MURAPOL

# Report of the Supervisory Board on remuneration of the members of the Management Board and Supervisory Board of Murapol S.A. for the year 2024

This Report has been compiled in compliance with the regulations on remuneration in public companies, on the basis of Article 90g of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (Journal of laws of 2024, item 620).

The report is a comprehensive review of the remuneration due to individual members of the Management Board and Supervisory Board of MURAPOL S.A. (hereinafter: 'Company') in the last financial year 2024, awarded under the Remuneration Policy for Members of the Management Board and Supervisory Board of MURAPOL S.A. (hereinafter: 'Remuneration Policy').

In 2024, the composition of the Management Board and Supervisory Board was as follows:

| **Management Board of the Company** | **Function** |
|---|---|
| Nikodem Iskra | President of the Management Board |
| Iwona Sroka | Member of the Management Board |
| Przemysław Kromer | Member of the Management Board |

In the period from 1 January 2024 to 30 April 2024, the composition of the Supervisory Board was as follow:

| **Supervisory Board** | **Function** |
|---|---|
| John Ruane | Chairman of the Supervisory Board |
| William Twemlow | Vice-Chairman of the Supervisory Board |
| Maciej Dyjas | Vice-Chairman of the Supervisory Board |
| Piotr Fijołek | Vice-Chairman of the Supervisory Board |
| Lukas Gradischnig | Member of the Supervisory Board |
| Nebil Şenman | Member of the Supervisory Board |
| Justyna Bauta-Szostak | Member of the Supervisory Board |
| Brendan O`Mahony | Member of the Supervisory Board |

In the period from 30 April 2024 to 31 December 2024, the composition of the Supervisory Board was as follows:

| **Supervisory Board** | **Function** |
|---|---|
| John Ruane | Chairman of the Supervisory Board |
| William Twemlow | Vice-Chairman of the Supervisory Board |
| Maciej Dyjas | Vice-Chairman of the Supervisory Board |
| Piotr Fijołek | Vice-Chairman of the Supervisory Board |
| Lukas Gradischnig | Member of the Supervisory Board |
| Nebil Şenman | Member of the Supervisory Board |
| Justyna Bauta-Szostak | Member of the Supervisory Board |

| | |
|---|---|
| Brendan O`Mahony | Member of the Supervisory Board |
| Aniela Hejnowska | Member of the Supervisory Board |

## AMOUNT OF THE TOTAL REMUNERATION OF THE MEMBERS OF THE MANAGEMENT BOARD OF THE COMPANY IN THE YEAR 2024 BROKEN DOWN BY COMPONENTS AND THE MUTUAL PROPORTIONS BETWEEN THESE COMPONENTS OF REMUNERATION

The remuneration of the members of the Management Board of the Company in 2024 is laid down in the tables below (in thousands of PLN):

| | Fixed remuneration | | | | Bonus remuneration | Mutual rate between the total bonus remuneration and fixed one** |
|---|---|---|---|---|---|---|
| | by way of appointment | by way of management contract | contract of employment | TOTAL | | |
| **Nikodem Iskra** | 78 | 689 | - | 767 | 1200 | 156% |
| **Iwona Sroka*** | 24 | - | 667 | 691 | 800 | 116% |
| **Przemysław Kromer** | 24 | 276 | - | 300 | 0 | 0% |

* In addition, Ms Iwona Sroka received a benefit in kind of PLN 418,80 (medical care). Furthermore, Ms Iwona Sroka is a participant in the Employee Capital Plan and, on this account, the employer has made a payment in the amount of 1.5% calculated on the remuneration due under the contract of employment.

** Bonus remuneration as percentage of fixed remuneration.

The remuneration of the members of the Management Board includes the remuneration due for 2024.

Moreover, during 2024, members of the Management Board were entitled to non-cash benefits financed by the Company, i.e. a medical care package, company cars for business purposes, company telephones and laptops for business purposes, sports cards allowing the use of sports facilities; group life and health insurance coverage for employees and collaborators of the Murapol Group.

