

**FORM**  
**FOR VOTING THROUGH A PROXY**

Use of this form is solely within the prerogative of the shareholder and is not a prerequisite for voting by a proxy. This form contains instructions for the casting of votes by a proxy, and does not supersede the proxy authority granted to a proxy by a shareholder.

The shareholder indicates his instructions by placing an „X” in the appropriate box. If the box marked „Other” is filled in, the shareholder should provide instructions as to the manner of voting by the proxy.

In a case where the shareholder decides to cast their votes in a non-unified manner, the shareholder is requested to indicate in the box provided the number of shares for which the proxy is to cast a vote of „for”, „against” or „abstain”. If no such number is indicated, it will be assumed that the proxy is authorised to vote all of the shares owned by the shareholder in the prescribed manner.

It should be noted that the proposed resolutions included in these instructions may differ from the proposed resolutions voted on at the Ordinary General Meeting. In such a case, in order to avoid doubt as to the manner of voting by the proxy, it is recommended that in the box marked „Other” the manner in which the proxy should act in this situation be described.

The Company also wishes to add that it will not verify whether the manner of voting of a proxy is consistent with the instructions of the shareholder. Consequently, voting instructions need not be provided to the Company.

**TO:** \_\_\_\_\_  
(name / proxy firm)

SHAREHOLDER \_\_\_\_\_  
(name / shareholder's firm)

**FORM**  
**FOR VOTING THROUGH A PROXY**

The Ordinary General Meeting of KGHM Polska Miedź S.A. with its registered head office in Lubin convened for 18 June 2025, at 11 AM, in Lubin, ul. Marii Skłodowskiej-Curie 48 in Jan Wyżykowski Hall.

**1. Point 2 of the agenda.**

*Proposed resolution*

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: election of the Chairman of the Ordinary General Meeting of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

\_\_\_\_\_ is hereby elected as Chairman of the Ordinary General Meeting of KGHM Polska Miedź Spółka Akcyjna.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: acceptance of the agenda of the Ordinary General Meeting of KGHM Polska Miedź S.A**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The following agenda of the Ordinary General Meeting of KGHM Polska Miedź S.A. is hereby accepted:

- 1) Opening of the Ordinary General Meeting.
- 2) Election of the Chairman of the Ordinary General Meeting.
- 3) Confirmation of the legality of convening the Ordinary General Meeting and its capacity to adopt resolutions.
- 4) Acceptance of the agenda of the Ordinary General Meeting.
- 5) Review of annual reports:
  - a) the Separate Financial Statements of KGHM Polska Miedź S.A. for the financial year ended 31 December 2024,
  - b) the Consolidated Financial Statements of the KGHM Polska Miedź S.A. Group for the financial year ended 31 December 2024, and
  - c) the Management Board's Report on the activities of KGHM Polska Miedź S.A. and the KGHM Polska Miedź S.A. Group in 2024.
- 6) Review of the proposal of the Management Board of KGHM Polska Miedź S.A. on allocation of profit for 2024.
- 7) Presentation of a Report of the Management Board of KGHM Polska Miedź S.A. on representation expenses, expenses incurred on legal services, marketing services, public relations services and social communication services, and advisory services associated with management in 2024 – and the opinion of the Supervisory Board of the Company.
- 8) Review of the Report of the Supervisory Board of KGHM Polska Miedź S.A. on the results of its evaluation of the separate financial statements of KGHM Polska Miedź S.A. for the financial year ended on 31 December 2024, the consolidated financial statements of the KGHM Polska Miedź S.A. Group for the financial year ended on 31 December 2024 and the Management Board's report on the activities of KGHM Polska Miedź S.A. and the KGHM Polska Miedź S.A. Group in 2024 as to their consistency with the accounts, documents and factual state.
- 9) Review of the Report of the Supervisory Board on the result of its evaluation of the proposal of the Management Board of KGHM Polska Miedź S.A. on allocation of profit for 2024.
- 10) Presentation by the Supervisory Board of:

