

POLISH FINANCIAL SUPERVISION AUTHORITY

Current Report No.

16

/

2023

Date:

June 27th 2023

Abbreviated issuer name:

GRENEVIA S.A.

Subject:

Resolutions passed by GRENEVIA Annual General Meeting on June 27th 2023

Legal basis:

Art. 56.1.2 of the Public Offering Act – Current and periodic information

Text of the report:

The Management Board of GRENEVIA S.A. of Katowice (the “Company”) publishes, attached hereto, the resolutions passed by the Annual General Meeting of the Company on June 27th 2023.

Legal basis: Par. 19.1.6 of the Minister of Finance’s Regulation on current and periodic information to be published by issuers of securities and conditions for recognition as equivalent of information whose disclosure is required under the laws of a non-member state, dated April 20th 2018.

Appendices:

| File: | Description |
|---|---|
| Tresc_uchwal_ZWZ_GRENEVIA_27_czerwca_2023.pdf | Resolutions passed by the Annual General Meeting of GRENEVIA S.A. on June 27th 2023 |
| SoW_Grenevnia_2022.pdf | Remuneration Report 2022 |

| | |
|-----------------------------------|--|
| GRENEVIA Spółka Akcyjna | (full issuer name) |
| GRENEVIA S.A. | Electromechanical (ele) |
| (abbreviated issuer name) | (sector according to the WSE) |
| 40-202 | Katowice |
| (postal code) | (city/town) |
| Al. Roździeńskiego | 1a |
| (street) | (number) |
| (+48 32) 359 63 00 | (+48 32) 359 66 77 |
| (phone) | (fax) |
| sekretariat@grenevnia.com | www.grenevnia.com |
| (email) | (www) |
| 634-012-62-46 | 270641528 |
| (Tax Identification Number – NIP) | (Industry Identification Number – REGON) |

SIGNATURES OF AUTHORISED REPRESENTATIVES

| Date | Full name | Position | Signature |
|----------------|-------------------|--|-----------|
| June 27th 2023 | Mirosław Bendzera | President of the Management Board | |
| June 27th 2023 | Tomasz Jakubowski | Vice President, Chief Operating Officer, Underground segment | |

**LIST OF RESOLUTIONS PASSED BY
THE ANNUAL GENERAL MEETING ON JUNE 27TH 2023**

**RESOLUTION NO. 1
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023**

to appoint Chairperson of the Annual General Meeting -----

Section 1

Pursuant to Art. 409.1 of the Commercial Companies Code, the Annual General Meeting of **GRENEVIA S.A.** of Katowice hereby resolves to appoint Karolina **Blacha-Cieřlik** as Chairperson of the General Meeting. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 415,771,257 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 100% of the votes cast as there were no votes against the resolution or abstentions. The resolution was passed unanimously. -----

**RESOLUTION NO. 2
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023**

to appoint the Ballot Counting Committee -----

Section 1

The Annual General Meeting of **GRENEVIA S.A.** of Katowice resolves not to appoint a Ballot Counting Committee. -----

Section 2

This Resolution shall become effective as of its date. -----

In an open ballot, 414,089,195 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.60% of the votes cast as there were no votes against the resolution and 1,682,062 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 3
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to receive the Company's financial statements for 2022-----

Section 1

Pursuant to Art. 395.2.1) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice receives the financial statements for the financial year 2022, comprising:-----

- the statement of financial position as at December 31st 2022, showing total assets and total equity and liabilities of **PLN 2,633m**; -----
- the statement of profit or loss for the period from January 1st to December 31st 2022, showing a net profit of **PLN 252m**;-----
- the statement of comprehensive income for the period from January 1st to December 31st 2022, showing total comprehensive income of **PLN 282m**;-----
- the statement of changes in equity for the financial year from January 1st to December 31st 2022, showing an increase in equity of **PLN 282m**;-----
- the statement of cash flows for the financial year from January 1st to December 31st 2022, showing a net decrease in cash of **PLN 455m**; -----
- notes, including a summary of the applied accounting policies and other explanatory notes.-----

Section 2

This Resolution shall become effective as of its date.-----

In an open ballot, 415,370,169 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.90% of the votes cast as there were no votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 4
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to receive the Directors' Report on the Company's and the Group's operations in 2022 --

Section 1

Pursuant to Art. 395.2.1 of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice receives the Directors' Report on the Company's and Group's operations in 2022 and the non-financial report of the Grenevia Group for 2022. -----

Section 2

This Resolution shall become effective as of its date. -----

In an open ballot, 415,370,169 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.90% of the votes cast as there were no votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 5
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to allocate the Company's net profit for the financial year 2022 -----

Section 1

Pursuant to Art. 395.2.2), Art. 348.1, Art. 396.5 of the Commercial Companies Code, and pursuant to Articles 19.1–19.3 of the Articles of Association of **GRENEVIA S.A.** (the "Company"), the Annual General Meeting of the Company hereby resolves to allocate the Company's total net profit earned in the financial year ended December 31st 2022, of **PLN 252,356,340.64**, to the Company's statutory reserve funds.-----

Section 2

This Resolution shall become effective as of its date.-----

In an open ballot, 415,771,257 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 100% of the votes cast as there were no votes against the resolution or abstentions. The Chair declared that the resolution was passed unanimously. -----

RESOLUTION NO. 6
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to receive the consolidated financial statements for 2022 -----

Section 1

Pursuant to Art. 395.2.1) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice receives the consolidated financial statements for the financial year 2022, comprising:

- the statement of financial position as at December 31st 2022, showing total assets and total equity and liabilities of **PLN 3,670m**; -----
- the statement of profit or loss for the financial year from January 1st to December 31st 2022, showing a net profit of **PLN 120m**; -----
- the statement of comprehensive income for the period from January 1st to December 31st 2022, showing total comprehensive income of **PLN 181m**; -----
- the statement of changes in equity for the financial year from January 1st to December 31st 2022, showing an increase in equity of **PLN 214m**;-----
- the statement of cash flows for the financial year from January 1st to December 31st 2022, showing a net decrease in cash of **PLN 394m**; -----
- notes, including a summary of the applied accounting policies and other explanatory notes.-----

Section 2

This Resolution shall become effective as of its date. -----

In an open ballot, 415,370,169 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.90% of the votes cast as there were no votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 7

of the Annual General Meeting of GRENEVIA S.A.

dated June 27th 2023

to grant discharge from liability to member of the Management Board-----

Section 1

Pursuant to Art. 395.2.3) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of GRENEVIA S.A. of Katowice discharges **Mr Mirosław Bendzera** of liability for his activities as President of the Management Board in the period from January 1st to December 31st 2022. -----

