

Appendix No. 1 to the current report No. 23/2021

The resolutions adopted by the Annual General Meeting of Trakcja S.A. on June 29, 2021

**“Resolution No. 1
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021
on the election of Chairman of the Annual General Meeting**

§1

Pursuant to Article 409 § 1 of the Code of Commercial Companies, the Annual General Meeting decides to elect Marcin Żytko as the Chairman of the Annual General Meeting.

§2

The resolution becomes effective on the moment of its adoption.”

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 080**
- against: 0**
- abstention: 1**

**“Resolution No. 2
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021
on the acceptance of the agenda of the General Meeting**

§1

The Company's Annual General Meeting accepts the meeting agenda of the Company's General Meeting as follows:

- 1. Opening of the Annual General Meeting and adoption of a resolution on the election of a Chairman;*
- 2. Confirmation of the correctness of calling the Annual General Meeting and its capacity to adopt resolutions, as well as checking the attendance list;*
- 3. Adoption of a resolution on the acceptance of the meeting agenda;*
- 4. Review and approval of the Supervisory Board's report on the results of the evaluation of the reports referred to in point 5 and point 6 of this meeting agenda, assessment of the Company's situation and Trakcja Group's situation;*
- 5. Review and adoption of resolution on the approval of the Company's Management Board's Report on the Company's and Trakcja Capital Group's activities in the period from 1 January 2020 to 31 December 2020 and the Company's financial statements for the financial year ended on 31 December 2020;*
- 6. Review and adoption of a resolution on the approval of the consolidated financial statements of the Trakcja Capital Group for the financial year ended on 31 December 2020;*

7. Adoption of a resolution on the cover of the loss for the year 2020;
8. Adoption of resolutions awarding a vote of approval to the members of the Company's Management Board for the fulfilment of their duties in the financial year ended on 31 December 2020;
9. Adoption of resolutions awarding a vote of approval to the members of the Company's Supervisory Board for the fulfilment of their duties in the financial year ended on 31 December 2020;
10. Adoption of a resolution to amend the Regulation of the Supervisory Board.
11. Adoption of a resolution on giving opinion regarding the Report on remuneration of the Management Board and Supervisory Board;
12. Closure of the Annual General Meeting.

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**
- abstention: 0**

**"Resolution No. 3
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021
on the approval of the Supervisory Board's report**

§1

After reviewing the Supervisory Board's report covering the results of the assessment of the Management Board's report on the Company's and Trakcja Capital Group's activities in the period from 1 January 2020 to 31 December 2020 and the Company's financial statement for the financial year ended on 31 December 2020, as well as the Trakcja Capital Group's consolidated financial statement for the financial year ended on 31 December 2020, the assessment of the Company's situation, the assessment of the Trakcja Group's situation, the Annual General Meeting of the Company decides to approve this report.

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**
- abstention: 0**

**"Resolution No. 4
of the Annual General Meeting**

**of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021**

**on the approval of the Company's Management Board's Report on the Company's and Trakcja
Capital Group's activities in the period from 1 January 2020 to 31 December 2020
and the Company's financial statement for the financial year ended on 31 December 2020**

§1

Pursuant to Article 395 § 2 point 1 of the Code of Commercial Companies, after reviewing the Company's Management Board's Report on the Company's and Trakcja Capital Group's activities in the period from 1 January 2020 to 31 December 2020, the Annual General Meeting decides to approve it.

§2

Pursuant to Article 395 § 2 point 1 of the Code of Commercial Companies, the Annual General Meeting, after reviewing the Company's financial statement for the financial year ended on 31 December 2020, consisting of:

1. the Company's profit and loss account for the period from 1 January 2020 to 31 December 2020 showing net loss amounting to **PLN 70.481.175,84** (seventy million four hundred eighty one thousand one hundred seventy five zlotys 84/100);
2. total income report for the period from 1 January 2020 to 31 December 2020 showing a negative value of comprehensive income of **PLN 70.457 thousand** (seventy million four hundred fifty seven thousand zlotys);
3. the Company's balance sheet as per 31 December 2020 showing the assets and liabilities in the amount of **PLN 1.134.587 thousand** (one billion one hundred thirty four million five hundred eighty seven thousand zlotys);
4. the cash flow statement for the period from 1 January 2020 to 31 December 2020 showing the decrease of cash balance by **PLN 40.821 thousand** (forty million eight hundred twenty one thousand zlotys);
5. the Company's balance of changes in equity for the period from 1 January 2020 to 31 December 2020 showing the decrease of equity of **PLN 70.280 thousand** (seventy million two hundred eighty thousand zlotys); and
6. additional information and explanations,

approves the Company's financial statements for the financial year ended on 31 December 2020.

§3

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081

- against: 0

- abstention: 0

**"Resolution No. 5
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw**

of 29 June, 2021
on the approval of the consolidated financial statement of the Trakcja Capital Group for the
financial year ended on 31 December 2020

§1

Pursuant to Article 395 § 5 of the Code of Commercial Companies, the Annual General Meeting, after reviewing the consolidated financial statement of the Trakcja Capital Group for the financial year ended on 31 December 2020, consisting of:

- 1. the consolidated profit and loss account for the period from 1 January 2020 to 31 December 2020 showing a net loss amounting to **PLN 109.986 thousand** (one hundred nine million nine hundred eighty six thousand zlotys);*
- 2. the consolidated total income report for the period from 1 January 2020 to 31 December 2020 showing a negative value of comprehensive income of **PLN 86.965 thousand** (eighty six million nine hundred sixty five thousand zlotys);*
- 3. the consolidated balance sheet prepared as per 31 December 2020 showing the assets and liabilities in the amount of **PLN 1.477.756 thousand** (one billion four hundred seventy seven million seven hundred fifty six thousand zlotys);*
- 4. the consolidated cash flow statement for the period from 1 January 2020 to 31 December 2020 showing the increase of cash balance by **PLN 28.445 thousand** (twenty eight million four hundred forty five thousand zlotys);*
- 5. balance of changes in the consolidated equity for the period from 1 January 2020 to 31 December 2020 showing the decrease of consolidated equity by **PLN 88.368 thousand** (eighty eight million three hundred sixty eight thousand zlotys); and*
- 6. the additional information and explanations;*

approves the consolidated financial statement of the Trakcja Capital Group for the financial year ended on 31 December 2020.

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081

- against: 0

- abstention: 0

„Resolution No. 6
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021
on the cover of the loss for year 2020

§1

*Pursuant to Article 395 § 2 point 2) of the Code of Commercial Companies, the Annual General Meeting hereby decides that the Company's loss for the period from 1 January 2020 to 31 December 2020 in the amount of **PLN 70 481 175,84** (seventy million four hundred eighty one thousand one hundred seventy five zlotys 84/100) will be covered fully from the supplementary capital from the surplus achieved from the issue of shares above their nominal value.*

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**
- abstention: 0**

**"Resolution No. 7
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021**

**on the award of a vote of approval to Mr. Marcin Lewandowski for the fulfilment of the duties of
President of the Company's Management Board in 2020**

§1

*Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mr. Marcin Lewandowski** a vote of approval for the fulfilment of the duties of President of the Company's Management Board in 2020.*

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**
- abstention: 0**

**"Resolution No. 8
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021**

**on the award of a vote of approval to Mr. Paweł Nogalski for the fulfilment of the duties of Vice -
President of the Company's Management Board in 2020**

§1

*Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mr. Paweł Nogalski** a vote of approval for the fulfilment of the duties of Vice - President of the Company's Management Board in 2020.*

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**
- abstention: 0**

**“Resolution No. 9
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021**

**on the award of a vote of approval to Mr. Aldas Rusevičius for the fulfilment of the duties of
Vice - President of the Company's Management Board in 2020**

§1

Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mr. Aldas Rusevičius** a vote of approval for the fulfilment of the duties of Vice - President of the Company's Management Board in 2020.

§2

The resolution becomes effective on the moment of its adoption.”

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**
- abstention: 0**

**“Resolution No. 10
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021**

**on the award of a vote of approval to Mr. Arkadiusz Arciszewski for the fulfilment of the duties
of Vice - President of the Company's Management Board in 2020**

§1

Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mr. Arkadiusz Arciszewski** a vote of approval for the fulfilment of the duties of Vice - President of the Company's Management Board in 2020.

§2

The resolution becomes effective on the moment of its adoption.”

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**

- abstention: 0

**“Resolution No. 11
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021**

**on the award of a vote of approval to Mr. Adam Stolarz for the fulfilment of the duties of a
Member of the Company's Management Board in 2020**

§1

Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mr. Adam Stolarz** a vote of approval for the fulfilment of the duties of a Member of the Company's Management Board in 2020.

§2

The resolution becomes effective on the moment of its adoption.”

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081

- against: 0

- abstention: 0

**“Resolution No. 12
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021**

**on the award of a vote of approval to Mr. Robert Sobków for the fulfilment of the duties of a
Member of the Company's Management Board in 2020**

§1

Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mr. Robert Sobków** a vote of approval for the fulfilment of the duties of a Member of the Company's Management Board in 2020.

§2

The resolution becomes effective on the moment of its adoption.”