Under the Remuneration Policy adopted by the Company, fixed remuneration is paid monthly at the times and in accordance with the terms and conditions stipulated in the contract or resolution giving rise to the appointment.

According to the Remuneration Policy, members of the Management Board may be entitled to additional variable cash remuneration in the form of an 'Annual Bonus'.

Earning the right to receive the 'Annual Bonus' depends on the assessment of the level of achievement of financial and non-financial targets in the past turnover year. The financial targets included the level of EBITDA, the amount of the profit of the Company and the Group, as well as other operational indicators relevant to the area of responsibility of the respective Member of the Management Board. The amount of the Annual Bonus to be awarded and the level of achievement of the targets by the Member of the Management Board are subject to assessment and decision by the Supervisory Board.

In the specific circumstances relating to a member of the Management Board and his/her commitment to the Company and the Group, members of the Management Board may receive additional cash incentive benefits from the

Company, the majority shareholder or its controlling entities subject to the prior approval, after an analysis of the totality of the circumstances, of the legal relationship under which such benefit shall be paid by the Supervisory Board. The Supervisory Board may determine additional circumstances entitling a member of the Management Board to receive such a benefit.

The Remuneration Policy and the resolutions granting bonus remuneration, do not provide for a deferral mechanism or the possibility for the Company to request repayment of these benefits.

The Company has incentive programs for members of the Company's management staff, including Members of the Management Board for the years 2021-2024 and 2024-2028, described in note 36.4.1 in the consolidated financial statements of the Murapol S.A. Capital Group for 2024 year. The cost of these programs in 2024 amounted to PLN 2,825 thousand. In 2024 no remuneration was granted or paid to Members of the Management Board in the form of financial instruments – management options.

## AMOUNT OF TOTAL REMUNERATION OF THE MEMBERS OF THE SUPERVISORY BOARD OF THE COMPANY IN THE YEAR 2024, BROKEN DOWN BY COMPONENTS

The remuneration of the members of the Supervisory Board of the Company paid in 2024 is outlined in the table below (in thousands of PLN):

| | Fixed remuneration by way of appointment (gross) |
|---|---|
| **John Ruane*** | 1 |
| **William Twemlow*** | 1 |
| **Maciej Dyjas** | 1 |
| **Piotr Fijołek** | 1 |
| **Lukas Gradischnig*** | 1 |
| **Nebil Şenman** | 1 |
| **Justyna Bauta-Szostak**** | 180 |
| **Brendan O` Mahony**** | 180 |
| **Aniela Hejnowska**** | 121 |

* Mr Lukas Gradisching, Mr John Ruane and Mr William Twemlow have donated their remuneration to charitable purposes. The company has made a direct payment to the Fundacja Dzieci Zdążyć z Pomocą (Foundation for Children 'Help on Time') National Court Register (KRS): 0000037904.

** Independent members of the Supervisory Board.

The remuneration of the members of the Supervisory Board includes the remuneration due for 2024.

Independent members of the Supervisory Board receive a fixed monthly remuneration for their appointment, while all members of the Supervisory Board are entitled to a fixed lump sum remuneration for their attendance at the Supervisory Board meeting.

The Company does not grant members of the Supervisory Board remuneration in the form of financial instruments.

The total remuneration of the members of the Management Board and Supervisory Board of the Company was awarded and paid according to the adopted Remuneration Policy.

Its amount was relevant to the degree of implementation of the business strategy of the Company, the long-term interests and the stability of the Company.

The dimension and nature of the remunerations were consistent with the objectives and interests of Murapol S.A. Their payment was aimed at enhancing the motivation of the Members of the Management Board and their achievement of objectives contributing to the achievement of the expected financial performance of the Company, operational performance and other special circumstances having a significant impact on the operation of the Company and the commitment of the Members of the Management Board, which formed the basis for the bonus award.

**CASH AND IN NON-CASH BENEFITS IN THE YEAR 2024 FOR THE PERSONS MOST CLOSELY RELATED TO THE MEMBERS OF THE MANAGEMENT BOARD OF THE COMPANY AND THE MEMBERS OF THE SUPERVISORY BOARD.**

The Company did not grant any cash or non-cash benefits to the benefit of the persons most closely related to the members of the Management Board of the Company and the members of the Supervisory Board in 2024.

