

Draft resolutions

**Draft resolutions
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
convened for June 25, 2026 at 09:00 a.m.**

Resolution No. 1
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on the election of the Chairman of the Ordinary General Meeting.

§ 1

The Ordinary General Meeting of Tire Company Dębica S.A. elects Mr./Mrs. as the Chairman of the Ordinary General Meeting.

§ 2

Resolution comes into force upon adoption.

Resolution No. 2
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on the adoption of the Agenda.

§ 1

The Ordinary General Meeting of Tire Company Dębica S.A. resolves to adopt the following agenda:

1. Opening of the Ordinary General Meeting of Shareholders.
2. Election of the Chairman of the Ordinary General Meeting of Shareholders.
3. Confirmation of the correctness of convening the Ordinary General Meeting of Shareholders and its ability to adopt resolutions.
4. Adoption of the Agenda.
5. Election of the Secretary of the Ordinary General Meeting of Shareholders.
6. Review and approval of the Company's financial statements for 2025.
7. Review and approval of the Management Board's report on the Company's operations for 2025.
8. Review and approval of the Supervisory Board's report for 2025.
9. Adoption of a resolution on the distribution of profit.
10. Granting discharge to members of the Company's Management Board for the performance of their duties for 2025.
11. Granting discharge from liability to members of the Company's Supervisory Board for the performance of their duties in 2025.
12. Determination of the number of members of the Company's Supervisory Board.
13. Appointment of members of the Company's Supervisory Board.

14. Adoption of a resolution to give an opinion on the report on the remuneration of members of the Management Board and Supervisory Board of the Company for 2025.
15. Adoption of a resolution to amend the Company's Articles of Association.
16. Closing of the General Meeting.

§ 2

Resolution comes into force upon adoption.

**Resolution No. 3
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on the election of the Secretary of the Ordinary General Meeting of Shareholders.**

§ 1

The Ordinary General Meeting of Tire Company Dębica S.A. elects Mr./Mrs. _____ as the Secretary of the Ordinary General Meeting.

§ 2

Resolution comes into force upon adoption.

**Resolution No. 4
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on approval of the Company's financial statements for 2025.**

§ 1

The Ordinary General Meeting of Tire Company Debica S.A. hereby approves the financial statements for 2025 presented to it on June 25, 2026, including:

1. Balance sheet prepared as at 31 December 2025,
2. Profit and loss account,
3. Cash flow statement,
4. Notes and explanations.

§ 2

Resolution comes into force upon adoption.

**Resolution No. 5
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on approval of the Management Board's report on the Company's operations for 2025.**

§ 1

The Ordinary General Meeting of Tire Company Debica S.A. approves the Management Board's report on the Company's operations for 2025.

§ 2

Resolution comes into force upon adoption.

Resolution No. 6
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
on approval of the Supervisory Board's report on its activities for 2025.

§ 1

The Ordinary General Meeting of Tire Company Dębica S.A. approves the Supervisory Board's report for 2025.

§ 2

Resolution comes into force upon adoption.

Resolution No. 7
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on 2025 profit distribution.

§ 1

The Ordinary General Meeting of Tire Company Dębica S.A. resolves to distribute the profit for 2025 in the amount PLN 124,983,776.32 (in words: one hundred twenty-four million nine hundred eighty-three thousand seven hundred seventy-six zlotys and 32/100), in the following manner:

1. An amount of PLN 93,720,672.50 (in words: ninety-three million seven hundred twenty thousand six hundred seventy-two zlotys and 50/100) to be distributed as dividend to shareholders, i.e. PLN 6.79 (in words: six zlotys 79/100) per share, with the dividend record date set for September 21, 2026 and the dividend payment date set for December 17, 2026, taking into account the seasonal nature of the Company's business;
2. An amount of PLN 31,263,103.82 (in words: thirty-one million two hundred sixty-three thousand one hundred three zlotys and 82/100) to be allocated to reserve capital, with the possibility of distribution in future years.

The amount allocated to the reserve capital of T.C. Dębica S.A. may also be allocated to be distributed among shareholders in subsequent financial years, including in the form of an interim dividend or interim dividends.

§ 2

Resolution comes into force upon adoption.