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081

- against: 0

- abstention: 0

**“Resolution No. 13
of the Annual General Meeting**

**of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021
on the award of a vote of approval to Mr Dominik Radziwiłł for the fulfilment of the duties of
Chairman of the Company's Supervisory Board in 2020**

§1

Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mr. Dominik Radziwiłł** a vote of approval for the fulfilment of the duties of Chairman of the Company's Supervisory Board in 2020.

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**
- abstention: 0**

**"Resolution No. 14
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021
on the award of a vote of approval to Mr. Jorge Miarnau Montserrat for the fulfilment of the
duties of Vice-Chairman of the Company's Supervisory Board in 2020**

§1

Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mr. Jorge Miarnau Montserrat** a vote of approval for the fulfilment of the duties of Vice-Chairman of the Company's Supervisory Board in 2020.

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**
- abstention: 0**

**"Resolution No. 15
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021**

on the award of a vote of approval to Mr. Miquel Llevat Vallespinosa for the fulfilment of the duties of member of the Company's Supervisory Board in 2020

§1

Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mr. Miquel Llevat Vallespinosa** a vote of approval for the fulfilment of the duties of member of the Company's Supervisory Board in 2020.

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**
- abstention: 0**

**"Resolution No. 16
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021**

on the award of a vote of approval to Mr. Fernando Perea Samarra for the fulfilment of the duties of member of the Company's Supervisory Board in 2020

§1

Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mr. Fernando Perea Samarra** a vote of approval for the fulfilment of the duties of member of the Company's Supervisory Board in 2020.

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**
- abstention: 0**

**"Resolution No. 17
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021**

on the award of a vote of approval to Mr Michał Hulbój for the fulfilment of the duties of Vice-Chairman of the Company's Supervisory Board in 2020

§1

Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mr. Michał Hulbój** a vote of approval for the fulfilment of the duties of Vice-Chairman of the Company's Supervisory Board in 2020.

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081

- against: 0

- abstention: 0

**"Resolution No. 18
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021**

on the award of a vote of approval to Mrs Klaudia Budzisz for the fulfilment of the duties of member of the Company's Supervisory Board in 2020

§1

Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mrs. Klaudia Budzisz** a vote of approval for the fulfilment of the duties of member of the Company's Supervisory Board in 2020.

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081

- against: 0

- abstention: 0

**"Resolution No. 19
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021**

on the award of a vote of approval to Mr Krzysztof Tenerowicz for the fulfilment of the duties of member of the Company's Supervisory Board in 2020

§1

Pursuant to Article 395 § 2 point 3) of the Code of Commercial Companies, the Annual General Meeting hereby awards **Mr. Krzysztof Tenerowicz** a vote of approval for the fulfilment of the duties of member of the Company's Supervisory Board in 2020.

§2

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**
- abstention: 0**

**"Resolution no. 20
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021
amending the Regulations of the Supervisory Board**

§1

Acting pursuant to Article 391 § 3 of the Act of 15 September 2000 Code of Commercial Companies, the Annual General Meeting hereby amends the Regulations of the Supervisory Board and adopts its new uniform act.

§2

New uniform Regulations of the Supervisory Board constitute appendix no. 1 to this resolution.

§3

The resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 49 097 081**
- against: 0**
- abstention: 0**

**"Resolution no. 21
of the Annual General Meeting
of the Company named TRAKCJA
Spółka Akcyjna
with its seat in Warsaw
of 29 June, 2021
on giving opinion regarding the Report on remuneration of the Management Board and
Supervisory Board**

§1

Acting on the basis of the Article 90g section 6 of the Act of 29 July 2005 on public offering and conditions for placing financial instruments on an organised trading venue and on public companies Annual General Meeting decides to positively evaluate Report on remuneration of the Management Board and Supervisory Board of Trakcja S.A. for 2019 and 2020.

§2

This Resolution becomes effective on the moment of its adoption."

- In total 49 097 081 valid votes were cast, out of the same number of shares, representing 56.79% of the Company's share capital:

- in favor: 44 770 653

- against: 428

- abstention: 4 326 000

Warsaw, 15 April 2021

Supervisory Board of

TRAKCJA S.A.

in Warsaw

REPORT
ON THE ACTIVITIES OF THE SUPERVISORY BOARD OF
TRAKCJA S.A. (THE "COMPANY") FOR 2020,

I. The membership of the Supervisory Board in the reporting period from 1 January 2020 to 31 December 2020 was as follows:

Forename and surname	Function	Date of appointment / dismissal / resignation
Dominik RADZIWIŁŁ	Member of the Supervisory Board	5.10.2015 – appointed as Member of the Supervisory Board (19.06.2019 – reappointment)
	Chairman of the Supervisory Board	since 26.11.2015
Jorge Miarnau MONTSERRAT	Member of the Supervisory Board	4.07.2012 – appointed as Member of the Supervisory Board (19.06.2019 – reappointment)
	Deputy Chairman of the Supervisory Board	since 25.07.2013
Miquel LLEVAT VALLESPINOSA	Member of the Supervisory Board	4.07.2012 – appointed as Member of the Supervisory Board (19.06.2019 – reappointment)
Fernando PEREA SAMARRA	Member of the Supervisory Board	12.06.2013 – appointed as Member of the Supervisory Board (19.06.2019 – reappointment)
Michał HULBÓJ	Member of the Supervisory Board	25.06.2015 – appointed as Member of the Supervisory Board (19.06.2019 – reappointment)

	Deputy Chairman of the Supervisory Board	08.09.2016 – appointed as Deputy Chairman of the Supervisory Board
Klaudia BUDZISZ	Member of the Supervisory Board	04.12.2019 – appointed as Member of the Supervisory Board
Krzysztof TENEROWICZ	Member of the Supervisory Board	20.12.2019 – appointed as Member of the Supervisory Board

Mr. Dominik Radziwiłł is the Chairman of the Supervisory Board as at the date of preparation of the report. The following members of the Supervisory Board fulfil independency criteria: Michał Hulbój and Krzysztof Tenerowicz.

In 2020 the Audit Committee worked in the following composition:

- Krzysztof Tenerowicz – Chairman
- Michał Hulbój
- Fernando Perea Samarra

The Supervisory Board declares that in the Company the rules regarding the appointment, composition and functioning of the Audit Committee are respected, including the fulfilment by its members of independence criteria and requirements regarding knowledge and skills in the industry in which Company operates, and in the field of accounting or audit statements. Appointed Audit Committee in Company performed the tasks delegated to it for in the applicable regulations.

In 2020 the Remuneration Committee of the Supervisory Board worked in the following composition:

- Michel Llevat Vallespinosa – Chairman
- Klaudia Budzisz
- Krzysztof Tenerowicz

II. Organisation of the Supervisory Board's work

The Supervisory Board held 7 meetings in the reporting period and also adopted resolutions by casting votes through means of direct remote communication.

Between meetings, the members of the Supervisory Board kept in touch with the Management Board, familiarising themselves with the Company's situation and supporting the Management Board in the solution of strategic problems.

III. Main issues of the Supervisory Board meetings and self-evaluation

During 2020, the Supervisory Board discussed, inter alia, the following issues:

- analysis of the Company's economic and financial situation and analysis of the maintenance of its financial liquidity;
- analysis of the order portfolio;
- analysis of the Company's presence in foreign markets;
- consulting the Management Board's motions presented to the Supervisory Board;
- adoption of resolutions on matters which are on the agenda of the Company's or the Company's subsidiaries General Meetings of Shareholders;
- approval of draft resolutions of the Company's general meeting of shareholders;
- evaluation of annual financial report of the Company and consolidated annual report of the Trakcja Group for a financial year 2019;
- expression opinion as to the motion of the Management Board on cover of the loss for a financial year 2019;
- approval of draft resolutions of the general meetings of shareholders of the Company's subsidiaries;
- approval of changes in the composition of subsidiary companies' bodies;
- approval of Trakcja Group's budget and Capex;
- approval of agreements, contracts and terms of remuneration for members of the Management Board;
- adoption of resolutions on personal matters, including resolutions on remuneration and bonuses of the Company's Management Board members;
- setting individual managerial goals for Management Board members;
- expressing opinion on the Remuneration Policy for members of Management Board and Supervisory Board;
- expressing opinion on organizational changes regarding the Company's functioning;
- approval to begin a process of increasing Company's share capital by issuance of F and G series bonds convertible into D series shares and to conditionally increase the share capital of the Company by issuing D series shares;
- issues of current marketing position of Company and of Trakcja Group;
- determination of the composition of committees operating within the Supervisory Board;
- adoption of new bylaws for the Audit Committee and the Remuneration Committee;
- approval of the Internal Audit Plan for 2020;
- adoption of the consolidated text of the Company's articles of association.

While fulfilling its supervisory functions, the Supervisory Board analysed the Company's economic and financial situation and assessed the Management Board's activities in such areas as:

- the maintenance of financial liquidity;
- the management of the Company's receivables and expenses;
- the receipt of new orders.

The Supervisory Board applied the principle that the Management Board presented at the meeting a description of the current economic, financial and asset situation, important actions and planned business activities.

The Supervisory Board's cooperation with the current Management Board is very good.

The Supervisory Board supervised Company's activities fulfilling the obligations stipulated in Code of Commercial Companies, Articles of Association and Rules of Supervisory Board relaying on longstanding experience of its members, their education, qualifications and awareness of the market. The Supervisory Board always effectively responded to the Company's dynamics and evaluated all issues presented by the Management Board.