Section 2

This Resolution shall become effective as of its date.-----

In a secret ballot, 415,238,064 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.87% of the votes cast as there were 132,105 votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 8**of the Annual General Meeting of GRENEVIA S.A.**

dated June 27th 2023

to grant discharge from liability to member of the Management Board -----

Section 1

Pursuant to Art. 395.2.3) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice discharges **Ms Beata Zawiszowska** of liability for her activities as Vice President of the Management Board in the period from January 1st to December 31st 2022. -----

Section 2

This Resolution shall become effective as of its date.-----

In a secret ballot, 415,238,064 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.87% of the votes cast as there were 132,105 votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 9
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to grant discharge from liability to member of the Management Board-----

Section 1

Pursuant to Art. 395.2.3) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice discharges **Mr Dawid Gruszczyk** of liability for his activities as Vice President of the Management Board in the period from January 1st to December 31st 2022. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 415,238,064 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.87% of the votes cast as there were 132,105 votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 10
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to grant discharge from liability to member of the Management Board-----

Section 1

Pursuant to Art. 395.2.3) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice discharges **Mr Tomasz Jakubowski** of liability for his activities as Vice President of the Management Board in the period from January 1st to December 31st 2022. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 415,238,064 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.87% of the votes cast as there were 132,105 votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 11
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to grant discharge from liability to member of the Management Board -----

Section 1

Pursuant to Art. 395.2.3) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice discharges **Mr Ireneusz Kazimierski** of liability for his activities as Vice President of the Management Board in the period from January 1st to December 31st 2022. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 415,238,064 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.87% of the votes cast as there were 132,105 votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 12
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to grant discharge from liability to member of the Supervisory Board -----

Section 1

Pursuant to Art. 395.2.3) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice discharges **Mr Tomasz Domogala** of liability for his activities as Chair of the Supervisory Board in the period from January 1st to December 31st 2022. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 415,238,064 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.87% of the votes cast as there were 132,105 votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 13
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to grant discharge from liability to member of the Supervisory Board -----

Section 1

Pursuant to Art. 395.2.3) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice discharges **Mr Czesław Kisiel** of liability for his activities as Deputy Chair of the Supervisory Board in the period from January 1st to December 31st 2022. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 415,238,064 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.87% of the votes cast as there were 132,105 votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 14
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to grant discharge from liability to member of the Supervisory Board -----

Section 1

Pursuant to Art. 395.2.3) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice discharges **Mr Jacek Leonkiewicz** of liability for his activities as Member of the Supervisory Board in the period from January 1st to December 31st 2022. -----

Section 2

This Resolution shall become effective as of its date.-----

In a secret ballot, 415,238,064 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.87% of the votes cast as there were 132,105 votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 15
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to grant discharge from liability to member of the Supervisory Board -----

Section 1

Pursuant to Art. 395.2.3) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice discharges **Ms Dorota Wyjadłowska** of liability for his activities as Member of the Supervisory Board in the period from January 1st to December 31st 2022. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 415,238,064 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.87% of the votes cast as there were 132,105 votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 16

of the Annual General Meeting of GRENEVIA S.A.

dated June 27th 2023

to grant discharge from liability to member of the Supervisory Board -----

Section 1

Pursuant to Art. 395.2.3) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice discharges **Mr Tomasz Kruk** of liability for his activities as Member of the Supervisory Board in the period from January 1st to December 31st 2022. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 415,238,064 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.87% of the votes cast as

there were 132,105 votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 17
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to grant discharge from liability to member of the Supervisory Board -----

Section 1

Pursuant to Art. 395.2.3) of the Commercial Companies Code and Art. 17 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice discharges **Mr Adam Toborek** of liability for his activities as Member of the Supervisory Board in the period from January 1st to December 31st 2022. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 415,238,064 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 99.87% of the votes cast as there were 132,105 votes against the resolution and 401,088 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 18
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to provide an opinion on the Supervisory Board's Report on remuneration of members of the Management and Supervisory Boards of **GRENEVIA S.A.** for 2022 -----

Section 1

Acting pursuant to Art. 395.2(1) of the Commercial Companies Code in conjunction with Art. 90g.6 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, and having considered

the auditor’s assessment, the Annual General Meeting of **GRENEVIA S.A.** of Katowice (the “Company”) hereby resolves to give a favourable opinion on the Supervisory Board’s Report on remuneration of members of the Management and Supervisory Boards of **GRENEVIA S.A.** for 2022, drawn up and adopted by the Supervisory Board, attached as an appendix hereto. -----

Section 2

This Resolution shall become effective as of its date. -----

In an open ballot, 403,725,697 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 97.10% of the votes cast as there were 12,045,560 votes against the resolution and no abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 19
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to appoint a Supervisory Board Member for another term of office -----

Section 1

Acting pursuant to Art. 385.1 of the Commercial Companies Code, the Annual General Meeting of **GRENEVIA S.A.** of Katowice appoints Mr Tomasz **Domogala** (Personal Identification Number (PESEL): 85053110177) to the Company’s Supervisory Board for another joint two-year term of office. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 403,709,459 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 97.10% of the votes cast as

there were 2,401,798 votes against the resolution and 9,660,000 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 20
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to appoint a Supervisory Board Member for another term of office -----

Section 1

Acting pursuant to Art. 385.1 of the Commercial Companies Code, the Annual General Meeting of **GRENEVIA S.A.** of Katowice appoints Mr Jacek **Leonkiewicz** (Personal Identification Number (PESEL): 82070603695) to the Company's Supervisory Board for another joint two-year term of office. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 403,709,459 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 97.10% of the votes cast as there were 2,401,798 votes against the resolution and 9,660,000 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 21
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to appoint a Supervisory Board Member for another term of office -----

Section 1

Acting pursuant to Art. 385.1 of the Commercial Companies Code, the Annual General Meeting of **GRENEVIA S.A.** of Katowice appoints Mr Adam **Toborek** (Personal Identification Number (PESEL): 68100100772) to the Company's Supervisory Board for another joint two-year term of office. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 403,709,459 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 97.10% of the votes cast as there were 2,401,798 votes against the resolution and 9,660,000 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 22

of the Annual General Meeting of GRENEVIA S.A.

