</b>	<b>(3.5)</b>	<b>37.3</b>	<b>27.5</b>	<b>61.3</b>

  

2024	Change of demographic assumptions	Change of financial assumptions	Other changes	Total
<b>Actuarial losses / (gains) – post-employment benefits</b>				
Retirement and disability severance pays	(5.6)	(11.7)	13.5	<b>(3.8)</b>
Charges to ZFŚS for old-age and disability pensioners	7.5	(1.5)	32.4	<b>38.4</b>
Transportation benefits	0.7	(1.9)	(0.3)	<b>(1.5)</b>
Post-mortem benefits	(0.8)	(0.5)	(0.1)	<b>(1.4)</b>
<b>Actuarial losses / (gains) – other long-term benefits</b>				
Jubilee awards	(10.0)	(13.5)	17.9	<b>(5.6)</b>
<b>Total</b>	<b>(8.2)</b>	<b>(29.1)</b>	<b>63.4</b>	<b>26.1</b>

## Analysis of maturities of paid out employee benefits

31 December 2025	Retirement and disability severance pays	Charges to ZFŚS for old-age and disability pensioners	Transportation benefits	Post-mortem benefits	Jubilee awards	Other employee benefits	Total
up to 1 year	30.2	8.8	1.3	0.7	34.7	47.0	<b>122.7</b>
1 to 5 years	66.0	35.9	5.2	1.8	81.6	-	<b>190.5</b>
over 5 years	53.3	159.1	16.4	1.8	63.1	-	<b>293.7</b>
<b>Total</b>	<b>149.5</b>	<b>203.8</b>	<b>22.9</b>	<b>4.3</b>	<b>179.4</b>	<b>47.0</b>	<b>606.9</b>

  

31 December 2024	Retirement and disability severance pays	Charges to ZFŚS for old-age and disability pensioners	Transportation benefits	Post-mortem benefits	Jubilee awards	Other employee benefits	Total
up to 1 year	29.5	8.5	1.4	0.7	32.9	42.0	<b>115.0</b>
1 to 5 years	72.1	33.8	5.5	1.9	93.1	-	<b>206.4</b>
over 5 years	56.9	136.4	16.3	1.9	67.2	-	<b>278.7</b>
<b>Total</b>	<b>158.5</b>	<b>178.7</b>	<b>23.2</b>	<b>4.5</b>	<b>193.2</b>	<b>42.0</b>	<b>600.1</b>

**5.11 Other provisions**

**MATERIAL VALUES BASED ON PROFESSIONAL JUDGMENT AND ESTIMATES**

If it is impossible to unequivocally determine whether the present liability exists, for example in the event of a court case, the Group creates provisions for such events if it concludes that after taking into account all the available evidence, such liability is more likely to exist as at the balance sheet date than it is not. If the present liability is more likely not to exist than it is to exist as at the balance sheet date, the Group shall disclose the information on the contingent liability unless it is unlikely that there will be the outflow of the means entailing economic benefits. The decision on whether or not a claim should be recognized in the form of a provision or a contingent liability depends on an assessment of the probability of loss in the litigation carried out by internal legal services or external law firms. Assessment of the estimates may change in subsequent periods as a result of future events.

**5.11 Other provisions (cont'd)**

## Structure of other provisions

2025	Provision for land reclamation	Restructuring provision	Other provisions	Total
<b>1 January 2025</b>	<b>3.3</b>	<b>23.5</b>	<b>30.9</b>	<b>57.7</b>
Recognition	-	27.1	5.3	<b>32.4</b>
Reversal	-	(1.1)	(7.8)	<b>(8.9)</b>
Utilization	-	(29.0)	(11.0)	<b>(40.0)</b>
FX translation differences	0.1	-	-	<b>0.1</b>
<b>31 December 2025</b>	<b>3.4</b>	<b>20.5</b>	<b>17.4</b>	<b>41.3</b>
Long-term provisions	3.2	9.5	0.2	<b>12.9</b>
Short-term provisions	0.2	11.0	17.2	<b>28.4</b>
<b>Total</b>	<b>3.4</b>	<b>20.5</b>	<b>17.4</b>	<b>41.3</b>

2024	Provision for land reclamation	Restructuring provision	Other provisions	Total
<b>1 January 2024</b>	<b>3.5</b>	-	<b>17.8</b>	<b>21.3</b>
Recognition	-	149.2	19.1	<b>168.3</b>
Reversal	(0.1)	(10.3)	(2.1)	<b>(12.5)</b>
Utilization	-	(115.4)	(3.8)	<b>(119.2)</b>
FX translation differences	(0.1)	-	(0.1)	<b>(0.2)</b>
<b>31 December 2024</b>	<b>3.3</b>	<b>23.5</b>	<b>30.9</b>	<b>57.7</b>
Long-term provisions	3.1	11.6	0.3	<b>15.0</b>
Short-term provisions	0.2	11.9	30.6	<b>42.7</b>
<b>Total</b>	<b>3.3</b>	<b>23.5</b>	<b>30.9</b>	<b>57.7</b>

**Provision for land reclamation**

The provision has been established to cover future expenses associated with the duty to reclaim the land. The estimated amount of the provision corresponds to the current value of expected future expenses.

**Restructuring provision**

On 6 June 2025, the Management Board of the Parent Company adopted a Resolution regarding the intention to carry out mass layoffs and filed an application for a measure exceeding the scope of ordinary management, i.e. commencement of consultations with trade union organizations regarding the intention to carry out mass layoffs in the Units and the Head Office of PKP CARGO S.A. w restrukturyzacji pursuant to the Act of 13 March 2003 on the detailed principles of terminating employment for reasons not attributable to employees in conjunction with Article 300 of the Restructuring Law of 15 May 2015. On the same date, the Parent Company's Administrator granted its consent to the commencement of consultations with Company Trade Union Organizations regarding the intention to carry out mass layoffs in the Parent Company. It was assumed that the layoffs would apply to no more than 2429 employees in various occupational groups and would be carried out until 30 September 2026, however the mass layoffs in 2025 would apply to no more than 1041 employees and would be carried out no later than by 31 July 2025.

The adopted resolution only indicated the intention to carry out mass layoffs and to commence the consultation process with trade unions, and did not predetermine that they would be implemented. As a result of these decisions, consultations were initiated with the trade unions operating in the Parent Company's Units and the Head Office, with the deadline for their completion set for 26 June 2025.

In its communications with employee representatives, the Parent Company's Management Board emphasized that decisions regarding the scope and final form of the mass layoffs had not yet been made, and that the proposals relating to mass layoffs constituted a legally required stage of preparation of the Restructuring Plan, but were not final. The Parent Company considered alternative scenarios for cost reduction, other than mass layoffs. During the discussions, the Parent Company's Management Board proposed to employee representatives that, by the end of July 2025, a memorandum of agreement be signed which would shorten the term of the Collective Bargaining Agreement for Employees Hired by PKP CARGO S.A. Units (the "CBA") to 31 October 2025. The Parent Company's Management Board believes that the withdrawal from the CBA would enable the Company to achieve savings comparable to those calculated for the mass layoffs planned for 2025.

On 31 July 2025, the deadline for agreeing with the trade unions on the reduced term of the terminated CBA expired. The Management Board of the Parent Company believes that the lack of response from the employee representatives indicated a lack of acceptance of this proposal; therefore, on 11 August 2025, the Parent Company's Management Board decided to start the announced restructuring in the employment area.

On 18 September 2025, the Administrator of the Parent Company, after having obtained prior approvals from the Parent Company's Management Board and Supervisory Board and after having notified the Judge-Commissioner, issued a decision on the intention to undertake ad hoc remedial measures – to carry out mass layoffs at PKP CARGO S.A. w restrukturyzacji, pursuant to the Act of 13 March 2003 on the detailed principles of terminating employment for reasons not attributable to employees.

### 5.11 Other provisions (cont'd)

On 19 September 2025, the Judge-Commissioner issued an order of no objection to the actions related to mass layoffs, noting that the Administrator of PKP CARGO S.A. under restructuring could proceed with their implementation. Mass layoffs affected 450 employees and benefits were paid out in October and November 2025.

The value of the restructuring provision remaining as at 31 December 2025 includes costs related to the service and organization of the whole restructuring process of the Parent Company and of PKP CARGOTABOR.

#### Other provisions

This line item mostly includes the provisions established for disputed claims, litigation and contractual penalties, which are more likely than not to result in an outflow of cash in order to satisfy the claim.

