

**Report on the remuneration of Members of the Management Board
and Supervisory Board of Stalprodukt S.A. for 2024**

Bochnia, May 2025

Introduction

This Remuneration Report has been prepared pursuant to Article 90g of the Act on Public Offering and Conditions of Introducing Financial Instruments to Organized Trading and on Public Companies (consolidated text: Journal of Laws 2025.592 of 6 May 2025) (the “Act on Public Offering”).

The current version of the Remuneration Policy for Members of the Management Board and Members of the Supervisory Board of Stalprodukt S.A. (“Policy”, “Remuneration Policy”) was approved on 26 June 2024 by Resolution No. XLIII/12/2024 of the Ordinary General Meeting of Stalprodukt S.A. This Policy is available on the Stalprodukt S.A. website in the “Investor Relations” tab, section: “Corporate Governance” (<https://www.stalprodukt.com.pl/relacje-inwestorskie/lad-korporacyjny>).

In accordance with §7 of the Policy, the Supervisory Board prepares an annual Remuneration Report, and then submits it to the General Meeting, which adopts a resolution giving its opinion on this report. The Remuneration Report is previously subject to assessment by a certified auditor with respect to including in it the information required under art. 90g sec. 1-5 and 8 of the Act.

When adopting the Remuneration Policy for the first time, in §2 of Resolution No. XXXIX/11/2020, the Ordinary General Meeting authorized the Supervisory Board to specify the elements of the Policy described in art. 90d sec. of the Act to the extent specified in §3 points 2.1-2.4 of the Policy. In connection with the above, at the first meeting of the Supervisory Board of the new term of office, which was held on 9 October 2020, the Supervisory Board introduced new principles and criteria for the remuneration of Members of the Company's Management Board, in line with the "Remuneration Policy" adopted by the General Meeting. In particular, by Resolution No. 10/XII/2020, the Supervisory Board adopted the document entitled "Regulations on benefits and remuneration of the Management Board of Stalprodukt S.A., which entered into force on the same day. The main change introduced on the basis of the adopted Policy - in relation to the previously applicable solutions - consisted in the resignation from quarterly bonuses for the Management Board and limiting itself to the payment of an annual bonus. In addition, the amount of the multiple of the average remuneration in the Company for the previous month, which is the basis for calculating the basic remuneration of the Members of the Management Board, was limited. Currently, this remuneration is in the range of 6 to 10 times the average monthly remuneration for both the President and the member of the Management Board.

Introduced by Resolution No. XLIII/12/2024 of the Ordinary General Meeting of Stalprodukt S.A. 2024, update of the Remuneration Policy for members of the Management Board and Supervisory Board of Stalprodukt S.A. ("Policy"), adopted on the basis of Resolution No. XXXIX/11/2020 of the Ordinary General Meeting of Stalprodukt S.A. in Bochnia of 15 June 2020, resulted from the need to fulfil the obligations arising from art. 90e section 4 of the Act of 29 July 2005 on public offering and conditions for introducing financial instruments to organised trading and on public companies, which requires adopting a resolution on the remuneration policy at least every four years. The new version of the Policy was also the result of an analysis of the provisions in force so far and the practice of their application and resulted from the need to clarify them. The main principles of the Policy regarding the principles of payment of the fixed and variable part of the Management Board's remuneration remained unchanged. The most important changes concern the specification of such

issues as: avoiding conflicts of interest, deferring the payment of the variable part of remuneration and its return, as well as updating the legal regulations in force (on the date of update) of the "Policy" (relevant numbers of the official journals) in relation to the provisions mentioned in the content.

The draft Remuneration Policy for members of the Management Board and Supervisory Board of Stalprodukt was previously positively reviewed by the Supervisory Board of the Company (at the meeting on 29 May 2024).

Due to the maintenance in the new version of the Remuneration Policy of the principles of payment of the fixed and variable part of the Management Board's remuneration and the principles of remuneration of the Supervisory Board, the Supervisory Board refrained from specifying the elements of the Policy described in art. 90d section 7 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.

Thus, the provisions of the "Regulations of benefits and remuneration of the Management Board of Stalprodukt S.A., adopted by the Supervisory Board on 9 October 2020 (Resolution No. 10/XII/2020) remain in force.

The detailed scope of information required under Article 90g, paragraph 2, points 1) – 8) of the Act is provided below.

I. The amount of the total remuneration broken down into components referred to in Art. 90d paragraph 3 point 1 of the Act, and the mutual proportions between these remuneration components.