dated June 27th 2023

to appoint a Supervisory Board Member for another term of office -----

Section 1

Acting pursuant to Art. 385.1 of the Commercial Companies Code, the Annual General Meeting of **GRENEVIA S.A.** of Katowice appoints Mr Robert **Rogowski** (Personal Identification Number (PESEL): 68092800331) to the Company's Supervisory Board for another joint two-year term of office. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 403,709,459 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 97.10% of the votes cast as

there were 2,401,798 votes against the resolution and 9,660,000 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 23
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to appoint a Supervisory Board Member for another term of office -----

Section 1

Acting pursuant to Art. 385.1 of the Commercial Companies Code, the Annual General Meeting of **GRENEVIA S.A.** of Katowice appoints Mr Michał **Ciszek** (Personal Identification Number (PESEL): 78120606552) to the Company's Supervisory Board for another joint two-year term of office.-----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 403,709,459 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 97.10% of the votes cast as there were 2,401,798 votes against the resolution and 9,660,000 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 24
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to appoint a Supervisory Board Member for another term of office -----

Section 1

Acting pursuant to Art. 385.1 of the Commercial Companies Code, the Annual General Meeting of **GRENEVIA S.A.** of Katowice appoints Ms Dorota **Wyjadłowska** (Personal

Identification Number (PESEL): 64041700622) to the Company's Supervisory Board for another joint two-year term of office.

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 403,709,459 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 97.10% of the votes cast as there were 2,401,798 votes against the resolution and 9,660,000 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 25
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to appoint a Supervisory Board Member for another term of office -----

Section 1

Acting pursuant to Art. 385.1 of the Commercial Companies Code, the Annual General Meeting of **GRENEVIA S.A.** of Katowice appoints Mr Tomasz **Kruk** (Personal Identification Number (PESEL): 76092508036) to the Company's Supervisory Board for another joint two-year term of office. -----

Section 2

This Resolution shall become effective as of its date. -----

In a secret ballot, 403,709,459 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 97.10% of the votes cast as there were 2,401,798 votes against the resolution and 9,660,000 abstentions. The Chairperson declared the resolution to have been passed by the required majority. -----

RESOLUTION NO. 26
of the Annual General Meeting of GRENEVIA S.A.
dated June 27th 2023

to determine the remuneration of Supervisory Board Members -----

Section 1

Acting pursuant to Art. 392.1 of the Commercial Companies Code in conjunction with Art. 17.1.3 of the Company's Articles of Association, the Annual General Meeting of **GRENEVIA S.A.** of Katowice resolves not to change the amount of remuneration of **GRENEVIA S.A.** Supervisory Board Members appointed for another term of office, i.e. **GRENEVIA S.A.** Supervisory Board Members will receive monthly gross remuneration of **PLN 500.** -----

Members of the **GRENEVIA S.A.** Audit Committee receive additional gross monthly remuneration of PLN 500. -----

Section 2

This Resolution shall become effective as of its date. -----

In an open ballot, 348,651,825 valid votes were cast in favour of the resolution by shareholders holding a total of 415,771,257 shares, on which valid votes were cast and which represented 72.35% of the share capital and carried the right to 415,771,257 valid votes. The votes cast in favour of the resolution represented 83.86% of the votes cast as there were 11,606,432 votes against the resolution and 55,513,000 abstentions. The Chairperson declared the resolution to have been passed by the required majority.-----



REPORT ON REMUNERATION OF THE MANAGEMENT AND SUPERVISORY BOARDS OF GRENEVIA S.A. FOR 2022



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REPORT ON REMUNERATION OF THE MANAGEMENT AND SUPERVISORY BOARDS

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I. INTRODUCTION

GRENEVIA S.A. (the “Company”) has in place the ‘**Remuneration policy for Members of the Management and Supervisory Boards of FAMUR S.A.**’ (the “**Remuneration Policy**” available at <https://GRENEVIA.com/walne-zgromadzenie#2020>), adopted by way of a resolution of the Company’s Annual General Meeting of June 29th 2020 (Resolution No. 23), which sets out the principles used to determine the fixed and variable components of the remuneration paid to persons covered by that policy. Its purpose is to properly determine the remuneration of persons serving as Members of the Management and Supervisory Boards, while ensuring that decisions taken in respect of such persons encourage them to further the best interests of the Company in the long term and to avoid excessive risk exposure.

This Report on Remuneration of the Management and Supervisory Boards of GRENEVIA S.A. has been prepared by the Supervisory Board of GRENEVIA S.A. in accordance with the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of July 29th 2005 (also referred to as the “**Act**”) and covers the year **2022**.

The Supervisory Board of GRENEVIA S.A. has prepared this Report in accordance with the Act and the Remuneration Policy, and is responsible for its completeness, reliability and accuracy.

In addition to the Act, this Report has been prepared by reference to the provision of Directive (EU) 2017/828 of the European Parliament and of the Council of 17 May 2017 amending Directive 2007/36/EC as regards the encouragement of long-term shareholder engagement (“Shareholder Rights Directive II”, also referred to as “SRD II”) and, as an auxiliary document, draft guidelines on the standardised presentation of the remuneration report under Directive 2007/36/EC amended by Directive (EU) 2017/828 (draft guidelines of the European Commission, second version – hereinafter referred to as the “Draft Guidelines”), developed by reason of the authorisation contained in Art. 9b of SRD II, given that they set out non-binding guidelines and do not create new legal obligations and their purpose is to provide balanced and flexible data presentation guidance for remuneration reporting in order to ensure transparent, uniform and clear data reporting.

This Remuneration Report has been structured according to Art. 90 g of the Act and sections of the Draft Guidelines, with the proviso that where no data relating to a given aspect is available, this is clearly stated, without omission.

All remuneration disclosed in this Report is presented in gross amounts.

The table below provides the composition of the Management Board:

| Full name |
|---|
| Composition of the Management Board in the period January 1st–December 31st 2022 |
| 1) Mirosław Bendzera |
| 2) Beata Zawiszowska |
| 3) Dawid Gruszczyk |
| 4) Tomasz Jakubowski |
| 5) Ireneusz Kazimierski (until December 31st 2022) |

The table below provides the composition of the Supervisory Board:

| Full name |
|--|
| Composition of the Supervisory Board in the period January 1st–December 31st 2022 |
| 1) Tomasz Domogała |
| 2) Czesław Kisiel |
| 3) Jacek Leonkiewicz |
| 4) Dorota Wyjadłowska |
| 5) Tomasz Kruk |
| 6) Adam Toborek |

GRENEVIA Group in 2022

The key project initiated in 2022, which has fundamentally affected the Company's operations, was its organisational restructuring. With a view to ensuring effective management of our existing businesses and seamless integration of new companies focusing on the green transition opportunities into our Group, in the first step we divided FAMUR's resources into two areas: the FAMUR operations segment (which prepares its own set of accounts) and the corporate management holding segment. The changes led to the creation of a new brand: Grenevia, which became an active investor that integrates and develops operations in four business segments, including: utility-scale solar projects and solar PV solutions for businesses supplied by Projekt Solartechnik; battery, energy storage and electric mobility systems offered by Impact Clean Power Technology; modern industrial automation equipment and solutions for the power distribution sector based on Elgór + Hansen's capabilities; and technologies and products for the mining and wind power sectors, which will continue to be offered under the FAMUR brand. The new structure and name are the outcome of the transformation pursued in line with the Group's new strategic directions announced in May 2021. Currently, Grenevia's focus is on building the value of its individual segments, which support the evolution towards a low-carbon economy.

