

**“Resolution No. 19/2024
dated 26 April 2024
of the Supervisory Board
of INTER CARS S.A. of Warsaw**

KRS No. 000008734

to:

give an opinion on adoption of the amended ‘Remuneration Policy for Members of the Management Board and Supervisory Board of Inter Cars S.A. of Warsaw’

The Supervisory Board of INTER CARS S.A. of Warsaw (the “**Company**”), in connection with Art. 14.2.7 of the Company’s Articles of Association and Principle 4.7 of the Code of Best Practice for WSE Listed Companies 2021, resolves as follows:

Whereas:

- (i) The Management Board has authorised and submitted to the Supervisory Board a draft amended ‘*Remuneration Policy for Members of the Management Board and Supervisory Board of Inter Cars S.A. of Warsaw*’;
- (ii) Pursuant to Art. 90e.4 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005, a resolution concerning the remuneration policy is passed at least every four years;
- (iii) In the opinion of the Management Board, the proposed draft amended ‘*Remuneration Policy for Members of the Management Board and Supervisory Board of Inter Cars S.A. of Warsaw*’ meets the requirements stipulated in the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005, and the proposed amendments are intended to align the document with the current policy objectives and the Company’s operations;
- (iv) Pursuant to Art. 14.2.7 of the Company’s Articles of Association, the main powers of the Supervisory Board include determination of the remuneration policy for members of the Management Board;
- (v) Pursuant to Principle 4.7 of the Code of Best Practice for WSE Listed Companies 2021, the Supervisory Board reviews and gives opinions on matters which are to be considered and voted on by the General Meeting.

Section 1

In view of the foregoing, having reviewed the draft ‘*Remuneration Policy for Members of the Management Board and Supervisory Board of Inter Cars S.A. of Warsaw*’, the Supervisory Board recommends that the General Meeting pass a resolution to adopt the amended ‘*Remuneration Policy for Members of the Management Board and Supervisory Board of Inter Cars S.A. of Warsaw*’ consistent with the draft document submitted by the Management Board.

Section 2

This Resolution shall come into force upon its adoption.”