**Resolution No. 8
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026**

**on granting discharge to the Member of the Management Board of the Company for the
performance of his duties in 2025.**

§ 1

The Ordinary General Meeting of Shareholders of Tire Company Dębica S.A. hereby grants discharge from liability to Mr. Ireneusz Maksymiuk, President of the Management Board of Tire Company Dębica S.A., on account of the performance of his duties for the year 2025.

§ 2

Resolution comes into force upon adoption.

**Resolution No. 9
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026**

**on granting discharge to the Member of the Management Board of the Company for the
performance of his duties in 2025.**

§ 1

The Ordinary General Meeting of Shareholders of Tire Company Dębica S.A. hereby grants discharge from liability to Mr. Marek Nahtigal, Member of the Management Board of Tire Company Dębica S.A., on account of the performance of his duties for the year 2025.

§ 2

Resolution comes into force upon adoption.

Resolution No. 10
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on granting discharge to a Member of the Management Board of the Company for the
performance of her duties in 2025.

§ 1

The Ordinary General Meeting of Tire Company Dębica S.A. hereby grants discharge from liability to Ms. Anna Winiarska – Miśkowiec, Member of the Management Board of Tire Company Dębica S.A., for the performance of her duties for the year 2025.

§ 2

Resolution comes into force upon adoption.

Resolution No. 11
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on granting discharge to a Member of the Supervisory Board of the Company on account
of the performance of his duties in 2025.

§ 1

The Ordinary General Meeting of Tire Company Dębica S.A. hereby grants discharge from liability to Mr. Jacek Pryczek, Chairman and Member of the Supervisory Board, on account of the performance of his duties for 2025.

§ 2

Resolution comes into force upon adoption.

**Resolution No. 12
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026**

**on granting discharge to a Member of the Supervisory Board of the Company on account
of the performance of his duties in 2025.**

§ 1

The Ordinary General Meeting of Shareholders of Tire Company Debica S.A. hereby grants discharge from liability to Mr. François Colin de Verdière, Deputy Chairman and Member of the Supervisory Board, on account of the performance of his duties for the year 2025.

§ 2

Resolution comes into force upon adoption.

**Resolution No. 13
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026**

**on granting discharge to a Member of the Supervisory Board of the Company on account
of the performance of his duties in 2025.**

§ 1

The Ordinary General Meeting of Tire Company Dębica S.A. hereby grants discharge from liability to Mr. Andrzej Kowal, Secretary and Member of the Supervisory Board, on account of the performance of his duties for the year 2025.

§ 2

Resolution comes into force upon adoption.

**Resolution No. 14
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026**

**on granting discharge to a Member of the Supervisory Board of the Company on account
of the performance of his duties in 2025.**

§ 1

The Ordinary General Meeting of Shareholders of Tire Company Dębica S.A. hereby grants discharge from liability to Mr. Lourens Roets, Member of the Supervisory Board, on account of the performance of his duties for the year 2025.

§ 2

Resolution comes into force upon adoption.

**Resolution No. 15
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026**

**on granting discharge to a Member of the Supervisory Board of the Company on account
of the performance of her duties in 2025.**

§ 1

The Ordinary General Meeting of Shareholders of Tire Company Dębica S.A. hereby grants discharge from liability to Ms. Agnieszka Modras, Member of the Supervisory Board, on account of the performance of her duties for the year 2025.

§ 2

Resolution comes into force upon adoption.

**Resolution No. 16
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026**

**on granting discharge to a Member of the Supervisory Board of the Company on account
of the performance of his duties in 2025.**

§ 1

The Ordinary General Meeting of Shareholders of Tire Company Dębica S.A. hereby grants discharge from liability to Mr. Michaël De Schrijver, Member of the Supervisory Board, on account of the performance of his duties for the year 2025.

§ 2

Resolution comes into force upon adoption.

**Resolution No. 17
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026**

**on granting discharge to a Member of the Supervisory Board of the Company on account
of the performance of his duties in 2025.**

§ 1

The Ordinary General Meeting of Shareholders of Tire Company Dębica S.A. hereby grants discharge from liability to Mr. Vincent Ganier, Member of the Supervisory Board, on account of the performance of his duties for the year 2025.

§ 2

Resolution comes into force upon adoption.

Resolution No. 18
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on granting discharge to a Member of the Supervisory Board of the Company for the
performance of his duties in 2025

§ 1

The Ordinary General Meeting of Shareholders of Tire Company Dębica S.A. hereby grants discharge from liability to Mr. Krzysztof Mika, Member of the Supervisory Board, on account of the performance of his duties in 2025.