- a) an Assessment of the Company's standing with an evaluation of the adequacy and effectiveness of the internal control, risk management and compliance systems applied in the Company, with standards or applicable practices, and of the internal audit function,
  - b) a Report of the Supervisory Board of KGHM Polska Miedź S.A. for 2024,
  - c) a Report on the remuneration of the Management Board and Supervisory Board of KGHM Polska Miedź S.A. for 2024.
- 11) Adoption of resolutions on:
- a) approval of the Separate Financial Statements of KGHM Polska Miedź S.A. for the financial year ended 31 December 2024,
  - b) approval of the Consolidated Financial Statements of the KGHM Polska Miedź S.A. Group for the financial year ended 31 December 2024,
  - c) approval of the Management Board's Report on the activities of KGHM Polska Miedź S.A. and the KGHM Polska Miedź S.A. Group in 2024,
  - d) allocation of profit for 2024,
  - e) approval of the Report of the Supervisory Board of KGHM Polska Miedź S.A. for 2024,
  - f) issuing an opinion on the Report on the remuneration of the Management Board and Supervisory Board of KGHM Polska Miedź S.A. for 2024.
- 12) Adoption of resolutions on the performance of duties of Members of the Management Board of the Company for 2024 and 2015.
- 13) Adoption of resolutions on the performance of duties of Members of the Supervisory Board of the Company for 2024.
- 14) Adoption of a resolution on amendments to resolution no. 33/2019 of the Ordinary General Meeting dated 7 June 2019 regarding the terms of setting the remuneration of Members of the Management Board.
- 15) Adoption of a resolution on amendments to resolution no. 34/2019 of the Ordinary General Meeting dated 7 June 2019 regarding the terms of setting the remuneration of Members of the Supervisory Board.
- 16) Adoption of a resolution on amendments to the "Remuneration Policy for the Members of the Management and Supervisory Boards of KGHM Polska Miedź S.A."
- 17) Closing of the Ordinary General Meeting.

## § 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025

regarding: approval of the Separate Financial Statements of KGHM Polska Miedź S.A. for the financial year ended 31 December 2024

The Ordinary General Meeting of KGHM Polska Miedź S.A., with due regard being given to the report of the Supervisory Board of KGHM Polska Miedź S.A. on the results of its evaluation of the Separate Financial Statements of KGHM Polska Miedź S.A. for the financial year ended 31 December 2024, and after its review, resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. approves the Separate Financial Statements of KGHM Polska Miedź S.A. for the financial year ended 31 December 2024, consisting of:

- 1) the Separate statement of profit or loss for the period from 1 January to 31 December 2024 showing a profit for the period in the amount of **PLN 2 788 million**,
- 2) the Separate statement of comprehensive income for the period from 1 January to 31 December 2024 with a total comprehensive income of **PLN 2 636 million**,
- 3) the Separate statement of cash flows showing a decrease in net cash and cash equivalents for the period from 1 January to 31 December 2024 by **PLN 1 117 million**, and cash and cash equivalents as at 31 December 2024 of **PLN 367 million**,
- 4) the Separate statement of financial position prepared as at 31 December 2024 showing total assets and total equity and liabilities of **PLN 50 405 million**,
- 5) the Separate statement of changes in equity showing equity as at 31 December 2024 in the amount of **PLN 31 154 million** and an increase in equity for the period from 1 January to 31 December 2024 by **PLN 2 336 million**,
- 6) explanatory notes to the separate financial statements,

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
	<input type="checkbox"/> Objections raised		
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025

regarding: approval of the Consolidated Financial Statements of the KGHM Polska Miedź S.A. Group for the financial year ended 31 December 2024

The Ordinary General Meeting of KGHM Polska Miedź S.A., with due regard being given to the report of the Supervisory Board of KGHM Polska Miedź S.A. on the results of its evaluation of the Consolidated Financial Statements of the KGHM Polska Miedź S.A. Group for the financial year ended 31 December 2024, and after its review, resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. approves the Consolidated Financial Statements of the KGHM Polska Miedź S.A. Group for the financial year ended 31 December 2024, consisting of:

- 1) the Consolidated statement of profit or loss for the period from 1 January to 31 December 2024 showing a profit for the period in the amount of **PLN 2 870 million**,
- 2) the Consolidated statement of comprehensive income for the period from 1 January to 31 December 2024 with a total comprehensive income of **PLN 2 726 million**,
- 3) the Consolidated statement of cash flows showing a decrease in net cash and cash equivalents for the period from 1 January to 31 December 2024 by **PLN 1 033 million**, and cash and cash equivalents as at 31 December 2024 of **PLN 715 million**,
- 4) the Consolidated statement of financial position prepared as at 31 December 2024 showing total assets and total equity and liabilities of **PLN 53 892 million**,
- 5) the Consolidated statement of changes in equity showing equity as at 31 December 2024 in the amount of **PLN 31 058 million** and an increase in equity for the period from 1 January to 31 December 2024 by **PLN 2 428 million**,
- 6) explanatory notes to the consolidated financial statements.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
	<input type="checkbox"/> Objections raised		
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: approval of the Management Board’s Report on the activities of KGHM  
Polska Miedź S.A. and the KGHM Polska Miedź S.A. Group in 2024**

