

PTE PZU SA
Warsaw
The Management Board
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Warsaw, 11 August 2021

BZ/2913/2021

The Management Board of Trakcja SA
Al. Jerozolimskie 100
00-807 Warsaw

MOTION FOR THE PLACEMENT OF ITEMS IN THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF TRAKCJA S.A. (“TRAKCJA S.A.”, THE “COMPANY”)

APPLICANT

A shareholder representing at least one twentieth of the share capital of Trakcja S.A. is entitled to submit a request under Article 401 § 1 KSH [Code of Commercial Companies and Partnerships]

Otwarty Fundusz Emerytalny PZU „Złota Jesień” (open-end retirement fund), entered into the register of retirement funds kept by the Regional Court in Warsaw, VII Civil and Registration Division, under no. RFE 6, managed and represented by Powszechnie Towarzystwo Emerytalne PZU spółka akcyjna, with its seat in Warsaw, address: Al. Jana Pawła II 24, 00-133 Warsaw, entered into the register of entrepreneurs of the National Court Register kept by the District Court for the Capital City of Warsaw in Warsaw, XII Business Division of the National Court Register under number KRS 0000040724, REGON (Statistical No.) : 013273720, NIP (Tax ID No.): 5262260035

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holder of 4,326,381 Trakcja S.A. shares which constitute 5.004% of the Company’s share capital, entitling to exercise 4,326,381 votes at the General Meeting of Trakcja S.A., which constitutes 5.004% of the total number of votes.

Represented by:

Piotr Kuszewski, President of the Management Board
Marcin Majerowski, Vice- President of the Management Board

MOTION FOR THE PLACEMENT OF ITEMS IN THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF TRAKCJA S.A.

Contents of the Motion

The Applicant, pursuant to Article 401 § 1 KSH, hereby moves for the placement in the agenda of the Extraordinary General Meeting of Trakcja S.A., convened for 10 September 2021, of the following business:

6) Change in the Supervisory Board

Accordingly, the item “Closing of the Extraordinary General Meeting” shall be considered as item 7).

Justification

Further to Article 401 § 1 KSH, a shareholder representing at least one twentieth of the share capital of Trakcja S.A. is entitled to submit a request for the placement of certain matters in the agenda of the earliest general meeting. In the case of a public company, the request is to be submitted with the management board no later than twenty-one days before the scheduled date of the meeting. In accordance with Article 401 § 1 KSH, the Management Board is obliged to allow such a motion.

Draft Resolutions:

Re: Item 6 of the agenda:

Resolution no. [*]
of the Extraordinary General Meeting
of Trakcja SA
with its seat in Warsaw
of [*]
on the dismissal of a Member of the Company’s Supervisory Board

§ 1

Pursuant to Article 385 § 1 of the Code of Commercial Companies and Partnerships and Article 13 (3) of the Company’s Memorandum, the Extraordinary General Meeting of Trakcja SA hereby dismisses Mr. [...] from the position of Member of the Company’s Supervisory Board.

§ 2

The Resolution shall enter into force on the day of its adoption.

Resolution no. [*]
of the Extraordinary General Meeting
of Trakcja SA
with its seat in Warsaw
of [*]
on the appointment of a Member of the Company's Supervisory Board

§ 1

Pursuant to Article 385 § 1 of the Code of Commercial Companies and Partnerships and Article 13 (3) of the Company's Memorandum, the Extraordinary General Meeting of Trakcja SA hereby appoints Mr. [...] as a of Member of the Company's Supervisory Board.

§ 2

The Resolution shall enter into force on the day of its adoption.

Warsaw, 11 August 2021

Signatures:

Piotr Kuszewski,
President of the Management Board

Marcin Majerowski,
Vice- President of the Management Board