

**PKP Polskie Linie Kolejowe S.A.**

ul. Targowa 74  
03-734 Warszawa

**Agencja Rozwoju Przemysłu S.A.**

ul. Nowy Świat 6/12  
00-400 Warszawa

Warsaw, September 2, 2022.

**Komisja Nadzoru Finansowego**

ul. Piękna 20  
00-549 Warszawa  
e-mail: [znaczne.pakiety@knf.gov.pl](mailto:znaczne.pakiety@knf.gov.pl)

**Trakcja S.A.**

Al. Jerozolimskie 100 IIp.  
00-807 Warszawa  
e-mail: [recepca@grupatrakcja.com](mailto:recepca@grupatrakcja.com)  
KRS 0000084266, TIN: 525-000-24-39

**NOTICE OF A CHANGE IN THE SHARE OF THE TOTAL NUMBER OF VOTING RIGHTS  
IN TRAKCJA S.A.**

PKP Polskie Linie Kolejowe S.A. with its registered office in Warsaw (03-734 Warszawa), at ul. Targowa 74, entered in the Register of Entrepreneurs of the National Court Register kept by the District Court for the capital city of Warsaw, 14th Economic Department of the National Court Register, under KRS No. 0000037568, REGON: 017319027, TIN: 1132316427 ("PKP PLK"),

and

Agencja Rozwoju Przemysłu S.A. with its registered office in Warsaw (00-400 Warszawa), at ul. Nowy Świat 6/12, entered in the Register of Entrepreneurs of the National Court Register kept by the District Court for the capital city of Warsaw in Warsaw, 12th Commercial Division of the National Court Register under KRS number 0000037957, REGON: 006746410, TIN: 5260300204 ("ARP"),

as entities bound by an agreement referred to in Article 87 (1) (5) of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies dated July 29, 2005 (the "Act"),

(hereinafter jointly referred to as: "Notifiers"),

with reference to the joint notice of PKP PLK and ARP dated September 1, 2022, and in addition to the said notice, the Notifiers, pursuant to Article 69 (1) (1) in conjunction with Article 87(1)(5) of the Act, hereby notify of exceeding the threshold of 75% of the total

number of voting rights in Trakcja S.A. with its registered office in Warsaw, KRS 0000084266, TIN: 525- 000-24-39 ("Company").

**1. Date and type of event causing the change in the share to which the notification relates** The change in the share was caused by PKP PLK's acquisition of 250,000,000 (two hundred and fifty million) series E ordinary registered shares of the Company, with a nominal value of PLN 0.80 (eighty cents) each, issued pursuant to Resolution No. 3 dated June 23, 2022, adopted by the Extraordinary General Meeting of the Company on increasing the share capital through the issuance of ordinary registered shares of series E through a private placement with full exclusion of the preemptive rights of existing shareholders, dematerialization of series E shares and on amending the Articles of Association. The share capital increase in question was registered by the registry court in an order dated August 29, 2022, of which the Notifiers became aware on August 29, 2022.

**2. Number of shares held before the change in shareholding and their percentage share in the Company's share capital, as well as the number of votes from these shares and their percentage share in the total number of votes**

Prior to the change, the Notifiers held a total of:

Number of shares held in the Company	Percentage share in the share capital of the Company	Number of votes held	Percentage share in the total number of votes
16117647	18.64%	16117647	18.64%

**3. Number of shares currently held and their percentage share in the Company's share capital, as well as the number of votes from these shares and their percentage share in the total number of votes**

After the change, the Notifiers collectively hold:

Number of shares held in the Company	Percentage share in the share capital of the Company	Number of votes held	Percentage share in the total number of votes
266117647	79.10%	266117647	79.10%

**4. Subsidiaries of the shareholder submitting the notice, holding shares in the company**

To the Notifiers' knowledge, there are no subsidiaries of the Notifiers that hold shares in the Company.

## 5. Persons referred to in Article 87(1)(3)(c) of the Act

The Notifiers are not parties to the agreements referred to in Article 87(1)(3)(c) of the Act.

## 6. The number of votes from shares, calculated in the manner specified in Article 69b(2) of the Act, which the holder of financial instruments referred to in Article 69b(1)(1) of the Act, and financial instruments referred to in Article 69b(1)(2) of the Act, which are not exercised solely by cash settlement, the type or name of such financial instruments, their expiration date, and the date or deadline on which the acquisition of shares will or may occur

On May 8, 2020, ARP acquired 11,764,705 (eleven million seven hundred sixty-four thousand seven hundred and five) series F registered bonds numbered from 1 to 11,764,705, issued by the Company, with a total value of PLN 19,999.998.50 PLN ("**Bonds**"), entitling the holder to subscribe for 11,764,705 (eleven million seven hundred sixty-four thousand seven hundred and five) series D shares of the Company ("**Series D Shares**"), pursuant to Resolution No. 3 of the Company's Extraordinary General Meeting dated December 11, 2019, subsequently amended by Resolution No. 3 of the Company's Extraordinary General Meeting of January 14, 2020, the ARP is entitled, subject to items 6.3, 12.7, 13.2 and 13.4 of the Terms of Issue, the right to convert the Bonds into Series D Shares, which may be exercised until December 31, 2022, but this right may be exercised by ARP with respect to all or some of the Bonds (in each case, however, not less than 10% of the Bonds) only as long as 12 months have elapsed from the Issue Date and within the last three weeks of each calendar quarter up to and including the Redemption Date.

At the same time, the Notifying Parties inform that as of the date of this letter, no series D shares have been taken up in connection with the conversion of the above-mentioned bonds.

Prior to possible acquisition of Series D Shares by ARP				
Entity	Number of held shares	Percentage share in the share capital of the company	Number of votes held	Percentage share in the total number of votes
ARP	266.117.647	79.1%	266.117.647	79.1%
PKP PLK				

After possible acquisition of Series D Shares by ARP				
Entity	Number of held shares	Percentage share in the share capital of the company	Number of votes held	Percentage share in the total number of votes
ARP	277.882.352	79.8%	277.882.352	79.8%
PKP PLK				

**7. Number of votes from shares, calculated in the manner specified in Article 69b(3) of the Act, to which the financial instruments referred to in Article 69b(1)(2) of the Act directly or indirectly relate, the type or name of such financial instruments and the expiration date of such financial instruments**

The situation referred to in Article 69(4)(8) of the Law does not arise.

**8. The total sum of the number of votes indicated under items 3, 6 and 7 and its percentage share in the total number of votes**

The Notifiers collectively hold:

Number of votes held	Percentage share in the total number of votes
277882352	79.8%

**PKP PLK**

**Piotr  
Majerczak**

Signed electronically  
by Piotr Majerczak

Date: 2022.09.02  
15:57:25 +02'00'

**Radosław  
Celiński**

Signed electronically  
by Radosław Celiński

Date: 2022.09.02  
15:14:11 +02'00'

**ARP**

Signature Not Verified

Document signed by Sebastian  
Dąbski

Date: 2022.09.02 14:30:15  
CEST

Signature Not Verified

Document signed by Marcin Mróz  
Date: 2022.09.02 14:33:15 CEST