The Ordinary General Meeting of KGHM Polska Miedź S.A., with due regard being given to the report of the Supervisory Board of KGHM Polska Miedź S.A. on the results of its evaluation of the Management Board’s Report on the activities of KGHM Polska Miedź S.A. and the KGHM Polska Miedź S.A. Group in 2024, resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. approves the Management Board’s Report on the activities of KGHM Polska Miedź S.A. and the KGHM Polska Miedź S.A. Group in 2024.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy’s discretion
	<input type="checkbox"/> Objections raised		
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: allocation of profit of KGHM Polska Miedź S.A. for 2024**

The Ordinary General Meeting of KGHM Polska Miedź S.A. following the review of the proposal of the Management Board of KGHM Polska Miedź S.A. on allocation of profit for 2024 and after the earlier review of the assessment of the Supervisory Board of KGHM Polska Miedź S.A., resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby resolves to transfer the Company's profit for 2024 in the amount of **PLN 2 787 596 997.52**, in its entirety, to the Company's reserve capital.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			



**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: approval of the Report of the Supervisory Board of KGHM Polska Miedź  
S.A. for 2024**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. approves the Report of the Supervisory Board of KGHM Polska Miedź S.A. for 2024.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: opinion of the Ordinary General Meeting of KGHM Polska Miedź S.A. on the Report on the remuneration of the Management Board and Supervisory Board of KGHM Polska Miedź S.A. for 2024**

The Ordinary General Meeting of KGHM Polska Miedź S.A., acting on the basis of art. 90g sec. 6 of the Act dated 29 July 2005 on public offerings and conditions governing the introduction of financial instruments to organised trading, and on public companies (hereinafter: "Act") and art. 395 § 2<sup>1</sup> of the Commercial Partnerships and Companies Code, following the review of the Report on the remuneration of the Management Board and Supervisory Board of KGHM Polska Miedź S.A. for 2024 (hereinafter: "Report"), reviewed by a certified auditor - PricewaterhouseCoopers Polska Spółka z ograniczoną odpowiedzialnością Audyt Spółka Komandytowa, resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A., gives a favourable opinion on the Report.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Zbigniew Bryja, a Member of the Management Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Zbigniew Bryja - a Member of the Management Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
	<input type="checkbox"/> Objections raised		
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Mirosław Kidoń, a Member of the  
Management Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby does not approve the performance of duties for 2024 of Mirosław Kidoń - a Member of the Management Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Piotr Krzyżewski, a Member of the  
Management Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Piotr Krzyżewski - a Member of the Management Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Mirosław Laskowski, a Member of  
the Management Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Mirosław Laskowski - a Member of the Management Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Iga Dorota Lis, a Member of the  
Management Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Iga Dorota Lis - a Member of the Management Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Marek Pietrzak, a Member of the  
Management Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby does not approve the performance of duties for 2024 of Marek Pietrzak - a Member of the Management Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			



**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Piotr Stryczek, a Member of the  
Management Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Piotr Stryczek - a Member of the Management Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Andrzej Szydło, a Member of the  
Management Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Andrzej Szydło - a Member of the Management Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Marek Świder, a Member of the  
Management Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby does not approve the performance of duties for 2024 of Marek Świder - a Member of the Management Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Mateusz Wodejko, a Member of the  
Management Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby does not approve the performance of duties for 2024 of Mateusz Wodejko - a Member of the Management Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Tomasz Zdzikot, a Member of the Management Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby does not approve the performance of duties for 2024 of Tomasz Zdzikot - a Member of the Management Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2015 of Mirosław Laskowski, a Member of  
the Management Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2015 of Mirosław Laskowski - a Member of the Management Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Zbigniew Bryja, a Member of the  
Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Zbigniew Bryja – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Aleksander Cieśliński, a Member of  
the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Aleksander Cieśliński – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
	<input type="checkbox"/> Objections raised		
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			



**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Józef Czyczerski, a Member of the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Józef Czyczerski – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Przemysław Darowski, a Member of  
the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Przemysław Darowski – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Zbysław Dobrowolski, a Member of the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Zbysław Dobrowolski – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Dominik Januszewski, a Member of the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Dominik Januszewski – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Andrzej Kisielewicz, a Member of the  
Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Andrzej Kisielewicz – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Tadeusz Kocowski, a Member of the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Tadeusz Kocowski – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Katarzyna Krupa, a Member of the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Katarzyna Krupa – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Marian Noga, a Member of the  
Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Marian Noga – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			



