

**Motion of the Management Board of Stalexport Autostrady S.A. on apportionment of net profit for the year 2024 and payment of dividend**

The Management Board of Stalexport Autostrady S.A. (hereinafter called "Company") informs that on 11 March 2025 **adopted a resolution on presenting to the Company's Supervisory Board and the Ordinary General Meeting of the Company a motion on apportionment of net profit for the year 2024 and payment of dividend** as follows:

"The Management Board of Stalexport Autostrady S.A. (hereinafter: Company) proposes herewith:

- 1) net profit for the financial year 2024 in amount of PLN 157,323,769.04** (one hundred fifty-seven million three hundred twenty-three thousand seven hundred sixty-nine zlotys four groszy):
  - a)** in the amount of **PLN 8,032.77** (say: eight thousand thirty-two zlotys and seventy-seven groszy) to allocate to **cover actuarial loss in 2024 related to the update of provisions for employee benefits**;
  - b)** in the amount of **PLN 155,775,074.49** (say: one hundred fifty-five million seven hundred seventy-five thousand seventy-four zlotys and forty-nine groszy) to allocate for **payment of dividend**;
  - c)** in the amount of **PLN 1,540,661.78** (say: one million five hundred forty thousand six hundred sixty-one zlotys and seventy-eight groszy) transfer to **the supplementary capital**.
  
- 2) pay dividend to Company's shareholders in the total amount of PLN 155,775,074.49** (say: one hundred fifty-five million seven hundred seventy-five thousand seventy-four zlotys and forty-nine groszy), which means that the dividend shall amount to **PLN 0.63** (say: sixty-three groszy) per one share.

**Justification**

Pursuant to Art. 395 § 2(2) of the Code of Commercial Companies and Partnerships and to § 24(1)(2) of the Company's Statutes, the agenda of the Ordinary General Meeting should include adoption of a resolution on profit distribution or loss coverage.

Proposing the dividend amount, the Management Board took into account, among other things, the following relevant aspects:

1. the financial results achieved by the Company and the Company's Group in 2024,
2. the investment needs resulting from the implementation of the strategy of the Stalexport Autostrady S.A. Group,
3. the liquidity needs of the Stalexport Autostrady S.A. Group, which will depend on current and expected market conditions, the amount of liabilities related to current activities and debt servicing, and optimisation of the financing structure of the Stalexport Autostrady S.A. Group's activities."

The above mentioned motion of the Company's Management Board requires evaluation and opinion of the Supervisory Board of the Company.

The final decisions on the apportionment of net profit for turnover year 2024 and dividend payment to the Company's shareholders including the determination of the dividend record date and the dividend payment date, will be made by the Ordinary General Meeting of the Company.

**Legal Basis:**

**Article 17(1) of Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (market abuse regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC.**