1.2. Components of the remuneration of the Management Board and Supervisory Board in 2024.

1.2.1. Management

In 2024, the remuneration of Members of the Management Board of Stalprodukt S.A. consisted of the following elements: fixed remuneration, variable remuneration (quarterly and/or annual bonus) and additional benefits.

Note: all remuneration amounts given in this Remuneration Report are gross amounts.

Remuneration of the Board for 2024 in PLN

First name and last name	Base pay	Annual bonus	Total	The share of basic pay in total remuneration
Piotr Janeczek	894 708	273 393	1 168 101	76,6%
Łukasz Mentel	642 503	191 375	833 878	77,1%
Razem	1 537 211	464 768	2 001 979	76,8%

1.2 Supervisory Board

In 2024, the remuneration of Members of the Supervisory Board of Stalprodukt S.A. consisted of a fixed cash remuneration, based on the appointment and due to the performed function, i.e. chairman, vice-chairman, secretary or member of the Supervisory Board of Stalprodukt S.A.

These principles have been adopted in the Remuneration Policy for Members of the Management Board and Members of the Supervisory Board of Stalprodukt S.A. (the “Policy”), approved on 26 June 2024 by Resolution No. XLIII/12/2024 of the Ordinary General Meeting of Stalprodukt S.A. In accordance with these principles, members of the Supervisory Board, depending on the function performed, receive remuneration in the following amounts:

- a) Chairman of the Supervisory Board - monthly remuneration in the amount of the average monthly wage in the Company for the previous month, multiplied by a factor of 1.4;
- b) Vice-chairman and secretary of the Supervisory Board - monthly remuneration in the amount of the average monthly wage in the Company for the previous month, multiplied by a factor of 1.2;
- c) Member of the Supervisory Board - monthly remuneration in the amount of the average monthly wage in the Company for the previous month, multiplied by a factor of 1.1.

In addition, a member of the Supervisory Board who is also a member of the Audit Committee receives an additional monthly remuneration in the form of an additional monthly gross amount, increased by 20% in relation to the above-mentioned levels of remuneration.

Remuneration of the Supervisory Board

First name and last name	Base pay for 2024
Piotr Tomasz Janeczek ¹⁾ Błąd! Nie można odnaleźć źródła odwołania.)	68 487
Sanjay Samaddar ²⁾	0
Magdalena Janeczek	130 119
Agata Sierpiska-Sawicz	119 376
Romuald Talarek	117 612
Stanisław Kurnik ³⁾	57 167
Razem	492 761

¹⁾ Mr. Piotr Tomasz Janeczek has been a Member of the Board since 26 June 2024.

²⁾ Due to internal regulations in force at ArcelorMittal Poland S.A., Mr. Sanjay Samaddar resigned from receiving remuneration for serving as a member of the Supervisory Board of Stalprodukt.

³⁾ Mr. Stanisław Kurnik served as Chairman of the Board until 26 June 2024.

Members of the Management Board for the management of the Company and performance of functions in the management body, as well as Members of the Supervisory Board for the performance of functions in the supervisory body, may not receive from the Company any cash and non-monetary remuneration other than those described above. The above does not apply to members of the Supervisory Board who do not meet the criteria of being independent from the Company, who may also receive remuneration for the employment relationship between them and the Company.

1.3 Additional cash benefits received by the Management Board and Supervisory Board

One member of the Management Board and three members of the Supervisory Board joined the Employee Capital Plans programme and in this respect receive an additional cash benefit in the form of payment by the Employer of a part of the contribution to the PPK.

The table below contains the annual list of payments to PPK from the Employer (data in PLN).

First name and last name	Function	Payment to the PPK in 2024
Łukasz Mentel	Member of the Board	12 323
Piotr Tomasz Janeczek	Member of the Supervisory Board	2 769
Magdalena Janeczek	Member of the Supervisory Board	1 923
Agata Sierpińska-Sawicz	Member of the Supervisory Board	1 764

In 2024, members of the Management Board used civil liability insurance, paid by the Company. The cost of the annual premium in this respect amounted to PLN 25,500.

1.4 Non-cash benefits

Moreover, members of the Management Board receive non-cash benefits in the form of concluded contracts for the use of company cars for private purposes, settled by a flat-rate tax paid by members of the Management Board. The lump sum amounts to PLN 400/month.

2. Explanation of how the total remuneration complies with the adopted remuneration policy, including how it contributes to the long-term performance of the company.