**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Piotr Prugar, a Member of the  
Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Piotr Prugar – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Bogusław Szarek, a Member of the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Bogusław Szarek – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Agnieszka Winnik-Kalemba,**  
**a Member of the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Agnieszka Winnik-Kalemba – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Marek Wojtków, a Member of the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Marek Wojtków – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Wojciech Zarzycki, a Member of the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Wojciech Zarzycki – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Radosław Zimroz, a Member of the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Radosław Zimroz – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025**  
**of the Ordinary General Meeting of KGHM Polska Miedź S.A.**  
**with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: performance of duties for 2024 of Piotr Ziubroniewicz, a Member of the Supervisory Board of KGHM Polska Miedź S.A.**

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. hereby approves the performance of duties for 2024 of Piotr Ziubroniewicz – a Member of the Supervisory Board of KGHM Polska Miedź S.A.

§ 2

This resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			

**Resolution No. \_\_\_\_/2025  
of the Ordinary General Meeting of KGHM Polska Miedź S.A.  
with its registered head office in Lubin dated \_\_\_\_ June 2025**

**regarding: amendments to the "Remuneration Policy for the Members of the  
Management and Supervisory Boards of KGHM Polska Miedź S.A."**

The Ordinary General Meeting of KGHM Polska Miedź S.A., acting on the basis of art. 90d sec. 1 and 90e sec. 4 of the Act dated 29 July 2005 on public offerings and conditions governing the introduction of financial instruments to organised trading, and on public companies, resolves the following:

§ 1

The Ordinary General Meeting of KGHM Polska Miedź S.A. implements the following amendments to the uniform text of the "Remuneration Policy for the Members of the Management and Supervisory Boards of KGHM Polska Miedź S.A.", adopted by a resolution No. 31/2024 of the Ordinary General Meeting of KGHM Polska Miedź S.A. dated 5 July 2024:

- 1) in Chapter I. "Introduction":
  - a) in sec. 1, the words *"unified text dated 22 February 2019 (unified text: Journal of Laws from 2022, item 2554)"* are deleted
  - b) in sec. 2, the words *"unified text dated 11 September 2019 (unified text: Journal of Laws from 2020, item 1907)"* are deleted
- 2) in Chapter II. "Definitions and abbreviations":
  - a) in sec. 3, the words *"unified text dated 22 February 2019 (unified text: Journal of Laws from 2022, item 2554)"* are deleted
  - b) in sec. 4, the words *"unified text dated 11 September 2019 (unified text: Journal of Laws from 2020, item 1907)"* are deleted
- 3) in Chapter IV. "Remuneration principles and basic information on the principles of appointing the members of the supervisory board":
  - a. in sec. 2, after the words *"the Supervisory Board"* the words *"which also takes into account work in committees of the Supervisory Board"* are added
  - b. sec. 3 receives the following wording:

*"3. The Members of the Supervisory Board shall receive the remuneration described in sec. 2 above, regardless of the number of meetings convened in a given month. In case of the appointment of a Member of the Supervisory Board or of the expiry of the Member's mandate within a month, the Member shall receive, as a result of serving in the function on the Supervisory Board, with due regard to sec. 4,*



*remuneration proportionally to the number of calendar days in which the function was served in the given month."*

- 4) in Chapter V. "Remuneration principles and basic information on the principles of entering into contracts with members of the management board":

- a. sec 3, point 2 letter l receives the following wording:

*"l) advancement of goals and impacts other than the ones stipulated in letters j-k, related to the sustainable development (ESG);"*

- b. in sec. 3, point 2 letter m) is added with the following wording:

*"m) ensuring equal treatment of women and men in the workplace."*

- c. sec. 4 receives the following wording:

*"4. Criteria determining the granting of the variable components of remuneration as respects the financial and non-financial results (Criteria). The Criteria are defined in each instance by the Supervisory Board when formulating each of the management goals. In particular, potential criteria for sample goals may be as follows:*