§ 2

Resolution comes into force upon adoption.

Resolution No. 19
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on granting discharge to a Member of the Supervisory Board of the Company for the
performance of his duties in 2025

§ 1

The Ordinary General Meeting of Tire Company Dębica S.A. hereby grants discharge from liability to Mr. Janusz Raś, Member of the Supervisory Board, for the performance of his duties in 2025.

§ 2

Resolution comes into force upon adoption.

Resolution No. 20
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on determination of the number of members of the Supervisory Board

§ 1

The Ordinary General Meeting of Tire Company Dębica S.A. resolves that the Supervisory Board of the term of office commencing on June 26, 2025 will be composed of 5 to 9 members.

§ 2

Resolution comes into force upon adoption.

**Resolution No. 21
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on appointment to the Supervisory Board**

§ 1

The Ordinary General Meeting of Tire Company Dębica S.A. appoints Mr./Mrs. _____ to the Supervisory Board for the term of office commencing on June 25, 2026.

§ 2

Resolution comes into force upon adoption.

(The above resolution repeated the appropriate number of times, depending on the content of resolutions No. 20 and 21).

**Resolution No. 22
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on giving an opinion on the report on the remuneration of Members of the Management
Board and Supervisory Board of the Company for 2025**

§ 1

The Ordinary General Meeting of Tire Company Dębica S.A., acting pursuant to Article 90g(6) of the Act of 29 July 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organized Trading, and Public Companies, gives a positive opinion on the report on the remuneration of members of the Management Board and Supervisory Board of the Company for 2025.

§ 2

Resolution comes into force upon adoption.

Justification: *The obligation to adopt a resolution arises from Article 90g(6) 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 2025, item 592).*

Appendix No. 1

to Resolution No. 22 of the Ordinary General Meeting of Tire Company Dębica SA of June 25, 2026 on giving an opinion on the report on the remuneration of members of the Management Board and Supervisory Board of the Company for 2025: *Report of the Supervisory Board on the remuneration of members of the Management Board and members of the Supervisory Board for 2025*

Appendix No. 2

to Resolution No. 22 of the Ordinary General Meeting of Tire Company Dębica SA of June 25, 2026 on giving an opinion on the report on the remuneration of Members of the Management Board and Supervisory Board of the Company for 2025: *Report of the independent statutory auditor on the attestation service regarding the Remuneration Report*

**Resolution No. 23
of the Ordinary General Meeting of Shareholders
Tire Company Debica S.A.
of 25 June 2026
on the amendment of the Company's Articles of Association**

§ 1

The Ordinary General Meeting of Shareholders of Tire Company Dębica S.A., acting pursuant to Article 430 § 1 of the Commercial Companies Code in connection with § 26 section 1 point 4) of the Company's Articles of Association, hereby resolves to amend § 5 of the Company's Articles of Association so that § 5 of the Company's Articles of Association shall read as follows:

“PARAGRAPH 5

The scope of the Company's activities shall comprise:

A/ SUBJECT OF PREDOMINANT ACTIVITY:

1. Manufacture, retreading and reconditioning of rubber tyres and production of inner tubes
22.11.Z

B/ SUBJECT OF OTHER ACTIVITY:

2. Manufacture of other rubber products PKD 22.12.Z
3. Manufacture of machinery for processing rubber or plastics PKD 28.96.Z
4. Repair and maintenance of machines PKD 33.12.Z
5. Repair and maintenance of electronic and optical equipment PKD 33.13.Z
6. Repair and maintenance of electrical equipment PKD 33.14.Z

