

Warsaw, 2 January 2025

**The Management Board of  
KGHM Polska Miedź S.A.**

Marii Skłodowskiej -Curie 48  
Street, 59-301 Lubin

On: candidate for an independent member of the Supervisory Board of the  
company KGHM Polska Miedź S.A.

Acting on behalf of Nationale-Nederlanden Otwarty Fundusz Emerytalny, with its head office in Warsaw, Topiel 12 Street, 00-342 Warsaw, ("the Fund"), represented by Nationale-Nederlanden Powszechne Towarzystwo Emerytalne S.A., in connection with the Extraordinary General Meeting of the company KGHM Polska Miedź S.A. ("the Company"), which was convened for 8 January 2025, we intend to announce Joanna Zakrzewska as a candidate for an independent member of the Supervisory Board of the Company.

Pursuant to declarations submitted to us, Joanna Zakrzewska consented to be a candidate to the Supervisory Board of the Company.

Professional experience and professionalism of Joanna Zakrzewska allow us to determine that she is a candidate that may significantly contribute to the Company and ensure proper performance of her duties as an independent member of the Supervisory Board.

Moreover, we request that the information on the aforementioned candidate for an member of the Supervisory Board of the Company be published via a regulatory filing and put on the Company's website.

Sincerely,  
*Szymon Ożóg*  
*Jolanta Dawid*

Appropriate signature on the original Polish document

Warszawa, 31.12.2024 r.

Joanna Zakrzewska

### Declaration

I Joanna Zakrzewska, hereby declare that:

- 1) *I meet / ~~I do not meet the criteria~~\** of independence with respect to KGHM Polska Miedź S.A. and entities with a material relationship with the Company, stipulated in the Act of 11 May 2017 on statutory auditors, audit companies and public oversight (hereafter „Act”), ~~and I possess / I do not possess\*~~ a real and material relationship with a shareholder holding at least 5% in the total number of votes at the general meeting of KGHM Polska Miedź S.A. [principle 2.11.1. of DPSN 2021];
- 2) *I meet / ~~I do not meet~~\** the requirements with respect to Members of the Audit Committee of the Supervisory Board of KGHM Polska Miedź S.A. indicated in art. 129 sec. 1 of the Act, i.e. *I possess\* / ~~I do not possess~~\** knowledge and skills in accounting\* or auditing financial statements\* which can be proven by:

Certified by the Association of Chartered Accountants ACCA (Association of Chartered Certified Accountants) nr 0293047

- 3) *I meet / ~~I do not meet the criteria~~\** the independence criteria for Members of the Audit Committee of the Supervisory Board of KGHM Polska Miedź S.A. *stipulated\** in art. 129 sec. 3 of the Act;
- 4) *~~I meet the requirements~~ / I do not meet the requirements\** with respect to Members of the Audit Committee of the Supervisory Board of KGHM Polska Miedź S.A. indicated in art. 129 sec. 5 of the Act, i.e. *~~I possess\*~~ / I do not possess\** knowledge and skills in the sector in which KGHM Polska Miedź S.A. operates, which can be proven by:

*(please describe education, courses and training completed, certificates held)*

- 5) *I meet / ~~I do not meet~~*\* the independence criteria for Members of the Audit Committee of the Supervisory Board of KGHM Polska Miedź S.A. stipulated in § 16 sec. 5 of the Statutes of KGHM Polska Miedź S.A.;
- 6) I hereby consent to assume the position of a Member of the Supervisory Board of KGHM Polska Miedź S.A.;
- 7) I have a full legal capacity;
- 8) In reference to myself there are no regulatory clauses which would disqualify me from being appointed and serving as a member of the Supervisory Board of the Company, in particular those referred to in art. 18 § 2 and art. 387 of the Commercial Partnerships and Companies Code;
- 9) I do not serve in a function and I do not hold positions stipulated in art. 1-2 of the Act of 21 August 1997 on limitations related to conducting businesses by persons who perform public functions;
- 10) I am not aware of any other impediments that would prevent me from assuming the function of a Member of the Supervisory Board of KGHM Polska Miedź S.A. arising from generally applicable law;
- 11) I am aware that my data will be made available to Shareholders, for purposes necessary to carry out the process of selecting a Member of the Supervisory Board, and I have been issued an informational clause regarding the processing of personal data.

