

Appendix to  
Resolution No. 158/XI/25 of the Supervisory Board of KGHM Polska Miedź S.A.  
of 16 December 2025



**GENDER BALANCE POLICY**  
**in the bodies of KGHM POLSKA MIEDŹ S.A.**

**Lubin, November 2025**

<b>Preamble.....</b>	<b>3</b>
<b>§ 1 Objectives of the Policy .....</b>	<b>3</b>
<b>§ 2 Scope of application of the Policy .....</b>	<b>4</b>
<b>§ 3 Key criteria for the selection of candidates for the Company's bodies .....</b>	<b>4</b>
<b>§ 4 Rules for the recruitment of candidates for the Company's bodies .....</b>	<b>5</b>
<b>§ 5 Diversity Officer .....</b>	<b>6</b>
<b>§ 6 Reporting.....</b>	<b>6</b>
<b>§ 7 Final Provisions.....</b>	<b>6</b>

## Preamble

Introduction of this *Gender Balance Policy in the bodies of KGHM Polska Miedź S.A.* (hereinafter: the "Policy") represents the commitment of KGHM Polska Miedź S.A. (hereinafter: "KGHM" or the "Company") to the implementation of the principle of equal treatment in the appointment of members of the Management Board of KGHM Polska Miedź S.A. and of the Supervisory Board of KGHM Polska Miedź S.A. (hereinafter: the "Company's bodies").

KGHM recognises that the foundation of a modern, responsible and global organisation is diversity and equal opportunities. Each person brings unique experience and competencies to the Company that contribute to building its value and achieving its strategic objectives. Ensuring balanced representation of women and men in the bodies of the Company is in accordance with the values of KGHM Polska Miedź S.A. i.e. safety, cooperation, responsibility, courage and result-orientation.

The implementation of this Policy is in line with the vision of KGHM as an organisation that is open, innovative and focused on long-term sustainable development. The Company's objective is to ensure that all individuals have an equal opportunity to contribute to the success of KGHM. The Company considers the principle of equality not only as a legal and ethical obligation, but also as a source of competitive advantage and an expression of responsibility towards the social environment and all stakeholders.

KGHM, in pursuit of its equal treatment policy, undertakes to apply transparent and gender-neutral selection criteria in recruitment processes to the Company's bodies, to evaluate candidates on the basis of their qualifications and competencies, and to promote equal opportunities and diversity, including supporting the participation of the underrepresented gender and implementing equality solutions.

This document is consistent with KGHM's Human Resources Policy in the area of gender equality, supporting the achievement of diversity and non-discrimination objectives, in accordance with the Company's values and organisational culture.

## § 1 Objectives of the Policy

1. Achieving and maintaining the proportion of the underrepresented gender as close as possible to 33% of the positions on the Company's bodies in total, provided that persons of the underrepresented gender hold positions on each of the Company's bodies,
2. Attracting representatives of the underrepresented gender to key positions on the Company's bodies,
3. Preventing possible unjustified differences in the remuneration of members of the Company's bodies,

4. Identifying key principles and criteria for the selection of members of the Company's bodies, in accordance with accepted good corporate practice and the applicable requirements of generally applicable law,
5. Defining a framework of organisational solutions to ensure real and effective gender equality in access to decision-making positions on the Company's bodies.

## **§ 2 Scope of application of the Policy**

1. The Policy applies to all persons involved in decision-making processes concerning the filling of positions on the Company's bodies. In particular, the addressees of this Policy are:
  - 1) The General Meeting of the Company, insofar as it has an impact on the appointment of members of the Company's bodies, in particular members of the Supervisory Board of KGHM;
  - 2) The Supervisory Board of KGHM, to the extent that it has influence over the composition of the Management Board of the Company, in particular through its authority to appoint members of the Management Board of KGHM and to delegate members of the Supervisory Board of KGHM to temporarily perform the duties of persons serving on the Management Board of the Company;
  - 3) The Management Board of KGHM, insofar as it has an impact on the appointment and cooperation with the Diversity Officer, the approval of the Policy or its update and the implementation of individual objectives related to gender balance measures.
  - 4) Employees of the Company, insofar as they have an impact on the appointment of members of the Supervisory Board of KGHM, elected by employees of the KGHM Group, within the scope of their entitlement.
2. The Policy applies to all stages of the selection process of members of the Company's bodies.
3. The scope of the Policy applies both to the selection of members for a joint term of office and to the filling of vacancies arising during the term of office of the Company's bodies.
4. The principles arising from the Policy should be implemented in Entities of the KGHM Group taking into account their organisational and legal separation.

## **§ 3 Key criteria for the selection of candidates for the Company's bodies**

1. The selection of members of the Company's bodies shall be based on a clearly defined competency model, taking into account both formal requirements and the expected personal, social, interpersonal and communication competences and values aligned with the Company's organisational culture.
2. The criteria for the selection of candidates for the Company's bodies shall be formulated neutrally and unambiguously and applied in a non-discriminatory manner, taking into account both the qualifications of the candidates and the need

to ensure gender balance, diversity and inclusiveness in the composition of the Company's bodies.