Concurrently, the Group has integrated ESG as a fundamental element of its business strategy. This is reflected in its Sustainable Development Strategy for 2023–2030 as presented in January 2023, which aligns with the DNA and operational mode of the entire organisation.

The Sustainable Development Strategy, developed in the second half of 2022 in collaboration with the consulting firm EY, combines the Group's business model transformation strategy with an ESG agenda and relies on five pillars reflecting sustainable development from the perspective of Grenevia and intended to guide its activities in this area going forward. The selection of those pillars was preceded by a thorough analysis of global megatrends, with a focus on emissions reduction and responsible resource use as drivers for the energy transition in the global economy.

The Grenevia Group has been and will continue to be a socially responsible organisation, aiming to grow its business sustainably, with due regard paid to the interests of all stakeholders, in particular shareholders, employees and local communities.

In conducting its activities, Grenevia is guided by the sense of responsibility towards its external stakeholders and attaches great importance to safety and environmental protection.

Russia's aggression against Ukraine, an unprecedented event in the recent history of Europe, underscored the importance of solidarity and support for the Ukrainian community. Grenevia employees' dedication brought tangible results in the form of numerous aid initiatives for victims of the war.

After the imposition of sanctions following the outbreak of the war, the Company took a responsible and professional approach to fulfilling the resulting obligations. It chose to withdraw from newly signed contracts for the supply of machinery to be used in the territory of the Russian Federation, totalling approximately PLN 130m. Grenevia also resolved not to bid for any new longwall system delivery contracts. As a result, the total value of bids for the supply of new machinery and equipment to the Russian market that the Group has foregone since the start of the war is estimated to be around EUR 200m. Its activity was limited to performing existing contracts and supplying spare parts and equipment primarily intended to meet warranty and post-warranty obligations by the Group's subsidiary in Russia as well as activities enabling it to complete those tasks. After a number of events occurred as a result of which the Company became unable to use its powers to exercise influence on the operations and performance of OOO FAMUR in accordance with the International Accounting Standards, at the end of August 2022 Grenevia reported loss of control of its Russian maintenance company and reclassified it to discontinued operations, and in March 2023 the divestment process was commenced.

During the latter part of 2022, the Group worked intensely on expanding its business activities in line with the adopted development directions. On November 8th 2022, it acquired an equity interest in Impact Clean Power Technology for approximately EUR 59m. The shares represented 51% of the acquiree's share capital, carrying around 59% of total voting rights at its General Meeting. The transaction was financed with proceeds from the PLN 400m issue of green bonds in 2021, which had been earmarked for investments in the sustainable development of the Group in accordance with the Green Bond Framework.

Another important initiative designed to change the Group's profile was undertaken in its traditional business area, i.e. the FAMUR segment. Based on its existing machine park and many years' experience in engineering, manufacturing and repairing gearboxes for various industry applications, Grenevia launched a range of services consisting in repair/refurbishment and maintenance of gearboxes used in wind turbines with capacities of up to 2MW. With the Company's current scope and scale of operations, this did not require any major capital expenditure.

In 2022, having obtained the necessary certificates and authorisations, Grenevia repaired a number of gearboxes, and completed an operational start-up of the first gearbox with a pilot operation monitoring system.

Financial performance in 2022

In 2022, the Grenevia Group generated PLN 1,296m in revenue. This means a year-on-year increase of 27%, achieved on the back of higher revenue in the FAMUR segment, stable revenue from external customers in the Power Engineering segment, and first-time consolidation of the new PV and E-mobility segments. Export revenue reached 40%, and was mainly attributable to supplies to the US, Indonesia, and China. The share of revenue from Russia in total revenue fell to approximately 9% (from 23% in 2021); this revenue was generated mainly in connection with the completion of contracts signed before the outbreak of the war in Ukraine.

The higher revenue translated into a PLN 103m increase in EBITDA, to PLN 406m, with EBITDA margin at 31%. As a result, the Group reported a net profit of PLN 120m. Operating cash flows were negative, at PLN -8m, which was due mainly to expenditure on the development and construction of solar PV farms. As at December 31st 2022, the Group's net debt stood at PLN 124m and was chiefly related to the purchase of shares in Impact.



II. TOTAL REMUNERATION OF MEMBERS OF THE MANAGEMENT AND SUPERVISORY BOARDS OF GRENEVIA S.A.



Total remuneration of Members of the Management and Supervisory Boards

In accordance with the Remuneration Policy, a Management Board Member may be awarded:

- fixed remuneration – determined on an individual basis for each Management Board Member;
- variable remuneration depending on the level of achievement of individual targets (i.e. performance-related, budget-related, task-related and discretionary targets) – determined on an individual basis for each Management Board Member;
- cafeteria system benefits – determined on an individual basis for each Management Board Member;
- additional bonus and the right to use the Company's property that may be granted subject to the rules provided for in the Remuneration Policy.

Pursuant to the Remuneration Policy, Supervisory Board Members receive single-component fixed monthly remuneration in the amount defined in a resolution of the General Meeting. Remuneration of Supervisory Board Members does not represent a material item of the Company's operating expenses.

Since 2020, the legal basis for remunerating Members of the Management and Supervisory Boards of GRENEVIA S.A. has been their appointment arrangements. Provided below is a comprehensive overview of remuneration, including all benefits, regardless of their form, received by or due to individual Members of the Management Board and the Supervisory Board in 2022 in accordance with the Remuneration Policy.

