

UNIMOT S.A.

**THE SUPERVISORY BOARD'S REPORT ON
REMUNERATION**

FOR 2023

Warsaw, 9 May 2024

TABLE OF CONTENTS

1. LEGAL BASIS.
2. INTRODUCTION.
3. THE AMOUNT OF TOTAL REMUNERATION BROKEN DOWN INTO COMPONENTS AND THE PROPORTIONS BETWEEN THESE COMPONENTS.
 - a. MANAGEMENT BOARD.
 - b. SUPERVISORY BOARD.
4. AN EXPLANATION OF HOW TOTAL REMUNERATION IS CONSISTENT WITH THE REMUNERATION POLICY ADOPTED, INCLUDING HOW IT CONTRIBUTES TO THE LONG-TERM PERFORMANCE OF THE COMPANY.
5. INFORMATION ON HOW THE PERFORMANCE CRITERIA WERE APPLIED.
6. INFORMATION ON THE CHANGE, ON AN ANNUAL BASIS, IN THE REMUNERATION, PERFORMANCE AND AVERAGE REMUNERATION OF EMPLOYEES OF THAT COMPANY WHO ARE NOT MEMBERS OF THE MANAGEMENT OR SUPERVISORY BOARDS, IN A WAY THAT ALLOWS FOR COMPARISON.
7. THE AMOUNT OF REMUNERATION FROM ENTITIES BELONGING TO THE SAME CAPITAL GROUP WITHIN THE MEANING OF THE ACT OF 29 SEPTEMBER 1994 ON ACCOUNTING.
8. THE NUMBER OF FINANCIAL INSTRUMENTS GRANTED OR OFFERED AND THE MAIN CONDITIONS FOR THE EXERCISE OF THE RIGHTS ATTACHED TO THOSE INSTRUMENTS, INCLUDING THE PRICE AND THE DATE OF EXERCISE AND CHANGES THERETO.
9. INFORMATION ON THE USE OF THE OPTION TO CLAIM BACK VARIABLE REMUNERATION COMPONENTS.
10. INFORMATION ON DEVIATIONS FROM THE PROCEDURE FOR IMPLEMENTING THE REMUNERATION POLICY AND ON DEVIATIONS APPLIED, INCLUDING AN EXPLANATION OF THE RATIONALE AND PROCEDURE AND AN INDICATION OF THE ELEMENTS FROM WHICH DEVIATIONS HAVE BEEN APPLIED.
11. CONCLUSIONS.

1. LEGAL BASES

The Supervisory Board of Unimot S.A., in accordance with the provision of Article 90g(1) of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading and Public Companies of 29 July 2005 (hereinafter: *the Act*), submits to the Ordinary General Meeting of Unimot S.A. (hereinafter: the "Company") a remuneration report (hereinafter: the *Report* or the *Remuneration Report*) providing a comprehensive overview of the remuneration, including all benefits, in whatever form, received by individual members of the management and supervisory boards holding these positions in 2023 or due to individual members of the management and supervisory boards in the financial year 2023, in accordance with the remuneration policy adopted in the Company.

The obligation to prepare this remuneration report arose in connection with Directive 2017/828 of the European Parliament and of the Council (EU) of 17 May 2017 amending Directive 2007/36/EC as regards the encouragement of long-term shareholder engagement adopted into the Polish legal order by the Act of 16 October 2019 amending the Act. The directive also required the Supervisory Board to prepare this report. This Remuneration Report covers the year 2023.

This Report is the third such document prepared under the amended provisions of the Act. The Remuneration Report 2022 (Report dated 20.04.2023) was presented to the Company's shareholders at the Ordinary General Meeting of the Company on 05.06.2023. The Ordinary General Meeting adopted Resolution No. 16 of 05.06.2023, in which it expressed a positive opinion on the Remuneration Report 2022, without commenting on or specifying guidelines for the reporting system in this topic.

2. INTRODUCTION

We hereby provide the remuneration report of the Supervisory Board of Unimot S.A., including a comprehensive overview of the remuneration, including all benefits, received by individual members of the management and supervisory boards in 2023.

This Report is an expression of the Company's application of the remuneration policies adopted by Resolution No. 18 of the Ordinary General Meeting of Unimot S.A. of 3 June 2020 and Resolution No. 24 of the Ordinary General Meeting of Unimot S.A. of 29 June 2022.

The purpose of introducing and using these tools, including the purpose of preparing this report, is to increase transparency regarding the remuneration policy and the actual remuneration awarded to members of the Management Board and Supervisory Board and to create a closer link between remuneration and their performance by improving shareholder oversight of remuneration.

This Report therefore facilitates the exercise of shareholders' rights and ensures the accountability of the Company's management and supervisory bodies.