3. The selection criteria are defined each time before the recruitment process begins.
4. The decisive criteria for the selection of members of the bodies are the necessary professional and ethical qualifications, competency of the candidates and their preparation for the function in question. At the same time, the addressees of this Policy are guided by the principle of inclusiveness and seek to ensure diversity and equality in the Company's bodies in the field of:
  - 1) gender, by ensuring that the proportion of the underrepresented gender is as close as possible to 33% of the positions on the Company's bodies in total, provided that persons of the underrepresented gender hold positions on each of the Company's bodies,
  - 2) education, by selecting candidates with a broad range of knowledge and academic achievements, in particular knowledge of corporate management and supervision, the Company's operations, including knowledge of the industry, economics, corporate finance, auditing and knowledge of applicable legislation,
  - 3) professional experience, by selecting candidates with experience and competencies appropriate to the functions entrusted to them and complementary to those of other members of the Company's bodies,
5. In selecting persons to be members of the Supervisory Board of KGHM, it is necessary to take into account the need to ensure a proper composition of the functioning committees of the Supervisory Board of KGHM, including the Audit Committee of the Supervisory Board of KGHM.
6. In selecting members of the Company's bodies, in addition to the criteria set out in Section 4, consideration shall also be given to issues of independence, including conflicts of interest of candidates with respect to their professional or non-professional activities, which could lead to conflicts of interest within the activities of the Company or the KGHM Group, as well as adversely affect her/his reputation as a member of the Company's body.
7. Candidates for positions on the Company's bodies shall be selected on the basis of a comparative assessment of, among other things, each candidate's qualifications.
8. The selection process shall also take into account the development potential of all candidates to successfully implement the Company's business strategy.
9. Where candidates of different genders have equivalent qualifications, priority for appointment shall be given to the person belonging to the underrepresented gender, unless there are objective reasons justifying the selection of another person, which should be duly documented.

#### **§ 4 Rules for the recruitment of candidates for the Company's bodies**

1. In order to seek candidates for positions on the Company's bodies, efforts shall be made to reach a wide range of potential candidates, including those of the underrepresented gender.

2. Recruitment notices shall be formulated in a transparent, understandable and non-discriminatory manner and published in such a way as to ensure wide access to recruitment information.
3. In the application process, the Company ensures equal opportunities for all candidates.
4. Persons participating in the recruitment processes for the Company's bodies should be selected in such a way as to ensure gender diversity, in order to guarantee a broad spectrum of perspectives and an equal distribution of votes.
5. Interviews are conducted according to established uniform rules, with equal treatment of all candidates.
6. Candidate selection processes are properly documented and justified on the basis of the criteria adopted.
7. If the recruitment process is entrusted to third parties, the Company obliges these entities to comply with the principles set out in the Policy and to apply standards of equality, transparency and non-discrimination.
8. The determination of the remuneration of members of the Company's bodies is carried out in particular in accordance with the Remuneration Policy for Members of the Management Board and Supervisory Board of KGHM.

## **§ 5 Diversity Officer**

1. The Management Board shall appoint a Diversity Officer at KGHM Polska Miedź S.A., who shall be responsible for coordinating and monitoring the implementation of the Policy, including its updating, and who shall serve as a point of contact for employees and candidates for the Company's bodies.
2. Contact details can be found on the KGHM website [Contacts | KGHM Corporate website](#).

## **§ 6 Reporting**

1. Information concerning, inter alia, the structure with regard to the maintenance of the parity of the Company's bodies and the measures taken to implement this Policy shall be included in the Company's annual reports and communicated to the competent supervisory bodies, in accordance with the regulations in force in this regard.
2. This report shall be published on the KGHM website [Corporate governance | KGHM Corporate website](#)

## **§ 7 Final Provisions**

1. Supervision of the implementation of the provisions of the Policy shall be carried out by the Company's bodies, each in its own capacity, including:
  - 1) The Supervisory Board of KGHM in the selection process for the positions of members of the Management Board of KGHM;

- 2) The General Meeting of KGHM with respect to the selection of members of the Supervisory Board of KGHM;
2. Detailed criteria for the selection of candidates for positions on the Company's bodies and the rules for their recruitment shall be set out in the Company's internal regulations.
3. Where breaches of the principles set out in this Policy are identified, appropriate corrective action is implemented to bring the recruitment and decision-making processes back into line with the requirements of the Policy.
4. The Company shall include in the individual objectives of the Management Board of KGHM goals related to gender balance measures.
5. The Company shall have separate specific regulations on career development programmes for women and men and human resources management strategies included in the Human Resources Policy of KGHM.