The Supervisory Board positively rates its work in the period from 1 January 2020 to 31 December 2020 and applies to the Annual General Meeting to receive a vote of approval.

IV. Assessment of the Supervisory Board of Trakcja S.A. concerning the report of the management board on the activities of Trakcja S.A. and of Trakcja Group in 2020, the annual standalone financial statement of Trakcja S.A. for the period from 1 January 2020 to 31 December 2020 and the annual consolidated financial statement of Trakcja Group for the period from 1 January 2020 to 31 December 2020

SUBJECT MATTER OF THE ASSESSMENT

The subject matter of this assessment includes:

1. The Report of the Management Board on the activities of Trakcja Group and Trakcja S.A. in 2020.
2. Annual standalone financial statement of Trakcja S.A. for the period from 1 January 2020 to 31 December 2020 prepared in accordance with International Financial Reporting Standards approved by the European Union and applicable as at 31 December 2020.
3. Annual consolidated financial statement of Trakcja Group for the period from 1 January 2020 to 31 December 2020 prepared in accordance with International Financial Reporting Standards approved by the European Union and applicable as at 31 December 2020.

ASSESSMENT OF THE MANAGEMENT BOARD'S REPORT AND FINANCIAL STATEMENTS

1. Assessment of the Report of the Management Board on the activities of Trakcja Group and Trakcja S.A. in 2020:

The Supervisory Board of Trakcja S.A. assessed the Report of the Management Board on the activities of Trakcja Group and Trakcja S.A. in 2020 and reviewed the results of the audit presented by an auditor of Trakcja S.A. (BDO spółka z ograniczoną odpowiedzialnością Sp. k.), the auditor report and based on information and materials received from the Auditor, the Management Board and representatives of the Company, concluded that the report:

- has been prepared in accordance with Article 49 of the Act of 29 September 1994 on Accounting (Journal of Laws of 2019, item 351) and § 70 and § 71 of the Regulation of the Minister of Finance of 29 March 2018 on current and periodical information provided by issuers of securities and on conditions under which information required by legal regulations of a third country may be recognized as equivalent;

- is consistent with the information contained in the annual standalone financial statement of Trakcja S.A. for the period from 1 January 2020 to 1 December 2020 and annual consolidated financial statement of Trakcja Group for the period from 1 January 2020 to 31 December 2020.

The Supervisory Board of Trakcja S.A. on the basis of information and materials received from the Auditor, the Management Board and the Company's representatives concludes that the Report of the Management Board on the activities of Trakcja Group and Trakcja S.A. in 2020 is consistent with the information contained in the annual standalone and annual consolidated financial statements and with all knowledge about Trakcja Group and Trakcja S.A. and their surroundings obtained during an audit of annual standalone and consolidated financial statements, contains a description of all material events that may have an influence on financial position of Trakcja Group and Trakcja S.A. and performance over the upcoming quarters as well as a description of all material risks.

Further to the foregoing, the Supervisory Board of Trakcja S.A. expresses a positive assessment of the Report of the Management Board on the activities of Trakcja Group and Trakcja S.A. in 2020.

2. Assessment of the annual standalone financial statement of Trakcja S.A. for the period from 1 January 2020 to 31 December 2020

The Supervisory Board of Trakcja S.A. assessed the annual standalone financial statement of Trakcja S.A. for the period from 1 January 2020 to 31 December 2020 comprised of:

- a) standalone income statement for the period from 1 January 2020 to 31 December 2020 showing a net loss of PLN 70 481 thousand,
- b) standalone statement of comprehensive income for the period from 1 January 2020 to 31 December 2020 showing a negative value of comprehensive income of PLN 70 457 thousand,
- c) standalone balance sheet as at 31 December 2020 showing assets and liabilities in the total amount of PLN 1 134 587 thousand,
- d) standalone statement of cash flows for the period from 1 January 2020 to 31 December 2020 showing decrease in net cash by PLN 40 821 thousand,
- e) standalone statement of changes in equity for the period from 1 January 2020 to 31 December 2020 showing decrease in equity by PLN 70 280 thousand,
- f) additional information and explanations,

and reviewed the results of audit presented by an auditor of Trakcja S.A. (BDO Spółka z ograniczoną odpowiedzialnością sp. k.).

The Supervisory Board of Trakcja S.A. on the basis of information and materials received from the Auditor, the Management Board and the Company's representatives concludes that the annual standalone financial statement of Trakcja S.A. for the period from 1 January 2020 to 31 December 2020 presents the financial position of Trakcja S.A. as at 31 December 2020 and financial result and cash flows of Trakcja S.A. for the period from 1 January 2020 to 31 December 2020 fairly and clearly and was prepared in accordance with International Financial Reporting Standards approved by the European Union and applicable as at 31 December 2020 and is consistent with books and records as well as facts.

Further to the foregoing, the Supervisory Board of Trakcja S.A. subjected to note 10 of additional informational to Financial Statements [Risk of continuing (business) activity and taken and planned actions of the Management] assessed an annual standalone financial statement of Trakcja S.A. for the period from 1 January 2020 to 31 December 2020.

3. Assessment of the annual consolidated financial statement of Trakcja Group for the period from 1 January 2020 to 31 December 2020

The Supervisory Board of Trakcja S.A. assessed the annual consolidated financial statement of Trakcja Group for the period from 1 January 2020 to 31 December 2020 comprised of:

- a) consolidated income statement for the period from 1 January 2020 to 31 December 2020 showing a net loss of PLN 109 986 thousand,
- b) consolidated statement of comprehensive income for the period from 1 January 2020 to 31 December 2020 showing a negative value of comprehensive income of PLN 86 965 thousand,
- c) consolidated balance sheet as at 31 December 2020 showing assets and liabilities in the total amount of PLN 1 477 756 thousand,
- d) consolidated statement of cash flows for the period from 1 January 2020 to 31 December 2020 showing increase in net cash by PLN 28 445 thousand,
- e) consolidated statement of changes in equity for the period from 1 January 2020 to 31 December 2020 showing decrease in equity by PLN 88 368 thousand,
- f) additional information and explanations,

and reviewed the results of audit presented by an auditor of Trakcja Group (BDO Spółka z ograniczoną odpowiedzialnością sp. k.).

The Supervisory Board of Trakcja S.A. on the basis of information and materials received from the Auditor, the Management Board and the Company's representatives concludes that the annual consolidated financial statement of Trakcja Group for the period from 1 January 2020 to 31 December 2020 presents the financial position of Trakcja Group as at 31 December 2020 and financial result and cash flows of Trakcja Group for the period from 1 January 2020 to 31 December 2020 fairly and clearly and was prepared in accordance with International Financial Reporting Standards approved by the European Union and applicable as at 31 December 2020 and is consistent with books and records as well as facts.

Further to the foregoing, the Supervisory Board of Trakcja S.A. subjected to note 11 of additional informational to Financial Statements [Risk of continuing (business) activity and taken and planned actions of the Management] assessed of an annual consolidated financial statement of Trakcja Group for the period from 1 January 2020 to 31 December 2020.

Pursuant to Article 382 § 3 of the Code Commercial Companies, the Supervisory Board subjected to notes 10 and 11 of additional informational to Financial Statements [Risk of continuing (business) activity and taken and planned actions of the Management] assessed the report on the activities of the Trakcja Capital Group for 2020, the report on the activities of the Company for 2020, the annual standalone financial statement of the Company for 2020 and the annual consolidated financial statement of the Trakcja Capital Group for 2020 and requests the Annual General Meeting of Shareholders to approve these reports.

V. An assessment of adherence to the principles of corporate governance

Since January 1, 2016 came in force new compilation of principles of corporate governance "Dobre Praktyki Spółek Notowanych na GPW 2016" adopted by the Board of GPW on October 13, 2015. The Company published on March 10, 2016 EBI report on non-compliance of selected principles from "Dobre Praktyki Spółek Notowanych na GPW 2016".

In previous year the Company published via EBI system information about non adherence to the selected principles of corporate governance, but also EBI reports updating the list of non-complied principles. The Company annually informs in the Management Board's report on Companies activities about adherence to the principles and recommendations.

The Company presents on its website in section *Investor relations* → *Corporate governance* list of complied and non-complied principles and recommendations along with the wording of "Dobre Praktyki Spółek Notowanych na GPW 2016".

In the opinion of the Supervisory Board the Company fulfills its duties regarding the principles of corporate governance.

VI. An assessment of the Company's standing including an assessment of the internal control, risk management and compliance systems and the internal audit function

The Supervisory Board declares that:

1. The entity authorized to conduct audit of the annual standalone financial statement of Trakcja S.A. for the period from January 1, 2020 to December 31, 2020 and the annual consolidated financial statement of Trakcja Group for the period from January 1, 2020 to December 31, 2020, ie. BDO spółka z ograniczoną odpowiedzialnością sp. k., was selected in compliance with the law, in particular regarding the auditor selection procedure.
2. The audit firm and the members of the audit team met the conditions for drawing up an impartial and independent audit report on the annual standalone financial statement of Trakcja S.A. for the period from January 1, 2020 to December 31, 2020 and the annual consolidated financial statement of Trakcja Group for the period from January 1, 2020 to December 31, 2020 in accordance with applicable regulations, professional standards and professional ethics.
3. The applicable regulations related to the rotation of the audit firm and the key statutory auditor as well as obligatory grace periods are observed in Trakcja S.A.
4. Trakcja S.A. has a policy regarding the selection of an audit firm and a policy regarding the provision of additional non-audit services by an audit firm, an entity related to an audit firm or a member of its network, including conditionally exempted services by an audit firm.