<b>Goal</b>	<b>Criterion</b>
<i>an increase in the Company's value</i>	<i>an increase in the Company's market capitalisation/equity ratio</i>
<i>achievement of the tasks and initiatives described in the Company's strategy, including in the ESG area</i>	<i>advancement of selected business goals as set forth in the Company's strategy</i>
<i>optimisation of the Company's operating costs</i>	<i>a decrease in specified costs categories in the period/ a decrease in unit production costs</i>
<i>achievement of the EBITDA level set forth in the Budget for a given financial year</i>	<i>achievement of the EBITDA level</i>
<i>maintaining the ratios referred to in borrowing agreements (Net debt/EBITDA ratio)</i>	<i>maintaining the ratios as at the balance sheet date</i>
<i>an increase in profit for the period or EBITDA</i>	<i>an increase by a specified % compared to the prior year.</i>
<i>Improvement in occupational health and safety</i>	<i>maintenance of/decrease in the accidents ratio (LTIFR) year on year / achievement of a specified initiative as regards raising the level of occupational health and safety</i>
<i>reduced environmental impact</i>	<i>reducing the emissions of certain substances to the environment/reducing emission charges</i>

<i>equal pay for women and men</i>	<i>undertaking remedial actions aimed at elimination of unjustifiable differences in pay as a result of the measurement of pay gap</i>
<i>equality in employment of women and men</i>	<i>share of women and men on individual levels of the organisational structure at recommended levels and gender equality in promotions</i>

d. in sec. 6, point 4, in the Polish version of the Policy word “może (“may”) is replaced by “mogą (“may”). The English version of the Policy did not change in this regard

e. sec. 8 receives the following wording:

*“8. Information on contracts entered into with Members of the Management Board”*

5) Chapter X. “Amendments to the remuneration policy” receives the following wording:

*“1. As compared to the previously binding wording of the Remuneration Policy, three significant changes were introduced:*

- 1) in chapter IV sec. 2 it was clarified that the monthly remuneration of members of the Supervisory Boards takes into account also work in committees of the Supervisory Board.*
- 2) in chapter V sec. 3 point 2 an additional management goal with a letter “m” was introduced:  
“m) ensuring equal treatment of women and men in the workplace”,*
- 3) in chapter V sec. 4, two goals/criteria as respects financial and non-financial results determining the granting of the variable components of remuneration:*
  - a) goal: equal pay for women and men  
criterion: undertaking corrective actions aimed at elimination of unjustifiable differences in pay as a result of the measurement of pay gap,*
  - b) goal: equality in employment of women and men  
criterion: share of women and men on individual levels of the organisational structure at recommended levels and gender equality in promotions.”*

6) the title of Chapter XI receives the following wording:

*“Chapter XI. Indications for and the manner of temporarily refraining from the application of the policy by the supervisory board, and elements in respect of which such refrainment may be applied. Acceptability of amendments to the policy.”*

7) Chapter XI receives the following wording:

- “1. The Company does not foresee the possibility of temporarily refraining from the application of the Remuneration Policy.*
- 2. It is acceptable to amend the Policy in terms of the amount of Fixed Remuneration of a Member of the Management Board, if there are extraordinary circumstances for such a change, concerning the company or the market in which it operates, and in particular if the company:*

- 1) *advances a consolidation program of group companies, which results in a significant change in the structure of its assets or revenues,*
- 2) *advances an investment program which significantly exceeds the value of its non-current assets,*
- 3) *advances a restructuring program with at least a 3-year time horizon, which results in a significant change in the structure of the company's assets or revenues."*

8) the title of Chapter XII receives the following wording:

*"Chapter XII. Final provisions."*

9) Chapter XII receives the following wording:

*"1. The Supervisory Board is hereby authorised to elaborate those elements of the Remuneration Policy specified in art. 90d sec. 3 point 1, sec. 4 point 1 and 4 and in sec. 5 of the Act on public offerings, within the limits imposed by the Remuneration Policy.*  
*2. Resolutions of the General Meeting on the opinion on the report on the remuneration of the Management Board and Supervisory Board Members of KGHM Polska Miedź S.A. are taken into account when amending the wording of the Remuneration Policy."*

## § 2

The Ordinary General Meeting of KGHM Polska Miedź S.A. resolves to adopt a **uniform text** of the *"Remuneration Policy of the Members of the Management and Supervisory Boards of KGHM Polska Miedź S.A."*, which includes amendments set forth in § 1, which is an **appendix** to this Resolution.

## § 3

This Resolution comes into force upon its adoption.

<input type="checkbox"/> For	<input type="checkbox"/> Against  <input type="checkbox"/> Objections raised	<input type="checkbox"/> Abstain	<input type="checkbox"/> proxy's discretion
# of shares .....	# of shares .....	# of shares .....	# of shares .....
<input type="checkbox"/> Other			