Joanna Zakrzewska

Appropriate signature on the original Polish document

Appendix:

- Résumé (CV).

***\*Delete as appropriate***

### Informational clause

Please be informed that the administrator of your personal data is KGHM Polska Miedź S.A. with its registered head office in Lubin, registered at the Regional Court for Wrocław Fabryczna in Wrocław, Section IX (Economic) of the National Court Register, entry no. KRS 0000023302, with a total nominal value of shares of PLN 2 000 000 000 00 (fully paid) (hereafter: Administrator).

You can contact us at the address: M. Skłodowskiej-Curie 48, 59-301 Lubin, Poland. You can contact the Data Protection Officer at the e-mail: IOD@kghm.com.

Your personal data will be processed to allow the Administrator to engage in actions related to the selection of a member of the supervisory bodies of KGHM Polska Miedź S.A.

The Administrator will process the data based on art. 6 sec. 1 letter c. of Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC, in connection with the wording of the act dated 16 December 2016 on the principles of managing state property. Moreover, for the purposes of supervisory actions and protection against potential claims, as well as for purposes of control and auditing, the basis for the processing of your personal data will be lawful legitimate interests (art. 6 sec. 1 letter f of GDPR).

Your disclosure to us of your personal data is voluntary, and is a prerequisite for taking part in the process of selecting (choosing) a member of the supervisory bodies of KGHM Polska Miedź S.A. (the failure to disclose such data shall disqualify participation in this process).

Your personal data may be disclosed to a processor, as referred to in art. 28 of the Regulation, i.e. to entities whose services are utilised by the Administrator, in particular to entities providing teleinformational services and legal/consulting services to the Administrator. Your personal data may also be disclosed to the Board on matters pertaining to State Treasury companies and to state legal entities for the purpose of issuing opinions.

Your personal data contained in the personal questionnaire and in the declarations of candidates to serve as a member of the supervisory body will be processed until:

- the time of your appointment to the supervisory body,
- the completion of your term in the Supervisory Board, in which you received the consent of the Board of Companies or until such time as your withdrawal from candidacy (whichever condition occurs first).

Following the indicated timeframe your data will be deleted. These periods may be subject to appropriate, required extension, and in the case of potential claims and court proceedings by the length of time of these proceedings and their settlement – including in specified cases where the law requires us to process them for a longer period of time.

Please be informed that you also have the right to access your personal data, the right to demand rectification of your personal data, the right to demand erasure of your personal data, and the right to demand restrictions on the processing of your personal data. You also have the right to object to the processing of your personal data based on our legally justified interests. To avail yourself of these rights, please contact us or our Data Protection Officer. You also have the right to lodge a complaint with the supervisory authority, i.e. with the President of the Data Protection Office.

# Joanna Zakrzewska

## BIO EN

Highly accomplished leader with extensive experience in management, audit and finance. Throughout her career, she has held senior executive positions in both Polish and international companies, including Amazon, Deloitte, KPMG, LOT and Noble Bank, pursuing her passion for driving organizational performance excellence, also as an external consultant.

Expert in internal audit, corporate governance and risk. Advocate of sustainable development. Practitioner of creating, implementing and attesting internal control systems.

She began her professional career in financial audit, auditing financial statements. Subsequently, she expanded her expertise to internal audit and risk management. Moreover, she served as the European SOX implementation coordinator. As Internal Audit Director, she has a proven track record of establishing and revitalizing internal audit functions, fostering strong collaboration with supervisory boards.

She has a background in Economics. She studied at universities in Poland and abroad. She further bolstered her skillset with postgraduate studies in "Business Psychology" (Leon Kozminski Academy).

She holds international certifications: Fellow Chartered Certified Accountant (FCCA/Association of Chartered Certified Accountants) and Certified Internal Auditor (CIA/IIA).

Chairwoman of the ACCA Poland Panel. She is also a member of the Association of Independent Non-Executive Directors, the Program Council of the "Forum Dyrektor Finansowy", the Institute of Internal Auditors and Chapter Zero Poland.

Speaker. Author or co-author of numerous publications, seminars, reports, and analyses on internal audit, risk, sustainable development, and the luxury goods market. Juror in the Responsible Business Forum competition for the best "Sustainable Development Reports".

As part of her volunteer work, she created structures in Poland and promotes the activities of organizations supporting diversity and women's professional development. Experienced mentor.