This document provides comprehensive information on the total remuneration, broken down by component, but also reports on the performance criteria applied or the remuneration received from entities belonging to the same group. It also includes, where applicable, the number of financial instruments granted or offered.

3. THE AMOUNT OF TOTAL REMUNERATION BROKEN DOWN BY COMPONENTS AND THE PROPORTIONS BETWEEN THESE COMPONENTS

In accordance with Article 90g(2)(1) of the Act, the report shall include the total remuneration of each member of the Management Board and Supervisory Board, broken down by component, including any remuneration from any company belonging to the same group, as defined in Article 90g(2)(5) of the Act.

At the same time, in accordance with Article 90g (5) of the Act, which provides for the need to include information in this Report on monetary or non-monetary benefits granted to the persons closest to the Members of the Management Board and Supervisory Board, the relevant information in the above regard is as follows: (i) there were no monetary or non-monetary benefits granted for the benefit of the immediate family members of the Supervisory Board in 2023; (ii) as regards the monetary or non-monetary benefits granted for the benefit of the immediate family members of the Management Board, there were only non-monetary benefits consisting of entitlement to a family medical care package according to the subscription standards typical of this type of service.

In addition, in accordance with Article 90g(2)(1) of the Act, the report shows the respective proportions of fixed and variable remuneration. The above information is presented in the form of tables *number 1*, *number 1 BIS* and *number 2*.

a. THE MANAGEMENT BOARD

All members of the Management Board of Unimot S.A. holding office in 2023, i.e. Adam Sikorski, Robert Brzozowski and Filip Kuropatwa, held office throughout 2023.

The members of the Management Board of Unimot S.A. receive fixed monthly remuneration for their functions, granted on the basis of a resolution of the Supervisory Board pursuant to § 20(2)(g) of the Company's Articles of Association, and in the case of certain members of the Management Board also

monthly remuneration on account of service contracts concluded with the Company. The aforementioned fixed monthly remuneration is paid on a monthly basis, in arrears.

In addition, the Supervisory Board has established for the members of the Management Board of Unimot S.A. a Bonus System on the basis of a resolution of 13 November 2019, subsequently amended by a resolution of the Supervisory Board of 11.01.2022 and a resolution of 04.04.2024 (hereinafter the "Management Board Bonus System"). As at the date of this Report, the Bonus System covers the Members of the Management Board holding these positions in 2023 (i.e. President of the Management Board Adam Sikorski, Vice-President of the Management Board Robert Brzozowski, Vice-President of the Management Board for Finance Filip Kuropatwa) and provides for two types of bonuses: a cash bonus and a cash benefit, which may only be used to purchase shares in Unimot S.A. within the timeframe and under the conditions detailed in the adopted bonus rules. The amount of the cash bonus: (i) President of the Management Board Adam Sikorski - 2.5% of the consolidated adjusted net profit of the Unimot S.A. Group; (ii) Vice-President of the Management Board Robert Brzozowski - 2.5% of the consolidated adjusted net profit of the Unimot S.A. Group; (iii) Vice-President of the Management Board for Finance Filip Kuropatwa - 1.7% of the consolidated adjusted net profit of the Unimot S.A. Group. Amount of cash bonus for the purchase of Unimot S.A. shares: (i) Vice President of the Management Board Robert Brzozowski - 2.5% of the consolidated adjusted net profit of the Unimot S.A. Capital Group; (ii) Vice President of the Management Board for Finance Filip Kuropatwa - 1.7% of the consolidated adjusted net profit of the Unimot S.A. Capital Group. The share purchase bonus does not include the President of the Management Board - Adam Sikorski. The aforementioned bonuses are paid after the Supervisory Board has determined, by way of a resolution of the Supervisory Board, the amounts of the bonuses due, and the payment of both components of the bonus itself takes place no later than at the end of the month of publication of the annual consolidated financial statements of the Unimot Group. The basis for calculation of both types of bonuses is the consolidated net profit of the Unimot Group adjusted: (i) by the valuation of the compulsory reserves of fuel of Unimot S.A. and its subsidiaries; and (ii) with respect to the consolidated financial statements of Unimot S.A. for 2023, additionally adjusted by the final result of the settlement of the acquisition of shares in Lotos Terminale S.A. (now UNIMOT Terminale Sp. z o.o.) and by the effect of the valuation of derivative financial instruments in Unimot Bitumen Sp. z o.o.. The members of the Company's Management Board are obliged to use the funds received from the share purchase bonus exclusively for this purpose. The purchase of shares in Unimot S.A. is to take place through stock exchange transactions within six months from the date of receipt of the bonus funds. Failure to purchase shares within the aforementioned timeframe will mean that bonuses of this nature cannot be accrued and awarded for the next two financial years. Shares purchased with funds received for bonuses are subject to a three-year non-transferability ban, except in the cases listed in the Bonus System Resolution. The variable remuneration of the members of the Management Board - bonuses for 2022 - determined and payable on 20.04.2023, is described in the Supervisory Board's Remuneration Report for 2022 (prepared on 20.04.2023) and was paid in 2023 in amounts consistent with the amounts payable. With regard to the bonus for 2023, the Supervisory Board resolved on 25.04.2024 not to grant bonuses to the members of the Company's Management Board for 2023. The aforementioned resolution of the Supervisory Board was adopted at the request of the Company's Management Board, expressed in a unanimously adopted resolution of the Company's Management Board of 22.04.2024, by virtue of which the Management Board decided not to request the Supervisory Board to grant bonuses for 2023 due to the failure to achieve the budget targets of 2023.