The current rules of remuneration for the Management Board are more transparent than the previous ones, as they cover only the basic salary and the annual bonus of up to 30 percent. basic salary. In the opinion of the Supervisory Board, these amounts are in reasonable proportions to each other. These principles are also consistent with the restructured management remuneration system, which also assumes the payment of an annual bonus and its maximum level.

In addition, according to the "Remuneration Policy", one of the criteria for the payment of the variable part of the remuneration taken into account is the level of implementation of the business strategy. Such an approach to the evaluation of the work of the Management Board is conducive to the accomplishment of long-term goals by the Company, its sustainable development and the increase of the value of the Company for shareholders, while achieving favorable financial results.

In addition, in the opinion of the Supervisory Board, taking into account also non-financial aspects when paying out the variable part of the remuneration allows better care for the long-term and sustainable development of the Company, which thus secures the expectations of many stakeholders, allows to limit the negative social effects of the conducted activity, including minimizing the impact on the natural environment.

3. Information on how the performance criteria have been applied

In the current Management Board Remuneration Regulations, financial and economic criteria are the basis for assessing the work of the Management Board. The most important of them include such economic values as, among others, the degree of implementation of the sales plan (in terms of quantity and value), changes in product sales revenues, changes in costs in relation to changes in

sales value, profits, changes in financial results in relation to the plan and the previous year, and a number of financial measures, such as liquidity, profitability, debt and debt service capacity indicators, operational efficiency and their changes in relation to the plan. In assessing the work of the Management Board, the Supervisory Board also takes into account extraordinary events occurring in the company's environment, on the market and other factors independent of the Management Board's activities.

These results reflect the difficult situation in which the Polish economy found itself. The Company operated in 2023 in difficult macroeconomic conditions and struggled with economic weakening, high inflation, excessive costs of energy and energy raw materials, and reduced demand, which led to stagnation in the economy, and in some countries even to recession. Also significant was the burden of industrial companies operating in the European Union, especially in energy-intensive industries (which also includes Stalprodukt), with the costs of the EU policy of the so-called "Green Deal". This clearly worsens the competitiveness of EU companies in relation to producers from outside the EU.

Despite the significant decline in the results achieved by Stalprodukt in 2023 compared to the previous year, the Supervisory Board decided to award the maximum bonus to the Management Board of Stalprodukt S.A. for the results achieved in the previous year. Such a decision was, on the one hand, the effect of the assessment of the above-mentioned, extremely unfavourable conditions of the economic environment, on which the Management Board of the Company had limited influence (the reason for the decline in results were also significant drops in the prices of finished products, especially in the Sheet Metal and Profiles Segments). On the other hand, the fact that the plan was implemented in terms of net profit was taken into account.

4. Information on changes, on an annual basis, in remuneration, company results and average remuneration of employees of this company who are not members of the management board or the supervisory board, in the period of at least the last five financial years, in total, in a manner enabling comparison.

Comparison of changes in the remuneration of the Management Board, Supervisory Board and average remuneration in the Company (in PLN).

Years	Remuneration of Management Board (in PLN)*	Change (current year vs. previous year)	Remuneration of Supervisory Board (in PLN)	Change (current year vs. previous year)	Average wage of an employee (in PLN)	Change (current year vs. previous year)
2020 ⁴⁾	2 790 623	-39,9%	324 483	-12,5%	5 160	-8,3%
2021	1 777 269	-36,3%	399 840	23,2%	6 035	17,0%
2022	1 879 611	5,8%	481 156	20,3%	7 231	19,8%
2023	2 032 472	15,0%	515 328	7,10%	7 511	3,9%
2024	2 001 979	-1,5%	492 761	-4,4%	7 383	-1,7%

⁴⁾ Since April 28, 2020, the Management Board of the Company has been composed of 2 members, hence the differences in the amounts of the Management Board's remuneration between 2020 and subsequent years.

Stalprodukt S.A. results in the years 2020-2024 (data in PLN thousand) and their percentage changes in individual years

Stalprodukt S.A.	2020	2021	2022	2023	2024	2021/ 2020	2022/ 2021	2023/ 2022	2024/ 2023
Gross profit (loss) on sales	87 915	334 461	513 283	147 250	72 743	280,4%	53,5%	-71,3%	-50,6%
Operating profit (loss) (EBIT)	22 918	232 263	336 452	48 600	-14 154	913,5%	44,9%	-85,6%	-129,1%
EBITDA	75 672	282404	389 477	103 057	40 833	273,2%	37,9%	-73,5%	-60,4%
Net profit (loss)	54 844	220 063	398 121	219 648	2 265	301,3%	80,9%	-44,8%	-99,0%