A) REMUNERATION OF MANAGEMENT BOARD MEMBERS (gross amounts)

| Full name/function on the Management Board and period of service | | | |
|--|--|--|--|
| (PLN) for 2022 | Mirosław Bendzera | Beata Zawiszowska | Dawid Gruszczyk |
| Fixed remuneration | 646,000 fixed remuneration to total remuneration (%): 77.2% | 536,000 fixed remuneration to total remuneration (%): 88.6% | 472,000 fixed remuneration to total remuneration (%): 85% |
| Cafeteria system benefits | 13,159 cafeteria benefits to total remuneration (%): 1.6% | 10,360 cafeteria benefits to total remuneration (%): 1.7% | 10,600 cafeteria benefits to total remuneration (%): 1.9% |
| Fringe benefits | 88,085, including: - Company car with a fuel card (lump sum for non-business use) – PLN 4,400 - mobile phone - computer (laptop) - medical package – PLN 537 - accommodation – PLN 80,300 - business travel – PLN 2,848 fringe benefits to total remuneration (%): 10.5% | 5,034, including: - Company car with a fuel card (lump sum for non-business use) – PLN 4,400 - mobile phone - computer (laptop) - medical package – PLN 537 - business travel – PLN 97 fringe benefits to total remuneration (%): 0.8% | 12,510, including: - Company car with a fuel card (lump sum for non-business use) – PLN 4,400 - mobile phone - computer (laptop) - medical package – PLN 537 - business travel – PLN 3,028 - English language learning – PLN 4,545 fringe benefits to total remuneration (%): 2.3% |
| Variable remuneration | 89,870, including: performance-based component of variable remuneration for 2021 paid in 2022 variable remuneration to total remuneration (%): 10.7% The target-based component of variable remuneration for 2022 will be determined and settled in 2023 | 53,315 including: performance-based component of variable remuneration for 2021 paid in 2022 variable remuneration to total remuneration (%): 8.8% The target-based component of variable remuneration for 2022 will be determined and settled in 2023 | 60,283 including: performance-based component of variable remuneration for 2021 paid in 2022 variable remuneration to total remuneration (%): 10.9% The target-based component of variable remuneration for 2022 will be determined and settled in 2023 |
| Total remuneration | 837,114 | 604,709 | 555,393 |

| (PLN) for 2022 | Tomasz Jakubowski | Ireneusz Kazimierski |
|----------------------------------|--|---|
| Fixed remuneration | 481,000 fixed remuneration to total remuneration (%): 80.4% | 440,000 fixed remuneration to total remuneration (%): 32% |
| Cafeteria system benefits | 32,300 cafeteria benefits to total remuneration (%): 5.4% | 26,337 cafeteria benefits to total remuneration (%): 1.9% |
| Fringe benefits | 4,483, including: - Company car with a fuel card (lump sum for non-business use) – 4,400 - mobile phone - computer (laptop) - business travel – PLN 83 fringe benefits to total remuneration (%): 0.7% | 16,815, including: - Company car with a fuel card (lump sum for non-business use) – 4,400 - mobile phone - computer (laptop) - English language learning – PLN 8,615 - accommodation for the duration of performing duties in Katowice – 3,800 fringe benefits to total remuneration (%): 1.2% |
| Variable remuneration | 80,113, including: performance-based component of variable remuneration for 2021 paid in 2022 variable remuneration to total remuneration (%): 13.4% The target-based component of variable remuneration for 2022 will be determined and settled in 2023 | 91,274, including: performance-based component of variable remuneration for 2021 paid in 2022 variable remuneration to total remuneration (%): 6.6% The target-based component of variable remuneration for 2022 will be determined and settled in 2023 |
| Additional bonuses | | 800,000 additional bonuses to total remuneration (%): 58.2% |
| Total remuneration | 597,896 | 1,374,426 |

Explanations and discussion:

1) Base salary is fixed monthly remuneration paid for service on the Management Board, awarded individually by way of a resolution of the Supervisory Board (ranging between PLN 10,000 and PLN 75,000). In 2022, the base salaries of Management Board Members, as shown in the table above, were within the range provided for in the Remuneration Policy.

2) 'Cafeteria system benefits' are provided by enabling a Management Board Member to use an online platform ("the System"). Via the System, a Management Board Member may select – from a package granted to them individually by the Supervisory Board – benefits, vouchers or subscription packages specified in the System, for themselves or their close persons, by redeeming Points (1 point equalling PLN 1.00) to purchase or order benefits, vouchers or subscription packages in the System. The gross value of a package that can be granted to a Management Board Member under this Remuneration Policy is between PLN 12,000 and PLN 36,000 per year. The Supervisory Board will determine, in a separate resolution, the type of package allocated in the System to a given Management Board Member, specifying its annual value, i.e. the value for the entire year of serving on the Management Board, converted in the System into Points for purchasing or ordering benefits, vouchers or subscription packages. The table shows the number of points – benefits received by a Management Board member in 2022.

3) As regards fringe benefits, in order to facilitate proper performance of duties by Management Board Members, GRENEVIA S.A. may provide them with the following property:

- a company car with a fuel card, or coverage of the cost of travel by other means of transport,
- a mobile phone,
- a computer (laptop),
- dwellings/accommodation – to be used free of charge, or rented at below-market prices. Decisions in this respect are made by the Supervisory Board depending on the Company's needs and capacities.

The choice of property is made by the Supervisory Board, with the proviso that the total gross amount spent on using such property may not exceed PLN 450,000 per year.

The Company may decide to give its consent for a Management Board Member to improve their qualifications and cover, in whole or in part, the costs of training and studies, including postgraduate or foreign language courses. The Supervisory Board may give its consent to the foregoing by way of a resolution. The annual amount of allowances for those purposes is not capped as, due to their nature, decision-making depends on the Company's needs, which are fast-changing and difficult to predict.

The Company may also finance medical packages for a Management Board Member on the terms applicable to the Company's employees (i.e. with the same value as those granted to the Company's employees). A decision in this respect is made by the Supervisory Board by way of a resolution.

In 2022, five Members of the Management Board used basic benefits such as a company car with a fuel card. The Supervisory Board resolved on the use residential accommodation free of charge. In 2022, two Members of the Management Board took a foreign language course. Three Management Board Members use a medical package on the terms applicable to the Company's employees.