After a comprehensive and detailed analysis of the Company's annual financial statements and of the Trakcja Group's annual consolidated financial statements as well as of the Company's Management Report on the Activities of Trakcja S.A. and of the Report on the Activities of Trakcja Group, the Supervisory Board confirms that:

- the annual financial statements of Trakcja S.A. as well as the annual consolidated financial statements of Trakcja Group reliably and clearly present all information that is important for evaluation of the profitability, the financial results and the assets for 2020;
- activities of Trakcja S.A. were conducted correctly in accordance with the Code of Commercial Companies, the Company's Articles of Association and the Management Board's Regulations,

in the Company's best interests, additionally acting on the basis of resolutions adopted by the Company's General Meeting of Shareholders, Supervisory Board and Management Board.

- activities of Trakcja Group were conducted correctly in accordance with the Code of Commercial Companies and the Accounting Act of 29 September 1994 and in the Trakcja Group's best interests.

The Supervisory Board assesses that the financial and economic situation of both the Company and Trakcja Group in 2020 was complex, especially in the context of financing the Parent Company's activities. In the first half of 2020, the launch of financial instruments (bonds, guarantees) within the first round of financing was finalized. In 2021, the payment for the sale of the property at Lotnicza Street in Wrocław in the amount of PLN 53 million was finalized (the sale agreement was concluded in December 2018), which reduced the debt of Trakcja and Trakcja Group. The Supervisory Board, provided that the process of the second round of long-term financing is carried out and the actions presented in the financial model (referred to in notes 10 and 11 of the additional information to the financial statements) are implemented, sees the prospect of improvement in the financial and economic situation of the Company as well as Trakcja Group.

In 2020, the Company operated a Risk Management Department (which was appointed in late 2019) reporting organizationally to the Management Board Member in charge of Internal Audit. The Risk Management Department conducted periodic risk management assessments and these assessments included project and corporate risks. In 2020, a Risk Management System was introduced in the Company, which covers both corporate, financial, bidding or ongoing construction contract processes, allowing for the ongoing identification and analysis of risks and the implementation of control mechanisms to mitigate existing and potential risks.

In addition, in 2020 internal audit tasks were performed by the Internal Audit Department reporting organizationally to the Member of the Management Board in charge of internal audit. Audit tasks were conducted based on the internal audit plan for 2020 approved by the Company's Supervisory Board. In addition, new detailed internal audit regulations such as the Internal Audit Regulations and the Internal Audit Manual were introduced in the Company. Internal audit activities were performed through audit tasks included in the annual internal audit plan as well as through ad hoc tasks. As part of the planned activities included in the annual audit plan, the degree of effectiveness of implementation of recommendations from previously conducted audit tasks was also verified.

In 2020 the Company fulfilled its reporting obligations towards the Warsaw Stock Exchange as well as in terms of security requirements and health and environmental protection. Moreover the Company has internal regulations such as the Code of Ethics and the Anti-Corruption Procedure, Politics to Counter undesirable Behaviour in Work Environment, which constitute a coherent set of guidelines and information to help apply ethics in everyday work and set standards of behaviour, including minimising the risk of actions which could be considered corruption.

VII. An assessment of Company's charity and sponsorship activities

Supervisory Board does not adopt a report on Company's politics stated in recommendation I.R.2 (charity and sponsorship activities) as the Company does not conduct such activities.

REGULATIONS OF THE SUPERVISORY BOARD

Trakcja Spółka Akcyjna In Warsaw

I. General provisions

§1

The Supervisory Board exercises permanent supervision over the Company's operations in all areas of its operations.

§ 2

1. The Supervisory Board operates in accordance with the Company's Articles of Association, these Regulations, resolutions of the General Meeting, provisions of the Commercial Companies Code and taking into account the principles of Good Practices adopted by the Warsaw Stock Exchange authorities, within the scope adopted by the Company's governing bodies.
2. The Regulations of the Supervisory Board are publicly available on the Company's website and at the registered office of the Company.
3. The Supervisory Board adopts resolutions, issues recommendations and opinions and applies to the General Meeting.
4. The Supervisory Board may not give the Management Board binding instructions regarding the conduct of the Company's affairs.
5. Disputes between the Supervisory Board and the Management Board shall be resolved by the General Meeting.

§3

1. Supervisory Board shall establish the Remuneration Committee and the Audit Committee. The Supervisory Board may also establish other committees.
2. The committees perform advisory functions and may not give binding orders to the Supervisory Board or the Management Board.
3. The Supervisory Board adopts the regulations of the committee in the form of a resolution.
4. The committee consists of at least one independent member of the Supervisory Board, unless otherwise provided for in generally applicable regulations. In this case, generally applicable provisions apply.
5. The Remuneration Committee consists of 3 members, including one of the members appointed to the Supervisory Board by the Key Investor.
6. The scope of duties of the Remuneration Committee, which in particular includes opining the remuneration of members of the Management Board and providing opinions on candidates for members of the Management Board and other positions on which remuneration is opined by this Committee, is defined in the Committee's regulations.

§3a

1. The duties of the Supervisory Board include, in particular, the appointment of members of the Management Board, subject to provisions of the Company's Articles of Association.
2. The Supervisory Board appoints members of the Management Board after hearing the opinion of the Remuneration Committee about them.
3. When appointing a member of the Management Board, the Supervisory Board specifies the function for which he is appointed.

§4

1. The Supervisory Board selects the auditor in such a way as to ensure independence in the performance of the tasks entrusted to him.
2. The Supervisory Board shall change the statutory auditor to the extent specified in the generally applicable provisions.
3. The Supervisory Board, taking into account prior opinion of the Remuneration Committee, when determining the remuneration of members of the Management Board, takes into account its motivational nature and ensuring effective and smooth management of the Company. The remuneration remains adequate to the size and economic results of the Company, and should also be related to the scope of responsibility resulting from the function performed and take into account the level of remuneration of management board members in similar companies on a comparable market.

§5

1. In order to properly perform its duties, the Supervisory Board receives from the Management Board regular and complete information on all material matters regarding the Company and about the risks related to the business and risk management methods. The Supervisory Board may examine all Company documents, request reports and explanations from the Management Board and employees, and review the Company's assets.
2. The Supervisory Board annually submits to the Ordinary General Meeting a concise evaluation of the Company's situation. This evaluation shall be made available to shareholders within the time allowed to read it before the Ordinary General Meeting.
3. Members of the Supervisory Board should participate in the General Meetings of the Company and within the limits of their competences and to the extent necessary to resolve matters discussed by the General Meeting.

II. Organization of the Supervisory Board

§ 6

1. The Supervisory Board consists of seven members.
2. The Supervisory Board consists of the Chairman, two Vice-Presidents and other members.

3. The Supervisory Board elects a Chairperson and two Vice-Chairmen from among its members in accordance with the provisions of the Company's Statutes.

§ 7

1. A member of the Supervisory Board should not resign from his function during the term of office if it would prevent the Supervisory Board from acting, and in particular if it could prevent timely adoption of a significant resolution.

2. A member of the Supervisory Board shall provide the Supervisory Board with information on the functions and other connections of a member of the Supervisory Board referred to in §17 of the Statute, personal, actual and organizational connections of a member of the Supervisory Board with shareholders, and in particular with a majority shareholder, as well as about changes in this area to make them publicly available.

3. A member of the Supervisory Board provides the Management Board with information about the sale or purchase of shares in the Company or the Company to the parent or subsidiary and transactions with such Companies, if they are material to their financial situation or if the obligation to publish information about transactions results from the Market Abuse Regulation and other relevant provisions of law in such a way as to enable the Management Board to provide this information to the public and in consistent manner with the provisions of law.

§8

1. Meetings of the Supervisory Board are held at the registered office of the Company or elsewhere on the territory of the Republic of Poland indicated in the invitation, subject to §9 section 2 of the Regulations. The Supervisory Board may also hold meetings in which all or part of its members may participate using means of direct remote communication. Participation in the meeting using means of direct communication has the same effect as holding a meeting at the Company's registered office, in particular as regards the requirements concerning adoption of resolutions.

2. Meetings of the Supervisory Board, with the exception of matters directly affecting the Management Board or its members, in particular: granting consent to engage in competitive activity for the Company and determining remuneration, should be available and open to members of the Management Board.

3. The Supervisory Board may invite employees of the Company or other persons from outside the Company to meetings, if their presence is beneficial to the Company. The decision to invite third parties is made by the person convening the meeting or chairing the meeting.

4. Members of the Supervisory Board may participate in a meeting also by using all methods and means of direct remote communication, provided that they must enable at least two-way real-time communication, during which members may express themselves and orally provide information about the vote cast on a resolution of the Supervisory Board, so that the identity of the member of the Supervisory Board may be verified by voice at the same time, unless the invitation to the meeting indicates a mean of direct remote communication.

