

Resolution No. 1
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023

concerning the appointment of the Chairman of the Shareholders' Meeting

Pursuant to Art. 409 § 1 of the Commercial Companies Code and § 4 of the By-laws of Shareholders' Meeting of Eurocash S.A. the Shareholders' Meeting hereby appoints Mrs./Mr. [...] as Chairman of the Shareholders' Meeting.

Resolution No. 2
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023

concerning the adoption of the Agenda of the Ordinary Shareholders' Meeting

The Shareholders' Meeting hereby adopts the agenda of the Ordinary Shareholders' Meeting, as announced in accordance with Art. 402¹ of the Commercial Company's Code, which consists of:

- 1) Opening of the Ordinary Shareholders' Meeting;
- 2) Confirmation that the Ordinary Shareholders' Meeting was validly convened and is able to adopt resolutions;
- 3) Election of the Chairman of the Ordinary Shareholders' Meeting;
- 4) Making an attendance list;
- 5) Adoption of the agenda;
- 6) Evaluation of the Company's annual report for 2022, including the financial statement for 2022 and the Report of the Management Board on business operations of Eurocash Group and Eurocash S.A. in 2022;
- 7) Evaluation of the Company's Capital Group consolidated annual report for 2022, including the consolidated financial statement for 2022 and the Report of the Management Board on business operations of Eurocash Group and Eurocash S.A. in 2022;
- 8) Evaluation of the Supervisory Board report on its activity in 2022, including a concise information on the Company's standing;
- 9) Adoption of a resolution concerning the approval of the Company's annual report for 2022, including the financial statement for 2022 and the Report of the Management Board on business operations of Eurocash Group and Eurocash S.A. in 2022;
- 10) Adoption of a resolution concerning the approval of the Company's Capital Group consolidated annual report for 2022, including the consolidated financial statement for 2022 and the Report of the Management Board on business operations of Eurocash Group and Eurocash S.A. in 2022;
- 11) Adoption of a resolution concerning distribution of net profit for 2022;
- 12) Adoption of resolutions concerning the acknowledgement of the fulfillment of duties by individual Members of the Management Board in 2022;
- 13) Adoption of resolutions concerning the acknowledgement of the fulfillment of duties by individual Members of the Supervisory Board in 2022;
- 14) Adoption of resolution concerning the opinion on the Report on the remuneration of members of the Management Board and Supervisory Board of Eurocash S.A.;
- 15) Adoption of resolution concerning the remuneration of the Members of the Supervisory Board;

16) Closing of the Ordinary Shareholders' Meeting.

**Resolution No. 3
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

concerning the approval of the Company's annual report including the financial statement for 2022 and the Management Board's report on the operations of the Company in 2022

Pursuant to Article 395 § 2 point 1 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statute of Eurocash S.A. (the "**Company**"), based on the Company's annual report, the opinion presented by the expert auditor Grant Thornton Polska Prosta Spółka Akcyjna and according to the recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Ordinary Shareholders' Meeting of the Company hereby approves the Company's annual report, including:

1. the standalone financial statements of the Company for 2022, consisting of: (i) general information, (ii) standalone statement of financial position as at December 31, 2022 with a balance sheet total of PLN 6,855,600,456 (six billion eight hundred fifty five million six hundred thousand four hundred fifty six), (iii) the standalone profit and loss account for the period from January 1, 2022 to December 31, 2022 and the standalone statement of comprehensive income for the period from January 1, 2022 to December 31, 2022, showing the net profit of PLN 171,228,360 (one hundred seventy one million two hundred twenty eight thousand three hundred sixty) respectively and profit in total income in the amount of PLN 157,285,193 (one hundred fifty seven million two hundred eighty five thousand one hundred ninety three), (iv) standalone statement of changes in equity in the period from January 1, 2022 to December 31, 2022, representing the balance as at December 31, 2022 of PLN 1,462,886,445 (one billion four hundred sixty two million eight hundred eighty six thousand four hundred forty five), (v) the standalone statement of cash flows for the period from January 1, 2022 to December 31, 2022, showing an increase in cash by the amount of PLN 26,497,355 (twenty six million four hundred ninety seven thousand three hundred fifty five) and (vi) additional information and explanatory notes; and
2. the Report of the Management Board on business operations of Eurocash Group and Eurocash S.A. in 2022, including in particular a statement on the compliance with the corporate governance rules.