**COMPARISON OF REMUNERATION, COMPANY PERFORMANCE AND AVERAGE REMUNERATION OF COMPANY EMPLOYEES WHO ARE NOT MEMBERS OF THE MANAGEMENT BOARD OR SUPERVISORY BOARD (in thousands of PLN):**

| | 2024 | 2023 | Percentage change from 2023 to 2024 |
|---|---|---|---|
| **Remunerations of the Management Board*** | **3 758** | **4 731** | **-21%** |
| Nikodem Iskra | 1 967 | 2 417 | -19% |
| Iwona Sroka | 1 491 | 1 714 | -13% |
| Przemysław Kromer | 300 | 600 | -50% |
| **Remunerations of the Supervisory Board** | **487** | **366** | **33%** |
| John Ruane | 1 | 1 | 0% |
| William Twemlow | 1 | 1 | 0% |
| Maciej Dyjas | 1 | 1 | 0% |
| Piotr Fijołek | 1 | 1 | 0% |
| Lukas Gradischnig | 1 | 1 | 0% |
| Nebil Şenman | 1 | 1 | 0% |
| Justyna Bauta-Szostak | 180 | 180 | 0% |
| Brendan O`Mahony | 180 | 180 | 0% |
| Aniela Hejnowska | 121 | 0 | - |

| | | | |
|---|---|---|---|
| **Company performance (net profit)** | **241 808** | **217 126** | **11%** |
| **Capital Group performance (consolidated net profit)** | **242 029** | **219 151** | **10%** |
| **Average annual remuneration of employees who are not members of the Management Board or the Supervisory Board** | **168** | **174** | **-3%** |

* this item does not include remuneration obtained in other companies of the Murapol S.A. Capital Group.

The above table covers only 2024 and 2023, because in accordance with article 90g section 3 of the Act of 29 July 2025 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (Journal of Laws of 2024, item 620), the Company presents only information relating to the financial years for which the Supervisory Board was obliged to prepare a remuneration report. This Report on the remuneration of members of the Management Board and Supervisory Board of the Company is the second report of the Supervisory Board on the remuneration of members of the Management Board and Supervisory Board of Murapol S.A.

## AMOUNT OF REMUNERATION FROM ENTITIES BELONGING TO THE SAME CAPITAL GROUP

From the Murapol S.A. Capital Group entities, the members of the Management Board of the Company were granted remuneration in the amounts shown in the table below (in thousands of PLN):

| | **Company** | **2024** |
|---|---|---|
| **Nikodem Iskra** | Murapol Architects Drive S.A. | 2917 |
| | Murapol Venture Partner S.A. | 24 |
| | Murapol Real Estate S.A. | 42 |
| | MyMurapol sp. z o.o. | 12 |
| | Cross Bud S.A. | 18 |
| **Iwona Sroka** | Murapol Architects Drive S.A. | 6 |
| | Murapol Real Estate S.A. | 42 |
| **Przemysław Kromer** | MyMurapol sp. z o.o. | 1370 |
| | Murapol Architects Drive S.A. | 6 |
| | Murapol Centrum Usług Wspólnych sp. z o.o. | 18 |
| | Cross Bud S.A. | 6 |
| | Murapol Venture Partner S.A. | 6 |
| | Murapol Real Estate S.A. | 18 |

The remuneration includes the remuneration due for 2024.

The members of the Supervisory Board of Murapol S.A. did not receive any remuneration from entities belonging to the same capital group in 2024.

The remuneration policy was adopted in the Company in December 2023. Since its implementation, there have been no deviations from its application.

On April 30, 2024, the Ordinary General Meeting of Murapol S.A. adopted Resolution No. 9 giving a positive opinion on the report of the Supervisory Board on the remuneration of the Members of the Management Board and Supervisory Board of Murapol S.A. for the year 2023.

This Report has been subject to an assessment by the statutory auditor.