§ 9

1. The Supervisory Board adopts resolutions if at least half of its members are present at the meeting, including the Chairman and at least one Vice Chairman of the Supervisory Board, and all its members have been invited to the meeting. An invitation shall be deemed effective if it has been made in writing,

by fax to the fax number provided by the member of the Supervisory Board or by e-mail to the address provided by the member of the Supervisory Board. The invitation should contain information about the date and agenda of the meeting. The invitation may contain information indicating the means of direct remote communication to ensure participation in the meeting. In the absence of a quorum at the meeting of the Supervisory Board, the Chairman will set the next meeting, which will take place no later than within 7 days of the meeting that did not take place due to the lack of a quorum.

2. It is allowed to adopt resolutions by the Supervisory Board in writing or using the means of direct remote communication in accordance with §14 below. A majority of votes and the required quorum specified in the Company's Articles of Association are required to adopt a resolution of the Supervisory Board in writing or using means of direct remote communication. The resolution is valid when all members of the Supervisory Board have been notified of the content of the draft resolution, as described in §14 sec.2 and §14 section 7 below, respectively.

3. In order to pass a resolution of the Supervisory Board on the adoption or amendment of the committee's regulations and on the approval of the Management Board's regulations, the presence of at least one member of the Supervisory Board appointed by the Key Investor is required.

4. The adoption of resolutions in the mode specified in paragraph 2 does not apply to the election of the Chairman and Deputy Chairman of the Supervisory Board, appointment of a member of the Management Board and dismissal and suspension of activities in these persons.

§10

1. The agenda of the Supervisory Board meeting is set for 7 days before the scheduled date of the meeting and accepted by the Chairman.

2. The invitation, together with the date and the planned agenda, should be delivered to the members of the Council at least 7 days before the date of the meeting. The invitation should be accompanied by information materials on matters being the subject of the agenda.

3. The agenda of the Supervisory Board meeting should not be changed or supplemented during the meeting to which it applies, unless all members of the Supervisory Board are present at the meeting and they agree to change or supplement the agenda, or if it is necessary to take certain actions by the Supervisory Board to protect the Company against damage, and also in the case of a resolution, the subject of which is to assess whether there is a conflict of interest between a member of the Supervisory Board and the Company.

§11

1. Resolutions of the Supervisory Board are adopted by a simple majority of votes cast. In the event of an equal number of votes "for" and "against", the vote of the Chairman of the Supervisory Board decides.

2. Voting at meetings of the Supervisory Board is public. Voting on personal matters is secret. Secret voting is also ordered by the chairman at the request of at least one member of the Supervisory Board.

§12

1. The Supervisory Board is convened by the Chairman.

2. The Supervisory Board shall be convened as needed at least four times a year.

3. Convocation of the Supervisory Board may also be demanded by the Management Board of the Company or a member of the Supervisory Board, stating the proposed agenda. The chairman shall convene the meeting within two weeks from the date of receipt of the request. If the Chairman does not convene the meeting, the applicant may convene it himself, stating the date, place and proposed agenda. For the avoidance of doubt, the Management Board of the Company is not entitled to demand the initiation of the procedure of adopting a resolution of the Supervisory Board in the modes specified in §14 below.

§13

Resolutions of the Supervisory Board and meetings of the Supervisory Board are recorded by a reporter from outside the Supervisory Board or by a person appointed by the Chairman from among the members of the Supervisory Board. The minutes should include the agenda, names and surnames of the current members of the Supervisory Board, the number of votes cast for particular resolutions and dissenting opinions, and the procedure for adopting the resolution. The minutes are signed by all current members of the Supervisory Board.

§14

1. The Supervisory Board may adopt resolutions in writing, in the form of written statements, except for situations where provisions of law or the provisions of the Articles of Association forbid this mode of adopting resolutions. Each member of the Supervisory Board shall, immediately after his appointment, provide the Chairman of the Supervisory Board with written information about his address. Each member is obliged to notify the Chairman of the Supervisory Board of any change in the address.

2. The Chairman of the Supervisory Board or a person appointed by the Chairman sends the other members of the Supervisory Board by e-mail or courier with a confirmation of receipt, notification of the Supervisory Board's initiation of the procedure for adopting a resolution or resolutions in writing. A draft resolution or resolutions subject to a vote in writing constitutes an attachment to such a notification. The above notification should indicate the address to which members of the Supervisory Board are to send votes cast in accordance with §14.3 below or the person to whom such votes should be forwarded.

3. The votes are cast in writing by delivery of a written statement placed under the text of the resolution or by any resolution attached to the notification referred to in §14.2 above. Such statement must indicate whether the vote concerning a given resolution is a voice "for", "against" or abstaining, and should contain a possible justification and, subject to §14.5 below, should be sent to the address or delivered to the person, in accordance with the notification made on based on §14.2 above.

4. The notification sent in connection with the initiation of the voting procedure in writing should indicate the date by which the vote should be cast, in accordance with §14.3 above. The above date may not be shorter than 2 days from the date of dispatch of the above notification. Casting a vote (sending a letter) after the deadline means that a given member of the Supervisory Board did not participate in the vote.

5. If the person sending a notification regarding the initiation of a voting procedure in writing regarding a resolution or resolutions, in accordance with §14.2 above, is a member of the Supervisory Board, does not send a notification to himself, only casts a vote by making a statement confirming that "," Against "or abstaining from voting in a resolution or resolutions subject to voting.

6. The Supervisory Board may adopt resolutions using means of direct remote communication. Members of the Supervisory Board may use any methods of direct remote communication that will be available to them at a given moment, and members of the Supervisory Board shall not be obliged to use the same means of direct remote communication as part of a given vote. Each member of the Supervisory Board, immediately after appointment, shall submit to the Chairman of the Supervisory Board written information on the means of direct remote communication, ie: his e-mail address, fax number and telephone number. Each member is obliged to notify the Chairman of the Supervisory Board of any changes to the above data. A member of the Supervisory Board may inform about the temporary center of direct remote communication which he will use in a specific vote.

7. Before the voting using the means of direct remote communication, the Chairman of the Supervisory Board or a person indicated by the Chairman shall specify the date of voting. Such voting will be possible if all members of the Supervisory Board are notified of the voting in the above-mentioned manner at least 2 (two) working days before its date and provided that they will receive a draft resolution or resolutions to be adopted in this mode. In urgent cases, the vote of the Supervisory Board may take place without the abovementioned deadlines, if all members of the Supervisory Board agree to the above. Such consent may also be obtained using the above-mentioned means of direct remote communication.

8. After the vote, the Chairman of the Supervisory Board or a member of the Supervisory Board appointed by the Chairman draws up the minutes and signs it. The report should contain a description of the vote, the content of resolutions subject to voting, the number of votes cast in favor of resolutions, against resolutions and the number of abstentions.

§15

1. The Supervisory Board performs its duties collectively, but it may delegate its members to perform certain supervisory activities independently. The Supervisory Board is represented by the Chairman of the Supervisory Board, and in his absence by the Vice Chairman of the Supervisory Board.

2. The work of the Supervisory Board is directed by the Chairman and in his absence by the Deputy Chairman of the Supervisory Board.

3. A member of the Supervisory Board, delegated by the Supervisory Board or a group to permanently supervise, should submit to the Supervisory Board detailed, written reports on the performed function.

§16

1. Members of the Supervisory Board shall be entitled to appropriate remuneration.

2. The remuneration is determined by the General Meeting. The salary is payable monthly. Information on the total remuneration of all members of the Supervisory Board, as well as on the amount of remuneration of each member individually, is disclosed in the Company's annual report.

3. Members of the Supervisory Board delegated to permanent individual performance of supervision and members of the Supervisory Board, temporarily delegated to perform the duties of the Management Board, receive a separate remuneration, the amount of which shall be determined by the General Meeting.

4. Members of the Supervisory Board shall be entitled to reimbursement of costs related to participation in the work of the Board.

III. Final Provisions

§17

1. The administrative service of the Supervisory Board is ensured by the Company, which is obliged to appoint a person responsible for:
 - (i) notifying Supervisory Board members about planned meetings and obtaining confirmation or refusal of their arrival,
 - (ii) preparing and transferring to members of the Supervisory Board the materials needed for the meeting, recording meetings of the Supervisory Board,
 - (iii) drawing up the minutes and obtaining signatures of the members of the Supervisory Board,
 - (iv) ensuring the proper organization of the meeting,
 - (v) undertaking other activities necessary for the proper functioning of the Supervisory Board.
2. The costs of servicing and functioning of the Supervisory Board shall be borne by the Company.
3. In the event of a conflict between the provisions of these Regulations and the provisions of the Articles of Association, the relevant provisions of the Company's Statute shall apply.
4. The Regulations enter into force on the day of its adoption by the General Meeting.



REPORT ON REMUNERATION OF THE
MANAGEMENT BOARD AND
SUPERVISORY BOARD OF TRAKCJA S.A.
FOR 2019 AND 2020



We turn vision into reality

TABLE OF CONTENTS

1.	General information	3
2.	Management Board.....	3
3.	Supervisory Board	4
4.	The amount of total remuneration in the Parent Company and subsidiaries of the Trakcja Group, broken down by components and mutual proportions between these components of remuneration....	6
5.	An explanation of how the total remuneration complies with the adopted Remuneration Policy, including how it contributes to the long-term performance of the Company.....	11
6.	Information on how the performance criteria have been applied.....	11
7.	Information on the annual change in the remuneration, the Company's results and the average remuneration of employees of this Company who are not Members of the Management Board or Supervisory Board, over the period of at least the last five financial years, in total, in a manner that enables	13
8.	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	14
9.	Information on the use of the option to claim the return of variable remuneration components	14
10.	Information on deviations from the procedure for implementing the Remuneration Policy and derogations applied in accordance with Article 90f, including an explanation of the rationale and procedure, and an indication of the elements from which the deviations	14

1. General information

This Report on remuneration of the Management Board and Supervisory Board of Trakcja S.A. for 2019 and 2020 ("Remuneration Report") has been prepared pursuant to Article 90g. of the Act on public offering and the conditions for admitting financial instruments to the regulated system of trading and on publicly traded companies (Journal of Laws of 2020, item 2080).