Results of the Stalprodukt S.A. Capital Group in the years 2020-2024 (data in PLN thousand) and their percentage changes in individual years

Stalprodukt S.A. Capital Group	2020	2021	2022	2023	2024	2021/ 2020	2022/ 2021	2023/ 2022	2024/ 2023
Gross profit (loss) on sales	421 962	819 732	861 017	337 324	295 043	94,3%	5,0%	-60,8%	-12,53%
Operating profit (loss) (EBIT)	196 084	621 218 ⁵⁾	611 229	109 204	30 520	216,8%	-1,6%	-82,1%	-72,05%
EBITDA	362 907	177 043 ⁵⁾	790 508	290 583	214 428	-51,2%	346,5%	-63,2%	-26,21%
Net profit (loss)	183 776	516 700 ⁵⁾	480 522	87 175	33 931	181,2%	-7,0%	-81,9%	-61,08%

⁵⁾ The change in the specified items results from the correction of data for 2021 in connection with the correction of the consolidated annual report.

5. The amount of remuneration from entities belonging to the same capital group within the meaning of the Act of September 29, 1994 on accounting (Journal of Laws of 2023, item 120, consolidated text of January 16, 2023).

Wysokość wynagrodzenia otrzymanego przez członków Zarządu i Rady Nadzorczej od podmiotów należących do Grupy Kapitałowej Stalprodukt przedstawiona została w poniższej tabeli (dane w zł). The remuneration is related to the performance of the function of members of the supervisory boards of these entities

Name and Surname	Position	Remuneration for 2024
Piotr Janeczek	President of the Management Board	141 873
Łukasz Mentel	Member of the Management Board	79 492
Piotr Tomasz Janeczek ⁶⁾	Member of the Supervisory Board	155 759

⁶⁾ Mr. Piotr Tomasz Janeczek has been a member of the Supervisory Board of the Company since 26 June 2024. However, the remuneration amount specified above covers the period of the entire year 2024, and therefore also includes the remuneration received before being elected to the Supervisory Board of Stalprodukt.

6. The number of granted or offered financial instruments and the main conditions for the exercise of rights from these instruments, including the price and date of exercise and their changes

In 2024, neither the members of the Management Board nor the Supervisory Board were granted or offered any financial instruments.

7. Information on the use of the option to demand the return of variable remuneration components

In accordance with the Remuneration Policy, variable remuneration is subject to refund if:

- it was granted as a result of an error as to the fulfilment by the Management Board member of the criteria for its granting;
- the variable remuneration was granted in breach of the principles described in the Remuneration Policy or resolutions of the Supervisory Board specifying it in detail.

In accordance with the Remuneration Policy, the principles for calculating, paying and possibly refunding overpaid variable remuneration due to a Management Board Member are specified in the resolutions of the Board and, in the event of concluding an employment contract or a management contract, also in these documents.

If the Supervisory Board confirms the validity of the notification, the Management Board Member will be obliged to refund the overpaid amount of the variable part of the remuneration. The Management Board Member is obliged to accept in writing the principles for settling overpaid advances by way of deduction.

In 2024, there was no situation requiring the Management Board Member to refund variable remuneration components.

8. Information on deviations from the procedure for implementing the remuneration policy and derogations applied pursuant to Art. 90f, including an explanation of the rationale and procedure, and an indication of the elements from which the exceptions were applied.

As a rule, the "Remuneration Policy" does not contain any exceptions to its implementation.

9. Explanation of how the resolution referred to in para. 6 or the discussion referred to in par. 7, referring to the previous report about salaries.

By Resolution No. XLIII/11/2024 of 26 June 2024, the Ordinary General Meeting of the Company issued a positive opinion on the "Annual Report on the Remuneration of Members of the Management Board and Supervisory Board of Stalprodukt S.A. for 2023" prepared by the Supervisory Board of the Company. Taking the above into account, the resolution giving an opinion on the previous Remuneration Report was included in this Report in such a way that this Report presents the required information in the same manner as the previous Remuneration Report.

Chairman of the Supervisory Board
Piotr Tomasz Janeczek

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Vice-Chairman of the Supervisory Board
Sanjay Samaddar

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Secretary of the Supervisory Board

Magdalena Janeczek

Member of the Supervisory Board
Agata Sierpińska-Sawicz

Member of the Supervisory Board
Romuald Talarek

Bochnia, 20 May 2025