According to the Parent Company's Management Board, the amount of other provisions as at 31 December 2025, and as at 31 December 2024, constitutes the best estimate of the amount that will likely have to be paid. The estimate is based on the management's best knowledge, the experience to date and other factors which are considered to be the most reasonable in the given situation. As a result of the occurrence of future events, the Group's estimates may be changed in subsequent reporting periods.

### 5.12 Other liabilities

Accounting policy applied
Payables are the Group's present obligation resulting from future events, whose fulfillment will, according to expectations, cause the outflow from the entity of the means entailing economic benefits.
Other liabilities include predominantly public law settlements and payroll liabilities which are carried at the amount due.

#### Structure of other liabilities

	31 December 2025	31 December 2024
<b>Financial liabilities</b>		
Cash pool	14.3	14.3
<b>Other liabilities</b>		
Liabilities arising out of collateral (security deposits, bid deposits, guarantees)	41.5	38.3
Public law liabilities	203.1	224.8
Settlements with employees	96.8	167.1
VAT settlements	230.8	236.2
Current tax liabilities	6.3	6.4
Other settlements <sup>1)</sup>	103.2	66.1
<b>Total</b>	<b>696.0</b>	<b>753.2</b>
Non-current liabilities	0.8	0.2
Current liabilities	695.2	753.0
<b>Total</b>	<b>696.0</b>	<b>753.2</b>

<sup>1)</sup> The other settlements item includes settlements of charges to the Company Social Benefits Fund in the amount of PLN 87.9 million as at 31 December 2025 and PLN 49.7 million as at 31 December 2024.

## 6. Financial instruments and principles of financial risk management

Accounting policy applied
The Group recognizes a financial asset or a financial liability in its statement of financial position when the Company becomes bound by the contractual provisions of the instrument.
At initial recognition, the Group measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability.
After initial recognition, financial assets of a debt nature are classified as measured:
a) at amortized cost,
b) fair value through other comprehensive income,
c) at fair value through profit or loss.
Such classification is based on:
a) the Group's business model for managing financial assets,
b) the contractual cash flow characteristics of the financial asset, i.e. whether the contractual cash flows are 'solely payments of principal and interest' ("SPPI"). The nature and the purpose of financial assets are determined at the moment of initial recognition.

## 6. Financial instruments and principles of financial risk management (cont'd)

Accounting policy applied
<p>Financial assets carried at amortized cost</p> <p>A financial asset is measured at amortized cost if both of the following conditions are met:</p> <ul style="list-style-type: none"> <li>a) the financial asset is held within a business model whose objective is achieved by holding financial assets in order to collect contractual cash flows;</li> <li>b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.</li> </ul> <p>In this category, the Group classifies mainly:</p> <ul style="list-style-type: none"> <li>a) trade receivables,</li> <li>b) cash and cash equivalents.</li> </ul> <p>As at 31 December 2025 and 31 December 2024, the Group did not have any financial assets of a debt nature measured at fair value through other comprehensive income or measured at fair value through profit or loss.</p> <p>Investments in equity instruments</p> <p>Investments in equity instruments are measured at fair value through other comprehensive income.</p> <p>Financial liabilities</p> <p>The Group classifies all financial liabilities as subsequently measured at amortized cost, except for:</p> <ul style="list-style-type: none"> <li>a) financial liabilities at fair value through profit or loss,</li> <li>b) liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies,</li> <li>c) financial guarantee contracts,</li> <li>d) commitments to provide a loan at a below-market interest rate,</li> <li>e) contingent consideration recognized by the acquiring Group in a business combination to which IFRS 3 applies.</li> </ul> <p>All financial liabilities held by the Group are classified as measured at amortized cost. The Group derecognizes a financial asset when, and only when, the contractual rights to the cash flows generated from the financial asset expire or when it transfers the financial asset and all related risks and rewards of ownership of the financial asset to another entity.</p>

### 6.1 Financial instruments

#### Categories and classes of financial instruments

Financial assets by categories and classes	Note	31 December 2025	31 December 2024
<b>Financial assets at fair value through other comprehensive income</b>			
Investments in equity instruments	Note 5.7	19.4	9.5
<b>Financial assets carried at amortized cost</b>			
Trade receivables	Note 5.6	520.8	558.5
Receivables from the sale of shares		0.1	1.4
Cash and cash equivalents	Note 4.3	430.1	589.1
Financial assets excluded from the scope of IFRS 9		10.2	12.3
<b>Total</b>		<b>980.6</b>	<b>1,170.8</b>

Financial liabilities by categories and classes	Note	31 December 2025	31 December 2024
<b>Hedging financial instruments</b>			
Bank loans and borrowings	Note 4.1	422.7	434.6
<b>Financial liabilities carried at amortized cost</b>			
Bank loans and borrowings	Note 4.1	940.4	946.0
Liabilities under funds received from the Guaranteed Employee Benefits Fund	Note 4.1	87.0	71.8
Trade payables	Note 5.8	1,218.2	1,222.1
Investment commitments	Note 5.9	148.9	145.7
Cash pool	Note 5.12	14.3	14.3
Financial liabilities excluded from the scope of IFRS 9	Note 4.1	1,261.2	1,380.2
<b>Total</b>		<b>4,092.7</b>	<b>4,214.7</b>

Impairment losses for trade receivables are presented in [Note 1.4](#) and in [Note 5.6](#) to these Consolidated Financial Statements.

## 6.1 Financial instruments (cont'd)

### Hedge accounting

In the period from 1 January 2025 to 31 December 2025, the Group applied hedge accounting to its cash flows. The purpose of the hedging activity was to mitigate the impact of the FX risk within the EUR/PLN currency pair on future cash flows. The hedged item is a highly likely cash flow denominated in EUR.

As at 31 December 2025, the Group has established the following hedging instruments:

- investment loans denominated in EUR. The hedged cash flows will be realized until January 2035. As at 31 December 2025, the nominal amount of the hedging instrument was EUR 100.0 million, which is an equivalent of PLN 422.7 million.

### Fair value hierarchy

As at 31 December 2025 and 31 December 2024, financial instruments measured at fair value included investments in equity instruments.

	31 December 2025		31 December 2024	
	Level 2	Level 3	Level 2	Level 3
<b>Assets</b>				
Investments in equity instruments - shares in unlisted companies	-	19.4	-	9.5

### Measurement methods for financial instruments carried at fair value

#### a) Investments in equity instruments

This line item includes predominantly an equity stake in Euroterminal Sławków Sp. z o.o. worth PLN 18.6 million, the value of which was measured by an independent adviser using the modified Swiss method. The Swiss method is a mixed measurement method as it combines the asset value aspect with the ability to generate future cash flows. According to the Swiss method, the value of the enterprise is calculated as the weighted average of the values determined by the asset-based approach and the income-based approach. This method attaches a greater weight to the value determined by the income-based approach (according to an independent consultant – 1.5 times as large). The adoption of the Swiss method is justified on the grounds that Euroterminal Sławków Sp. z o.o. has a moderate ability to generate profits in the future but owns material assets in the form of land plots and property.



#### b) Other financial instruments

For the category of financial instruments that are not carried at fair value as at the balance sheet date, the Group does not disclose their fair value. In the Group's assessment, for financial assets and those financial liabilities that are not subject to the restructuring proceedings of the Parent Company and PKP CARGOTABOR, fair value did not deviate significantly from the values presented in the statement of financial position. For liabilities subject to the restructuring proceedings, the Group has refrained from disclosing their fair value because it is currently unable to determine it reliably. This inability to reliably estimate fair value is attributable, in particular, to:

- the absence of an active market for such liabilities and the lack of observable inputs required to apply valuation techniques in accordance with IFRS 13;
- the fact that final composition proposals have not yet been presented to creditors or the court; and
- prevailing uncertainty regarding the final terms of the debt restructuring, including the level of potential debt reductions (haircuts), repayment schedules, and other key parameters of the composition.

Due to the above, the Group concluded that any attempt to estimate fair value would require it to adopt a number of highly subjective and unverifiable assumptions, which would make such a valuation unreliable.

As at 31 December 2025, the carrying amount of financial liabilities subject to the restructuring proceedings of the Parent Company and PKP CARGOTABOR was PLN 2,438.8 million, which represented the best available approximation of their economic value at this time.

### Changes to the measurement of financial instruments for Level 3 of the fair value hierarchy

	2025	2024
<b>As at the beginning of the reporting period</b>	<b>9.5</b>	<b>9.5</b>
Profit for the period recognized in other comprehensive income	9.9	-
<b>As at the end of the reporting period</b>	<b>19.4</b>	<b>9.5</b>

In the financial year ended 31 December 2025 and 31 December 2024, there were no transfers between levels 2 and 3 of the fair value hierarchy.

### 6.1 Financial instruments (cont'd)

Revenues, costs, profits and losses in the consolidated statement of profit or loss and comprehensive income by categories of financial instruments

2025	Hedging financial instruments	Investments in equity instruments	Financial assets carried at amortized cost	Financial assets excluded from the scope of IFRS 9	Financial liabilities carried at amortized cost	Financial liabilities excluded from the scope of IFRS 9	Total
Dividends and profit-sharing	-	0.1	-	-	-	-	0.1
Interest income / (expense)	(5.8)	-	17.3	0.6	(26.9)	(66.2)	(81.0)
FX differences	-	-	(5.6)	0.9	0.6	(1.3)	(5.4)
Impairment losses / remeasurement	-	-	(0.3)	-	-	-	(0.3)
Effect of settlement of cash flow hedge accounting	(0.5)	-	-	-	-	-	(0.5)
<b>Pre-tax profit / (loss)</b>	<b>(6.3)</b>	<b>0.1</b>	<b>11.4</b>	<b>1.5</b>	<b>(26.3)</b>	<b>(67.5)</b>	<b>(87.1)</b>
Revaluation	4.4	9.9	-	-	-	-	14.3
<b>Other comprehensive income</b>	<b>4.4</b>	<b>9.9</b>	-	-	-	-	<b>14.3</b>

In the period ended 31 December 2025, the effect of settling cash flow hedge accounting adjusted the value of revenues from contracts with customers in the amount of PLN (0.5) million.

In the period ended 31 December 2025, the change in the measurement of hedging financial instruments recognized in other comprehensive income included a change in the measurement of bank loans in the amount of PLN 4.4 million that are designated for hedge accounting applied by the Group and the measurement of Investment in equity instruments in the amount of PLN 9.9 million.

2024	Hedging financial instruments	Investments in equity instruments	Financial assets carried at amortized cost	Financial assets excluded from the scope of IFRS 9	Financial liabilities carried at amortized cost	Financial liabilities excluded from the scope of IFRS 9	Total
Dividends and profit-sharing	-	0.1	-	-	-	-	0.1
Interest income / (expense)	(17.0)	-	14.3	0.6	(109.0)	(81.3)	(192.4)
FX differences	-	-	(0.3)	-	0.9	(0.5)	0.1
Impairment losses / remeasurement	-	-	(15.0)	-	-	-	(15.0)
Transaction costs related to loans	-	-	-	-	(0.5)	-	(0.5)
<b>Pre-tax profit / (loss)</b>	<b>(17.0)</b>	<b>0.1</b>	<b>(1.0)</b>	<b>0.6</b>	<b>(108.6)</b>	<b>(81.8)</b>	<b>(207.7)</b>
Revaluation	6.2	-	-	-	-	-	6.2
<b>Other comprehensive income</b>	<b>6.2</b>	-	-	-	-	-	<b>6.2</b>

In the financial year ended 31 December 2024, the change in the measurement of hedging financial instruments recognized in other comprehensive income included a change in the measurement of bank loans in the amount of PLN 6.5 million and lease liabilities in the amount of PLN (0.3) million, which are recognized under the hedge accounting applied by the Group.

## 6.1 Financial instruments (cont'd)

### Offsetting financial assets

The Group does not hold any material financial instruments eligible for set-off under the criteria of IAS 32.42, nor any material financial instruments covered by legally binding netting agreements.

## 6.2 Principles of financial risk management

### Objectives and principles of financial risk management

In the years covered by these Consolidated Financial Statements, the Group was exposed to the following types of financial risk:

- market risk, including:
  - a) FX risk
  - b) interest rate risk
- credit risk
- liquidity risk (described in [Note 1.4](#) to these Consolidated Financial Statements).

### Market risk

The Group is exposed to market risks associated with changes of the exchange rates and interest rates. The objective of the market risk management process is to limit undesirable impact of changes of market risk factors on the cash flows and results in the short and medium term. The Group manages the market risk following from the aforementioned factors on the basis of internal procedures which define the rules of measurement of individual exposures, parameters and time horizon.

The principles of market risk management are implemented through assigned organizational units under the supervision of the Parent Company's Management Board. Market risk management is executed based on developed strategies, with partial utilization of derivative instruments. Derivatives are used only to limit the risk of a change in the carrying amount and the risk of cash flow changes. Transactions are entered into only with reliable partners, admitted to participation as a result of application of internal procedures.



### Foreign exchange risk management

As at 31 December 2025, the Group was exposed to foreign exchange risk concerning for the most part trade receivables and debt liabilities denominated in foreign currencies.

As a result of valuation of receivables and liabilities denominated in foreign currencies conducted as at the balance sheet date, and also as a result of ongoing settlements in foreign currencies, there arise positive and negative foreign exchange differences. Their values fluctuate during the year, which is caused by changes in exchange rates.

In a long-term perspective, the valuation risk matches the risk of change of cash flows, therefore the Group's cash flows are subject to hedging operations.

For the EUR/PLN exchange rate, there is partial natural hedging due to the fact that revenues from contracts with customers in EUR are partly balanced out by costs in the same currency. The FX risk management transactions used by the Group are aimed at hedging the net free position exposed to change of the value in PLN. For this purpose, the Group established hedging relationships between cash flows arising from bank loans denominated in EUR and future highly probable cash flows from operating activities denominated in EUR.



## 6.2 Objectives and principles of financial risk management (cont'd)

## Items in foreign currencies

31 December 2025	Total value of items in PLN	EUR/PLN		CZK/PLN	
		in a foreign currency	in PLN	in a foreign currency	in PLN
<b>ASSETS</b>					
<b>Non-current assets</b>					
Trade receivables	0.2	-	-	1.0	0.2
Other assets	6.6	-	-	37.8	6.6
<b>Current assets</b>					
Trade receivables	188.7	26.8	113.3	431.6	75.4
Other assets	12.8	1.0	4.3	48.6	8.5
Cash and cash equivalents	196.2	28.7	121.4	428.7	74.8
<b>Total</b>	<b>404.5</b>	<b>56.5</b>	<b>239.0</b>	<b>947.7</b>	<b>165.5</b>
<b>EQUITY AND LIABILITIES</b>					
<b>Non-current liabilities</b>					
Debt liabilities	172.6	38.0	160.8	67.6	11.8
Trade payables	0.4	-	-	2.5	0.4
Other liabilities	0.1	-	-	0.3	0.1
<b>Current liabilities</b>					
Debt liabilities	300.2	69.9	295.3	27.8	4.9
Trade payables	67.9	7.4	31.1	210.7	- 36.8
Investment commitments	11.4	0.9	4.0	42.4	7.4
Other liabilities	20.0	0.5	2.0	103.0	18.0
<b>Total</b>	<b>572.6</b>	<b>116.7</b>	<b>493.2</b>	<b>454.3</b>	<b>79.4</b>
<b>Net currency item</b>	<b>(168.1)</b>	<b>(60.2)</b>	<b>(254.2)</b>	<b>493.4</b>	<b>86.1</b>

  

31 December 2024	Total value of items in PLN	EUR/PLN		CZK/PLN	
		in a foreign currency	in PLN	in a foreign currency	in PLN
<b>ASSETS</b>					
<b>Non-current assets</b>					
Trade receivables	0.2	-	-	1.1	0.2
Other assets	3.1	-	-	18.4	3.1
<b>Current assets</b>					
Trade receivables	172.8	21.6	92.4	473.3	80.4
Other assets	8.4	0.8	3.6	28.4	4.8
Cash and cash equivalents	188.7	28.9	123.3	384.7	65.4
<b>Total</b>	<b>373.2</b>	<b>51.3</b>	<b>219.3</b>	<b>905.9</b>	<b>153.9</b>
<b>EQUITY AND LIABILITIES</b>					
<b>Non-current liabilities</b>					
Debt liabilities	337.6	75.2	321.1	97.4	16.5
Trade payables	0.5	-	-	2.7	0.5
Other liabilities	0.1	-	-	0.3	0.1
<b>Current liabilities</b>					
Debt liabilities	169.0	38.2	163.0	35.1	6.0
Trade payables	68.5	7.0	29.7	228.5	38.8
Investment commitments	11.0	0.9	4.1	40.8	6.9
Other liabilities	22.7	0.5	2.1	121.4	20.6
<b>Total</b>	<b>609.4</b>	<b>121.8</b>	<b>520.0</b>	<b>526.2</b>	<b>89.4</b>
<b>Net currency item</b>	<b>(236.2)</b>	<b>(70.5)</b>	<b>(300.7)</b>	<b>379.7</b>	<b>64.5</b>

## 6.2 Objectives and principles of financial risk management (cont'd)

### Sensitivity to FX risk

The Group is exposed mainly to the foreign exchange risk associated with the EUR/PLN and CZK/PLN currency pairs in connection with its operating and financing activities. Deviations in exchange rates were calculated on the basis of the average daily volatility of each currency exchange rate in the period under analysis. The sensitivity of financial instruments to foreign exchange risk has been calculated as the difference between the original carrying amount of the financial instruments and their potential value while assuming changes in foreign exchange rates. The tables below present the Group's exposure to the foreign exchange risk in 2025 and 2024.

31 December 2025	Value of the item in PLN	Foreign exchange risk							
		EUR/PLN				CZK/PLN			
		impact on the result		impact on other comprehensive income		impact on equity		impact on other comprehensive income and equity	
		+3%	-3%	+3%	-3%	+3%	-3%	+4%	-4%
<b>ASSETS</b>									
<b>Non-current assets</b>									
Trade receivables	0.2	-	-	-	-	-	-	-	-
Other assets	6.6	-	-	-	-	-	-	0.3	(0.3)
<b>Current assets</b>									
Trade receivables	188.7	3.4	(3.4)	-	-	3.4	(3.4)	3.0	(3.0)
Other assets	12.8	0.1	(0.1)	-	-	0.1	(0.1)	0.3	(0.3)
Cash and cash equivalents	196.2	3.6	(3.6)	-	-	3.6	(3.6)	3.0	(3.0)
<b>EQUITY AND LIABILITIES</b>									
<b>Non-current liabilities</b>									
Debt liabilities	172.6	-	-	(4.8)	4.8	(4.8)	4.8	(0.5)	0.5
Trade payables	0.4	-	-	-	-	-	-	-	-
Other liabilities	0.1	-	-	-	-	-	-	-	-
<b>Current liabilities</b>									
Debt liabilities	300.2	-	-	(8.8)	8.8	(8.8)	8.8	(0.2)	0.2
Trade payables	67.9	(0.9)	0.9	-	-	(0.9)	0.9	(1.3)	1.3
Investment commitments	11.4	(0.1)	0.1	-	-	(0.1)	0.1	(0.3)	0.3
Other liabilities	20.0	(0.1)	0.1	-	-	(0.1)	0.1	(0.7)	0.7
<b>Total gross effect</b>		<b>6.0</b>	<b>(6.0)</b>	<b>(13.6)</b>	<b>13.6</b>	<b>(7.6)</b>	<b>7.6</b>	<b>3.6</b>	<b>(3.6)</b>

6.2 Objectives and principles of financial risk management (cont'd)

31 December 2024	Value of the item in PLN	Foreign exchange risk								
		EUR/PLN				CZK/PLN				
		impact on the result		impact on other comprehensive income		impact on equity		impact on other comprehensive income and equity		
		+3%	-3%	+3%	-3%	+3%	-3%	+4%	-4%	
<b>ASSETS</b>										
<b>Non-current assets</b>										
Trade receivables	0.2	-	-	-	-	-	-	-	-	-
Other assets	3.1	-	-	-	-	-	-	0.1	(0.1)	
<b>Current assets</b>										
Trade receivables	172.8	2.5	(2.5)	-	-	2.5	(2.5)	3.2	(3.2)	
Other assets	8.4	0.1	(0.1)	-	-	0.1	(0.1)	0.2	(0.2)	
Cash and cash equivalents	188.7	3.6	(3.6)	-	-	3.6	(3.6)	2.6	(2.6)	
<b>EQUITY AND LIABILITIES</b>										
<b>Non-current liabilities</b>										
Debt liabilities	337.6	(0.3)	0.3	(9.3)	9.3	(9.6)	9.6	(0.7)	0.7	
Trade payables	0.5	-	-	-	-	-	-	-	-	
Other liabilities	0.1	-	-	-	-	-	-	-	-	
<b>Current liabilities</b>										
Debt liabilities	169.0	(0.1)	0.1	(4.8)	4.8	(4.9)	4.9	(0.2)	0.2	
Trade payables	68.5	(0.9)	0.9	-	-	(0.9)	0.9	(1.4)	1.4	
Investment commitments	11.0	(0.1)	0.1	-	-	(0.1)	0.1	(0.3)	0.3	
Other liabilities	22.7	(0.1)	0.1	-	-	(0.1)	0.1	(0.8)	0.8	
<b>Total gross effect</b>		<b>4.7</b>	<b>(4.7)</b>	<b>(14.1)</b>	<b>14.1</b>	<b>(9.4)</b>	<b>9.4</b>	<b>2.7</b>	<b>(2.7)</b>	

## 6.2 Objectives and principles of financial risk management (cont'd)

### Interest rate risk management

As at 31 December 2025, the Group was exposed to the risk of volatility of interest rate cash flows following from bank loans and lease agreements based on variable interest rates. Interest on lease agreements was accrued according to the reference rates increased by the financing party's margin. The reference rate for lease contracts denominated in PLN was WIBOR 1M.

As part of its fixed-rate lease liabilities, the Group recognizes, for the most part, liabilities arising from lease and tenancy contracts containing price indexation provisions based on the rate of inflation. Under IFRS 16, changes in future lease payments due to price indexation do not result in a change in the discount rate used to measure such liabilities.

Interest on loan agreements was accrued at the WIBOR 1M and 3M as well as EURIBOR 3M reference rates plus the banks' margins. Interest rate risk in loan and leasing agreements is executed through revaluation of installments in monthly and quarterly periods, depending on the agreement.

The cash held by the Group as at 31 December 2025 was mainly in the form of fixed rate bank deposits which were concluded with time horizons depending on the Group's liquidity needs. In future periods, as a result of changes in the deposit interest rates, the cash position may be exposed to interest rate risk.

In 2024-2025, the Group did not use derivative instruments to hedge the interest rate risk.

### Financial instruments by interest rate type

Financial assets	31 December 2025			31 December 2024		
	Interest rate		Total	Interest rate		Total
	fixed interest rate	variable interest rate		fixed interest rate	variable interest rate	
Lease receivables	10.2	-	<b>10.2</b>	12.3	-	<b>12.3</b>
Receivables from the sale of shares	0.1	-	<b>0.1</b>	1.4	-	<b>1.4</b>
Cash and cash equivalents	430.1	-	<b>430.1</b>	589.1	-	<b>589.1</b>
<b>Total</b>	<b>440.4</b>	<b>-</b>	<b>440.4</b>	<b>602.8</b>	<b>-</b>	<b>602.8</b>

Financial liabilities	31 December 2025			31 December 2024		
	Interest rate		Total	Interest rate		Total
	fixed interest rate	variable interest rate		fixed interest rate	variable interest rate	
Debt liabilities	927.6	1,783.7	<b>2,711.3</b>	937.4	1,895.2	<b>2,832.6</b>
Investment commitments	33.6	-	<b>33.6</b>	34.0	-	<b>34.0</b>
Cash pool	14.3	-	<b>14.3</b>	14.3	-	<b>14.3</b>
<b>Total</b>	<b>975.5</b>	<b>1,783.7</b>	<b>2,759.2</b>	<b>985.7</b>	<b>1,895.2</b>	<b>2,880.9</b>

### Interest rate fluctuation sensitivity

The sensitivity analyses presented below are based on the level of exposure of financial instruments to interest rate risk as at the balance sheet date. In the case of liabilities with variable interest rates, for the needs of the analysis it is assumed that the amount of outstanding liabilities as at the balance sheet date will be unpaid for the whole year. In 2025 and 2024, the Group identified the exposure to interest rate risk mainly for WIBOR and EURIBOR. Interest rate deviations are calculated on the basis of observations of average interest rate fluctuations. The sensitivity analysis presented below does not comprise the interest accrued as at the balance sheet date. The analysis results are presented in gross terms (before tax).

## 6.2 Objectives and principles of financial risk management (cont'd)

31 December 2025	Value of the item in PLN	Interest rate risk			
		WIBOR		EURIBOR	
		impact on the result and equity		impact on the result and equity	
		+ 200 bps	- 200 bps	+ 100 bps	- 100 bps
<b>EQUITY AND LIABILITIES</b>					
<b>Non-current liabilities</b>					
Debt liabilities	730.9	(11.8)	11.8	(1.4)	1.4
<b>Current liabilities</b>					
Debt liabilities	1,002.1	(15.7)	15.7	(2.2)	2.2
<b>Total gross effect</b>		<b>(27.5)</b>	<b>27.5</b>	<b>(3.6)</b>	<b>3.6</b>

31 December 2024	Value of the item in PLN	Interest rate risk			
		WIBOR		EURIBOR	
		impact on the result and equity		impact on the result and equity	
		+ 450 bps	- 450 bps	+ 250 bps	- 250 bps
<b>EQUITY AND LIABILITIES</b>					
<b>Non-current liabilities</b>					
Debt liabilities	1,066.2	(36.3)	36.3	(6.5)	6.5
<b>Current liabilities</b>					
Debt liabilities	797.6	(29.4)	29.4	(2.7)	2.7
<b>Total gross effect</b>		<b>(65.7)</b>	<b>65.7</b>	<b>(9.2)</b>	<b>9.2</b>

## Credit risk management

The table below presents the items of the consolidated statement of financial position exposed to credit risk by financial instrument class:

	31 December 2025	31 December 2024
Trade receivables	520.8	558.5
Lease receivables	10.2	12.3
Cash and cash equivalents	430.1	589.1
Receivables from the sale of shares	0.1	1.4
<b>Total</b>	<b>961.2</b>	<b>1,161.3</b>

The Group conducts its commercial activity by selling services to businesses with a deferred payment date. This may lead to the risk that receivables from counterparties for services provided may not be received.

In order to minimize credit risk, the Group manages this risk by applying a customer creditworthiness assessment procedure. This assessment is carried out for all clients who use deferred payment dates. Based on its internal policies, the Group grants deferred payment terms only to counterparties with acceptable standing and a positive history of cooperation. Concentration of risk associated with trade receivables is limited due to the large number of business partners with commercial credit dispersed among different sectors of economy.



## Structure of trade receivables in terms of entity types

	31 December 2025	31 December 2024
PKP Group related parties	1.7%	1.0%
State Treasury related parties	24.5%	32.0%
Other entities	73.8%	67.0%
<b>Total</b>	<b>100.0%</b>	<b>100.0%</b>

Additionally, in order to reduce the risk of problems with recovery of trade receivables, the Group accepts from its customers security in the form of, among others: receivables insurance, bank / insurance guarantees, assignment of contracts, and promissory notes. As at 31 December 2025, 17.0% of trade receivables were secured.

## 6.2 Objectives and principles of financial risk management (cont'd)

The credit risk associated with cash and bank deposits is perceived as low. All the entities in which the Group invests free cash operate in the financial sector. These include domestic banks, foreign banks and branches of foreign banks with a high creditworthiness.

The concentration of risk involving cash held is presented in the table below.

Bank	Credit rating agency	Rating	31 December 2025
Bank A	Moody's Investor Service Ltd	A3	37.5%
Bank B	Moody's Investor Service Ltd	A1	21.6%
Bank C	Fitch Ratings	A+	11.6%
Bank D	Moody's Investor Service Ltd	A2	6.6%
Bank E	Moody's Investor Service Ltd	A2	5.7%
Bank F	Moody's Investor Service Ltd	A2	5.0%
Other			12.0%
<b>Total</b>			<b>100.0%</b>

## 7. Other notes

### 7.1 Related party transactions

#### Transactions with the State Treasury and other parties related to the State Treasury

In the financial year ended 31 December 2025 and 31 December 2024, the State Treasury was for the PKP CARGO S.A. under restructuring Group an upper level parent company. Accordingly, all companies owned by the State Treasury (directly or indirectly) are the Group's related parties and are presented separately as PKP Group related parties and other State Treasury related parties. In these Consolidated Financial Statements, the Manager of the Parent Company has disclosed transactions with significant related parties identified as such according to the best knowledge of the Management Board.

In the financial years ended 31 December 2025 and 31 December 2024, there were no transactions effected between the PKP CARGO S.A. under restructuring Group and the State Treasury or other entities related to the State Treasury which would be significant due to a non-standard scope or amount. In the periods covered by these Consolidated Financial Statements, the Group's most important clients among other parties related to the State Treasury were members of the following groups: PGE, Polska Grupa Górnicza, JSW and Orlen. In the financial year ended 31 December 2025, the Group's most important suppliers related to the State Treasury were PGE Group entities.

#### Transactions with PKP Group related parties

In the periods covered by this Consolidated Financial Statements the Group entered into the following commercial transactions with PKP Group related parties:

	2025		31 December 2025	
	Sales to related parties	Purchases from related parties	Receivables from related parties	Liabilities to related parties
Parent Company	0.3	89.6	1.1	634.7
Subsidiaries/co-subsiidiaries – unconsolidated	2.4	19.8	0.2	0.9
Associates	7.1	3.8	0.4	0.3
Other PKP Group related parties	30.0	376.7	8.8	433.5

	2024		31 December 2024	
	Sales to related parties	Purchases from related parties	Receivables from related parties	Liabilities to related parties
Parent Company	0.5	95.3	1.4	600.5
Subsidiaries/co-subsiidiaries – unconsolidated	4.6	22.7	0.3	1.4
Associates	6.9	3.6	2.0	-
Other PKP Group related parties	31.2	428.2	2.8	429.9

### 7.1 Related party transactions (cont'd)

Purchase transactions with the Parent Company (PKP S.A.) pertained in particular to lease and rental agreements treated as leasing contracts, the supply of utilities, costs of fees for membership in international railway organizations and occupational medicine services.

Sales transactions with other PKP Group related parties comprised, among others, train traction services, lease and operation of locomotives, services related to financial settlements with foreign rail freight companies, rolling stock maintenance services and sub-lease of property. Purchase transactions comprised, among others, access to rail infrastructure, lease of property, supply of utilities, maintenance of rail traffic facilities, purchase of traction network maintenance services, operation of IT systems.

In addition to commercial transactions, the Group had cash pooling settlements disclosed in [Note 5.12](#) of these Consolidated Financial Statements.

#### Compensation of key management personnel

Compensation of key management personnel presented in this note include the amounts of benefits disbursed in the relevant period.

Compensation of Management Board Members	Parent Company		Subsidiaries	
	2025	2024	2025	2024
Short-term benefits	2.7	1.8	6.1	6.3
Post-employment benefits	-	0.4	0.6	0.7
Termination benefits	0.1	0.5	0.3	0.6
<b>Total</b>	<b>2.8</b>	<b>2.7</b>	<b>7.0</b>	<b>7.6</b>

Compensation of Supervisory Board Members	Parent Company		Subsidiaries	
	2025	2024	2025	2024
Short-term benefits	1.0	1.3	1.3	1.2
<b>Total</b>	<b>1.0</b>	<b>1.3</b>	<b>1.3</b>	<b>1.2</b>

Compensation of other members of key management personnel	Parent Company		Subsidiaries	
	2025	2024	2025	2024
Short-term benefits	7.1	7.3	21.8	20.7
Post-employment benefits	-	-	-	0.1
Termination benefits	-	0.4	-	0.2
<b>Total</b>	<b>7.1</b>	<b>7.7</b>	<b>21.8</b>	<b>21.0</b>

In the financial year ended 31 December 2025 and 31 December 2024, the members of the key management personnel of the Parent Company and the PKP CARGO S.A. under restructuring Group subsidiaries did not enter into any loan and guarantee transactions with the Group.

All related party transactions were effected on an arm's length basis.

### 7.2 Liabilities to incur expenditures for non-financial non-current assets

#### Structure of liabilities to incur expenditures for non-financial non-current assets

	31 December 2025	31 December 2024
Contractual liabilities relating to the purchase and repairs of rolling stock and other property, plant and equipment	38.4	104.8
<b>Total</b>	<b>38.4</b>	<b>104.8</b>

The values of contractual liabilities presented represent the maximum levels possible under these agreements.

### 7.3 Contingent liabilities

#### Accounting policy applied

In compliance with the Group's accounting policy, a contingent liability is:

- a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- b) a present obligation that arises from past events but is not recognized in the statement of financial position or in the statement of profit or loss and other comprehensive income, because it is not likely that an outflow of resources embodying economic benefits will be required to settle the obligation or because the amount of the obligation cannot be measured with sufficient reliability.



#### MATERIAL VALUES BASED ON PROFESSIONAL JUDGMENT AND ESTIMATES

Contingent liability items subject to material estimations pertain to claims brought against the Group to court. The decision on whether or not a claim should be recognized in the form of a provision or a contingent liability depends on an assessment of the probability of loss in the litigation carried out by internal legal services or external law firms. Such assessment of the estimates may change in subsequent periods as a result of future events, thus it may be necessary to establish a provision that would have an unfavorable effect on the Group's financial result.

#### Structure of contingent liabilities

	31 December 2025	31 December 2024
Guarantees issued on the Group's order	109.3	114.6
Interest on liabilities covered by the remedial proceedings	262.2	64.6
Other contingent liabilities	101.8	107.3
<b>Total</b>	<b>473.3</b>	<b>286.5</b>

#### Guarantees issued on the Group's order

As at 31 December 2025, the Group included in contingent liabilities guarantees issued by banks and insurance companies at the request of PKP CARGO S.A. under restructuring Group companies. This line item comprises mainly commercial contract performance bonds, customs guarantees and excise tax guarantees.

#### Interest on liabilities covered by the remedial proceedings

As at 31 December 2025, the Group recognized, under contingent liabilities, the amount of interest accrued on liabilities covered by the composition, for the period from the opening date of the remedial proceedings of the Parent Company and PKP CARGOTABOR to 31 December 2025. The Group believes that, in connection with the opening of the restructuring proceedings, the likelihood of a cash outflow due to the need to pay these interest amounts is lower than the likelihood that no payment will be required.

#### Other contingent liabilities

This line item includes claims made against the Group in legal proceedings (under civil law, labor law and administrative law) and other claims for which the probability of an outflow of cash is considered remote and for which the Group is unable to make a reliable estimate of the future cash outflow. The amounts presented in this note correspond to the value of the full claims reported by external entities. Assessment of the estimates may change in subsequent periods as a result of future events.

After the balance sheet date, the Parent Company received decisions from customs and tax authorities for the aggregated amount of approx. PLN 4.7 million, in which it is held jointly and severally liable together with other entities for customs and tax liabilities for 2021-2022. The Parent Company's liability results from the nature of joint and several liability for customs and tax liabilities of the entities participating in the supply chain. This liability is based on a guarantee and, as a rule, is not contingent on fault or the exercise of due diligence by the Parent Company. The Parent Company's role in the supply chain was consistent with the practices and solutions applied on the rail freight market in the European Union.

In the transactions in question, the Parent Company was not the importer of the goods, did not own them, and was not the party filing the customs declaration or deciding on the customs procedure. In this type of freight, the customs declaration is made by the importer/exporter or a customs agency acting on their behalf, and this was also the case in the above-mentioned matters. The only customs-related activity performed by the Parent Company in these cases was the submission of appropriate declarations based on commercial documents provided by the freight forwarder. The Parent Company's involvement consisted solely in the technical input into the system of data received from a professional customs service provider.

### 7.3 Contingent liabilities (cont'd)

As at the date of this report, the Parent Company is analyzing the validity and correctness of the decisions received and taking appropriate legal steps in this respect by appealing the decisions of the customs office. The Parent Company believes that, given the early stage of the proceedings and the large number of jointly and severally liable entities, for which decisions are issued, there are no sufficient grounds at this stage to reliably estimate either the probability or the amount of a potential outflow of cash. Accordingly, based on IAS 37 paragraph 26, the Parent Company has disclosed the potential obligations arising from the decisions as contingent liabilities.

Moreover, as at the date of preparation of these financial statements, other customs and tax proceedings relating to similar events are pending against the Parent Company, in which decisions have not yet been issued and, at this stage, the Parent Company cannot reliably estimate the potential obligations that may arise from them.

At the same time, the Parent Company notes that the potential obligations subject to the above proceedings pertain to periods before the opening of restructuring proceedings and, therefore, if the Parent Company is ultimately declared to be a debtor, such obligations will be included in the composition with creditors in accordance with the relevant provisions of restructuring law.

The Parent Company notes that the final outcome and impact on the Company's financial position cannot be determined at this time.

### 7.4 Other significant items not recognized in the statement of financial position

On 23 December 2025 the Parent Company filed a statement of claim with the Regional Court in Warsaw against the State Treasury concerning a claim for compensation for the so called coal decision. The value of the dispute is PLN 1,522.4 million.

Under the statement of claim in question, the Parent Company seeks compensation from the State Treasury – the Prime Minister and the Minister of State Assets – for damage arising from the performance of tasks imposed on PKP CARGO S.A. under restructuring by the Prime Minister's decision of 25 July 2022, no. BPRM.5020.19.2.2022(1) (as amended), regarding the transport of coal purchased by PGE Paliwa Sp. z o.o. and Węglokoks S.A., and from the failure of the State Treasury to fulfill its obligation to conclude with the Parent Company an agreement governing the rules for financing the performance of the task subject to the aforementioned decision, as required under the Crisis Management Act of 26 April 2007.

The above action followed the non-payment of the amount claimed in the payment request, which the Parent Company submitted to the Prime Minister and the Minister of State Assets on 5 December 2025.

On 3 March 2026, the Parent Company, in consultation with the General Counsel to the Republic of Poland acting on behalf of the State Treasury represented by the Prime Minister and the Minister of State Assets, filed a motion with the Regional Court in Warsaw to suspend the proceedings pursuant to Article 178 of the Polish Code of Civil Procedure. An identical motion was filed on 3 March 2026 by the Office of the General Counsel to the Republic of Poland. This step reflects the decision of the parties to pursue an amicable settlement of the dispute.

As at the date of approval of these Consolidated Financial Statements for 2025, in the Parent Company's assessment:

- the course and the outcome of the proceedings remain uncertain,
- it is not possible to reliably estimate the probability of obtaining economic benefits from the claim in question, and
- it is not possible to reliably estimate the amount of any potential cash inflows that could arise from a possible favorable court ruling or an amicable settlement of the dispute.

Accordingly, as at 31 December 2025 the Group has not recognized the claim in question as an asset, and it does not treat it as a contingent asset within the meaning of IAS 37 "Provisions, Contingent Liabilities and Contingent Assets".

The Parent Company will continue to monitor the progress of this dispute in future reporting periods and will make appropriate disclosures in the Consolidated Financial Statements if there is a change in the estimates of the economic benefits related to the claim in question.

### 7.5 Collateral for repayment of liabilities

#### Assets constituting collateral for repayment of liabilities

As at 31 December 2025 and 31 December 2024 the Group had assets which constituted collateral for repayment of liabilities. The assets secure mainly correct performance of facility agreements.

#### Carrying amount of assets securing repayment of liabilities

	31 December 2025	31 December 2024
Rolling stock and other property, plant and equipment	199.8	211.6
Trade receivables	47.9	41.0
Cash	1.8	1.8
<b>Total</b>	<b>249.5</b>	<b>254.4</b>

## 7.6 Impact of the geopolitical situation on the Group's operations

Poland's international environment and location on NATO's eastern flank implies a number of consequences related to the evolving geopolitical landscape. The gradual erosion of the United States' dominant position is creating room for increased activity by, among others, the Russian Federation, India, and China, which is increasingly asserting itself as a superpower. The current geopolitical setting reflects the efforts of successive power centers to strengthen their standing, largely at the expense of the US. One of the consequences of these dynamics is unfortunately the war in Ukraine, which has fundamentally reoriented supply chains, significantly reduced revenue linked to trade with the East and generated additional costs related to securing transports, maintaining resources in eastern Poland (which do not generate sufficiently strong revenue streams), as well as higher financing costs, driven by the need to keep interest rates in Poland at relatively high levels compared with other countries in order to anchor price stability.

The energy crisis is an additional dimension of this international turbulence, with effects still being felt across Europe, including in Poland. Even though this is not always visible at first glance, it caused lower levels of production and consumption on the continent, as well as price volatility and an overall increase in price levels. Reduced output in turn translates into lower volumes of freight and related logistics services, both domestically and in neighboring markets.

Additionally, the tariffs and trade barriers introduced by major players (e.g. the United States and China) have not met with an adequate response from the European Union, whose economic architecture currently shows structural weaknesses, while such measures have an actual impact on production levels across the continent. Numerous appeals from business and industry have so far failed to produce any actual and concrete solutions to sustain and develop manufacturing in Europe. This, in turn, has contributed materially to a slowdown and reduction in transport volumes and, as a consequence, to a reduction in revenues for rail freight operators, including the Parent Company and the PKP CARGO S.A. under restructuring Group.

The geopolitical situation is highly unpredictable, and policy decisions taken in the US and China can, within a short period, lead to the disruption or even collapse of entire sectors (since there are extensive restrictions on the import and export of goods and the introduction of individual licenses or quotas for specific products and raw materials, which can effectively halt production). These factors inevitably weigh on investment activity of businesses and on the demand for transport services generated by them.

The overall impact of the current geopolitical environment is strongly negative, despite a limited number of emerging opportunities, including those linked to the expansion of defense manufacturing and the associated need to provide transport services for that segment. Market uncertainty causes lower investment activities, reduced manufacturing is effectively lowering transport volumes and revenue, and rising variable and fixed costs – driven by inflation and still relatively high, albeit gradually declining, financing costs – are eroding margins. At the same time, a sharp decline in trade with the East and the perception of Poland as a frontier state are exerting additional downward pressure on transport margins and, ultimately, on the financial performance of the PKP CARGO S.A. under restructuring Group.

The Group continuously monitors and analyzes the impact of the political and economic situation in the Middle East on the operations of the Parent Company and the Group as a whole, as well as on its financial performance over subsequent reporting periods. The Company assesses the scale of the actual and potential effects of this crisis on its business (including restrictions or disruptions to operations, disruptions in supply chains, higher commodity prices etc.). The most significant concerns regarding the impact of the conflict in the Middle East relate to disruptions in global energy and fuel supply chains and the potential slowdown in economic growth. A prolonged conflict combined with high volatility in energy and fuel prices would have an adverse effect on the global economy. More expensive energy and fuel translate into higher production, transport and living costs, which in turn lead to slower economic growth in many regions of the world.

It should also be noted that any restriction of raw material supplies from the Middle East will trigger intense competition for cargo available from alternative directions, leading to significant changes in supply chains. Economists point out that even if commodity prices fall in the future, they are unlikely to return to pre-conflict levels (this will be an additional premium to reflect political risk and regional instability).

Currently, following US and Israeli strikes on Iran and the closure of the Strait of Hormuz, global oil and gas markets are seeing a sharp rise in prices. This situation is a major source of uncertainty for the world economy. The conflict has already prompted downward revisions to global macroeconomic forecasts (weaker expectations for economic growth, consumption and investment), with the key drivers of these revisions being higher fuel and energy prices, a delayed interest rate cutting cycle and softer domestic and external demand. This situation already represents a material risk to the operations of transport companies.

On the domestic market, a considerable increase in uncertainty can also be observed in relation to future energy prices, as well as overall inflation and a sharp rise in retail fuel prices for transport. Additional upward pressure on inflation may come from future changes in tariff prices of gas, electricity and district heating. Given the high uncertainty around the geopolitical situation in the Middle East, in particular the duration and intensity of the conflict and the persistence of increased energy prices, it is difficult to formulate at this stage precise scenarios for how the situation in Poland may evolve.

The PKP CARGO S.A. under restructuring Group is closely monitoring developments, because any further escalation of the conflict in the Middle East may lead to further sharp rise in energy commodity prices and a return of inflationary pressures. This would hinder the Company's operations, which are tightly linked to industrial activity in its core markets. A supply shock associated with higher energy prices and disruptions to trade flows may reduce the pace of economic growth.

The Parent Company believes that, at this stage, the crisis currently unfolding in the Middle East and any related geopolitical changes in the world do not create material uncertainty regarding the Company's ability to continue as a going concern, the scale of its operations or the outcomes of the impairment tests performed.

## 7.7 Events after the balance sheet date

### Events after the balance sheet date related to the pending remedial proceedings

As part of the restructuring proceedings of the Parent Company, the following actions were taken after the reporting date:

- by decision of 14 January 2026, the Judge-Commissioner gave its consent for the disposal by private contract of a Parent Company's asset comprising 20,181 shares, representing 100% of the share capital of CARGOTOR sp. z o.o. with its registered office in Warsaw, to PKP Polskie Linie Kolejowe S.A. with its registered office in Warsaw;
- by decision of 20 January 2026, the Judge-Commissioner gave its consent to the Administrator to dispose of the following assets: 135 ET22 electric locomotives, 68 ET41 electric locomotives, 8 ET42 electric locomotives, 42 EU07 electric locomotives, 2 SM03 diesel locomotives, 2 SM30 diesel locomotives, 14 SM31 diesel locomotives, 38 SM42 diesel locomotives, 4 SM48 diesel locomotives, 4 ST44 diesel locomotives and 19 ST45 diesel locomotives, and 1 ST46 diesel locomotive;
- by decision of 28 January 2026, issued in proceedings arising from the objection lodged by the creditor "KOPALNIA PIASKU KOTLARNIA – LINIE KOLEJOWE" Sp. z o.o., the Judge-Commissioner accepted the objection and ordered that creditor's claim in the amount of PLN 2,542.00 to be deleted from the second supplementary list of creditors' claims, thereby reducing by this amount the total composition liabilities that had become current obligations.
- On 4 February 2026, the Judge-Commissioner issued an order obliging the Administrator and the debtor to present their position, by 16 February 2026, on Resolution No. 11 adopted by the Council of Creditors on 2 February 2026 concerning the opinion on the restructuring plan and the composition proposals. On 20 February 2026, the Judge-Commissioner issued an order extending, until 9 March 2026, the deadline originally set for the Administrator and the debtor by the order of 4 February 2026 to present their position on Resolution No. 11 adopted by the Council of Creditors on 2 February 2026. In addition, the Judge-Commissioner obliged the debtor and the Administrator to cooperate with a third party previously commissioned to prepare the restructuring plan, in order to formulate and file in the remedial proceedings a substantively consistent position addressing the concerns of the Council of Creditors set out in the annex to the resolution of 2 February 2026. The Judge-Commissioner also instructed the Council of Creditors to review the positions submitted by the Administrator and the debtor (if filed within the above deadlines) and to present its own position in this respect – i.e. on the Restructuring Plan and any possible further amendments or clarifications – by 17 March 2026. At the same time, the Judge-Commissioner informed the participants that, following the expiry of this deadline (i.e. on 17 March 2026), he would consider approving the restructuring plan in the wording in effect on that date. He additionally pointed out that, under Article 318 of the Restructuring Law, the restructuring plan may be modified and amended even after its approval and that the Council of Creditors' right to issue an opinion on the restructuring plan (Article 315(1) of the Restructuring Law) does not formally prevent the plan from being approved. He noted that, in accordance with his powers (e.g. under Article 315(2) of the Restructuring Law), the Judge-Commissioner may introduce changes to the restructuring plan either at the time of its approval or thereafter, and that the objectives of the remedial proceedings require that the restructuring plan be approved without undue further delay so that both the Administrator and the debtor can take legal and factual actions that are based on, and legally protected by, the approved restructuring plan;
- on 27 February 2026, both the Administrator and PKP CARGO S.A. under restructuring moved for an extension, until 30 April 2026, of the deadline – previously set for 27 February 2026 by the Judge-Commissioner's order of 1 December 2025, case ref. WA1M/GRs/6/2024 – for the Debtor to submit the final wording of the composition proposals to be put to a vote;
- by decision of 18 March 2026, the Judge-Commissioner, acting pursuant to Article 315(1) of the Restructuring Law of 15 May 2015, approved the Restructuring Plan submitted by the Administrator on 30 June 2025;
- on 24 March 2026, in response to the application filed on 27 February 2026, the Judge-Commissioner issued an order granting the final extension, until 30 April 2026, of the deadline for the Parent Company and the parties specified in Article 155(2) of the Restructuring Law of 15 May 2025 to submit the final wording of the Composition Proposals to be put to a vote. If a decision is subsequently issued to conduct a vote without convening a creditors' meeting (Article 110(7) of the Restructuring Law), the Judge-Commissioner does not intend to permit any further amendments to the Composition Proposals after that date, nor the submission of new Composition Proposals;
- By decision of 25 March 2026, the Judge-Commissioner set the sale price for the perpetual usufruct right to a land property together with the ownership title to the buildings and structures located in Warsaw at ul. Przyce and ul. Gniewkowska, comprising land plots Nos. 21/13, 21/14, 21/15 and 21/35 with a total area of 1.4198 ha, in respect of which land and mortgage register No. WA4M/00421519/3 is maintained by the District Court for Warsaw-Mokotów in Warsaw, 10th Land and Mortgage Register Division, at the net amount of PLN 33.2 million, and indicated this amount as the buyback price for that asset by the State Treasury represented by the Minister of National Defence, as an asset of the debtor used for activities related to national defense and state security; on 14 April 2026, the Minister of National Defence lodged a complaint against this decision, requesting that it is amended by setting the sale price for the perpetual usufruct right to the above-described land property together with the ownership title to the buildings and structures at PLN 19.6 million, and indicating that amount as the buyback price for the asset by the State Treasury represented by the Minister of National Defence.

### 7.7 Events after the balance sheet date (cont'd)

- by decision of 27 March 2026, the Judge-Commissioner gave its consent for the Administrator to sell the perpetual usufruct right to a land property comprising plot No. 12, with an area of 0.4497 ha, together with the ownership title to buildings, structures and installations located on the land and constituting an object of ownership separate from the land, in respect of which the District Court for Wrocław-Krzyki in Wrocław, 4th Land and Mortgage Register Division, maintains land and mortgage register No. WR1K/00258649/4, as well as the perpetual usufruct right to a land property comprising plot No. 2/19, with an area of 7.5739 ha, together with the ownership title to buildings, structures and installations located on the land and constituting an object of ownership separate from the land, in respect of which the District Court for Wrocław-Krzyki in Wrocław, 4th Land and Mortgage Register Division, maintains land and mortgage register No. WR1K/00280934/2, at a price lower than that set in the previous decision;
- by decision of 27 March 2026, the Judge-Commissioner gave its consent for the Administrator to sell a property complex comprising: (a) the perpetual usufruct right to a land property comprising plots Nos. 5/7 and 5/15, with a total area of 0.3271 ha, in respect of which the District Court Szczecin-Prawobrzeże i Zachód in Szczecin, 10th Land and Mortgage Register Division, maintains land and mortgage register No. SZ1S/00203556/7; and (b) the perpetual usufruct right to a land property comprising plots Nos. 1/1, 3/11 and 2/4, with a total area of 24.1306 ha, together with the ownership title to buildings, structures and installations located on the land and constituting an object of ownership separate from the land, in respect of which the District Court Szczecin-Prawobrzeże i Zachód in Szczecin, 10th Land and Mortgage Register Division, maintains land and mortgage register No. SZ1S/00203557/4; and (c) a 235015/255275 share in the perpetual usufruct right to plot No. 3/8, with an area of 0.2450 ha, in respect of which the District Court Szczecin-Prawobrzeże i Zachód in Szczecin, 10th Land and Mortgage Register Division, maintains land and mortgage register No. SZ1S/00203558/1, at a price lower than that set in the previous decision;
- on 23 April 2026, an application was submitted to the Judge-Commissioner to extend, until 30 June 2026, the deadline for filing the final wording of the Composition Proposals. The application stated that the Parent Company, in cooperation with the Administrator, is conducting intensive work to draw up the final wording of the Composition Proposals, taking into account both realistic and achievable funding sources and the legitimate expectations of the Creditors. This process includes the analysis of various restructuring scenarios and an assessment of solutions that could establish a credible basis for concluding and performing the composition agreement. The ongoing discussions, which focused primarily on options for raising financing, extend beyond the timeframe set by the Judge-Commissioner, and their outcome will have a material impact on the final wording of the Composition Proposals and on the feasibility of implementing the composition if it is adopted and approved. The proposed deadline also reflects the need to prepare the necessary documentation and obtain relevant corporate approvals, in particular from the Supervisory Board and other governing bodies of the Parent Company. By order of 25 April 2026, the Judge-Commissioner set a deadline of 5 May 2026 for the Council of Creditors and its individual members to file any justified objections to the application submitted by the Administrator and the Parent Company. If the Creditors raise no such objections, the Judge-Commissioner will consider that they do not oppose the request to set a new deadline for filing the Composition Proposals at 30 June 2026. After the expiry of the above deadline for the Creditors, the Judge-Commissioner, taking into account any objections raised, will either order a further extension of the deadline in line with the applications mentioned above or take procedural and supervisory measures to proceed without delay to a vote on the composition.

On 2 April 2026, PKP CARGO CONNECT Sp. z o.o. and Euroterminal Sławków Sp. z o.o. signed a share purchase agreement for 21,407 shares in Terminale Przeladunkowe Sławków-Medyka Sp. z o.o. ("TPSM") held by PKP CARGO CONNECT Sp. z o.o., representing a 50% interest in the share capital of TPSM. The sale price for the shares was PLN 11.5 million. The sale of TPSM shares was envisaged in the approved Restructuring Plan of the Parent Company. It forms part of the process to optimize and simplify the structure of the PKP CARGO S.A. under restructuring Group as part of ongoing restructuring efforts aimed at streamlining and allocating business competencies to specific entities within the Group, which should improve its operational, cost and revenue efficiency.

On 16 April 2026, the Restructuring Administrator of PKP CARGO S.A. under restructuring adopted a resolution as the sole shareholder of PKP CARGO CONNECT Sp. z o.o. giving its consent to: increase the share capital of PKP CARGO CONNECT GmbH with its registered office in Hamburg; have PKP CARGO INTERNATIONAL a.s. subscribe for two newly created shares in the increased share capital of PKP CARGO CONNECT GmbH; and amend the Articles of Association of PKP CARGO CONNECT GmbH accordingly to reflect the increase in its share capital. The share capital increase at PKP CARGO CONNECT GmbH has not yet been implemented. On the basis of the resolutions adopted to date, PKP CARGO CONNECT Sp. z o.o. has received consent to carry out the share capital increase at PKP CARGO CONNECT GmbH, and PKP CARGO INTERNATIONAL a.s. has received consent to subscribe for the newly created shares after the share capital of PKP CARGO CONNECT GmbH is increased. The relevant companies should undertake appropriate follow-up actions.

On 22 April 2026, the Council of Creditors of PKP CARGOTABOR Sp. z o.o. under restructuring submitted to the case files of the remedial proceedings a letter setting out the approach to the restructuring of the company's liabilities.

### 7.7 Events after the balance sheet date (cont'd)

On 28 April 2026, the Parent Company's Supervisory Board approved the PKP CARGO Group's Restructuring Strategy for 2025-2031. The submitted Restructuring Strategy assumes the Group's systematic development based on strategic initiatives and key projects aimed at regaining financial stability and restoring long-term profitability in its operating activities. The priority of the Strategy is to implement the planned restructuring measures and to successfully execute and complete a composition agreement with the Creditors; the initiatives proposed in the document will serve as a point of departure for negotiations with the Creditors, in particular about the forms, deadlines and amounts of future payments under the settlements to be executed. Detailed information in this respect are presented on the Management Board Report on the Activity of PKP CARGO S.A. under restructuring and the PKP CARGO S.A. under restructuring Group for 2025.

#### Events after the balance sheet date

On 28 January 2026, following a recruitment procedure, the Parent Company's Supervisory Board adopted a resolution to appoint Mr. Zbigniew Prus to the Management Board as Management Board President, effective from 2 February 2026, for the 9th joint term of office.

At the same time, as of 2 February 2026, the PKP CARGO S.A. under restructuring adopted a resolution to terminate the delegation of Ms. Monika Starecka – a Supervisory Board Member to discharge temporarily the duties of Parent Company's Management Board Member and discharge the duties of the President of the Management Board.

On 29 January 2026, PKP S.A., which is the Parent Company's shareholder, acting pursuant to § 19(2) and (6) of the Company's Articles of Association, appointed, as of 2 February 2026, Ms. Anna Maria Ślęzak to the Supervisory Board of PKP CARGO S.A. under restructuring.

On 23 February 2026, the Parent Company's Supervisory Board dismissed Mr. Sebastian Miller from his position of the Management Board Member in charge of Operations at PKP CARGO S.A. under restructuring, and therefore from the Parent Company's Management Board, effective as of 23 February 2026.

On 23 March 2026, the Parent Company's Supervisory Board dismissed Mr. Artur Warsocki from his position of the Management Board Member in charge of Commerce at PKP CARGO S.A. under restructuring, and therefore from the Parent Company's Management Board, effective as of 23 March 2026.

Other events occurring after the balance sheet date are described in [Note 1.1, 1.3, 5.3](#) and [7.3](#) to these Consolidated Financial Statements.

The events described above that occurred after the balance sheet date do not require any adjustments to these Consolidated Financial Statements.

### 7.8 Approval of the financial statements

These Consolidated Financial Statements were approved for publication by the Parent Company's Administrator on 28 April 2026.

Administrator of PKP CARGO S.A. under restructuring

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Paweł Głodek  
Administrator of PKP CARGO S.A. under restructuring  
(license no. 657)

Warsaw, 28 April 2026

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