TABLE NUMBER 1¹

Name and surname, position	Financial year	1 Fixed remuneration			2 Remuneration variables (for 2023) ²	3 Pension expenditure (PLN)	4 Total remuneration (PLN)	5 Proportion of fixed remuneration plus pension expenses and variable remuneration
		Basic remuneration (PLN)	Charges (PLN)	Additional benefits (PLN)				
Adam Sikorski President of the Management Board	2023	420 000,00	0,00	23 095,80	0,00	0,00	443 095,80	Not applicable - variable remuneration does not exist
Robert Brzozowski Vice-President of the Management Board for Commercial Affairs	2023	120 000,00	0,00	23 095,80	0,00	0,00	143 095,80	Not applicable - variable remuneration does not exist
Filip Kuropatwa Vice-President of the Management for Finance	2023	420,000.00 ³	0,00	0,00	0,00	0,00	420 000,00	Not applicable - variable remuneration does not exist

¹Explanations of Tables 1, 2, 1 BIS are included in the appendix to the report.

²No variable remuneration is due for 2023. The variable remuneration (bonuses) due for 2022, was paid in 2023 in the amounts of: Adam Sikorski - PLN 10 312 000.00, Robert Brzozowski - PLN 20 624 000.00, Filip Kuropatwa - PLN 14 024 000.00.

³The part of the remuneration in the amount of PLN 300,000 due for 2023 has not been paid by the Company. The Company is awaiting settlement documents. The Company has created a provision in its books for the aforementioned amount. The remaining amount of remuneration for 2023, i.e. PLN 120,000, has been paid by the Company.

b. THE SUPERVISORY BOARD

All members of the Supervisory Board of Unimot S.A., i.e. Andreas Golombek, Bogusław Satława, Piotr Cieślak, Piotr Prusakiewicz, Isaac Querub, Ryszard Budzik and Lidia Banach - Hoheker, held office throughout 2023.

Pursuant to Resolution No. 24 of the Ordinary General Meeting of Unimot S.A. of 29 June 2022, the monthly remuneration of the members of the Supervisory Board from 1 June 2022 is:

- PLN 6,250 (in words: six thousand two hundred and fifty zloty) gross for the Chairman of the Supervisory Board and the Chairman of the Audit Committee;
- PLN 5,000 (in words: five thousand zloty) gross for other members of the Supervisory Board.

Supervisory Board members Andreas Golombek, Piotr Cieślak, Piotr Prusakiewicz and Lidia Banach - Hoheker joined the Company's Employee Capital Plan (PPK), a voluntary, private long-term savings scheme available to all employees, including members of Unimot S.A.'s governing bodies.

The basis for the PPK is the Act of 4 October 2018 on Employee Capital Plans. The Act imposes an obligation on Unimot S.A. to launch the PPK, enrol participants in the programme and make contributions for them. The regulations also indicate the rules for investing the accumulated capital in defined date funds. Enrolment in the PPK programme by members of the Supervisory Board is voluntary.

In 2023, members of the Supervisory Board received additional one-off bonus remuneration pursuant to Resolution No. 17 of the Ordinary General Meeting of Unimot S.A. of 5 June 2023 amounting to: (i) PLN 12,500 (in words: twelve thousand five hundred zloty) gross for the Chairman of the Supervisory Board and the Chairman of the Audit Committee, and (ii) PLN 10,000 (in words: ten thousand zloty) gross for the other members of the Supervisory Board.

In 2023, the members of the Supervisory Board did not receive any other additional benefits from the Company on the basis of a bonus or profit-sharing plan, in the form of share options or other benefits in kind. In addition, the members of the Supervisory Board are not entitled to deferred or contingent benefits from the Company.

TABLE NUMBER 2*

Name and surname, position	Financial year	1 Fixed remuneration			2 Pension expenditure (PLN)	3 Total remuneration (PLN)	4 Proportion of fixed remuneration plus pension expenses and variable remuneration
		Basic remuneration (PLN)	Charges (PLN)	Additional benefits (PLN)			
Andreas Golombek Chairman of the Supervisory Board	2023	87 500,00	0,00	0,00	1 312,50	88 812,50	Not applicable - variable remuneration does not exist
Bogusław Sattawa Vice-Chairman of the Supervisory Board	2023	70 000,00	0,00	0,00	0,00	70 000,00	Not applicable - variable remuneration does not exist
Isaac Querub Member of the Supervisory Board	2023	70 000,00	0,00	0,00	0,00	70 000,00	Not applicable - variable remuneration does not exist
Ryszard Budzik Member of the Supervisory Board	2023	70 000,00	0,00	0,00	0,00	70 000,00	Not applicable - variable remuneration does not exist
Piotr Cieślak Chairman of the Audit Committee	2023	87 500,00	0,00	0,00	1 312,50	88 812,50	Not applicable - variable remuneration does not exist
Piotr Prusakiewicz Member of the Supervisory Board	2023	70 000,00	0,00	0,00	1 050,00	71 050,00	Not applicable - variable remuneration does not exist
Lidia Banach - Hoheker Member of the Supervisory Board	2023	70 000,00	0,00	0,00	1 050,00	71 050,00	Not applicable - variable remuneration does not exist

*explanations for Tables 1, 2, 1 BIS are included in the appendix to the report

4. AN EXPLANATION OF HOW TOTAL REMUNERATION IS CONSISTENT WITH THE REMUNERATION POLICY ADOPTED, INCLUDING HOW IT CONTRIBUTES TO THE LONG-TERM PERFORMANCE OF THE COMPANY

The remuneration system of the Management Board takes into account the tasks and performance of the individual members of the Management Board and the Management Board as a whole, the economic and financial situation, the Company and its performance and prospects. The total remuneration of the members of the Management Board is in line with the adopted policy - the remuneration for 2023 essentially consisted of two components:

- fixed remuneration, due and paid on a monthly basis,
- variable remuneration (bonus), due and payable after the end of the financial year, following its award by the Supervisory Board under the terms of the Management Board Bonus System described above in this Report.

For the members of the Supervisory Board, the remuneration paid for 2023 only included a fixed component. The members of the Supervisory Board did not receive any variable remuneration components in 2023, which is also in line with the policy adopted, which did not include a bonus system for the Supervisory Board in the aforementioned period.

The Company's determination of fixed remuneration took into account:

- the workload required to perform the position,
- the duties, tasks and responsibilities associated with the function,
- the level of remuneration for a similar position applied by other operators in the market.

The variable components of remuneration for the members of the Management Board depended on financial performance and are paid on the basis of transparent rules and criteria and in a manner that ensures effective implementation of the remuneration policy. The bonus system has been prepared with a view to recognise the contribution and commitment of selected key position holders in the Company to its commercial success, particularly bearing in mind the Company's business plans and value growth potential.

The bonus system for the members of the Management Board was primarily designed to effectively achieve the Company's business objectives, including financial performance, and to enhance the Company's potential to achieve its long-term goals.

5. INFORMATION ON HOW THE PERFORMANCE CRITERIA WERE APPLIED

The breakdown of the remuneration of the members of the Management Board into fixed and variable components made it possible to have a flexible policy for performance-related variable remuneration components in 2023.

Both types of bonuses for the members of the Management Board in the aforementioned period were based solely on the criterion of the Unimot Group's generated, consolidated, adjusted (for the valuation of Unimot S.A.'s and its subsidiaries' mandatory reserves of fuel) net profit, which, in the opinion of the Supervisory Board, overall contributes to the Company's long-term performance.

6. INFORMATION ON THE CHANGE, ON AN ANNUAL BASIS, IN THE REMUNERATION, PERFORMANCE AND AVERAGE REMUNERATION OF EMPLOYEES OF THAT COMPANY WHO ARE NOT MEMBERS OF THE MANAGEMENT OR SUPERVISORY BOARD, IN A WAY THAT ALLOWS FOR COMPARISON

The Supervisory Board shall provide information on the annual changes in the remuneration of each member of the Management Board and Supervisory Board, the company's performance and the average remuneration per FTE of the Company's employees other than members of the Management Board and Supervisory Board. This obligation includes a comparison of at least the last five financial years. In view of the above, the Supervisory Board presents a comparison covering the last five financial years, i.e. 2023, 2022, 2021, 2020 and 2019, in Table number 3. The aforementioned information is presented in Table number 3, in a manner that allows for comparison. The remuneration of the members of the Management Board and the Supervisory Board shown in Table number 3 includes only the remuneration received at Unimot S.A. and does not include the amounts of remuneration received at the group companies shown in Table number 1 BIS.

TABLE 3

Annual change	Information on total remuneration for 2023 (PLN)	Information on total remuneration for 2022 (PLN)	Information on total remuneration for 2021 (PLN)	Information on total remuneration for 2020 (PLN)	Information on total remuneration for 2019 (PLN)	Change 2023 vs. 2022	Change 2022 vs. 2021	Change 2021 vs. 2020	Change 2020 vs. 2019
Adam Sikorski President of the Management Board	443 095,80	10 752 604,33	2 165 404,61	1 418 235,36	1 383 000,00	Decrease of 96%	Increase of 397%	Increase of 53%	Increase of 3%
Robert Brzozowski Vice-President of the Management Board for Commercial Affairs	143 095,80	20 764 604,33	4 056 662,61	2 836 235,36	2 766 000,00	Decrease of 99%	Increase of 412%	Increase of 43%	Increase of 3%
Filip Kuropatwa Vice-President of the Management Board for Finance	420 000,00	14 444 000,00	3 003 580,65	Not applicable - Board member appointed to the Board during 2021	Not applicable - Board member appointed to the Board during 2021	Decrease of 97%	Increase of 381	Not applicable - Board member appointed to the Board during 2021	Not applicable - Board member appointed to the Board during 2021
Andreas Golombek Chairman of the Supervisory Board	88 812,50	69 781,25	60 900,00	45 192,95	24 558,76	Increase of 27%	Increase of 15%	Increase of 35%	Increase of 84%
Bogusław Satława Vice-Chairman of the Supervisory Board	70 000,00	55 000,00	48 000,00	38 042,95	24 558,76	Increase of 27%	Increase of 15%	Increase of 26%	Increase of 55%
Isaac Querub Member of the Supervisory Board	70 000,00	55 000,00	48 000,00	38 908,25	26 179,80	Increase of 27%	Increase of 15%	Increase of 23%	Increase of 49%
Ryszard Budzik Member of the Supervisory Board	70 000,00	55 000,00	48 043,94	38 016,77	24 558,76	Increase of 27%	Increase of 14%	Increase of 26%	Increase of 55%
Piotr Cieślak Member of the Supervisory Board	88 812,50	69 781,25	60 900,00	45 192,95	24 558,76	Increase of 27%	Increase of 15%	Increase of 35%	Increase of 84%
Piotr Prusakiewicz Member of the Supervisory Board	71 050,00	55 825,00	48 720,00	38 162,95	24 558,76	Increase of 27%	Increase of 15%	Increase of 28%	Increase of 55%
Lidia Banach - Hoheker Member of the Supervisory Board	71 050,00	55 825,00	29 848,39	Not applicable - Supervisory Board member appointed to the Supervisory Board during 2021	Not applicable - Supervisory Board member appointed to the Supervisory Board during 2021	Increase of 27%	Increase of 87%	Not applicable - Supervisory Board member appointed to the Supervisory Board during 2021	Not applicable - Supervisory Board member appointed to the Supervisory Board during 2021
Financial performance									
Results	2023	2022	2021	2020	2019	Change 2023 vs. 2022	Change 2022 vs. 2021	Change 2021 vs. 2020	Change 2020 vs. 2019
Unimot S.A. standalone net profit.	PLN 45 039 thousand	PLN 117 288 thousand	PLN 72 046 thousand	PLN 32 279 thousand	PLN 53,825 thousand	Decrease of 62%	Increase of 63%	Increase of 123%	Decrease of 40%
Sales revenue - standalone Unimot S.A.*	PLN 1 058 600 thousand	PLN 7 682 923 thousand	PLN 7 952 200 thousand	PLN 4 610 557 thousand	PLN 4 349 121 thousand	Decrease of 86%	Decrease of 3%	Increase of 72%	Increase of 6%
Consolidated net profit of the Unimot Capital Group	PLN 488 512 thousand	PLN 373 897 thousand	PLN 75 961 thousand	PLN 34,735 thousand	PLN 59 923 thousand	Increase of 31%	Increase of 392%	Increase of 118%	Decrease of 42%

Sales revenue - consolidated the Unimot Capital Group*	PLN 12 886 989 thousand	PLN 13 384 882 thousand	PLN 8,207,216 thousand	PLN 4 769 994 thousand	PLN 4,445,420 thousand	Decrease of 4%	Increase of 63%	Increase of 72%	Increase of 7%
Indicator for calculating the variable remuneration of the Management Board									
President of the Management Board Adam Sikorski	2.5% of the CG's consolidated net profit adjusted for inventory valuation	2.5% of the CG's consolidated net profit adjusted for inventory valuation	2.5% of the CG's consolidated net profit adjusted for inventory valuation	2.5% of the CG's consolidated net profit adjusted for inventory valuation	2.5% of the CG's consolidated net profit adjusted for inventory valuation	No change	No change	No change	No change
Vice-President of the Management Board Robert Brzozowski	2.5% of the CG's consolidated net profit adjusted for inventory valuation	2.5% of the CG's consolidated net profit adjusted for inventory valuation	2.5% of the CG's consolidated net profit adjusted for inventory valuation	2.5% of the CG's consolidated net profit adjusted for inventory valuation	2.5% of the CG's consolidated net profit adjusted for inventory valuation	No change	No change	No change	No change
Vice-President of the Management Board Filip Kuropatwa	1,7% of the CG's consolidated net profit adjusted for inventory valuation	1,7% of the CG's consolidated net profit adjusted for inventory valuation	1,7% of the CG's consolidated net profit adjusted for inventory valuation	Not applicable - Board member appointed to the Board during 2021	Not applicable - Board member appointed to the Board during 2021	No change	No change	Not applicable - Board member appointed to the Board during 2021	Not applicable - Board member appointed to the Board during 2021
Average remuneration of the Company's employees									
Average remuneration per FTE of the Company's employees	2023 PLN 10 661	2022 PLN 10 373	2021 PLN 7 671	2020 PLN 6 991	2019 PLN 6 317	Increase of 3%	Increase of 35%	Increase of 10%	Increase of 11%
<p>* Sales revenue (standalone and consolidated) represents the sum of two items from the statements of total revenues, i.e. sales revenue and profits/losses on financial instruments hedging sales.</p> <p>** Consolidated net profit of the Company's Capital Group, adjusted for the valuation of the Company's and its subsidiaries' fuel inventory.</p> <p>*** Consolidated net profit of the Company's Capital Group adjusted for the valuation of the Company's and its subsidiaries' mandatory reserves of fuel, including additional adjusting elements, i.e. adjustment for the final result of the settlement of the Lotos Terminale S.A. share purchase transaction. (now UNIMOT Terminale Sp. z o.o.) and the effect of the valuation of derivative financial instruments in Unimot Bitumen Sp. z o.o.</p>									

7. THE AMOUNT OF REMUNERATION FROM ENTITIES BELONGING TO THE SAME CAPITAL GROUP WITHIN THE MEANING OF THE ACT OF 29 SEPTEMBER 1994. ON ACCOUNTING

The remuneration policy refers to remuneration awarded solely within the Company. In accordance with the requirements of Article 90g(2) of the Public Offering Act, the Company also discloses remuneration received from Group companies.

The President of the Company's Management Board Mr Adam Sikorski received in 2023 the following remuneration:

- for acting as President of the Management Board of Tradea sp. z o.o., a subsidiary of Unimot S.A.: (i) a fixed monthly remuneration established for the President of the Management Board of that company, based on a resolution of the Extraordinary Meeting of Shareholders of Tradea sp. z o.o.; (ii) an annual discretionary bonus for 2022 paid by Tradea sp. z o.o. to the President of the Management Board of Tradea Sp. z o.o. on 20 April 2023 in the amount of PLN 2,765,854 granted based on the corporate relationship binding the President of the Management Board to Tradea Sp. z o.o. (holding the position of member of the Management Board of Tradea Sp. z o.o.), the aforementioned discretionary bonus was paid upon the achievement of good business results by the aforementioned company in 2022; (iii) in addition, under the rules established for the entire Management Board of Tradea sp. z o.o., members of the Management Board are entitled to an annual bonus granted on the basis of the corporate relationship binding them to Tradea Sp. z o.o. (holding a position on the management board of Tradea Sp. z o.o.). The aforementioned bonus is calculated on the gross profit of Tradea sp. z o.o. for the relevant financial year. The President of the Management Board of Tradea sp. z o.o. Adam Sikorski is entitled to a bonus equivalent to 9.75% of Tradea sp. z o.o.'s pre-tax profit for 2023. As at the date of this report, Tradea sp. z o.o. has not paid the abovementioned bonus but has created a provision for this purpose in respect of the abovementioned entitled person amounting to approximately PLN 1,981,770;
- for serving as President of the Management Board of Unimot Commodities sp. z o.o., a subsidiary of Unimot S.A. The basis for payment of remuneration in this respect is a resolution of the Extraordinary Meeting of Shareholders of Unimot Commodities sp. z o.o.

The Vice President of the Company's Management Board - Mr Robert Brzozowski received in 2023 the following remuneration:

- for the provision of advisory, consulting and business development services for the development of the Unimot Group's business segment in the area of power generation from the Issuer's subsidiaries, i.e. Tradea Sp. z o.o. and Unimot Energia i Gaz Sp. z o.o.. The basis for payment of remuneration on this account are service contracts concluded by a member of the Company's Management Board for an indefinite period of time, which provide for a fixed monthly lump-sum remuneration for services rendered;
- for serving as a member of the Management Board of the subsidiary Olavion sp. z o.o. for part of the year 2023 (from 07.03.2023). The basis for payment of remuneration on this account is a resolution of the Extraordinary Meeting of Shareholders of Olavion sp. z o.o.;
- for the provision of advisory, consulting and business development and operational and technical services to the subsidiary Olavion sp. z o.o. as of 1 June 2023 with regard to the operations and development of the Unimot Group's business segment in the area of rail transport. The basis for the payment of remuneration in this respect is a contract for the provision of services concluded by a member of the Company's Management Board for an indefinite period, which provides for a fixed monthly lump sum payment for the services provided;
- for the remuneration of a member of the Supervisory Board in the subsidiary Unimot Terminale sp. z o.o. The basis for payment of remuneration on this account is a resolution of the Extraordinary Meeting of Shareholders of Unimot Terminale sp. z o.o.;

- for the remuneration of a member of the Supervisory Board in the subsidiary Unimot Bitumen sp. z o.o. The basis for payment of remuneration on this account is a resolution of the Extraordinary Meeting of Shareholders of Unimot Bitumen sp. z o.o.

The Vice President of the Company's Management Board - Mr Filip Kuropatwa received in 2023 the following remuneration:

- for the remuneration of a member of the Supervisory Board in the subsidiary Unimot Terminale sp. z o.o. The basis for payment of remuneration on this account is a resolution of the Extraordinary Meeting of Shareholders of Unimot Terminale sp. z o.o.;
- for the remuneration of a member of the Supervisory Board in the subsidiary Unimot Bitumen sp. z o.o. The basis for payment of remuneration on this account is a resolution of the Extraordinary Meeting of Shareholders of Unimot Bitumen sp. z o.o.

The members of the Supervisory Board did not receive any remuneration from subsidiaries of Unimot S.A. in 2023.

TABLE NUMBER 1 BIS - Remuneration of members of the Management Board from entities in the same group*.

Name and surname, position	Financial year	1 Fixed remuneration			2 Variable remuneration (PLN)	3 Pension expenditure	4 Total remuneration (PLN)	5 Proportion of fixed and variable remuneration
		Basic remuneration (PLN)	Charges	Additional benefits				
Adam Sikorski President of the Management Board	2023	630 000,00 ¹	0,00	0,00	2 765 854,00 ²	0,00	3 395 854,00	18.55% vs 81.45%
Robert Brzozowski Vice-President of the Management Board for Commercial Affairs	2023	456 425,59 ³	0,00	0,00	Not applicable	495,45	456 921,04	Not applicable - variable remuneration does not exist
Filip Kuropatwa Vice-President of the	2023	86 425,59 ⁴	0,00	0,00	Not applicable	495,45	86 921,04	Not applicable - variable remuneration does not exist

¹ Remuneration from the position of President of the Management Board in the amount of PLN 420,000 at the subsidiary Tradea Sp. z o.o. and remuneration from the position of President of the Management Board from 4.07.2023 in the amount of PLN 210,000 at the subsidiary Unimot Commodities Sp. z o.o.

² Annual discretionary bonus for 2022 paid at Tradea sp. z o.o. to the President of the Management Board of Tradea Sp. z o.o. on 20 April 2023 in the amount of PLN 2,765,854 granted based on the corporate relationship binding the President of the Management Board to Tradea Sp. z o.o. (tenure as member of the Management Board of Tradea Sp. z o.o.).

³ Remuneration in the amount of PLN 144,000 in the subsidiary Unimot Energia i Gaz sp. z o.o. and in the amount of PLN 156,000 in the subsidiary Tradea sp. z o.o. and remuneration for acting as Member of the Management Board in the subsidiary Olavion Sp. z o.o. from 07.03.2023. PLN 14,000 and remuneration for acting as a Member of the Supervisory Board in the subsidiary Olavion Sp. z o.o. on the basis of a Service Agreement dated 01.06.2023 in the amount of PLN 56,000, and remuneration for acting as a Member of the Supervisory Board in the subsidiary Unimot Terminale Sp. z o.o. from 14.04.2023 in the amount of PLN 56,588.57 and remuneration for acting as Member of the Supervisory Board in the subsidiary Unimot Bitumen Sp. z o.o. from 14.04.2023 in the amount of PLN 29,837.02.

⁴ Remuneration for acting as a Member of the Supervisory Board in the subsidiary Unimot Terminale Sp. z o.o. from 14.04.2023 in the amount of PLN 56,588.57, remuneration for acting as a Member of the Supervisory Board in the subsidiary Unimot Bitumen Sp. z o.o. from 14.04.2023 in the amount of PLN 29,837.02.

Management Board for Finance								
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** explanations of tables 1, 2, 1 BIS are included in the appendix to the report*

8. THE NUMBER OF FINANCIAL INSTRUMENTS GRANTED OR OFFERED AND THE MAIN CONDITIONS FOR THE EXERCISE OF THE RIGHTS ATTACHED TO THOSE INSTRUMENTS, INCLUDING THE PRICE AND EXERCISE DATE AND CHANGES THERETO

A cash benefit for the purchase of shares can only be granted to members of the Company's Management Board if specific financial conditions are met, as defined in a resolution of the Supervisory Board.

The members of the Company's Management Board are obliged to use the funds received from the share purchase bonus exclusively for this purpose. The purchase of shares in Unimot S.A. is to be made by way of stock exchange transactions within 6 (in words: six) months from the date of receipt of the funds in this respect. Failure to purchase shares within the aforementioned period will mean that bonuses of this kind cannot be accrued and awarded for the next 2 financial years.

Shares acquired with funds received as a result of the bonus are subject to a three-year ban on transferability, except in the cases listed in the resolution.

A member of the Company's Management Board is not obliged to use the cash benefit to purchase shares.

The share purchase bonus granted in 2023 (on the basis of the Supervisory Board's resolution of 20.04.2023, described in section 3 above), i.e. the bonus for 2022, was granted to two members of the Management Board, Vice-President Robert Brzozowski and Vice-President Filip Kuropatwa. Vice-President Robert Brzozowski for the share purchase bonus for 2022 purchased 57,564 shares for a total amount of PLN 5,848,492.80 and Vice-President Filip Kuropatwa for the share purchase bonus for 2022 purchased 37,991 shares for a total amount of PLN 3,884,700.00 .

As at the date of this report, Management Board members Vice-President Robert Brzozowski and Vice-President Filip Kuropatwa have not yet purchased shares for the share purchase bonus granted for 2023.

9. INFORMATION ON THE USE OF THE OPTION TO CLAIM BACK VARIABLE COMPONENTS OF REMUNERATION

Pursuant to § 4(7) of the remuneration policy adopted by Resolution No. 18 of the Ordinary General Meeting of Unimot S.A. of 3 June 2020, the Company does not provide for the possibility to claim reimbursement of variable remuneration components.

10. INFORMATION ON DEVIATIONS FROM THE PROCEDURE FOR IMPLEMENTING THE REMUNERATION POLICY AND ON DEVIATIONS APPLIED, INCLUDING AN EXPLANATION OF THE RATIONALE AND PROCEDURE AND AN INDICATION OF THE ELEMENTS FROM WHICH DEVIATIONS HAVE BEEN APPLIED

In 2023, the Company did not deviate from the procedure for implementing the remuneration policy.

11. SUMMARY

The Supervisory Board confirms that it had full knowledge of and access to all necessary information regarding the Company's policy on remuneration for members of the bodies.

The Supervisory Board is of the opinion that there has been no material deviation from the established remuneration policy and appreciates the consistent approach of the Management Board with regard to linking the granting of additional benefits to the achievement of the Company's objectives.

The Company's Supervisory Board has provided a comprehensive description of how the fixed and variable elements of the remuneration policy relate to the annual target-setting and performance evaluation cycles.

On the basis of the above, the Supervisory Board expresses a positive opinion on the mechanisms used to implement the Remuneration Policy 2023 and confirms that the remuneration payments made in 2023 remain in compliance with the policy.

Signatures of the members of the Supervisory Board:

Andreas Golombek, Chairman of the Supervisory Board:

Bogusław Satława, Vice-Chairman of the Supervisory Board:

Ryszard Budzik, Member of the Supervisory Board:
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Piotr Cieślak, Member of the Supervisory Board:
.....

Piotr Prusakiewicz, Member of the Supervisory Board:
.....

Lidia Banach - Hoheker, Member of the Supervisory Board:
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Isaac Querub, Member of the Supervisory Board:
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Appendix 1 to the Unimot S.A. Supervisory Board Remuneration Report 2023 - clarification of the scope of the columns in Tables 1, 2 and 1 bis.

1. 'Basic remuneration' column - content: total basic remuneration paid during the reported financial year.
2. 'Charges' column - content: reimbursement of expenses related to attendance at body meetings.
3. 'Additional benefits' column - content: medical care benefits.
4. 'Variable remuneration' column - content: amount of annual bonus.
5. 'Pension expenditure' column - content: additional pension benefits of body members, contributions to the Employee Capital Plan.
6. 'Total remuneration' column - content: sum of fixed and variable remuneration and pension expenses.
7. 'Proportion of fixed and variable remuneration' column - content: relative proportion of fixed and variable remuneration in the reported financial year. The relative proportion of fixed remuneration can be calculated by dividing the sum of fixed components and pension expenses by the amount of total remuneration, multiplied by 100. Correspondingly, the relative proportion of variable remuneration can be calculated by dividing the sum of variable components by the amount of total remuneration and pension expenses, multiplied by 100.