4) Variable remuneration depending on the level of achievement of individual targets set for Management Board Members (i.e., performance-related, budget-related, task-related and discretionary targets). Variable remuneration is granted to Management Board Members for a full calendar year. The targets and tasks assigned during a calendar year are valid until the end of that year (year n). A final assessment of the achievement of the performance-related, budget-related, task-related targets and/or targets subject to discretionary evaluation is made by the Supervisory Board within one month of the Supervisory Board's receipt of the target achievement report from a Management Board Member and the Company's audited financial statements for the previous financial year. The Management Board Member's right to variable remuneration (each component thereof) is at all times conditional upon their holding of the office as at September 30th of year n. The maximum annual variable remuneration for a Management Board Member may reach up to 100% of the annual fixed remuneration, provided that all targets and tasks have been achieved in 100%, and, additionally, when performance- or budget-related targets are achieved in more than 100%, the variable remuneration of a Management Board Member may exceed the maximum amount specified above, but may not exceed 150% of the Management Board Members' annual fixed remuneration. The above rules on the proportion of fixed and variable remuneration do not apply to variable remuneration for 2021, whose part was paid in advance in 2021 and as such was presented in the 2021

Remuneration Report and whose performance-based component was settled in 2022 following final evaluation and determination by the Supervisory Board and such is presented in this 2022 Remuneration Report.

In 2022, the proportion of the performance-based component of variable remuneration for 2021 paid in 2022 to fixed remuneration paid to the Management Board members was 14.56%.

That proportion is 87.81% if the amount of the performance-based component for 2021 paid in 2021 pursuant to a Supervisory Board resolution is included in the calculation.

In 2022, targets were set for the Management Board as the basis of eligibility of Management Board Members to earn variable remuneration. As at the date of this Report, achievement of the targets has been partly evaluated. Its final evaluation and settlement of the variable remuneration due will take place in 2023 and as such will be covered by the 2023 Remuneration Report.

6) Additional bonus. Pursuant to the Remuneration Policy, as a reward for outstanding achievements, including for significant commitment to the Company's operations or transactions of particular importance to the Company, or for vital contribution to the implementation of the Company's strategy, a Management Board Member may receive a one-off bonus ranging from 50% to 250% of their fixed gross annual remuneration. The aggregate amount of bonuses granted in a given year to a Management Board Member may not exceed 250% of their fixed gross annual remuneration. In 2022, one bonus was awarded – to Ireneusz Kazimierski.

7) When a Management Board Member resigns or is removed from the office, they are entitled to severance pay, in accordance with the Remuneration Policy.

The relative proportions of these components are consistent with the Remuneration Policy, which provides that – the proportion of variable remuneration depending on a Management Board Member's performance and achievement of targets relative to the remuneration due to such Management Board Member (fixed remuneration plus variable remuneration, as described in Section V.3 of the Remuneration Policy) may not exceed 150% of their fixed gross annual remuneration, and its amount may not lead to such Management Board Member becoming financially dependent on that component.

– the proportion of variable remuneration (as described in Section V.3 of the Remuneration Policy) to fixed remuneration may not exceed 150% of a Management Board Member's fixed annual remuneration.

However, it should be noted that at the request of the Management Board of GRENEVIA S.A. and with the consent of the Supervisory Board a significant portion of the variable remuneration due for the implementation of the targets set for 2021 was paid in December 2021, with the remainder settled in 2022 following final determination of the total amount of that remuneration.



B) REMUNERATION OF SUPERVISORY BOARD MEMBERS (gross amounts)

For 2022 PLN

| Full name of Supervisory Board Member | Fixed remuneration in 2022 |
|---------------------------------------|----------------------------|
| Tomasz Domogała | 6,000 |
| Czesław Kisiel | 6,000 |
| Jacek Leonkiewicz | 12,000 |
| Dorota Wyjadłowska | 12,000 |
| Adam Toborek | 6,000 |
| Tomasz Kruk | 12,000 |

Supervisory Board Members perform their duties on the basis of appointment made in accordance with the Commercial Companies Code and the Articles of Association of GRENEVIA S.A. They are not employed by the Company under employment or civil-law contracts, including in any other capacity, in order to ensure their impartiality and avoid any conflict of interest. Supervisory Board Members receive single-component fixed monthly remuneration in the gross amount defined in a resolution of the General Meeting, ranging between PLN 250 and PLN 2,500.00. The amount of remuneration does not depend on the number of Supervisory Board meetings in a given month or a Supervisory Board Member's presence at such meetings.

c) REMUNERATION FROM OTHER GROUP COMPANIES (gross amount in PLN)

| Full name and function on the Management Board | Remuneration, including company name and remuneration type and amount | 2022 |
|--|--|--|
| Beata Zawiszowska | Member of the Supervisory Board of Elgór+Hansen S.A. Member of the Management Board of Famur Finance Sp. z o.o. Member of the Supervisory Board of Mining Equipment Finance Sp. z o.o. Member of the Supervisory Board of Projekt-Solartechnik S.A. (from September 1st 2022) Member of the Supervisory Board of Impact Sp. z o.o. (from December 6th 2022) | 24,000 2,400 2,000 600 209.68 |
| Miroslaw Bendzera | Chairman of the Supervisory Board of Elgór+Hansen S.A. Chairman of the Supervisory Board of Primetech S.A. Chairman of the Supervisory Board of Mining Equipment Finance Sp. z o.o. President of the Management Board of Famur Solar sp. z o.o. Member of the Supervisory Board of Projekt-Solartechnik S.A. (from January 14th 2023) Member of the Supervisory Board of Impact Sp. z o.o. (from December 6th 2022) | 24,000 6,000 2,000 3,000 2,200 209.68 |
| Tomasz Jakubowski | Member of the Supervisory Board of Elgór+Hansen S.A. Member of the Supervisory Board of Primetech S.A. (from June 22nd 2022) | 24,000 3,166 |
| Dawid Gruszczyk | Secretary of the Supervisory Board of Elgór+Hansen S.A. Member of the Supervisory Board of Primetech S.A. | 24,000 6,000 |
| Ireneusz Kazimierski | Member of the Management Board of Impact Sp. z o.o. (from March 8th to June 19th 2022 appointment without the right to remuneration; remuneration earned for the period from June 20th to December 31st 2022) | 32,767.82 |
| Dorota Wyjadłowska | Member of the Supervisory Board of Primetech S.A. | 12,000 |
| Tomasz Domogała | Chair of the Supervisory Board of Projekt-Solartechnik S.A. from January 14th to August 31st 2022 | 1,600 |
| Jacek Leonkiewicz | Chair of the Supervisory Board of Impact Sp. z o.o. from June 20th 2022 | 1,500 |
| Adam Toborek | Member of the Supervisory Board of Elgór+Hansen S.A. (from December 15th 2022) Member of the Supervisory Board of Impact Sp. z o.o. (from June 20th to December 5th 2022) Chair of the Supervisory Board and earlier Member of the Supervisory Board of Projekt-Solartechnik S.A. (from January 14th 2022) | 1,000 1,290.32 2,200 |
| Tomasz Kruk | Member of the Supervisory Board of Primetech S.A. | 12,000 + 214.69 reimbursement of contributions |