7. Installation of industrial machinery, equipment and facilities PKD 33.20.Z
8. Electricity generation from non-renewable sources PKD 35.11.Z
9. Wind energy PKD 35.12.A
10. Solar energy PKD 35.12.B
11. Geothermal energy PKD 35.12.C
12. Biogas energy PKD 35.12.D
13. Hydropower PKD 35.12.E
14. Electricity generation from other renewable sources PKD 35.12.F
15. Electricity storage PKD 35.16.Z
16. Transmission of electricity PKD 35.13.Z
17. Electricity distribution PKD 35.14.Z
18. Production and supply of steam and air for air-conditioning systems PKD 35.30.Z
19. Water abstraction, treatment and supply PKD 36.00.Z
20. Mechanical and service repair of motor vehicles, excluding motorcycles PKD 95.31.A
21. Bodywork and paint repair and maintenance of motor vehicles, excluding motorcycles PKD 95.31.B
22. Motor vehicle detailing services, excluding motorcycles PKD 95.31.C
23. Activities of agents engaged in specialized wholesale of other goods PKD 46.18.Z
24. Wholesale of parts and accessories for motor vehicles, excluding motorcycles PKD 46.72.Z
25. Retail sale of parts and accessories for motor vehicles, excluding motorcycles PKD 47.82.Z
26. Brokerage in specialized retail sales PKD 47.92.Z
27. Other wholesale of chemical products PKD 46.85.B
28. Wholesale of chemical fertilizers and plant protection products PKD 46.85.A
29. Wholesale of solid, liquid, gaseous fuels and derivative products PKD 46.81.Z
30. Wholesale of metals and metal ores PKD 46.82.Z
31. Wholesale of wood, building materials and sanitary equipment PKD 46.83.Z
32. Wholesale of metal products and hydraulic and heating equipment and accessories PKD 46.84.Z
33. Wholesale of other semi-finished products PKD 46.86.Z
34. Wholesale of waste and scrap PKD 46.87.Z
35. Other retail sales, non-specialised PKD 47.12.Z
36. Intermediation service activities for non-specialised retail sale PKD 47.91.Z
37. Tourist accommodation facilities and short-term accommodation places PKD 55.20.Z
38. Regular preparation and delivery of food for external customers (regular catering) and other catering service activities PKD 56.22.Z
39. Scheduled passenger road transport PKD 49.31.Z
40. Passenger road transport other than scheduled transport PKD 49.32.Z
41. Passenger transport by cable cars and ski lifts PKD 49.34.Z
42. Other passenger land transport, n.e.c. PKD 49.39.Z
43. Road transport of goods PKD 49.41.Z
44. Transshipment of goods at other transshipment points PKD 52.24.C
45. Warehousing and storage of cereals and oilseeds PKD 52.10.A

46. Warehousing and storage of other goods PKD 52.10.B
47. Other service activities in the field of computing infrastructure, data processing, website management (hosting) and related activities PKD 63.10.D
48. Logistics activities PKD 52.25.Z
49. Other services supporting transport PKD 52.26.Z
50. Intermediation in the transport of goods PKD 52.31.Z
51. Intermediation in passenger transport PKD 52.32.Z
52. Scientific research and development works in the field of natural and technical sciences PKD 72.10.Z
53. Business Advisory and Other Management Advisory PKD 70.20.Z
54. Activities in the field of geodesy and cartography PKD 71.12.A
55. Other engineering activities and related technical consultancy PKD 71.12.B
56. Activities of patent attorneys and marketing activities PKD 74.91.Z
57. All other professional, scientific and technical activities, not elsewhere classified PKD 74.99.Z
58. Security activities, n.e.c. PKD 80.09.Z
59. Manufacture of other general-purpose machinery n.e.c. PKD 28.29.Z
60. Rental and management of own or leased real estate PKD 68.20.Z
61. Raw material recovery PKD 38.21.Z
62. Energy recovery PKD 38.22.Z
63. Other waste recovery PDK 38.23.Z
64. Waste incineration without energy recovery PKD 38.31.Z
65. Other waste disposal methods PKD 38.33.Z
66. Waste storage – PKD 38.32.Z
67. Production of plastics in primary forms PKD 20.16.Z”

§ 2

Acting pursuant to Article 430 § 5 of the Commercial Companies Code, the Ordinary General Meeting of Tire Company Debica S.A. authorizes the Supervisory Board of the Company to determine the consolidated text of the Company's Articles of Association taking into account the amendments introduced to the Articles of Association on the basis of this resolution.

§ 3

The resolution shall enter into force on the date of its adoption, with legal effects from the date of entry of the amendments to the Articles of Association into the register of entrepreneurs of the National Court Register.

Justification: *The proposed amendment to the Comanys's Articles of Association is intended to align their wording with the changes resulting from the fact that, pursuant to the Regulation of the Council of Ministers of 18 December 2024 on the Polish Classification of Activities (PKD), a new Polish Classification of Activities — PKD 2025 — has been in force since 1 January 2025, replacing the previous PKD 2007.*

/This is a translation of the original document in Polish. In case of any discrepancies the Polish version is binding./