

## Draft resolutions for the General Meeting

convened on: xx May 2023

### Resolution 1

**OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on the appointment of the Chairman of the General Meeting.**

Mr/Ms. .... is hereby appointed Chairperson of the Annual General Meeting.

### Resolution 2

**OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on approval of the Management Board's report on the Company's activities and the Company's financial statements for 2023.**

The report of the Management Board of the Company on its activities and the financial statements of the Company for the financial year 2023 are approved, including:

1. the statement of financial position as at 31.12.2023 showing both on the assets and liabilities side the amounts of: PLN 1,056,844 thousand
2. the profit and loss account for 2023 showing a net profit of PLN 23,066 thousand
3. the statement of changes in equity showing an increase in equity by PLN 23.066 thousand (total equity amounts to PLN 72.326 thousand);
4. the cash flow statement, showing a increase in net cash during the financial year by the sum of PLN 84.095 thousand;
5. additional information.

### Resolution 3

**OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on approval of the Capital Group Activity Report and Consolidated Financial Statements for 2023.**

The Consolidated Report on the Activities of MOSTOSTAL WARSZAWA S.A. Group and the consolidated financial statements for 2023 are approved, including:

1. the consolidated statement of financial position as at 31.12.2023, which on the assets and liabilities side shows a total of PLN 1,228,504 thousand ;
2. the consolidated income statement for the financial year 2023, which shows a net profit attributable to the Parent Company and non-controlling shareholders of PLN 17,279 thousand;
3. the statement of changes in total consolidated equity, showing an increase in equity of PLN 14,779 thousand (total equity amounts to PLN 110,753 thousand);
4. consolidated cash flow statement, showing a increase in net cash during the 2023 financial year by the sum of: PLN 76,415 thousand;
5. additional information.

### Resolution 4

**OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on approval of the report on the activities of the Supervisory Board.**

The report of the Supervisory Board on its activities in 2023 (Appendix 1) is approved.



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District Court for the capital city of Warsaw in Warsaw, 13th Commercial Division of the National Court Register  
No. KRS 000008820, NIP: 526-020-49-95, Regon: 012059053, Share capital PLN 20 000 000, Paid-in capital PLN 20 000 000

Resolution 5

*RESOLUTION OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on granting a vote of acceptance to a member of the Company's Supervisory Board for the discharge of his duties in 2023.*

A discharge is hereby granted to Mr Antonio Muñoz Garrido for the performance of duties in 2023.

Resolution 6

*RESOLUTION OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on granting a vote of acceptance to a member of the Company's Supervisory Board for the discharge of his duties in 2023.*

A discharge is hereby granted to Mr Javier Lapuente Sastre for the performance of his duties in 2023.

Resolution 7

*RESOLUTION OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on granting a vote of acceptance to a member of the Company's Supervisory Board for the discharge of his duties in 2023.*

A discharge is granted to Mr Neil Roxburgh Balfour for the performance of his duties in 2023.

Resolution 8

*RESOLUTION OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on granting a vote of acceptance to a member of the Company's Supervisory Board for the discharge of his duties in 2023.*

A discharge is hereby granted to Mr Javier Lapastora Turpín for the performance of duties in 2023.

Resolution 9

*RESOLUTION OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on granting a vote of acceptance to a member of the Company's Supervisory Board for the discharge of his duties in 2023.*

A discharge is granted to Mr Ernest Podgorski for the performance of duties in 2023.

Resolution 10

*RESOLUTION OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on granting a vote of acceptance to a member of the Company's Supervisory Board for the discharge of his duties in 2023.*

A discharge is hereby granted to Mr Javier Serrada Quiza for the performance of his duties in 2023.

Resolution 11

*RESOLUTION OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on granting a vote of acceptance to a member of the Company's Management Board for the discharge of his duties in 2023.*

A discharge is hereby granted to Mr Miguel Angel Heras Llorente for the performance of duties in 2023.

#### Resolution 12

*RESOLUTION OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on granting a vote of acceptance to a member of the Company's Management Board for the discharge of his duties in 2023.*

A discharge is hereby granted to Mr Jorge Calabuig Ferre for the performance of duties in 2023.

#### Resolution 13

*RESOLUTION OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on granting a vote of acceptance to a member of the Company's Management Board for the discharge of his duties in 2023.*

Acknowledgement of the discharge of duties for the year 2023 is granted to Mr Jacek Szymanek.

#### Resolution 14

*RESOLUTION OF THE ORDINARY GENERAL MEETING OF MOSTOSTAL WARSZAWA S.A. of xx May 2024 on granting a vote of acceptance to a member of the Company's Management Board for the discharge of his duties in 2023.*

A discharge is hereby granted for the performance of duties in 2023 to Mr Carlos Enrique Resino Ruiz.

#### Resolution 15

*of the Ordinary General Meeting of MOSTOSTAL WARSZAWA S.A. of xx May 2024 on the distribution of profit for 2023.*

The General Meeting of the Company MOSTOSTAL WARSZAWA S.A., pursuant to § 19 item. 2 of the Company's Articles of Association, and Article 396 § 5 of the Commercial Companies Code, decides to allocate the net profit of PLN **23,065,887.84** (in words: twenty-three million, sixty-five thousand, eight hundred and eighty-seven zloty, 84/100),) for the financial year 2023 to cover losses from previous years.

#### Resolution 16

*of the Ordinary General Meeting of MOSTOSTAL WARSZAWA S.A. dated xx May 2023 on issuing an opinion on the "Report on the implementation of the Remuneration Policy of the Management Board and the Supervisory Board of MOSTOSTAL WARSZAWA S.A. for 2023".*

The General Meeting of MOSTOSTAL WARSZAWA S.A., acting pursuant to Article 90 g (6) of the Act of 29 July 2005 on Public Offering and Conditions for Introducing Financial Instruments to an Organised Trading System and on Public Companies, Journal of Laws of 2019, item 623, as amended ("Public Offering Act"), decides to give a positive opinion on the following report adopted by the Supervisory Board of MOSTOSTAL WARSZAWA S.A. "Report on the Implementation of the Remuneration Policy of the Management Board and Supervisory Board of MOSTOSTAL WARSZAWA S.A. for 2023" ("Report"). The Report is attached to this resolution.