Pursuant to the Remuneration Policy, Members of the Company's Management and Supervisory Boards may, subject to and to the extent permitted by applicable laws, serve on the governing bodies of other GRENEVIA Group companies and enter into contracts with such companies, as and when needed. This, however, must not adversely affect the performance of their duties as a Member of the Company's Management Board or Supervisory Board. The Group means all subsidiaries of GRENEVIA S.A. and their respective subsidiaries.

d) VALUE OF BENEFITS GRANTED TO CLOSE PERSONS OF MANAGEMENT OR SUPERVISORY BOARD MEMBERS (INCLUDED IN THE REMUNERATION OF THE MANAGEMENT OR SUPERVISORY BOARD MEMBERS)

No such benefits were granted in 2022.

e) OLD AGE AND DISABILITY PENSION SCHEMES AND EARLY RETIREMENT PROGRAMMES

GRENEVIA S.A. does not operate any additional old age and disability pension schemes or early retirement programmes for members of the Management or Supervisory Boards.

III. REMUNERATION IN THE FORM OF OTHER FINANCIAL INSTRUMENTS

The Remuneration Policy does not provide for remuneration of Management or Supervisory Board Members in the form of financial instruments, and no such remuneration was awarded in 2022.

IV. USE OF THE OPTION TO RECLAIM VARIABLE REMUNERATION

In 2022, the option to reclaim variable remuneration components from a Management or Supervisory Board Member was not used as there was no need and no grounds for doing so.

V. DEVIATIONS FROM THE PROCEDURE FOR IMPLEMENTATION OF THE REMUNERATION POLICY AND DEROGATIONS UNDER ART. 90F

The Remuneration Policy applied by GRENEVIA S.A. was adopted in accordance with the Act. Having analysed the above data, it should be concluded that the Company paid remuneration to the Management and Supervisory Board Members fully in compliance with the Remuneration Policy, discharging its obligation under Art. 90e.1 of the Act. No measures were taken that could be considered derogations under Art. 90f of the Act.

VI. ASSESSMENT OF THE APPLICATION OF PERFORMANCE CRITERIA

The performance criteria presented in the table pertain to the targets set for 2021, for which remuneration was partly paid in 2021. The performance-related target was settled in 2022 and presented in this report in dark blue.

| 2021 (PLN) Full name Function and position | Description of the performance criteria and type of applicable remuneration* | Relative weighting | Scope of performance criteria | | Result (actual performance) and actual award | Notes |
|--|--|--------------------|--|--|--|--|
| | | | Minimum target/threshold performance and corresponding award | Maximum target/threshold performance and corresponding award | | |
| Mirosław Bendzera President of the Management Board | Performance-related targets | 31.1 % | | 200% | 89,870.00 | *An advance payment of PLN 482,163 was made in 2021. The performance-related target was settled in 2022. |
| | Task-related targets | 27.3 % | | 100% | *107,633.00 | |
| | Budget-related targets | 27.3 % | | 200% | *297,000.00 | |
| | Discretionary targets | 14.3 % | | 100% | *77,500.00 | |
| Beata Zawiszowska VP of the Management Board | Performance-related targets | 32% | | 200% | 53,315.00 | *An advance payment of PLN 393,900 was made in 2021. The performance-related target will be settled in 2022. |
| | Task-related targets | 29% | | 100% | *113,400.00 | |
| | Budget-related targets | 29% | | 200% | *243,000.00 | |
| | Discretionary targets | 10% | | 100% | *40,500.00 | |
| Dawid Gruszczyk VP of the Management Board | Performance-related targets | 32% | | 200% | 60,283.00 | *An advance payment of PLN 337,860 was made in 2021. The performance-related target will be settled in 2022. |
| | Task-related targets | 29% | | 100% | *85,860.00 | |
| | Budget-related targets | 29% | | 200% | *216,000.00 | |
| | Discretionary targets | 10% | | 100% | *36,000.00 | |
| Adam Toborek (until June 21st 2021) VP of the Management Board | Performance-related targets | 32% | | 200% | ** | ** the bonus was awarded for the achievement of targets in the period and totalled 297,000. |
| | Task-related targets | 29% | | 100% | | |
| | Budget-related targets | 29% | | 200% | | |
| | Discretionary targets | 10% | | 100% | | |
| Tomasz Jakubowski VP of the Management Board | Performance-related targets | 32% | | 200% | 80,113.00 | *An advance payment of PLN 317,400 was made in 2021. The performance-related target will be settled in 2022. |
| | Task-related targets | 29% | | 100% | *65,400.00 | |
| | Budget-related targets | 29% | | 200% | *216,000.00 | |
| | Discretionary targets | 10% | | 100% | *36,000.00 | |
| Ireneusz Kazimierski VP of the Management Board | Performance-related targets | 32% | | 200% | 91,274.00 | *An advance payment of PLN 317,400 was made in 2021. The performance-related target will be settled in 2022. |
| | Task-related targets | 29% | | 100% | *68,344.00 | |
| | Budget-related targets | 29% | | 200% | *243,000.00 | |
| | Discretionary targets | 10% | | 100% | *40,500.00 | |

The performance criteria presented in the table pertain to the targets set for 2022, the achievement of which will be evaluated in 2023 and remuneration for which will be paid in 2023.

| 2022 (PLN) Full name Function and position | Description of the performance criteria and type of applicable remuneration* | Relative weighting | Scope of performance criteria | | Achievable result (actual performance) and actual award | Notes |
|--|--|--------------------|--|--|---|--|
| | | | Minimum target/threshold performance and corresponding award | Maximum target/threshold performance and corresponding award | | |
| Mirosław Bendzera President of the Management Board | Performance-related targets | 30% | | 200% | 359,476.00 | |
| | Task-related targets | 30% | | 100% | 164,250.00 | |
| | Budget-related targets | 30% | | 200% | 328,500.00 | |
| | Discretionary targets | 10% | | 100% | 82,750.00 | |
| Beata Zawiszowska VP of the Management Board | Performance-related targets | 30% | | 200% | 294,328.00 | |
| | Task-related targets | 30% | | 100% | 137,250.00 | |
| | Budget-related targets | 30% | | 200% | 274,500.00 | |
| | Discretionary targets | 10% | | 100% | 45,750.00 | |
| Dawid Gruszczyk VP of the Management Board | Performance-related targets | 30% | | 200% | 261,754.00 | |
| | Task-related targets | 30% | | 100% | 121,500.00 | |
| | Budget-related targets | 30% | | 200% | 243,000.00 | |
| | Discretionary targets | 10% | | 100% | 40,500.00 | |
| Ireneusz Kazimierski VP of the Management Board | Performance-related targets | 30% | | 200% | | *Due to the nature of the tasks set for 2022, no MBO was not defined, and the fulfilment of the tasks was compensated by awarding an additional bonus paid pursuant to a Supervisory Board resolution. |
| | Task-related targets | 30% | | 100% | | |
| | Budget-related targets | 30% | | 200% | | |
| | Discretionary targets | 10% | | 100% | | |
| Tomasz Jakubowski VP of the Management Board | Performance-related targets | 30% | | 200% | 261,754.00 | |
| | Task-related targets | 30% | | 100% | 123,750.00 | |
| | Budget-related targets | 30% | | 200% | 247,500.00 | |
| | Discretionary targets | 10% | | 100% | 41,250.00 | |