The applicable Remuneration Policy for Members of the Management Board and Members of the Supervisory Board of Trakcja S.A. ("Remuneration Policy") was approved on 30 June 2020 by resolution No. 28 of the Ordinary General Meeting of the Company. The applicable Remuneration Policy is available on Trakcja S.A.'s website in the "Investor Relations" tab: <https://www.grupatrakcja.com/pl/relacje-inwestorskie/lad-korporacyjny/>.

In accordance with §20 point 1 of the Remuneration Policy, the Supervisory Board prepares an annual remuneration report (the Report), presenting a comprehensive review of remuneration, including all benefits, regardless of their form, received by individual Members of the Management Board and Members of the Supervisory Board or due to them in the last financial year, in accordance with this Remuneration Policy. The Report is evaluated by a statutory auditor.

The Supervisory Board prepares the Remuneration Report for the first time jointly for 2019 and 2020.

2. Management Board

Year 2020

As at December 31, 2020 the Company's Management Board was composed of the following members:

Marcin Lewandowski	-	President of the Management Board;
Arkadiusz Arciszewski	-	Vice-President of the Management Board;
Aldas Rusevičius	-	Vice-President of the Management Board;
Paweł Nogalski	-	Vice-President of the Management Board;
Robert Sobków	-	Member of the Management Board;
Adam Stolarz	-	Member of the Management Board.

During 2020, there were no changes in the composition of the Company's Management Board

Year 2019

As at December 31, 2019 the Company's Management Board was composed of the following members:

Marcin Lewandowski	-	President of the Management Board;
Paweł Nogalski	-	Vice-President of the Management Board;
Arkadiusz Arciszewski	-	Vice-President of the Management Board;
Aldas Rusevičius	-	Vice-President of the Management Board;
Robert Sobków	-	Member of the Management Board;

Adam Stolarz - Member of the Management Board;

On September 7, 2019, Mr Marek Kacprzak and Mr Maciej Sobczyk tendered their resignations as a Management Board Members, with effect as of 30 September 2019.

On October 10, 2019 the Company's Supervisory Board adopted a resolution naming Mr. Arkadiusz Arciszewski as Vice-President of the Management Board with effect from October 10, 2019.

On December 4, 2019 the Company's shareholder, Agencja Rozwoju Przemysłu S.A., declared in writing that Mr. Adam Stolarz and Mr. Robert Sobków were named as Members of the Management Board.

Management Board	function	from	to
Marcin Lewandowski	President of Management Board	01.09.2018	currently
Paweł Nogalski	Vice-President of Management Board	09.06.2015	currently
Arkadiusz Arciszewski	Vice-President of Management Board	10.10.2019	currently
Aldas Rusevicius	Vice-President of Management Board	01.12.2017	currently
Robert Sobków	Member of Management Board	04.12.2019	currently
Adam Stolarz	Member of Management Board	04.12.2019	currently
Marek Kacprzak	Vice-President of Management Board	09.06.2015	30.09.2019
Maciej Sobczyk	Vice-President of Management Board	14.09.2017	30.09.2019

3. Supervisory Board

Year 2020

As at December 31, 2020, the Company's Supervisory Board was composed of the following members:

Dominik Radziwiłł - Chairman of the Supervisory Board;

Jorge Miarnau Montserrat - Vice-Chairman of the Supervisory Board;

Michał Hulbój - Vice-Chairman of the Supervisory Board;

Krzysztof Tenerowicz - Member of the Supervisory Board;

Klaudia Budzisz - Member of the Supervisory Board;

Miquel Llevat Vallespinosa - Member of the Supervisory Board;

Fernando Perea Samarra - Member of the Supervisory Board.

During 2020, there were no changes in the composition of the Supervisory Board.

Year 2019

As at December 31, 2019, the Company's Supervisory Board was composed of the following members:

Dominik Radziwiłł - Chairman of the Supervisory Board;

Jorge Miarnau Montserrat - Vice-Chairman of the Supervisory Board;

Michał Hulbój - Vice-Chairman of the Supervisory Board;

Krzysztof Tenerowicz - Member of the Supervisory Board;

Klaudia Budzisz	-	Member of the Supervisory Board;
Miquel Llevat Vallespinosa	-	Member of the Supervisory Board;
Fernando Perea Samarra	-	Member of the Supervisory Board.

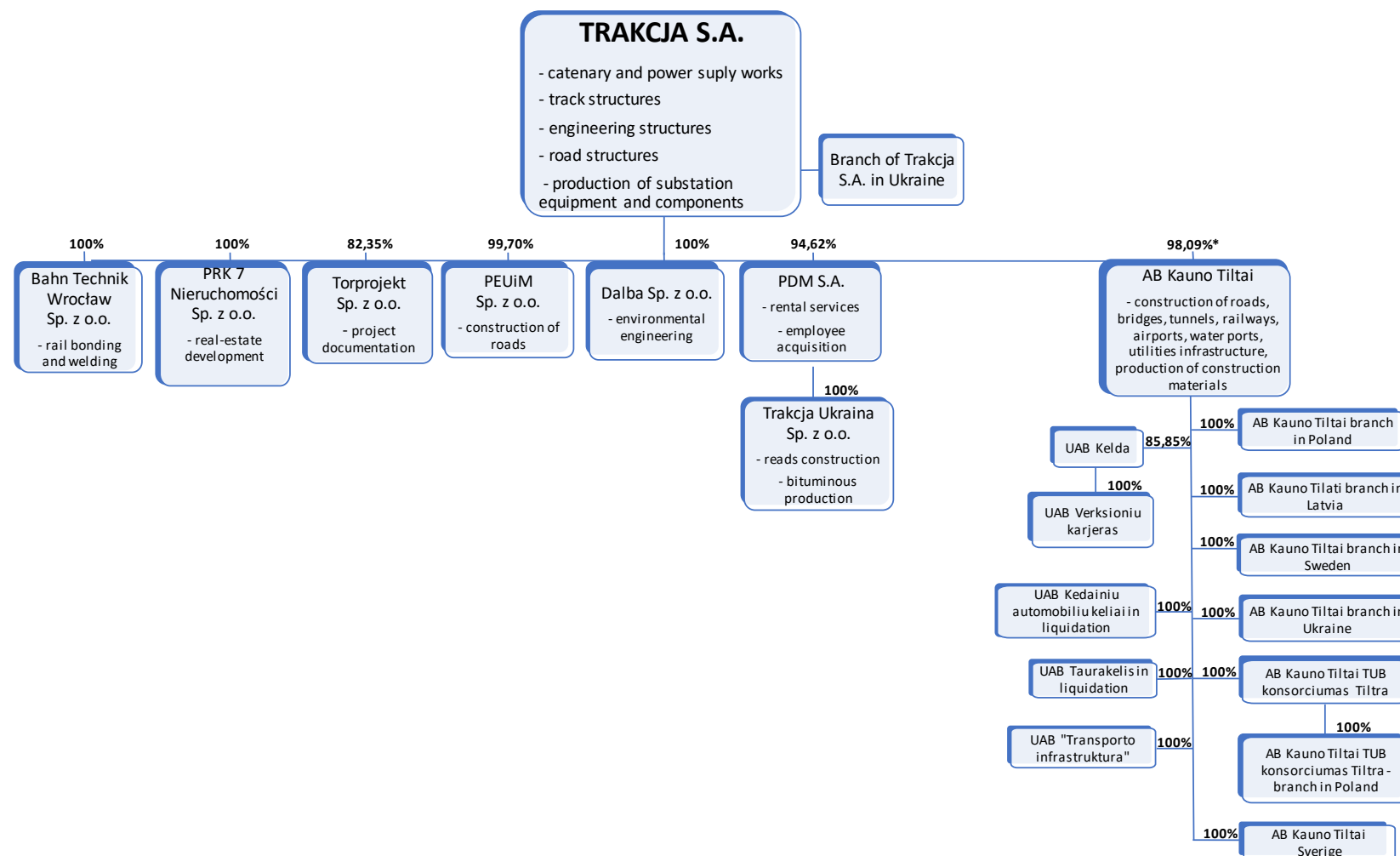
On December 4, 2019 the Company was notified of resignation by Mr. Wojciech Napiórkowski from the position on the Company's Supervisory Board as at December 4, 2019 and the shareholder, Agencja Rozwoju Przemysłu S.A., declared in writing that Ms. Klaudia Budzisz was named as a Member of the Company's Supervisory Board.

On December 20, 2019 the Company was notified of resignation by Mr. Łukasz Rozdeicz-Kryszkowski from the position on the Company's Supervisory Board as at December 20, 2019 and the shareholder, Agencja Rozwoju Przemysłu S.A., declared in writing that Mr. Krzysztof Tenerowicz was named as a Member of the Company's Supervisory Board.

Supervisory Board	function	from	to
Dominik Radziwiłł	Chairman of the Supervisory Board		currently
	Member of the Supervisory Board	05.10.2015	
Jorge Miarnau Monserrat	Vice-Chairman of the Supervisory Board		currently
	Member of the Supervisory Board	04.07.2012	
Michał Hulbój	Vice-Chairman of the Supervisory Board		currently
	Member of the Supervisory Board	25.06.2015	
Krzysztof Tenerowicz	Member of the Supervisory Board	20.12.2019	currently
Klaudia Budzisz	Member of the Supervisory Board	04.12.2019	currently
Miquel Llevat Vallespinosa	Member of the Supervisory Board	04.07.2012	currently
Fernando Perea Samarra	Member of the Supervisory Board	12.06.2013	currently
Wojciech Napiórkowski	Member of the Supervisory Board	29.06.2012	04.12.2019
Łukasz Rozdeicz-Kryszkowski	Member of the Supervisory Board	16.06.2016	20.12.2019

4. The amount of total remuneration in the Parent Company and subsidiaries of the Trakcja Group, broken down by components and mutual proportions between these components of remuneration

Trakcja is the Parent Company of Trakcja Group. The Group's composition and structure as at 31 December 2020 is presented in the diagram below.



*) Trakcja holds a total of 98.09% (96.84% directly and 1.25% indirectly) of the share capital of AB Kauno Tiltai. The indirect shareholding results from the acquisition of own shares by the subsidiary.

The principles and amount of remuneration of the Members of the Company's Management Board are determined by the Company's Supervisory Board, pursuant to Article 16 sec. 2 point 2 of the Company's Articles of Association and the Remuneration Policy.

In accordance with the Remuneration Policy valid from 30 June 2020, the remuneration of the Members of the Management Board of Trakcja S.A. in 2020 consisted of the following elements:

- 1) fixed cash remuneration for being appointed to the Management Board of the Company and performing the function of the Management Board Member and remuneration for providing management services to the Company (managerial contract), based on a contract concluded with the Company, which consisted of:
 - a) fixed part (basic salary),
 - b) a variable part (annual bonus) – comprising two elements, one of which depends on the Company's financial result based on EBITDA and the other on the performance by a Member of the Management Board of the individually determined managerial objectives for a given financial year by the Supervisory Board;
- 2) additional non-monetary benefits, inter alia, the right to use a premium class company car, coverage of the Management Board Member with a medical care package, life insurance, Employee Capital Plan.

In the event of, the Member of the Board does not provide in the same time the position of a director or the other position within the organizational structure of the Company and does not provide constant management services for Company, then is entitled to obtain exclusively remuneration mentioned in point 1 above.

The Company does not provide for special benefits and pension schemes for the Members of the Management Board.

Prior to the introduction of the Remuneration Policy in 2019 and 2020, the Management Board Members were employed on the basis of employment contracts or managerial contracts.

In 2019, the remuneration of the Members of the Management Board of Trakcja S.A. consisted of the following elements:

- 1) cash remuneration consisted of:
 - a) a fixed part remuneration resulting from an employment contract or a services contract, the so-called managerial contract;
 - b) a variable part:
 - annual bonus depending on the Company's financial result based on EBITDA;
 - annual bonus based on individual targets set by the Supervisory Board;
- 2) additional non-monetary benefits, inter alia, the right to use a premium class company car, coverage of the Management Board Member with a medical care package, life insurance, Employee Capital Plan.

From 2019 and in accordance with the Remuneration Policy valid from 30 June 2020, the remuneration of the Members of the Supervisory Board of Trakcja S.A. in 2020 consisted of the following elements:

- 1) fixed cash remuneration for the function performed;
- 2) remuneration for sitting on committees operating within the Supervisory Board.

The remuneration awarded to Supervisory Board Members varies depending on the function held on the Supervisory Board or a committee of the Supervisory Board.

The Company does not provide for special benefits and pension schemes for the Members of the Supervisory Board of the Company.

Total amount of the remuneration paid and other benefits paid to Members of the Parent Company's Management Board for 2020 is presented in the table below:

Management Board of the Parent Company		Parent Company							Subsidiaries						
		Remuneration	share %	Bonuses	share %	Other benefits	share %	Total	Remuneration	share %	Bonuses	share %	Other benefits	share %	Total
Marcin Lewandowski	President of Management Board	1 524	92%	124	8%	3	0%	1 651	-	0%	-	0%	-	0%	-
Paweł Nogalski	Vice-President of the Management Board	836	89%	81	9%	18	2%	935	-	0%	-	0%	-	0%	-
Arkadiusz Arciszewski	Vice-President of the Management Board	585	90%	66	10%	2	0%	653	-	0%	-	0%	-	0%	-
Aldas Rusevicius	Vice-President of the Management Board	117	92%	10	8%	-	0%	127	586	85%	88	13%	15	2%	689
Robert Sobków	Member of Management Board	585	91%	47	7%	11	2%	643	-	0%	-	0%	-	0%	-
Adam Stolarz	Member of Management Board	585	91%	41	6%	14	2%	640	-	0%	-	0%	-	0%	-
Total		4 232		369		48		4 649	586		88		15		689

The presented bonuses for the Management Board Members of the Parent Company for 2020 were adopted on April 27, 2021, after the publication of the Financial statements for the financial year ended December 31, 2020.

The "Other benefits" category includes amounts related to non-cash benefits, incl. having a premium-class company car, medical care, life insurance, Employee Capital Plan (PPK).

Remuneration paid and other benefits paid to Members of the Parent Company's Supervisory Board for 2020 is presented in the table below:

Supervisory Board of the Parent Company		Parent Company							Subsidiaries						
		Remuneration	share %	Bonuses	share %	Other benefits	share %	Total	Remuneration	share %	Bonuses	share %	Other benefits	share %	Total
Dominik Radziwiłł	Chairman of the Supervisory Board	234	98%	-	0%	4	2%	238	-	100%	-	0%	-	0%	267
Jorge Miarnau Monserrat	Vice-Chairman of the Supervisory Board	94	100%	-	0%	-	0%	94	-	0%	-	0%	-	0%	-
Michał Hulbój	Vice-Chairman of the Supervisory Board	174	98%	-	0%	3	2%	177	-	0%	-	0%	-	0%	-
Miquel Llevat Vallespinosa	Member of the Supervisory Board	129	100%	-	0%	-	0%	129	-	100%	-	0%	-	0%	267
Krzysztof Tenerowicz	Member of the Supervisory Board	205	99%	-	0%	2	1%	207	-	0%	-	0%	-	0%	-
Klaudia Budzisz	Member of the Supervisory Board	129	99%	-	0%	1	1%	130	-	0%	-	0%	-	0%	-
Fernando Perea Samarra	Member of the Supervisory Board	129	100%	-	0%	-	0%	129	-	0%	-	0%	-	0%	-
Total		1 094		-		10		1 104	534		-		-		534

Total amount of the remuneration paid and other benefits paid to Members of the Parent Company's Management Board for 2019 is presented in the table below:

Management Board of the Parent Company		Parent Company							Subsidiaries						
		Remuneration	share %	Bonuses	share %	Other benefits	share %	Total	Remuneration	share %	Bonuses	share %	Other benefits	share %	Total
Marcin Lewandowski	President of Management Board	1 320	80%	320	20%	-	0%	1 640	-	0%	-	0%	-	0%	-
Jarosław Tomaszewski	President of Management Board to 27.04.2018	-	0%	-	0%	960	100%	960	-	0%	-	0%	-	0%	-
Paweł Nogalski	Vice-President of the Management Board	600	79%	126	17%	30	4%	756	258	100%	-	0%	-	0%	258
Marek Kacprzak	Vice-President of the Management Board to 30.09.2019	450	40%	-	0%	678	60%	1 128	-	0%	-	0%	-	0%	-
Sobczyk Maciej	Vice-President of the Management Board to 30.09.2019	450	40%	-	0%	686	60%	1 136	-	0%	-	0%	-	0%	-
Arkadiusz Arciszewski	Vice-President of the Management Board from 10.10.2019	158	100%	-	0%	-	0%	158	-	0%	-	0%	-	0%	-
Robert Sobków	Member of Management Board from 04.12.2019	22	100%	-	0%	-	0%	22	-	0%	-	0%	-	0%	-
Adam Stolarz	Member of Management Board from 04.12.2019	22	100%	-	0%	-	0%	22	-	0%	-	0%	-	0%	-
Rusevicius Aldas	Vice-President of the Management Board	120	100%	-	0%	-	0%	120	483	100%	-	0%	-	0%	483
Total		3 142		446		2 354		5 942	741		-		-		741

The "Other benefits" category includes amounts related to non-cash benefits, incl. having a premium-class company car, medical care, life insurance, Employee Capital Plan (PPK).

Remuneration paid and other benefits paid to Members of the Parent Company's Supervisory Board for 2019 is presented in the table below:

Supervisory Board of the Parent Company		Parent Company							Subsidiaries						
		Remuneration	share %	Bonuses	share %	Other benefits	share %	Total	Remuneration	share %	Bonuses	share %	Other benefits	share %	Total
Dominik Radziwiłł	Chairman of the Supervisory Board	240	100%	-	0%	-	0%	240	280	100%	-	0%	-	0%	280
Jorge Miarnau Monserrat	Vice-Chairman of the Supervisory Board	96	100%	-	0%	-	0%	96	-	0%	-	0%	-	0%	-
Michał Hulbój	Vice-Chairman of the Supervisory Board	132	100%	-	0%	-	0%	132	-	0%	-	0%	-	0%	-
Wojciech Napiórkowski	Member of the Supervisory Board to 04.12.2019	168	100%	-	0%	-	0%	168	-	0%	-	0%	-	0%	-
	Member of the Supervisory Board to 20.12.2019	132	100%	-	0%	-	0%	132	-	0%	-	0%	-	0%	-
Łukasz Rozdeiczer-Kryszkowski	Member of the Supervisory Board	132	100%	-	0%	-	0%	132	258	100%	-	0%	-	0%	258
Fernando Perea Samarra	Member of the Supervisory Board	132	100%	-	0%	-	0%	132	-	0%	-	0%	-	0%	-
Total		1 032		-		-		1 032	538		-		-		538

In accordance with §3 point 5 of the Remuneration Policy, the Company does not provide for taking into account, within the framework of remuneration of the Members of the Management Board and the Supervisory Board, benefits for their closest relatives, mentioned in art. 90g sec. 5 of the Act on Public Offer. Possible non-monetary benefits for the benefit of the closest Members of the Management Board of the Company may be financed from their remuneration.

5. An 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 Remuneration Policy has been effective in Trakcja S.A. since 30 June 2020. It is a continuation of application of the principles and the procedure of remunerating the Members of the Management Board and the Supervisory Board of the Company, taking into account the motivational elements and the mechanisms making the amount of remuneration dependent on the current market situation, including the financial situation of the Company.

The remuneration of the Members of the Management Board of Trakcja S.A. contributes to the achievement of long-term results of Trakcja S.A. through the establishment by the Supervisory Board of management objectives in the financial and non-financial area, the achievement of which results in the granting of a periodic bonus. The level of remuneration of the Members of the Management Board and the Supervisory Board in 2019 and 2020 allowed to attract and maintain an appropriate level of motivation of people with the highest competences, which are needed for optimal management and supervision of the Company. The level of fixed and variable remuneration corresponds to both the competence, experience and scope of tasks of these persons and the related responsibility.

6. Information on how the performance criteria have been applied

When determining the variable remuneration components, the Supervisory Board shall take into account, in particular, the current financial standing of the Company, as well as the current situation and prosperity in the construction industry and the scope and complexity of the projects currently implemented by the Company.

In accordance with §9 of the Remuneration Policy, the variable remuneration consists of:

- 1) annual bonus related to the Company's financial result, based on EBITDA and
- 2) annual bonus related to the realization of individually set managerial goals.

The amounts and principles of granting and paying variable remuneration to each Member of the Management Board shall be determined by the Supervisory Board.

In accordance with §10 of the Remuneration Policy, the annual bonus is entitled on condition that the Company achieves a positive financial result and is determined based on the planned EBITDA of the Trakcja Group. When calculating the bonus, the planned EBITDA rate specified in the annual consolidated budget of the Trakcja Group, approved by the Supervisory Board of the Company, and the achieved EBITDA resulting from the annual consolidated financial statements of the Trakcja Group, audited by a certified auditor, are taken into account.

In accordance with §11 of the Remuneration Policy, the annual bonus is also granted for the implementation of individual managerial goals set for a given financial year by the Supervisory Board. When setting managerial targets, the following is taken into account:

- 1) financial criteria, in particular:
 - a) execution of the Company's financial plan (budget) of the Company and the Group,
 - b) the performance of tasks which give rise to additional and unplanned income or savings, taking into account the risks associated with the performance of such tasks,
 - c) contributing to losses which could objectively have been prevented (as a negative factor).
- 2) non-financial criteria, in particular:

- a) participation in activities affecting the Company's reputation (as a positive or negative factor),
- b) failure to meet expectations of competence (as a negative factor in the assessment),
- c) timely completion of the tasks set, taking into account the objective conditions for their performance,
- d) the approach to risk,
- e) the implementation of tasks in the areas to be supervised,
- f) other criteria concerning, among others, taking into account social interests, including the Company's contribution to environmental protection and taking actions aimed at preventing and eliminating negative social effects of the Company's operations.

Fulfillment of all managerial objectives to the full extent entitles a Member of the Management Board to an annual bonus of up to 50% of the annual remuneration, understood as twelve times the sum of the basic remuneration received under the managerial contract and the remuneration for performing the function of a Member of the Management Board.

7. Information on the annual change in the remuneration, the Company's results and the average remuneration of employees of this Company who are not Members of the Management Board or Supervisory Board, over the period of at least the last five financial years, in total, in a manner that enables

	2016	change 2017 vs 2016	change %	2017	change 2018 vs 2017	change %	2018	change 2019 vs 2018	change %	2019	change 2020 vs 2019	change %	2020
Annual average remuneration of employees who are not Members of the Management Board or the Supervisory Board	83	4	5%	87	9	10%	96	4	4%	100	3	3%	103
Management Board as at 31.12.2020													
Marcin Lewandowski	-	-	nd	-	440	nd	440	1 200	273%	1 640	11	1%	1 651
Paweł Nogalski	817	15	2%	832	(14)	-2%	818	(62)	-8%	756	179	24%	935
Arkadiusz Arciszewski	-	-	nd	-	-	nd	-	158	nd	158	495	314%	653
Aldas Rusevicius	-	10	nd	10	122	1220%	132	(12)	-9%	120	7	6%	127
Robert Sobków	-	-	nd	-	-	nd	-	22	nd	22	621	2790%	643
Adam Stolarz	-	-	nd	-	-	nd	-	22	nd	22	618	2777%	640
Previous Members of the Management Board													
Jarosław Tomaszewski	1 311	(21)	-2%	1 290	313	24%	1 603	(643)	-40%	960	(960)	-100%	-
Marek Kacprzak	824	16	2%	840	99	12%	939	189	20%	1 128	(1 128)	-100%	-
Sobczyk Maciej	-	179	nd	179	608	340%	787	349	44%	1 136	(1 136)	-100%	-
Nerijus Eidukevičius	207	(207)	-100%	-	-	nd	-	-	nd	-	-	nd	-
Sławomir Raczyński	783	(783)	-100%	-	-	nd	-	-	nd	-	-	nd	-
Annual total remuneration of Members of the Management Board of Trakcja S.A.	3 942	(791)	-20%	3 151	1 568	50%	4 719	1 225	26%	5 942	(1 295)	-22%	4 649
Supervisory Board as at 31.12.2020													
Dominik Radziwiłł	104	136	131%	240	-	0%	240	-	0%	240	(2)	-1%	238
Jorge Miarnau Monserrat	56	40	71%	96	-	0%	96	-	0%	96	(2)	-3%	94
Michał Hulbój	96	36	38%	132	-	0%	132	-	0%	132	45	34%	177
Miquel Llevat Vallespinosa	68	64	94%	132	-	0%	132	-	0%	132	(3)	-3%	129
Krzysztof Tenerowicz	-	-	nd	-	-	nd	-	-	nd	-	207	nd	207
Klaudia Budzisz	-	-	nd	-	-	nd	-	-	nd	-	130	nd	130
Fernando Perea Samarra	68	64	94%	132	-	0%	132	-	0%	132	(3)	-3%	129
Previous Members of the Supervisory Board													
Wojciech Napiórkowski	96	36	38%	132	-	0%	132	36	27%	168	(168)	-100%	-
Łukasz Rozdeiczer-Kryszkowski	57	48	84%	105	27	26%	132	-	0%	132	(132)	-100%	-
Andrzej Bartos	33	(33)	-100%	-	-	nd	-	-	nd	-	-	nd	-
Annual total remuneration of Members of the Supervisory Board of Trakcja S.A.	578	391	68%	969	27	3%	996	36	4%	1 032	71	7%	1 104
Net profit (loss) for the period	28 699	3 341	12%	32 040	(118 727)	-371%	(86 687)	(162 991)	188%	(249 678)	179 197	-72%	(70 481)
EBITDA	21 911	10 869	50%	32 780	(119 766)	-365%	(86 986)	(33 799)	39%	(120 785)	86 449	-72%	(34 336)

The above data comes from the published Financial statements of Trakcja for the years 2016-2020.

The above EBITDA ratio was calculated according to the following formula:

EBITDA = operating profit + depreciation

8. 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 accordance with §3 point 4 of the Remuneration Policy, the Company does not provide for the granting of remuneration in the form of financial instruments to Members of the Management Board and the Supervisory Board. The Company did not grant and did not offer any financial instruments in 2019 and 2020.

9. Information on the use of the option to claim the return of variable remuneration components

In 2019 and 2020, there was no deferral of the payment of variable remuneration components and the option to demand their return was not used.

10. Information on deviations from the procedure for implementing the Remuneration Policy and derogations applied in accordance with Article 90f, including an explanation of the rationale and procedure, and an indication of the elements from which the deviations

In accordance with the Remuneration Policy, derogations from the Policy are possible only if this is necessary for the long-term interests and financial stability of the Company. In 2020, due to the lack of premises, the Supervisory Board did not make a decision to depart from the adopted Remuneration Policy.