**Resolution No. 4
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

concerning the approval of the Company's Capital Group consolidated annual report for 2022 including the consolidated financial statement for 2022 and the Management Board's report on the operations of the Eurocash S.A. Capital Group

Pursuant to Art. 395 § 5 of the Commercial Companies Code, Art. 55 and Art. 63 c Sec. 4 of the Accounting Law and § 16 Sec. 1 item 11 of the Statute of Eurocash S.A. (the "**Company**"), based on the Company's Capital Group consolidated annual report for 2022,

the opinion presented by the expert auditor Grant Thornton Polska Prosta Spółka Akcyjna and according to the recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Company's Ordinary Shareholders' Meeting hereby approves the Company's Capital Group consolidated annual report for 2022, including, in particular:

1. the consolidated financial statements of the Company's Capital Group for 2022, consisting of: (i) general information, (ii) the consolidated statement of financial position as at December 31, 2022, showing a balance sheet total of PLN 8,669,822,691 (eight billion six hundred sixty nine million eight hundred twenty two thousand six hundred ninety one), (iii) the consolidated profit and loss account for the period from January 1, 2022 to December 31, 2022 and the consolidated statement of comprehensive income for the period from January 1, 2022 to December 31, 2022, showing, respectively, a net profit of PLN 89,230,467 (eighty nine million two hundred thirty thousand four hundred sixty seven) and a profit in total income of PLN 75,547,641 (seventy five million five hundred forty seven thousand six hundred forty one), (iv) the consolidated statement of changes in equity in the period from January 1, 2022 to December 31, 2022, representing the balance as at December 31, 2022 of PLN 798 902 858 (seven hundred ninety eight million nine hundred two thousand eight hundred fifty eight) as at December 31, 2022, (v) the consolidated cash flow statement for the period from January 1, 2022 to December 31, 2022, showing an increase in cash for the amount of PLN 57,202,698 (fifty seven million two hundred two thousand six hundred ninety eight) and (vi) additional information and explanatory notes; and
2. the Report of the Management Board on business operations of Eurocash Group and Eurocash S.A. in 2022, including in particular a statement on the compliance with the corporate governance rules.

Resolution No. 5
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023
concerning distribution of profit for 2022

§1

Pursuant to Article 395 § 2 point 2 of the Commercial Companies Code and provisions of § 16 Section 1 point 6 of the Statute of Eurocash S.A. (the "**Company**") and based on recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Ordinary Shareholders' Meeting of Eurocash S.A. hereby resolves that the net profit for 2022 amounting to PLN 171,228,360 (one hundred seventy one million two hundred twenty eight thousand three hundred sixty zloty) shall be distributed as follows:

- a) to allocate the Company's net profit for fiscal year 2022 in the amount of PLN 50,000,000 (fifty million zlotys) for the payment of dividends, i.e. to allocate PLN 0.36 (thirty-six groszy) per share;
- b) to allocate the remaining net profit of the Company for the 2022 fiscal year in the amount of PLN 121,228,360 (one hundred and twenty one million two hundred twenty eight thousand three hundred sixty zlotys) to the reserve capital.

§2

The dividend date shall be 26 July 2023.

§3

The dividend payment date shall be 29 July 2023.

**Resolution No. 6
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the President of Management Board's
duties performed by Mr. Paweł Surówka in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statue of Eurocash S.A. and based on recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Ordinary Shareholders' Meeting of Eurocash S.A. hereby acknowledges Mr. Paweł Surówka's fulfillment of his President of Management Board's duties performed in 2022.

**Resolution No. 7
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the Management Board member's duties
performed by Ms. Katarzyna Kopaczewska in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statue of Eurocash S.A. and based on recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Ordinary Shareholders' Meeting hereby acknowledges Ms. Katarzyna Kopaczewska's fulfillment of her Management Board member's duties performed in 2022.

**Resolution No. 8
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the Management Board member's duties
performed by Mr. Arnaldo Guerreiro in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statue of Eurocash S.A. and based on recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Ordinary Shareholders' Meeting hereby acknowledges Mr. Arnaldo Guerreiro's fulfillment of his Management Board member's duties performed in 2022.

**Resolution No. 9
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the Management Board member's duties
performed by Mr. Pedro Martinho in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statue of Eurocash S.A. and based on recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22,

2023, the Ordinary Shareholders' Meeting hereby acknowledges Mr. Pedro Martinho's fulfillment of his Management Board member's duties performed in 2022.

**Resolution No. 10
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the Management Board member's duties
performed by Mr. Jacek Owczarek in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statute of Eurocash S.A. and based on recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Ordinary Shareholders' Meeting hereby acknowledges Mr. Jacek Owczarek's fulfillment of his Management Board member's duties performed in 2022.

**Resolution No. 11
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the Management Board member's duties
performed by Mr. Przemysław Ciaś in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statute of Eurocash S.A. and based on recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Ordinary Shareholders' Meeting hereby acknowledges Mr. Przemysław Ciaś's fulfillment of his Management Board member's duties performed in 2022.

**Resolution No. 12
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the Management Board member's duties
performed by Mr. Tomasz Polański in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statute of Eurocash S.A. and based on recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Ordinary Shareholders' Meeting hereby acknowledges Mr. Tomasz Polański's fulfillment of his Management Board member's duties performed in 2022, i.e. for the period 01.02.2022-31.12.2022.

**Resolution No. 13
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the Management Board member's duties
performed by Mr. Dariusz Stolarczyk in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statute of Eurocash S.A. and based on recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Ordinary Shareholders' Meeting hereby acknowledges Mr. Dariusz Stolarczyk's fulfillment of his Management Board member's duties performed in 2022, i.e. for the period 01.02.2022-31.12.2022.

**Resolution No. 14
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

concerning acknowledgement of the fulfillment by Mr. Luis Manuel Conceicao Pais do Amaral - the former Member of Management Board - of his duties performed in 2022

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statute of Eurocash S.A. and based on recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Ordinary Shareholders' Meeting of Eurocash S.A. hereby acknowledges the fulfillment by Mr. Luis Manuel Conceicao Pais do Amaral – the former Member of Management Board – of his duties performed in 2022 as, i.e. for the period 01.01.2022-30.06.2022.

**Resolution No. 15
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

concerning acknowledgement of the fulfillment by Mr. Rui Amaral - the former Member of Management Board - of his duties performed in 2022

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statute of Eurocash S.A. and based on recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Ordinary Shareholders' Meeting of Eurocash S.A. hereby acknowledges the fulfillment by Mr. Rui Amaral – the former Member of Management Board – of his duties performed in 2022 as, i.e. for the period 01.01.2022-31.01.2022.

**Resolution No. 16
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

concerning acknowledgement of the fulfillment by Mr. Noel Collett - the former Member of Management Board - of his duties performed in 2022

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statute of Eurocash S.A. and based on recommendation expressed in Resolution No. 1 of the Supervisory Board of May 22, 2023, the Ordinary Shareholders' Meeting of Eurocash S.A. hereby acknowledges the fulfillment by Mr. Noel Collett – the former Member of Management Board – of his duties performed in 2022 as, i.e. for the period 01.01.2022-31.01.2022.

**Resolution No. 17
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the Supervisory Board Chairman's duties
performed by Mr. Luis Manuel Conceicao Pais do Amaral in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statue of Eurocash S.A., the Ordinary Shareholders' Meeting hereby acknowledges Mr. Luis Manuel Conceicao Pais do Amaral fulfillment of his Supervisory Board Chairman's duties performed in 2022, i.e. for the period 01.07.2022-31.12.2022.

**Resolution No. 18
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the Supervisory Board member's duties
performed by Mr. Hans Joachim Körber in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statue of Eurocash S.A., the Ordinary Shareholders' Meeting hereby acknowledges Mr. Hans Joachim Körber fulfillment of his Supervisory Board member's duties performed in 2022, which also includes the period of service as Chairman of the Supervisory Board, i.e. 01.01.2022-30.06.2022.

**Resolution No. 19
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the Supervisory Board member's duties
performed by Mr. Francisco José Valente Hipólito dos Santos in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statue of Eurocash S.A., the Ordinary Shareholders' Meeting hereby acknowledges Mr. Francisco José Valente Hipólito dos Santos fulfillment of his Supervisory Board member's duties performed in 2022.

**Resolution No. 20
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the Supervisory Board member's duties
performed by Mr. Jorge Mora in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statue of Eurocash S.A., the Ordinary Shareholders' Meeting hereby acknowledges Mr. Jorge Mora fulfillment of his Supervisory Board member's duties performed in 2022.

**Resolution No. 21
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment of the Supervisory Board member's duties
performed by Mr. Przemysław Budkowski in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statute of Eurocash S.A., the Ordinary Shareholders' Meeting hereby acknowledges Mr. Przemysław Budkowski fulfillment of his Supervisory Board member's duties performed in 2022.

**Resolution No. 22
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning acknowledgement of the fulfillment by Mr. Renato Arie - the former Member of
Supervisory Board - of his duties performed in 2022*

Pursuant to Article 395 § 2 point 3 in conjunction with Article 393 point 1 of the Commercial Companies Code and provisions of § 16 Section 1 point 1 of the Statute of Eurocash S.A., the Ordinary Shareholders' Meeting hereby acknowledges fulfillment by Mr. Renato Arie – the former Member of Supervisory Board – of his duties performed in 2022 as, i.e. for the period 01.01.2022-30.06.2022.

**Resolution No. 23
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

*concerning the opinion on the Report on the remuneration of members of the Management
Board and Supervisory Board of Eurocash S.A.*

Acting pursuant to Article 90g sec. 6 of the Act of 29 July 2005 on Public Offer and Conditions of Introduction of Financial Instruments to Organized Trading System and on Public Companies the Ordinary Shareholders' Meeting hereby gives a positive opinion on the Report on the remuneration of members of the Management Board and Supervisory Board of Eurocash S.A. for the year 2022.

**Resolution No. 24
of the Ordinary Shareholders' Meeting
of Eurocash S.A.
of 19 June 2023**

concerning the remuneration of the Members of the Supervisory Board

Pursuant to Article 392 § 1 of the Commercial Companies Code and provisions of § 14 Section 6 of the Statutes of Eurocash S.A. (hereinafter the **“Company”**), the Ordinary Shareholders' Meeting hereby resolves that as of July 1, 2023:

- Each of the Members of the Company's Supervisory Board shall be entitled to remuneration for exercising his duties in the amount of 55,000 (fifty five thousand)

Euro per annum or the Zloty equivalent thereof, calculated using the mid exchange rate announced by the National Bank of Poland as of the date of payment, payable in four equal installments on the last business day of the pertinent quarter,

- The Chairman of the Supervisory Board is entitled to receive additional benefits in the form of a company car intended for business and private use; personal computer and business telephone; a medical care package intended for a member of the Supervisory Board and members of his immediate family, based on the Company's policy; additional life insurance and coverage by the Company of travel and accommodation costs, the total value of the additional benefits may not exceed the amount of 240,000 (two hundred and forty thousand) Euro per annum or the Zloty equivalent thereof, calculated using the mid exchange rate announced by the National Bank of Poland as of the date of payment.