The Company applies both financial and non-financial performance criteria set out in the Remuneration Policy to variable remuneration for Members of the Management Board. The Policy specifies:

- minimum expected net profit of the Company or the Group (depending on the decision of the Supervisory Board),
- actual net profit (as disclosed in the audited financial statements of the Company or the Group in which a Management Board Member serves on the Management Board), adjusted for non-recurring, extraordinary or non-operating items,
- net debt of the Company.

As regards the discretionary component of variable remuneration, the following were evaluated:

- achievement of targets and tasks important to the Company, assigned to the Management Board on an ad hoc basis, other than performance-related, budget-related and task-related targets associated with the variable remuneration component,
- contribution to the implementation of the Company's strategy,
- Management Board Member's attitude in the light of the following values:

a) faith – understood as:

- having faith that a common vision can be accomplished,
- acting in accordance with the adopted value system,
- focus on the future,
- faith in investing in development and education.

b) responsibility – understood as:

- making brave and informed decisions,
- taking responsibility for one's own and the team's decisions and actions,
- taking initiative,
- always acting in the Company's best interest,

c) cooperation – understood as:

- we are a close-knit team of people who trust one another
- we listen to and learn from others, making sure all voices are heard in a discussion
- once a decision is made, we work together towards the goal
- we are happy about achievements of our people, promoting them within the organisation

d) openness – understood as:

- loyalty and open and frank communication,
- respect for diversity of views and opinions,
- being open to change and innovation,
- willingness to discuss errors and learn from them.

e) reliability – understood as:

- keeping one's word in all circumstances,
- being reliable and honest,
- respecting the principles of fair play,
- fulfilling one's obligations.

VII. INFORMATION ABOUT THE ANNUAL CHANGE IN REMUNERATION, THE COMPANY'S PERFORMANCE AND THE AVERAGE REMUNERATION OF THE COMPANY'S EMPLOYEES WHO ARE NOT MEMBERS OF THE MANAGEMENT OR SUPERVISORY BOARDS, FOR AT LEAST FIVE MOST RECENT FINANCIAL YEARS, IN AGGREGATE

A) INFORMATION ABOUT THE ANNUAL CHANGE IN REMUNERATION, THE COMPANY'S PERFORMANCE AND THE AVERAGE REMUNERATION OF THE COMPANY'S EMPLOYEES WHO ARE NOT MEMBERS OF THE MANAGEMENT OR SUPERVISORY BOARDS, FOR AT LEAST FIVE MOST RECENT FINANCIAL YEARS, IN AGGREGATE

As data is presented for incomplete periods, a percentage presentation could be misleading to the user, therefore a year-on-year comparison of the remuneration is presented.

| | 2022 | 2021 | 2020 | 2019 | 2018 | 2017 |
|---|---------|--------------|---------|-----------|---------|---------|
| Average remuneration of a Management Board Member in the years stated. | 793,908 | 1,487,664.86 | 499,155 | 1,161,732 | 638,513 | 666,174 |

| | 2022 | 2021 | 2020 | 2019 | 2018 | 2017 |
|--|-------|-------|-------|-------|-------|-------|
| Average remuneration of a Supervisory Board Member in the years stated. | 9,000 | 9,077 | 9,084 | 8,510 | 7,568 | 2,387 |

| | 2022 | 2021 | 2020 | 2019 | 2018 | 2017 |
|---|-------|-------|-------|-------|-------|-------|
| Average remuneration of full-time employees of the Company other than Management and Supervisory Board Members | 7,830 | 6,864 | 6,718 | 5,204 | 5,524 | 5,314 |
| Net profit (PLNm) | 120 | 35 | 169 | 161 | 153 | 41 |
| Revenue (PLNm) | 1,296 | 916 | 965 | 1,588 | 1,384 | 941 |
| EBITDA | 406 | 229 | 396 | 515 | 366 | 208 |

Given the relatively immaterial impact of the other Group companies on the Company's key performance figures, the Company has only presented data for GRENEVIA S.A. in this Report on Remuneration of the Management and Supervisory Boards.

ASSESSMENT OF THE REMUNERATION POLICY

In the Supervisory Board's opinion, remuneration in 2022 was awarded and paid in accordance with the Remuneration Policy. Based on the data contained in this Report, the Supervisory Board of GRENEVIA S.A. has determined that the Company is pursuing a stable remuneration policy that promotes the Company's growth and security, and that the existing practices with respect to variable remuneration management meet the criteria set out in the Policy. The Remuneration Policy is effective and meets the objectives set out below:

- enabling the recruitment of top-class specialists and managers to serve on the Company's Management and Supervisory Boards, who will ensure the Company's continued business success and stability;
- adapting to the growing demand for high managerial competencies, which go hand in hand with financial expectations;
- implementing an efficient and effective remuneration system motivating Board Members to develop the Company and pursue its objectives and strategies, by linking (the variable) part of remuneration to the Company's performance and achievement of individual targets (KPIs);
- supporting sound and effective risk management, and discouraging Board Members from taking excessive risks beyond accepted limits.

The fixed and variable remuneration as well as other benefits comprising total remuneration of Management and Supervisory Board Members are reasonable in relation to the Company's financial performance and its total costs and expenses.

C) FINAL REMARKS

This Report will be submitted for an opinion to a statutory auditor in accordance with Art. 90g.10 of the Act in order to determine whether it contains all data required by law, and subsequently it will be submitted for consideration to the General Meeting of GRENEVIA S.A. for the purpose of passing a resolution (advisory in nature) providing an opinion on this Report. Next, this Report will be published on the Company's website and will remain available free of charge for at least ten years from the date of closing of that General Meeting.

Signatures of the Supervisory Board Members who have prepared this Report: